

Non-Resident Nepali Association Canada
(NRNA Canada)
Bylaw

NRNA Canada Bylaw

**A Not- for-Profit-Organization functioning under
the Canada Not-For-Profit Canada Act S.C. 2009, C.23
*Amended by 15th AGM, August 28, 2022, Winnipeg, Canada**





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ARTICLE I



GENERAL

1. Preamble

Considering the unity of Non-Resident Nepali residing in Canada for the spirit of Nepali fraternity, uniqueness, social welfare, belongingness and harmony of the Nepalese Community, we, all the Diaspora of Nepali origin people realize to establish an autonomous, non-profit, non-political organization, NRNA Canada with a shared vision for perpetual existence.

NRNA Canada is a common organization of Nepali origin people residing in Canada to preserve and promote social harmony among the Nepali diaspora and act as a liaison organization to improve the relationship between Nepal and Canada for mutual support and benefit.

NRNA Canada's vision to preserve and promote Nepali art, culture, values, and heritage. NRNA Canada strongly advocates the global movement of the non-resident Nepali people since its inception to promote the issues and problems faced by people of Nepali origin, initiate investment promotion and technology transfer for the development of Nepal.

With the evolving aspiration of its members to the direct election system, this Bylaw has been amended to adopt a direct election system and provide the necessary framework for this change; hereafter, all the activities under NRNA Canada shall be conducted under this Bylaw.

2. Name of the Organization


The name of this organization shall be Non-Resident Nepali Association Canada (hereinafter referred as NRNA Canada) which is a registered not-for-profit corporation pursuant to Canada Not-for-Profit Corporations Act S.C. 2009, c. 23.

3. Definition and Interpretation

In this Bylaw and all other Bylaws of the Corporation, unless the context otherwise requires:

1. "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;
2. "articles" means the original or restated articles of incorporation or articles of amendment, amalgamation, continuance, reorganization, arrangement, or revival of the Corporation;
3. "board" means the board of directors of the Corporation and "director" means a member of the board;





4. "Bylaw" means this Bylaw and any other Bylaws of the Corporation as amended and which are, from time to time, in force and effect;
5. "meeting of members" includes an annual meeting of members or a special meeting of members; "special meeting of members" includes a meeting of any class or classes of members and a special meeting of all members entitled to vote at an annual meeting of members;
6. "ordinary resolution" means a resolution passed by a majority of the votes cast on that resolution pursuant to the provision of this Bylaw;
7. "proposal" means a proposal submitted by a member of the Corporation that meets the requirements of section 163 (Shareholder Proposals) of the Act;
8. "Regulations" means the regulations made under the Act, as amended, restated, or in effect from time to time;
9. "special resolution" means a resolution passed by a majority of not ordinary resolution as per the provision of this Bylaw;
10. "online" means any transaction or process completed via electronic means;
11. "youth" means a person aged between eighteen (18) and thirty-five (35);
12. "Second generation" means person who immigrated with their parents and studied high school in Canada;
13. "NRN" means the Non-Resident Nepali as defined by the Non-Resident Nepali Act;
14. "National Coordination Council (NCC)" means the Board of Directors of the NRNA Canada formed as per this Bylaw.

4. Seal, Logo, and Letterhead

NRNA Canada shall have its Seal, Logo, and Letterhead as per Annex I.

5. Head Office

The Head Office of NRNA Canada shall be in the city or town of residence of the President of NRNA Canada or as decided by NCC.

6. Objectives

1. To preserve and promote social harmony through language, art, culture, sports, and heritage among Nepali diaspora from Nepali origin in Canada.
2. To represent and promote the rights, privileges, and immunities of the people of Nepali origin residing in Canada.
3. To represent and promote the interests of the Nepali community at large in Canada as well as NRN interest in Nepal and elsewhere.
4. Coordinate affairs of NRNA Canada with NRNA ICC to achieve its goal to support global NRNA movement.
5. To work as a think tank and transfer technology, skills, and knowledge and outreach services on development effort in Nepal.



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6. To facilitate the relationship between Canada and Nepal and to promote Canadian investment in Nepal.
7. To facilitate newcomers and students to integrate into Canadian society through mentorship, coordination, and other information and communication.
8. To empower women and youth for leadership development by increasing their participation in the leadership role.
9. To explore financial resources and their mobilization with other national and international organizations at times of disaster and human suffering, including natural calamity.

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ARTICLE II



MEMBERSHIP

An individual or organization that qualifies to be a member of NRNA Canada and abides by this Bylaw and other policies of the NRNA Canada without any condition may be a member.

7. Voting Members

Voting Members of the NRNA Canada shall have a right to one vote at a members' meeting. They shall be also entitled to participate in elections of the NCC and elect Directors or Officers and be elected as Director or Officer of the corporation. Voting Member is required to pay the membership fee outlined by the NCC.

1. **Registered General Member:** An individual under Article II, Section 8 of the Bylaw shall be a registered General Member.
2. **Registered Life Member:** An individual under Article II, Section 8 of the Bylaw with a strong commitment to NRNA Canada shall be a Life Member.

8. Qualification of Voting Members

Any individual who meets the following criteria may be a voting member of the corporation:

1. An individual of age 18 years, and
2. A Nepali citizen residing in Canada for at least two years by doing any profession, occupation, business, and employment except serving in a diplomatic mission or consulate in Canada under the assignment of the Government of Nepal and studying in an academic institution in Canada, or,
3. A Canadian citizen/resident who by themselves or whose father, mother, grandfather, or grandmother was a citizen of Nepal at any time and has subsequently acquired the citizenship of Canada.

9. Non-Voting Members

An individual of age 18 years, but not eligible under Article II, Section 7, and Section 8, and Nepali representing organization may become a non-Voting member. A membership fee does not apply to non-voting members. They are entitled to participate in members' meetings and shall not have voting rights. They shall not have the right to elect Directors or Officers of the corporation.

