



Non-Resident Nepalis–National Coordination Council–(NRN Canada)

NRN Canada Bylaw 2024

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

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ARTICLE I

GENERAL

1. Preamble

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

NRN Canada is a common organization for people of Nepali origin who reside in Canada. Its purpose is 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.

NRN Canada's vision is to preserve and promote Nepali art, culture, values, and heritage. Since its inception, NRN Canada has strongly advocated the global movement of the Non-Resident Nepalis people to promote the issues and problems faced by people of Nepali origin, initiate investment promotion, and transfer technology for the development of Nepal.

With evolving aspirations, this Bylaw has been amended to adopt a direct election system and establish the framework for its implementation. Hereafter, all NRN Canada activities shall adhere to this Bylaw.

2. Name of the Organization

The name of this organization shall be Non-Resident Nepalis – National Coordination Council – (NRN Canada), hereinafter referred to as NRN 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 Corporation's Board of directors, and "director" means a member of the Board.

4. "Bylaw" means this 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" consists of a meeting of any class or classes of members and a special meeting of all members entitled to vote at an annual meeting.
6. "Ordinary resolution" means a resolution passed by a majority of the votes cast on that resolution according 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 non-ordinary resolutions as per the provision of this Bylaw.
10. "Online" means any transaction or process completed electronically.
11. "Youth" means a person aged between eighteen (18) and thirty-five (35).
12. "Second generation" means someone who immigrated with their parents and studied high school in Canada.
13. "NRN" means the Non-Resident Nepalis as defined by the Non-Resident Nepali Act.
14. "National Coordination Council (NCC)" means the Board and its Board of Directors of the NRN Canada formed as per this Bylaw.

4. Seal, Logo, and Letterhead

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

5. Head Office

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

6. Objectives

1. To preserve and promote social harmony through language, art, culture, sports, and heritage among the Nepali diaspora of 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 in Canada and NRN interests in Nepal and elsewhere.
4. To coordinate the affairs of NRN Canada with NRN ICC to achieve its goal and support the global NRN movement.
5. To work as a think tank to facilitate the transfer of technology, skills, knowledge, and outreach services for development efforts in Nepal.
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 communication.
8. To empower women and youth for leadership development by increasing their participation in leadership roles.
9. To explore financial resources and their mobilization with other national and international organizations at times of disaster and human suffering, including natural calamity.

ARTICLE II

MEMBERSHIP

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

7. Voting Members

Voting Members of NRN Canada shall have a right to one vote at a members' meeting. They shall also be entitled to participate in the NCC elections, elect Directors or Officers, and be elected as Directors or Officers of the corporation. Voting Members are 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 strongly committed to NRN 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 who is at least 18 years of age, and
2. A Nepali citizen residing in Canada for at least two years by doing any profession, occupation, business, or 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 aged 18 but not eligible under Article II, Section 7, and Section 8 and a 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 NRN Canada can be an associate member. Associate members are bound by the roles and responsibilities assigned by NRN Canada. The membership fee applies to associate members as well as registered members.

2. **Organizational Member:** Any Nepali community-serving organization in Canada that respects the Bylaw may be granted Organizational membership.
3. **Honorary Member:** An individual who has made a distinguished contribution to Nepal and/or the Nepali community may be awarded Honorary Membership. The NCC grants this type of membership following the nomination and selection process outlined by the NCC. The individual may be of Nepali or non-Nepali descent.

10. Membership Fee

NCC shall determine membership fees for Voting Members. For 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 apply.

11. Payment Process

Membership fee must be paid by the member applicant or their family members as defined by 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 fall 30 to 60 days before the election of the election year. The Board may choose any date within 30 to 60 days as the official cut-off date. The membership fee shall be paid for a full two-year term ending on December 31st of the second year. In exceptional circumstances, the Board may extend these cut-off dates as needed.

13. Membership Form

NCC/ICC shall outline the Membership Application Form online.

14. Membership Verification Committee and Process

The NCC shall form a Membership Verification Committee, which consists of the following members:

- a. President
- b. General Secretary
- c. Treasurer
- d. Two Board members as decided by the existing Board.

Duties, Rights, and Responsibilities of Membership Verification Committee

- ❖ Shall verify the information provided in the membership application form.
- ❖ Has the right to ask for 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 for Executive Committee and Board Members

Any Board member or executive officer of NRN Canada can resign by giving 30 days written notice and handing it over to the President or General Secretary. 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 resignation should stop representing NRN Canada from the resignation effective date as mentioned in the resignation letter and till the Board decides on that resignation.