1. **Associate Member:** Any individual member (Nepali or non-Nepali) who wants to promote NRNA Canada can be an associate member. They are bounded by roles and responsibilities assigned by NRNA Canada. The membership fee applies to the same as registered members.



2. **Organizational Member:** Any Nepali community serving organization in Canada that respects the Bylaw, can be granted Organizational membership.
3. **Honorary Member:** An individual who has given a distinguished contribution to Nepal and/or the Nepali community can be awarded as an Honorary Member. This type of membership is granted by the NCC duly completed the nomination and selection process outlined by the NCC. An individual can be of Nepali descent or non-Nepali descent.

10. Membership Fee

Membership fees for Voting Members shall be determined by NCC. For the first-time Registered General members, the membership fee shall be valid until the end of December of the second year from the date of their membership application regardless of when they have applied.

11. Payment Process

Membership fee must be paid by the member applicant, or their family members as defined by the Canadian laws by Cheque, Credit Card, E-Transfer, PayPal, or other medium prescribed by NCC that is set up under their name, address, email, and other applicable information.

12. Membership Application Process

The membership application process shall open throughout the year. To be eligible to vote at the members' meeting and participate in the election, the cut-off date of the Voting membership renewal and first-time application shall be April 30th of the election year. The membership fee shall be paid for a full two-year term ending on December 31st of the second year. In special circumstances, Board may extend these cut off dates as needed.

13. Membership Form

The Membership Application Form shall be outlined by NCC in the online format.

14. Verification process

NCC shall form a Membership Verification Committee, which shall consist of a Membership Coordinator and four (4) members of the National Coordination Council (NCC).

Duties, Rights, and Responsibilities of Membership Verification Committee

- ❖ Shall verify the information provided in the membership application form.
- ❖ Right to ask to furnish additional information from an applicant.

- ❖ Shall submit its recommendation for all membership applications every month at NCC's meeting or, as needed except those requiring additional information. In the latter case, it shall be submitted in the second month.
- ❖ The Membership Verification Committee shall report to the NCC if any fraudulent information is found.

15. Membership Resignation/Termination

Membership shall be terminated in any one of the following circumstances:

1. Death
2. Resignation approved by NCC
3. Declared status of bankruptcy
4. Declared incapable by a court
5. Expelled by a minimum of a two-thirds majority of members' meeting if declared as a member not meeting the "Member in Good Standing" upon the recommendation of NCC.

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

16. Resignation process/vacant of EC and NCC

Any board member or an executive officer of NRNA Canada can resign from their position by giving 30 days of written notice handing it over to the President or General Secretary. In case of President, the resignation should be addressed to the Chairperson and Chairperson should address resignation to the President. The resignation shall take effect either at the end of the month's notice or on the date the board meeting accepts the resignation.

In case the resignation is submitted with less than 30 days' notice, the member with such a resignation should stop representing NRNA Canada from resignation effective date as mentioned in the resignation letter and till the Board decides on that resignation.

If the position of any officer of the NRNA Canada shall become vacant, the executive committee may, by resolution, appoint a person to fill such vacancy as an "acting officer" till the election is held or until conclusion of next annual general meeting (AGM).

Any members of the NCC who fails to attend 3 consecutive meetings, without good reason, may be removed of his/her duties by a majority vote of the NCC members. The members in question shall have the right to defend himself or herself at the NCC meeting.



ARTICLE III

MEMBERS MEETING AND ORGANIZATIONAL STRUCTURE

17. Meetings of Members

The meetings of members shall be the supreme body of the NRNA Canada. Members' meetings shall formulate policies, programs, and decisions consistent with the objectives of the NRNA Canada. The NRNA Canada shall hold at least one member's meeting each year with 21 days prior notice mentioning the agendas of discussion to the members. Meeting of members may table the amendment of Bylaw or policy of NRNA Canada in the meeting.

Duties, Rights, and Responsibilities of the Members' Meeting

1. Members meeting shall approve reports (annual progress and plan) with budget allocation, fiscal audit submitted by the NCC.
2. Approve the motions to appoint the Chief Election Commissioner.
3. Shall appoint an auditor subject to the Act.
4. Shall consider other businesses specified in the meeting notices, and motions tabled by the NCC and members subject to the specifications adopted by the NCC.

17.1. Chair of Member's Meeting

The Chairperson will chair the members' meeting and special members meeting. A three-member presidium, including the President, will be formed by the members' meeting to chair the meeting. If the President is not present, the Vice-President designated by the NCC will be a member of the Presidium.

17.2. Place of Members' Meeting and Special Members' Meeting

The location of the members' meeting shall be a physical location and/or virtual. The dates and venue of the next members' meeting shall be decided by the immediate previous member's meeting. The physical location must be within Canada. In virtual settings, the hosting shall be conducted within Canada.

NCC shall not change the location unless unavoidable circumstances subject to the government order, natural disasters, resolutions adopted by the members' meeting.

17.3. Quorum at Member's Meeting

The quorum of the members' meeting shall be the majority of the members who have registered to attend the meeting as prescribed by the NCC.



The General Secretary or a designated person appointed by the NCC shall count a quorum. If the quorum is present at the opening of the members' meeting, the members present may proceed with the business, and the continuation of the quorum throughout the meeting shall not be mandatory. If within one and half hours of the time appointed for a members' meeting, a quorum is not present, the meeting shall stand adjourned not exceeding twenty-one (21) days to such time and place determined by the NCC. At the adjourned members' meeting, if within half an hour of the time appointed for a members' meeting, a quorum is not present, the members present constitute a quorum.