If the position of any officer of NRN Canada becomes vacant, the Executive Committee may, by resolution, appoint a person to fill such vacancy as an "acting officer."

Any member of the NCC who fails to attend 3 consecutive meetings without good reason may be removed from his/her duties by a majority vote of the NCC members. The member 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 members' meetings shall be the supreme body of NRN Canada. Members' meetings shall formulate policies, programs, and decisions consistent with NRN Canada's objectives. NRN Canada shall hold at least one member's meeting each year, with 21 days prior notice, and mention the discussion agendas to the members. The meeting of members may table the amendment of the Bylaw or policy of NRN Canada.

Duties, Rights, and Responsibilities of the Members' Meeting

1. The members' meeting shall approve reports (annual progress and plan) with budget allocation and fiscal audits submitted by the NCC.
2. Approve motions to appoint the Chief Election Commissioner.
3. Appoint an auditor subject to the Act.
4. 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 President shall chair the members' meeting and special member's meeting. The board will form a three-member presidium, including the President. If the President is absent, the Senior Vice President or Vice President designated by the Board 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 and/or virtual location. The dates and venue of the following members' meeting shall be decided by the Board at least six months (6) before the AGM date. 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, or 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 majority as needed; it 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 NRN Canada under the Canada Not-for-Profit Act, Part 10, 167 (6).
3. Subject to clause (2), the quorum for the exceptional members' meeting shall not be less than two-thirds of the registered members (rounding to the nearest whole number) who have signed the requisition. Suppose that within one and a half hours of the time appointed for a members' meeting, a quorum is not present. In that case, the special members' meeting is deemed cancelled, and another special members' meeting shall not be called 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 meeting's place, date, and time.
2. The notice shall be sent by mail and/or email recorded in the NRN Canada database.
3. All executive reports must be submitted when a notice of the members' meeting or special members' meeting is sent.
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 a 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. Every vote at the meeting is decided by a show of hands. A secret ballot should be used only upon the request of a minimum of twenty-five (25) percent of the voting members present at the members' meetings (rounding to the nearest whole number).
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-thirds 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. At least two presiding Chairs shall sign minutes to ratify.

17.6. Notice of Meeting Record Date

1. The NCC must notify every voting member of NRN 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 required by clause (1) must be given no 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 personally deliver the notice to each member 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 NCC's records.

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 the 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 have no object to its holding or if those absent have waived notice or otherwise provided their consent.
6. An emergency Board meeting may be called within 24 hours of notice to the Board members, with the President determining the nature of the emergency.

17.9. Voting/Tie Vote

1. Each NCC member and the officer has one vote.
2. A majority of votes shall decide on questions arising at any meeting of the NCC.
3. In the case of equality of votes, the Chair does not have a second or casting vote. In such a case, the agenda is moved to the next meeting for further discussion.

18. Organization Structure

NRN Canada's organizational structure comprises the National Coordination Council (NCC) as the Board and the Executive Committee (EC).

18.1. National Coordination Council

The NCC shall be the governing body of NRN Canada and implement the policies, programs, and decisions adopted by the members' meetings.

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

Duties, Rights, and Responsibilities of NCC

- ❖ Implement policies, programs, and decisions of the members and special members' meetings.
- ❖ 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 NRN Canada, appoint team/committee or 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 NRN Canada and fix their remuneration.
- ❖ Authorize signing legal documents, contracts, and memorandum of understanding on behalf of NRN 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 NRN Canada.
- ❖ Manage bank accounts and authorize names of signatories.
- ❖ Represent NRN Canada on legal issues.
- ❖ Represent NCC in global forums.
- ❖ Maintain and update the website and social media accounts of NRN Canada.
- ❖ Conduct all duties, roles, and responsibilities subject to the objectives, Bylaws, rules, and regulations of NRN Canada.

The following are the members of the NCC or the Board:

1. President
2. Senior Vice 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 and Northern Vice President
8. General Secretary
9. Secretary
10. Treasurer
11. Joint Treasurer
12. Spokesperson
13. Coordinator – Youth - Women
14. Coordinator – Youth - Men
15. Coordinator – Professional Development and Networking
16. Coordinator – Resources Exploration and Community Empowerment
17. Coordinator – Membership Benefit Committee
18. Coordinator – Health and Safety Committee
19. Coordinator – Sports and Recreation Committee
20. Coordinator – Language, Cultural and Religious Committee
21. Members – determined as per the threshold of the voting members outlined in ANNEX II.
22. Nominated members – Maximum 3 members as per clause 19.4.20 of this bylaw.

18.2. Executive Committee (EC)

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

Duties, Rights, and Responsibilities of EC

- ❖ Shall be responsible for maintaining the day-to-day activities of NRN Canada.
- ❖ Prepare agendas and action plans and present them to the Board for approval.
- ❖ Providing direction to NRN Canada and acting on behalf of the Board.
- ❖ Propose to NCC for AGM and Appointment of the Auditor.
- ❖ Implement the program and carry out the activities as assigned and decided by NCC.

The following are the members of the Executive Committee:

1. President
2. Senior Vice 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 and Northern Vice President
8. General Secretary
9. Secretary
10. Treasurer
11. Joint Treasurer
12. Spokesperson
13. Youth Coordinator – Women
14. Youth Coordinator – Men

18.3. Regional Coordinator

The Regional Coordinator shall be the Regional Vice President from each region duly elected by the registered members from those regions. The Regional Coordinator shall oversee the Provinces and Territories they represent and act as a bridge between NCC and Provincial/Territorial Coordinators.

There shall be three (3) regions, and each region shall have a minimum of 50 registered members; otherwise, the region shall be amalgamated with 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 and Northern Region: British Columbia, Alberta, Saskatchewan, Manitoba, 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 support to the Provincial/Territorial Committees.
- ❖ Prepare annual reports and submit them to the NCC.
- ❖ Coordinate NCC Members, community organizations, and members in the region.
- ❖ Run the Help Desk according to the guidelines and policies adopted by the NCC.
- ❖ Act according to the Bylaws, programs, and policies of NRN Canada to fulfill its objectives.

18.4. Provincial / Territorial Committee

A Provincial/Territorial committee consisting of NCC members, representatives from local Nepalese community organizations, and/or individuals from the local Nepali communities within that province/territory shall be established. The maximum number of committee members shall not exceed 21 and will be determined jointly by the Regional Vice President and the Provincial/Territorial Coordinators. The appointment of Provincial/Territorial Committee members does not require approval from the NCC Board. The NCC shall appoint provincial/territorial coordinators for each province/territory chaired by NCC members.

Duties, Rights, and Responsibilities of Provincial/ Territorial Committee

- ❖ Develop and submit programs to the Regional Coordinator.
- ❖ 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 according to the Bylaws, programs, and policies of NRN Canada to fulfill its objectives.

18.5. Description of officers

1. President

- ❖ Chair the Board meetings, annual members' meetings and special members meetings.
- ❖ Preside over meetings, assign rotational chairs, and oversee the NCC's day-to-day operation.
- ❖ Serve as Chief Executive Officer of NRN Canada and be responsible for implementing the decisions, strategic plans, and policies of NRN Canada.
- ❖ Provide guardianship to the Board and coordinate to bring common consensus on significant issues related to NRN Canada.
- ❖ Provide active leadership and representation at national or international meetings, seminars, and conventions, and assign delegates.
- ❖ 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 and other resources and opportunities for the benefit of NRN 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, etc.
- ❖ Act as a President until the Oath of new executives is 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 NRN Canada to fulfill its objectives.

2. Senior Vice President

- ❖ The Senior Vice President shall chair the meetings in the President's absence.
- ❖ Act as an Acting President in the President's absence.
- ❖ Intensively worked as a liaison of committees and team coordinators of NRN Canada.
- ❖ Perform tasks as directly by the President and the Board.

3. Women Vice President

- ❖ Assist the President and fulfill the duties and responsibilities delegated by the President.
- ❖ Perform the duties and responsibilities assigned by the members' meeting and NCC.

- ❖ In the absence of the President and Senior Vice President, the Women Vice President, as delegated by the NCC shall lead the NRN Canada as an Acting President.
- ❖ Act according to the Bylaws, programs, and policies of NRN Canada to fulfill its objectives.
- ❖ Work closely with Youth Coordinator - Women in issues related to women's and women's empowerment and professional development.