17.4. Special Member's Meeting

1. The NCC shall call the special members' meeting by the majority as the need arises and cannot be postponed until the annual members' meeting.
2. The NCC shall call a special meeting of members, on written requisition of members carrying not less than 5% of the registered members for the specific purpose only, but not limited to the vote of no-confidence against the NCC or any member of the NCC. If the NCC does not call a meeting within twenty-one (21) days of receiving the requisition, any registered member who signed the requisition may call the meeting. The NCC must provide the necessary facilities to conduct the special members' meeting at the expense of the NRNA Canada under the Canada Not-for-Profit Act, Part 10, 167 (6).
3. Subject to clause (2), the quorum for the special members' meeting shall not be less than two-thirds of the registered members (rounding to the nearest whole number), who have signed the requisition. If within one and half hours from the time appointed for a members' meeting, a quorum is not present, the special members' meeting is deemed canceled and shall not call another special members' meeting for the same purpose within three-hundred-sixty-five (365) days.
4. Except for extraordinary resolutions, the majority of members present at the special members' meeting shall pass the resolutions.

17.5. Proceedings of the Member's Meeting and Special Members' Meeting

1. The General Secretary shall send a written notice to each member at least 21 days before the meeting. This notice shall state the place, date, and time of the meeting.
2. The notice shall be sent by mail and/or email recorded in the database of the NRNA Canada.
3. All executive reports shall be submitted at the time of sending a notice of the members' meeting or special members' meeting.
4. The presiding Chairs shall adjourn the members' meeting by the decision of the majority of the members' meeting. The adjourned meeting shall conduct

only the unfinished businesses from the initial meeting within twenty-one (21) days to such place and time determined by the meeting.

- 5. Members' meetings and special members' meetings 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 meeting.
- 6. Each voting member is eligible for one vote. A show of hands shall decide every vote at the meeting. Subject to the request from the minimum of twenty-five (25) percent of the voting members (rounding the nearest whole number) present at the members' meetings, a secret ballot shall be used.
- 7. If requested to vote by secret ballot, the presiding Chairs shall set the time, place, and method to vote.
- 8. A proxy vote is not permitted in the meeting.
- 9. A majority shall decide each resolution either adopted or declined unless the resolution is subject to the two-third majority in this Bylaw.
- 10. The presiding Chairs shall declare a resolution carried or lost.
- 11. The presiding Chairs in good faith shall decide any dispute on any vote and the decision shall be final.
- 12. Members have a right to choose not to vote.
- 13. Minutes shall be signed by at least two presiding Chairs to ratify.

17.6. Notice of Meeting Record Date

- 1. The NCC must give notice to every voting member of the NRNA Canada to notify them about the date, time, place, and agendas of the annual member's meeting or the special member's meeting.
- 2. The notice as per clause (1) shall not be given less than 30 days from the date of the meeting.

17.7. Manners of Giving Notice

- 1. The notice shall be sent to each voting member in writing either by mail or email.
- 2. The notice must state sufficient information about agendas to be discussed and the place of the meeting.
- 3. The NCC shall deliver the notice to each member personally, or send it by prepaid mail, facsimile, email, or other electronic means to any such member at the member's latest address as shown in the records of the NCC.

17.8. Notice of NCC Meeting

- 1. The President or General Secretary at any time and any place on notice by giving not less than seven days' notice to each NCC Member, stating the time and place of the meeting.
- 2. The NCC may fix the place and time of regular monthly meetings of NCC and send a copy of the resolution fixing the place and time of such meetings

to each NCC Member and no other notice shall be required for any such meetings.

3. The notice of the meeting of the NCC must be delivered to each NCC member and officer personally, or sent by prepaid mail, facsimile, email, or other electronic means to any such NCC members and officers at their latest address as shown in the records of the NCC.
4. Any NCC member or officer may waive the notice requirement.
5. Notice of a meeting is not required if all the NCC members and officers are present, and none of them objects to the holding of the meeting, or if those absent have waived notice or have otherwise provided their consent to the holding of such meeting.

17.9. Voting/Tie Vote

1. Each NCC member and the officer has one vote.
2. Questions arising at any meeting of the NCC shall be decided by a majority of votes.
3. In case of an equality of votes, the Chair shall not have a second or casting vote. In such a case, the agenda shall be moved to the next meeting for further discussion.

18. Organization Structure

The organizational structure of NRNA Canada consists of National Coordination Council (NCC) as board of directors and Executive Committee (EC).

18.1. National Coordination Council

The National Coordination Council or NCC shall be the governing body of the NRNA Canada to implement policies, programs, and decisions adopted by the members' meetings.

The number of the NCC Members shall be determined as per the threshold of the voting members outlined in ANNEX II.

Duties, Rights, and Responsibilities of NCC

- ❖ Implement policies, programs, and decisions of the members' meeting and the special member's meeting.
- ❖ Meetings shall be conducted at least once a month or as decided by NCC President in coordination with NCC members.
- ❖ Form committees and task forces to study and/or investigate matters within the scope of the NRNA Canada, appoint members, and set terms of reference.
- ❖ Appoint Provincial/Territorial Coordinators.
- ❖ Propose Chief Election Commissioner at the members' meeting.
- ❖ Prepare and submit reports at the members' meeting.
- ❖ Form Membership Verification Committee.
- ❖ Approve, revoke, suspend or reinstate membership subject to the Articles.
- ❖ Nominate Subject Matter Experts and set terms of reference. The maximum term of the Subject Matter Experts shall not exceed the remaining term of the NCC.
- ❖ Appoint employees or consultants as necessary to conduct the activities of the NRNA Canada and fix their remuneration.
- ❖ Authorize to sign legal documents, contracts, and memorandum of understanding on behalf of the NRNA Canada.
- ❖ Undertake income-generating and skill development projects, appoint project teams, and set terms of references.
- ❖ Buy, sell, and lease assets in the interest of the NRNA Canada.
- ❖ Manage bank accounts and authorize names of signatories.
- ❖ Represent NRNA Canada on legal issues.
- ❖ Represent NCC in global forums.
- ❖ Maintain and update the website and social media accounts of the NRNA Canada.
- ❖ Conduct all duties, roles, and responsibilities subject to the objectives, Bylaws, rules, and regulations of the NRNA Canada.