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

- ❖ Assist the President and fulfill the duties and responsibilities delegated by the President.
- ❖ Perform the duties and responsibilities assigned by the members' meeting and NCC.
- ❖ In the absence of the President and Senior Vice President, the Vice-President as delegated by the NCC shall lead the NRN Canada as an Acting President.
- ❖ Act according to the Bylaws, programs, and policies of NRN Canada to fulfill its objectives.
- ❖ Oversee federal government liaison activities to ensure alignment with organizational goals.
- ❖ Liaise effectively with the Embassy of Ottawa to foster and maintain strong relationships.
- ❖ Support developing and expanding international relations and trade initiatives, enhancing collaborations and partnerships.

5. Regional Vice-Presidents

- ❖ Lead their respective regions and act as a Regional Coordinator.
- ❖ Assist the President, as necessary.
- ❖ Develop and formulate programs for the region.
- ❖ Liaise with NCC, and Provincial and Territorial committee as needed.
- ❖ Oversee the Provincial/Territorial Committee and act as a bridge between NCC and Provincial/Territorial Committee.
- ❖ In the absence of the President and Senior Vice President, the Regional Vice-President as delegated by the NCC shall lead the NRN Canada as an Acting President.
- ❖ Act according to the Bylaws, programs, and policies of NRN Canada to fulfill its objectives.

6. General Secretary

- ❖ Act as the Chief Administrative Officer of NRN Canada and maintain day-to-day administrative activities.

- ❖ Record all the proceedings of meetings and programs of the NCC.
- ❖ Prepare meeting agenda, send invitations, and distribute minutes of the meetings to the participants within a week.
- ❖ Responsible for maintaining and securing the archive of all official records, including correspondence, membership information, and any printed and/or electronic information.
- ❖ Maintain and update the membership record on the NRN Canada website monthly.
- ❖ Serve as the custodian of the seal of NRN Canada.
- ❖ Perform the duties and responsibilities assigned by the President, members' meetings, and NCC.
- ❖ Act according to the Bylaws, programs, and policies of NRN Canada to fulfill its objectives.

7. Secretary

- ❖ Fulfill the duties and responsibilities as delegated by the General Secretary.
- ❖ Act as Acting General Secretary in the General Secretary's absence and execute their roles and responsibilities.
- ❖ Perform other duties and responsibilities designated by the President and the Board.
- ❖ Provide specialized support to the NRN project (funded and regular activities).
- ❖ Be a member of the Resource Exploration and Community Support Team.

8. Treasurer

- ❖ Act as the custodian of all financial activities of NRN Canada.
- ❖ Ensure and maintain transparency of finances.
- ❖ Maintain an account of all assets, liabilities, receipts, banking, and disbursement of funds, and give complete financial reports to the NCC.
- ❖ Prepare financial statements for an annual report or as per other regulatory requirements (e.g. CRA tax filing), including internal/external audits, in a timely manner.
- ❖ Deposit all finances, securities, and other valuable assets in the bank.
- ❖ Disburse funds as per NRN 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 NRN Canada to fulfill its objectives.

9. Joint Treasurer

- ❖ Fulfill duties and responsibilities delegated by the Treasurer, ensuring smooth and efficient monetary management practices.
- ❖ Act as Acting Treasurer in the Treasurer's absence and execute their roles and responsibilities.
- ❖ While performing the delegated duties, the Joint Treasurer shall maintain a record of all activities and financial transparency and prepare reports.
- ❖ Perform other duties and responsibilities designated by the President and the Board.

10. Spokesperson

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

11. Youth Coordinator - Women

- ❖ Lead the project related to women, youth and children.
- ❖ Organize programs and seminars related to women, youth and children.
- ❖ Work on women's empowerment, professional development, and child rights issues.
- ❖ Coordinate with women vice-president on issues related to women, women's rights, and empowerment.
- ❖ Carry further functions as assigned by the Executive Committee or the Board.

12. Youth Coordinator - Men

- ❖ Lead the project related to youth and second generation.
- ❖ Organize programs and seminars related to youth and second generation.
- ❖ Hosts sports and other recreational activities focusing on Nepali youths and second generation.
- ❖ Take a leadership role in integrating Nepalese youth and second generation to integrate into the Canadian mainstream.
- ❖ Carry further functions as assigned by the Executive Committee or the Board.

13. ICC Member

- ❖ The Board shall decide and appoint a maximum of two ICC members as a point of contact between NRN Canada and ICC.
- ❖ Duties, rights, and responsibilities are subject to the ICC Bylaws.
- ❖ Act in the interest of NRN Canada.