The following are the members of the NCC:



1. Chairperson
2. President
3. Vice President – Federal Government Liaison, International Relations and Trade
4. Vice President -Women
5. Central Vice President
6. Atlantic Vice President
7. Western Vice President
8. Northern Vice President
9. General Secretary
10. Secretary
11. Treasurer
12. Spokesperson
13. Coordinator – Women and Children
14. Coordinator – Youth and Second Generation
15. Coordinator - Professional Development and Networking
16. Coordinator – Help Desk, Outreach and Fund Raising.
17. Coordinator – Membership
18. Coordinator – Health and Safety
19. Coordinator – Sports and Recreation
20. Coordinator – Language, Cultural and Religious
21. Members – determined as per the threshold of the voting members outlined in ANNEX II.
22. Nominated members –20% of elected NCC.

18.2. Executive Committee (EC)

The Executive Committee of the NRNA Canada shall be responsible to formulate, implement and administer policies and programs of the members' meeting and the NCC. It shall also undertake administrative duties, roles, and rights of the NRNA Canada under this Bylaw.

Duties, Rights, and Responsibilities of EC

- ❖ Shall be responsible for maintaining the day-to-day activities of the NRNA Canada.
- ❖ Prepare agendas and plan of action and present it to the boards for its approval.
- ❖ Providing direction to NRNA Canada and acting on behalf of the board.
- ❖ Propose to NCC for AGM and Appointment of the Auditor.
- ❖ Implement program and carryout the activities as assigned and decided by NCC.





The following are the members of the Executive Committee:

1. Chairperson
2. President
3. Vice President – Federal Government Liaison, International Relations and Trade
4. Vice President -Women
5. Central Vice President
6. Atlantic Vice President
7. Western Vice President
8. Northern Vice President
9. General Secretary
10. Secretary
11. Treasurer
12. Spokesperson
13. Coordinator – Women and Children
14. Coordinator – Youth and Second Generation

18.3. Regional Coordinator

The regional Vice President from each region duly elected by the registered members from those regions shall be the regional coordinator. The regional coordinator will oversee the provinces and territories they represent and will be acting as a bridge between NCC and Provincial/Territorial Committees.

There shall be Four (4) regions and each region shall have a minimum of 50 registered members, otherwise, the region shall be amalgamated to the nearest region.

1. Atlantic Region: New Brunswick, Prince Edward Island, Nova Scotia, and Newfoundland and Labrador
2. Central Region: Quebec and Ontario
3. Western Region: British Columbia, Alberta, Saskatchewan, and Manitoba
4. Northern Region: Yukon, Northwest Territories, and Nunavut.

Duties, Rights, and Responsibilities of Regional Coordinator

- ❖ Develop and submit policies and programs to the NCC.
- ❖ Implement programs and policies adopted by the NCC.
- ❖ Provide guidelines and supports to the Provincial/Territorial Committees.
- ❖ Prepare annual reports and submit them to the NCC.
- ❖ Coordinate NCC Members, community organizations, and members in the region.
- ❖ Appoint coordinators and members of the regional sub-committees.
- ❖ Run Help Desk subject to the guidelines and policies adopted by the NCC.





- ❖ Act accordingly to the Bylaws, programs, and policies of the NRNA Canada to fulfill its objectives.

18.4. Provincial/ Territorial Committee

There shall be a Provincial/Territorial committee comprised of NCC members, representatives from the local Nepalese community organizations, and/or from the local Nepali communities from that province/territory. The maximum number of members shall be nine (9). It shall be chaired by the NCC members. The NCC shall appoint Coordinators from each province.

Duties, Rights, and Responsibilities of Provincial/ Territorial Committee

- ❖ Develop and submit programs to the Regional Coordination Committee.
- ❖ Lead the Provincial/Territorial Committee.
- ❖ Implement policies and programs adopted by the NCC.
- ❖ Coordinate NCC Members, community organizations, and members in the province/territory.
 - ❖ Shall be responsible for implementing programs adopted by the NCC.
- ❖ Formation and appointment of Sub-Committee members as needed.
- ❖ Appoint coordinators of the sub-committee under the Bylaws.
- ❖ Act accordingly to the Bylaws, programs, and policies of the NRNA Canada to fulfill its objectives.

18.5. Description of officers

1. Chairperson

- ❖ Chair the board meeting.
- ❖ Chair Annual and special General Meeting
- ❖ Provide guardianship to the board and coordinate to bring common consensus for major issues related to NRN in a NCC Board.

2. President

- ❖ Preside over meetings or assign rotational chairs and oversee the NCC's day-to-day operation.
- ❖ Serve as Chief Executive Officer of NRNA Canada and be responsible for implementing the decision, strategic plans, and policies of the NRNA Canada.
- ❖ Provide active leadership and representation to any national or international meetings, seminars, conventions, assign delegates etc.
- ❖ Maintain good relationships with stakeholders including the various levels of the Canadian Government, Nepalese Embassy, International





Coordination Council (ICC), Regional Coordinator (RC), Deputy Regional Coordinator (DRC) and ICC members representing Canada.

- ❖ Explore the financial as well as other resources and opportunities for the benefit of NRNA Canada and its members.
- ❖ Identify critical problems, look for alternatives and resources to address the issues, and execute appropriate methods to solve the problems.
- ❖ Perform all the duties delegated by the NCC and supervise all regulatory requirements including tax, audit, financials, and so on.
- ❖ Act as a President until the Oath of new executives completed and have a right to participate and vote in the meetings of the incumbent NCC.
- ❖ Act according to the Bylaws, programs, and policies of the NRNA Canada to fulfill its objectives.

3. Women Vice President

- ❖ The Women Vice-President shall assist the President and fulfill the duties and responsibilities delegated by the President.
- ❖ The Vice-President shall perform the duties and responsibilities assigned by the members' meeting and NCC.
- ❖ In absence of the President, the Women Vice-President delegated by the President or NCC in case of the vacancy of the President, shall lead the NRNA Canada as an Acting President.
- ❖ Act according to the Bylaws, programs, and policies of the NRNA Canada to fulfill its objectives.
- ❖ Work closely with Women Coordinator in issue related to women's, and women's empowerment and professional development.

4. Vice-President

- ❖ The Vice-President shall assist the President and fulfill the duties and responsibilities delegated by the President.
- ❖ The Vice-President shall perform the duties and responsibilities assigned by the members' meeting and NCC.
- ❖ In absence of the President, the Vice-President delegated by the President or NCC in case of the vacancy of the President, shall lead the NRNA Canada as an Acting President.
- ❖ Vice-President shall oversee the respective regions.
- ❖ Act according to the Bylaws, programs, and policies of the NRNA Canada to fulfill its objectives.

5. Regional Vice-Presidents





- ❖ Lead their own regions and act as a regional coordinator.
- ❖ Assist the President, as necessary.
- ❖ Develop and formulate programs for the region.
- ❖ Liaison with NCC, regional and/or provincial/territorial committee
- ❖ As delegated, lead NRNA Canada as an Acting President in the absence of the President.
- ❖ Act accordingly to the Bylaws, programs, and policies of the NRNA Canada to fulfill its objectives.

6. General Secretary

- ❖ The General Secretary shall be the Chief Administrative Officer of NRNA Canada and maintain day-to-day administrative activities.
- ❖ Record all the proceedings of the meetings and programs of the NCC.
- ❖ Prepare the agenda of meetings, send the invitation, and distribute the minutes of the meetings to the participants within a week of the meeting.
- ❖ The General Secretary shall be responsible for maintaining and securely archiving all official records including correspondences, membership information, and other printed and/or electronic information.
- ❖ The General Secretary shall maintain and update the membership record on the NRNA Canada website every month.
- ❖ The General Secretary shall be the custodian of the seal of NRNA Canada.
- ❖ The General Secretary shall perform the duties and responsibilities assigned by the President, members' meetings, and NCC.
- ❖ Act according to the Bylaws, programs, and policies of the NRNA Canada to fulfill its objectives.

7. Secretary

- ❖ The Secretary shall fulfill the duties and responsibilities as delegated by General Secretary.
- ❖ In the absence of General Secretary the secretary should work as acting general secretary and execute roles and responsibility of general secretary.
- ❖ The secretary shall perform other duties and responsibilities designated by President and board.

8. Treasurer

- ❖ Shall be the custodian of all financial activities of NRNA Canada.
- ❖ Shall maintain transparency of finances.





- ❖ Keep the account of all assets, liabilities, receipts, banking, and disbursement of funds and shall give complete financial reports to the NCC.
- ❖ Prepare a financial statement for an annual report or as per other regulatory requirements including internal/external audits in a timely fashion.
- ❖ Deposit all finances, securities, and other valuable assets in the bank.
- ❖ Disburse the funds as per NRNA Canada rules and as directed by the authority.
- ❖ Actively participate in fundraising efforts and prepare associated financial details.
- ❖ Carry out other duties and responsibilities as assigned by the members' meeting and NCC.
- ❖ Act according to the Bylaws, programs, and policies of the NRNA Canada to fulfill its objectives.

9. Spokesperson

- ❖ Shall manage the communication between the NRNA Canada and the larger Nepali Diaspora, including the Press.
- ❖ Develop appropriate communication protocols, promotional and outreach materials and disseminate them to the audience in physical or electronic format.
- ❖ The spokesperson shall coordinate with media and news channels to promote organizational activities and programs.
- ❖ Act according to the Bylaws, programs, and policies of the NRNA Canada to fulfill its objectives.

10. Women and Children Coordinator

- ❖ Shall lead the project related to women and children.
- ❖ Coordinate to organize program, seminars related to children and women.
- ❖ Work in issues related to women and children as women's empowerment, professional development, and child rights.
- ❖ Work closely with women vice-president in the issues related to women, women rights, and empowerment.
- ❖ Carry further function as assigned by EC or board.

11. Youth and Second Generation Coordinator

- ❖ Shall lead the project related to youth and second generation.
- ❖ Coordinate to organize program, seminars related to youth and second generation.





- ❖ Organize sports and other recreational activities focusing on Nepali youths and second generation.
- ❖ Take a leadership role to integrate Nepalese youth and second generation to integrate in Canadian mainstream.
- ❖ Carry further function as assigned by EC or board.

12. Subject Matter Expert

- ❖ NCC shall appoint a Subject Matter Expert to implement programs. The maximum number of SMEs shall be one (1) in each program. SME shall not have a voting right in NCC meeting.
- ❖ Develop and formulate policies and programs in their area of expertise.
- ❖ Prepare reports and submit them at the NCC meeting.
- ❖ Assist Executive Committee, Regional and Provincial/Territorial Committee in their specialized area.

13. ICC Member

- ❖ Executive committee or board shall appoint one of the ICC members as a point of contact between NRNA Canada and ICC.
- ❖ All duties, rights, and responsibilities will be subject to the Bylaw of the ICC.
- ❖ Act in the interest of the NRNA Canada.