14. Delegates of the Convention of the International Coordination Council

- ❖ Effectively represent the interest of NRN Canada.
- ❖ Act as per the decisions of the Members' Meetings and NCC.
- ❖ All duties, rights, and responsibilities will be subject to the ICC Bylaws.

ARTICLE IV

ELECTION

19. Formation of Election Commission

The NCC shall propose the name of the Chief Election Commissioner at the first annual members' meeting of its two-year term. The members' meeting approves or returns a motion with suggestions/recommendations. In the latter case, the NCC and Advisory Committee jointly meet and appoint an originally proposed or different person as the 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 terminated due to the 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 free and fair elections and by-elections, maintaining a high degree of secrecy and confidentiality in all voting methods, including in-person, online, and mail-in ballot systems.
- ❖ Assist the NCC in preparing election rules, regulations, code of conduct, and guidelines and in administering them.
- ❖ Appoint election observers.
- ❖ If deemed appropriate, appoint/hire third-party online voting companies or build an in-house voting system with NCC approval.
- ❖ 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 the Election Commission.

- ❖ Recommend names of Election Commissioners and a Member Secretary to the NCC.
- ❖ Chair meetings of the Election Commission.
- ❖ Liaison with the NCC.
- ❖ Right to accept resignation from Election Commissioners and Polling Officers.
- ❖ 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 the Chief Election Commissioner.

iv) Member Secretary

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

v) Polling Officers

- ❖ Assist in voting in-person, mail-in ballot, and/or any electronic medium as the Election Commission prescribes.
- ❖ Fulfill instructions from the Election Commission to ensure free and fair elections.
- ❖ 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:

- 19.3.1. The Candidates must agree to the prescribed election rules, guidelines, and code of conduct in the NRN Canada nomination form.
- 19.3.2. Violation of the election rules and guidelines by members, candidates, or representatives of candidates shall be subject to corrective disciplinary actions as outlined in the election rules and guidelines.
- 19.3.3. Violation of the election code of conduct may lead to a maximum of 5 years' prohibition from holding any office/position in NRN Canada. According to this clause, the Election Commission shall decide and duly notify the NCC.

- 19.3.4. Election shall conclude at least 30 days but not exceeding 45 days before the second annual members' meeting.
- 19.3.5. 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, the NCC shall appoint.
- 19.3.6. Candidates must not hold office or vital positions or executive capacity in any political party. Proof and affidavit must be submitted with the nomination. This condition does not apply to positions in professional organizations, businesses, unions, universities, colleges, communities, social, schools, or international organizations.
- 19.3.7. A member subjected to clauses (19.3.2) and (19.3.3) can appeal against the decision for review. The Election Commission shall review an appeal, and the decision made shall be final.
- 19.3.8. A proxy vote is not permitted.

19.4. Nomination and Voting Rules

A voting member of NRN Canada shall be eligible to be a Board of Directors of NRN 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

Any voting member of NRN Canada is eligible to nominate as a candidate for the position of President.

Nomination must be supported by:

- ❖ Proposer – 2 registered members.
- ❖ Secunder – 2 registered members.

All voters across Canada are entitled to vote.

2. Senior Vice President

- ❖ Proposer – 1 registered member.
- ❖ Secunder – 1 registered member.

All voters across Canada are entitled to vote.

3. Vice President Women

- ❖ Proposer – 1 registered member.
- ❖ Secunder – 1 registered member.

All voters across Canada are entitled to vote.

4. 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 the Ottawa Region are entitled to vote.

5. Vice-President - Central Region

- ❖ Must be a resident of Ontario or Quebec (excluding Ottawa region).
- ❖ Proposer – 1 registered member from the Central Region.
- ❖ Secunder – 1 registered member from Central Region.

All voters from the Central Region are eligible to vote.

6. Vice-President - Atlantic Region

- ❖ Must be a New Brunswick, Prince Edward Island, Nova Scotia or Newfoundland and Labrador resident.
- ❖ Proposer – 1 registered member from the Atlantic Region.
- ❖ Secunder – 1 registered member from the Atlantic Region.

All voters from the Atlantic Region are eligible to vote.

7. Vice-President – Western and Northern Region

- ❖ Must be a British Columbia, Alberta, Saskatchewan, Manitoba, Yukon, Northwest Territory or Nunavut resident.
- ❖ Proposer – 1 registered member from the Western Region.
- ❖ Secunder – 1 registered member from the Western Region.

All voters from the Western Region are eligible to vote.