14. Delegates of the Convention of the International Coordination Council

- ❖ Effectively represent the interest of the NRNA Canada.
- ❖ Shall act as per the decisions of the Members' Meetings and NCC.
- ❖ All duties, rights, and responsibilities will be subject to the Bylaw of the ICC.



ARTICLE IV



ELECTION

19. Formation of Election Commission

The National Coordination Council shall propose the name of the Chief Election Commissioner at the first annual members' meeting of its two-year term. Members' meeting approves or returns a motion with suggestions/recommendations. In the latter case, NCC and Advisory Committee jointly meet and appoint an originally proposed or different person as a Chief Election Commissioner within 30 days of the members' meeting.

Upon recommendations from the Chief Election Commissioner, NCC shall appoint a Member Secretary and Election Commissioners from each region.

The Election Commission may appoint polling officers as required.

19.1. Term

The term of Chief Election Commissioner and Election Commissioners will end after an appointment of the next Chief Election Commissioner unless otherwise in immediate effect as per following:

1. Resigned
2. Deceased
3. Bankrupt
4. Criminally convicted
5. Mentally incapable

19.2. Duties, Rights, and Responsibilities of Election Commission

i) Election Commission

- ❖ Conduct a free and fair election and by-elections. The high degree of secrecy and confidentiality of voting must be maintained in all manners in terms of in-person, online, and mail-in ballot voting systems.
- ❖ Assist NCC to prepare election rules, regulations, code of conduct, and guidelines and administering them.
- ❖ Appoint election observers.
- ❖ If deemed appropriate, appoint/hire third-party online voting companies, or build an inhouse online voting system with approval from the NCC.
- ❖ Appoint and provide instructions to polling officers.
- ❖ Submit election reports at the annual members' meeting.
- ❖ Implement and enforce all election-related activities.

ii) Chief Election Commissioner

- ❖ Lead Election Commission.



- ❖ Recommend names of Election Commissioners and a Member Secretary to NCC.
- ❖ Chair meetings of Election Commission.
- ❖ Liaison with NCC.
- ❖ Right to accept resignation from Election Commissioners and Polling Officers.
- ❖ Can recommend NCC to terminate any members of the Election Commission with any misconduct.
- ❖ Assign a member of the Election Commission to act as a Chief Election Officer during absences.

iii) Election Commissioner/s

- ❖ Actively participate in election activities to fulfill the objectives of the Election Commission.
- ❖ Implement instructions from Chief Election Commissioner.

iv) Member Secretary

- ❖ Hold all roles, duties, and responsibilities as Election Commissioner.
- ❖ Document all election-related activities.
- ❖ Take minutes of meetings and circulate them to the members of the Election Commission after final approval from the Chief Election Commissioner. Meeting minutes must be circulated within five (5) days.
- ❖ Publication of election schedule as decided by Election Commission.

v) Polling Officers

- ❖ Polling Officers shall assist in voting in-person, mail-in ballot, and/or any electronic medium prescribed by the Election Commission.
- ❖ Fulfill instructions received from Election Commission to conduct election free and fair.
- ❖ Declare election results after approval from the Election Commissioner or Chief Election Commissioner.

19.3. Election Rules, Guidelines, and Code of Conduct

Election rules, guidelines, and code of conduct shall include, but are not limited to, the following clauses:

- ❖ Election shall conclude at least 30 days but not exceeding 45 days before the second annual members' meeting.
- ❖ A vacant position subject to Article II, clause (15), for 12 months or more shall be filled by by-elections. For less than 12 months, NCC shall appoint.
- ❖ Candidates must not hold the office of a political party in any executive capacity or, vital positions and the proof and affidavit must be submitted at the time of filing a nomination.

- ❖ Clause (19.3.3) shall not apply to professional organizations, businesses, unions, universities, colleges, community, social, schools, or international organizations.
- ❖ Candidates must agree to clause (19.3.3) but are not limited to other conditions as prescribed in election rules, guidelines, and code of conduct, in a nomination form.
- ❖ Violation of election rules and guidelines by members, candidates, or representatives of candidates shall be subject to corrective disciplinary actions outlined in the election rules and guidelines.
- ❖ Violation of the election code of conduct shall be subject to a maximum of 5 years prohibition from holding any office/position in the NRNA Canada. The Election Commission shall decide and duly notify NCC pursuant to this clause.
- ❖ A member subjected to clauses (19.3.6) and (19.3.7) can appeal against the decision to review. Election Commission shall review an appeal. In such a case, the decision made by the Election Commission will be final.
- ❖ A proxy vote is not permitted.

19.4. Nomination and Voting Rules

A voting member shall be eligible to be a director of the NRNA Canada.

Subject to clause (19.4), but not limited to other clauses, nomination rules shall include a prescribed number of proposers and seconders:

1. President

The candidate for the president should have served one term as board of directors of NRNA Canada.

Candidates for the President shall be proposed and seconded their nomination as follows:

- ❖ Proposer – 2 registered members.
- ❖ Secunder – 2 registered members.
- ❖ All voters from all Regions are entitled to vote.

2. Vice President –Federal Government Liaison, International Relations, and Trade

- ❖ Must be a resident of the Ottawa region.
- ❖ Proposer – 1 registered member.
- ❖ Secunder – 1 registered member.
- ❖ All voters from Ottawa Regions are entitled to vote.

3. Vice-President - Central Region

- ❖ Must be a resident of Ontario and Quebec (excluding Ottawa).

- ❖ Proposer – 1 registered member from the Central Region.
 - ❖ Seconder – 1 registered member from Central Region.
 - ❖ All voters from the Central Region are eligible to vote.
4. Vice-President - Atlantic Region
 - ❖ Must be a resident of New Brunswick, Prince Edward Island, Nova Scotia or Newfoundland and Labrador.
 - ❖ Proposer – 1 registered member from the Atlantic Region.
 - ❖ Seconder – 1 registered member from the Atlantic Region.
 - ❖ All voters from the Atlantic Region are eligible to vote.
 5. Vice-President - Western Region
 - ❖ Must be a resident of British Columbia, Alberta, Saskatchewan or Manitoba.
 - ❖ Proposer – 1 registered member from the Western Region.
 - ❖ Seconder – 1 registered member from the Western Region.
 - ❖ All voters from the Western Region are eligible to vote.
 6. Vice-President - Northern Region
 - ❖ Must be a resident of Yukon, Northwest Territories or Nunavut.
 - ❖ Proposer – 1 registered member from the Northern Region.
 - ❖ Seconder – 1 registered member from the Northern Region.
 - ❖ All voters from the Northern Region are eligible to vote.
 7. General Secretary
 - ❖ Proposer – 1 registered member
 - ❖ Seconder – 1 registered member
 - ❖ All voters are eligible to vote.
 8. Treasurer
 - ❖ Proposer – 1 registered member.
 - ❖ Seconder – 1 registered member
 - ❖ All voters are eligible to vote.
 9. Women and Children Coordinator
 - ❖ Proposer – 1 registered member.
 - ❖ Seconder – 1 registered member.
 - ❖ All voters are eligible to vote.

 10. Youth and Second-Generation Coordinator
 - ❖ Proposer – 1 registered member.
 - ❖ Seconder – 1 registered member.
 - ❖ All voters are eligible to vote.

 11. Women Vice President shall be elected the elected members in AGM



12. Secretary shall be elected by the elected members in AGM.
13. Chairperson shall be elected by the elected members in AGM .
14. National Coordination Council Member (maximum of 37 members)
 - ❖ Proposer – 1 registered member.
 - ❖ Seconder – 1 registered member.
 - ❖ All voters from the corresponding electoral region are eligible to vote.
 - ❖ In case NCC members exceed 37, nominated numbers will be less.
15. Spokesperson
President shall nominate any members of NCC.
16. Coordinator - Professional Development and networking
President shall nominate in coordination with EC.
17. Coordinator – Help Desk and Fund Raising
President shall nominate in coordination with EC.
18. Coordinator – Membership
President shall nominate in coordination with EC.
19. Member of the International Coordination Council (ICC):
The number of ICC Members will be based on the proportion subject to the Bylaw of the NRNA ICC and requires election by the general members.

Each candidate must have:

- ❖ Proposer – 1 registered member.
- ❖ Seconder – 1 registered member.
- ❖ All registered members can vote.

19.5. Publication of Election Schedule

The Election Commission shall finalize the Election Schedule which includes the following processes:

1. Publication of Voters List, Disputes, Final Voters List.
2. Nomination Date, Nomination Forms, and Nomination Fee.
3. Disputes on Nomination and Publication of Final Candidates List.
4. Voting – Voting methods can be in-person, electronic, or mail-in ballot which is subject to the decision of the Election Commission.
5. Declaration of Vote Count.





6. Distribution of Certificates and Oath Taking.

19.6. By-Election

1. If an executive position is vacant due to Article II, clause(15) less than a year of the two-year term, the Election Commission shall conduct a by-election for the remainder of the two-year term.
2. NCC shall select after one year has passed, for the remainder of the two-year term.
3. If NCC Member is vacant, under the recommendation by the corresponding Regional Vice President, President shall appoint a registered member. This appointment must be from the same electoral region.

19.7. Electoral Demarcation

1. Electoral Demarcation will be decided by NCC on recommendations of the Election Commission.
2. Each Province with a minimum of 50 Voting members is guaranteed to have One (1) NCC Member.
3. If clause (2) is not met, a Province will be amalgamated with the nearest Province. The names of those Provinces will be combined. The amalgamation of Provinces shall be with the largest connected province.
4. A City with less than a hundred (100) members will be amalgamated with the nearest city within the same Region. The Election Commission shall decide where a land connection is not available. The name will be under the name of the city with the highest members. The Election Commission shall decide where a land connection is not available.
5. City means the municipal regulated by the Provincial Legislature.
6. Any city with three (3) seats will be reserved one (1) seat for females.
7. Annex II will be used for electoral regions.

19.8. Dispute Resolution

- ❖ Decisions by the Election Commission will be final for all election-related disputes.



ARTICLE V

MISCELLANEOUS

20. Advisory Council

A maximum of nine (9) members Advisory Council shall be formed by the National Coordination Council. Equity, Diversity, and Inclusiveness shall be the focus of the selection process. The term of the Advisory Council shall end when the term of the NCC ends. An Advisor shall not be:

- ❖ Criminally convicted or accused of the crime and under investigation and/or court proceedings
- ❖ Subjected to the violations of the Bylaw, rules, regulations, and guidelines
- ❖ Bankrupt
- ❖ Mentally incapable.

Duties, Rights, and Responsibilities of Advisory Council

- ❖ Provide advice to the President and other executive members from time to time whenever requested for.
- ❖ Attend NCC meetings whenever invited. Advisor shall not have a voting right in any meeting. However, their advice shall be documented in the minutes of the NCC meeting.
- ❖ In case of an adverse and serious situation within the NRNA Canada that may jeopardize the fate of the NRNA Canada, Advisory Council has a right to meet and take necessary decisions to maintain the right momentum of the NRNA Canada.
- ❖ In case the members' meeting returns the proposed nomination of the Chief Election Commissioner by the NCC, Advisors shall attend the joint meeting of the NCC and the advise in the nomination process. They are eligible to vote in the selection process pursuant to this clause.
- ❖ Advisory Council shall meet a minimum of two (2) times a year with the NCC to discuss activities of the NRNA Canada. President shall chair the meeting.
- ❖ Advisors shall attend at least one (1) advisory council meeting to maintain their role.
- ❖ Act according to the Bylaw, programs, and policies of the NRNA Canada to fulfill its objectives.

21. Finance

21.1. Source of Income

The following, but are not limited to, shall be the source of income of the NRNA Canada:

- ❖ Membership Fee
- ❖ Donations
- ❖ Dues from election nomination filing
- ❖ Government and non-government grants and rebates
- ❖ Income generated from the projects
- ❖ Advertisements
- ❖ Publication
- ❖ Sponsorships
- ❖ Crowdfunding for legitimate issues
- ❖ Events
- ❖ Other resources by the NCC subject to the Bylaw

21.2. Fiscal Year

The fiscal year shall be January 1 - December 31 each year.

21.3. Audit

To ensure sufficient transparency and accountability, Canada Not-for-profit Corporations Act – S.C. 2009, c. 23 (Section 188 (1), Section 188 (2), Section 189 (1), and Section 189 (2), Review Engagement or Audit Engagement shall be conducted subject to the Act or pass an extraordinary resolution to waive them subject to the Act, where applicable.

21.4. Banking Arrangement

The banking business of the NRNA Canada shall be transacted at such bank, trust company, or other firm or corporation carrying on a banking business in Canada as the NCC may designate, appoint, or authorize from time to time by resolution. Separate bank accounts shall be carried out for each income-generating project. The fund generated from the income-generating project shall be the fund of the NRNA Canada.

21.5. Borrowing Powers

The NCC may,

- ❖ Borrow money on the credit of the NRNA Canada.
- ❖ Issue, reissue, sell, pledge or hypothecate debt obligations of the NRNA Canada.
- ❖ Give a guarantee on behalf of the NRNA Canada.
- ❖ Mortgage, hypothecate, pledge, or otherwise create a security interest in all or any property of the NRNA Canada, owned or subsequently acquired, to secure any debt obligation of the NRNA Canada.

21.6. Annual Financial Statements

The NCC shall send to the members a copy of the annual financial statements and other documents referred to in subsection 172(1) (Annual Financial Statements) of the Act or a copy of a publication of the NRNA Canada reproducing the information contained in the documents. Instead of sending the documents, the NCC may send a summary to each member along with a notice informing the member of the procedure for obtaining a copy of the documents themselves free of charge. The NCC is not required to send the documents or a summary to a member who, in writing, declines to receive such documents.

22. Amendment of Bylaws

The NCC may from time to time under the Act, amend or repeal and replace this Bylaw.

23. Interpretation of Bylaw

- ❖ Other than as specified in the Definition Section, all terms contained in this Bylaw that is defined in the Act shall have the meanings given to such terms in the Act.
- ❖ Words importing the singular include the plural and vice versa, and words importing one gender include all genders.
- ❖ If any disputes arise regarding the definition of any other terms which are not covered by clauses (1) and (2), the decision of the NCC shall be final.

24. Rights to Formulate Regulations

In line with the provisions stated herein, the NCC may formulate and enact Regulations to implement these Bylaws, where deemed necessary.

25. Vote of No-Confidence

The voting members of the NRNA Canada may, by ordinary resolution at a special meeting, remove from office any member or members of the National Coordination Council.

26. Execution of Documents

- ❖ Deeds, transfers, assignments, contracts, obligations, and other instruments in writing requiring execution by the NCC must be signed by the President and the General Secretary jointly.
- ❖ The NCC may from time to time direct how and the person by whom a particular document or type of document shall be executed.
- ❖ Any person authorized to sign any document may affix the corporate seal, if any, to the document.

- ❖ Any member of the NCC may certify a copy of any instrument, resolution, Bylaw, or other documents of the NRNA Canada to be a true copy thereof.

27. Effective Date

The Bylaw, amendment, or repeal is only effective on the confirmation of the members and in the form in which it was confirmed with the following exceptions:

- ❖ The existing National Coordination Council when this Bylaw is enacted will be deemed formed under the Bylaw.
- ❖ The Election Commission will be formed by the meeting of the NCC and the Advisory Committee, if any, for the first time and will be deemed formed under the Bylaw.

.....
President's Signature.

.....
General Secretary Signature.

08/28/2022

.....
Date Of Amendment

[Handwritten signature]

ANNEX I

Seal, Logo, and Letterhead

Seal



Logo



[Handwritten signature]

[Handwritten signatures]

Letterhead



Non-Resident Nepali Association

National Coordination Council (NRNA – NCC), Canada



Toll Free: 1-844-676-2226 , Email: info@nrnacanada.org, Website: www.nrnacanada.org  [/nrn.canada.3/](https://www.facebook.com/nrn.canada.3/)  [/nrnacanada/](https://www.youtube.com/nrnacanada/)

[Handwritten signatures]



ANNEX II

Electoral Region Distribution for NCC Member Election

Provinces/Territories	Minimum 50 and above Voting Members ²
British Columbia	1 seat
Alberta	1 seat
Saskatchewan	1 seat
Manitoba	1 seat
Ontario	1 seat
Quebec	1 seat
New Brunswick	1 seat
Prince Edward Island	1 seat
Nova Scotia	1 seat
Newfoundland and Labrador	1 seat
Yukon	1 seat
Northwest Territories	1 seat
Nunavut	1 seat

² One (1) National Coordination Council Member will be guaranteed for each Province/Territory combining all cities within. This clause is void and null if any city or combined cities meet the limit.

Cities	≥100 Voting Members	≥400 Voting Members	≥1000 Voting Members
Number of Seats	1	3 Minimum 1 Women	4 Minimum 1 Women.

ANNEX III

The ICC delegates will be elected as per NRNA ICC bylaws.