8. General Secretary

- ❖ Proposer – 1 registered member
- ❖ Secunder – 1 registered member

All voters across Canada are entitled to vote.

9. Secretary

- ❖ Proposer – 1 registered member
- ❖ Secunder – 1 registered member

All voters across Canada are entitled to vote.

10. Treasurer

- ❖ Proposer – 1 registered member.
- ❖ Secunder – 1 registered member

All voters across Canada are entitled to vote.

11. Joint Treasurer

- ❖ Proposer – 1 registered member.
- ❖ Secunder – 1 registered member

All voters across Canada are entitled to vote.

12. Youth Coordinator - Women

- ❖ Proposer – 1 registered member.
- ❖ Secunder – 1 registered member.

All voters across Canada are entitled to vote.

13. Youth Coordinator (Men and Women)

- ❖ Proposer – 1 registered member.
- ❖ Secunder – 1 registered member.

All voters across Canada are entitled to vote.

14. National Coordination Council Member (maximum of 37 members)

- ❖ Proposer – 1 registered member.
- ❖ Secunder – 1 registered member.
- ❖ If NCC members exceed 37, the nominated numbers will be less.

All voters from the corresponding electoral region are eligible to vote.

15. Spokesperson

The president shall nominate any members of the NCC within 90 days of the first meeting of the newly elected NCC Board.

16. Coordinator - Professional Development and networking

The president shall nominate in coordination with the EC.

17. Coordinator – Resources Exploration and Community Empowerment

The president shall nominate in coordination with the EC.

18. Coordinator – Membership Benefit Committee

The president shall nominate in coordination with the EC.

19. Member of the International Coordination Council (ICC):

The number of ICC Members shall be based on the proportion subject to the NRN ICC Bylaw and requires election by the general members.

Each candidate must have:

- ❖ Proposer – 1 registered member.
- ❖ Secunder – 1 registered member.

All voters across Canada are entitled to vote.

20. Nomination of the Board of Directors and Voting Rights

- ❖ The President shall propose the remaining Board of Directors (maximum 3), which will be confirmed by consensus or a majority

vote. If the majority vote does not approve the proposed name, the President will propose an alternative name in the next Board meeting until the directors are fulfilled.

- ❖ The Nomination process of the Board members must be completed within 90 days of the first meeting of the newly elected NCC Board.
- ❖ All the nominated members shall have equal voting rights as elected Board of Directors.
- ❖ All nominated Board of Directors shall pay nomination fees similar to those of the elected Board of Directors before attending their first meeting.

19.5. Publication of Election Schedule

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

1. Publication of the voter's list, resolution of disputes, and finalization of the voter's list.
2. Nomination date, forms, and fees.
3. Resolution of disputes on nomination and publication of the final candidate's list.
4. Voting, which may be conducted in-person, electronic, or mail-in ballot as decided by the Election Commission.
5. Declaration of vote count.
6. Distribution of certificates and oath-taking.

19.6. By-Election

1. If an executive position becomes vacant due to Article II, clause 15, at any time during the tenure, the Board shall conduct an internal election among the Board of Directors for the vacant position for the remainder of the term.
2. If the Board of Directors (Board Member) is vacant according to Article II clause 15 at any time during the tenure, the President shall propose the name from a registered member from the same vacant electoral region, and the Board shall pass through consensus or majority vote.

19.7. Electoral Demarcation

1. The NCC shall decide on electoral demarcation upon the recommendations of the Chief Election Commission.
2. Each Province with at least 50 voting members is guaranteed to have One NCC Member.

3. If clause 19.7.2 is not met, the province will be amalgamated with the nearest Province, and the amalgamation shall involve the province with the largest population.
4. A City with less than a hundred (100) members shall be amalgamated with the nearest city within the same Region, and the name shall be the city with the highest numbers. Where a land connection is not available, the Election Commission shall decide.
5. The city refers to the municipalities regulated by the Provincial Legislature.
6. Any city with three (3) seats shall 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 shall be final for all election-related disputes.

ARTICLE V

MISCELLANEOUS

20. Advisory Council

The NCC shall form a maximum of fifteen (15) members of the Advisory Council. Among them, the immediate past President shall automatically become a member of the Advisory Council. Equity, Diversity, and Inclusiveness shall be prioritized in the selection process. The term of the Advisory Council shall conclude with the term of the NCC. An Advisor shall not be:

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

Duties, Rights, and Responsibilities of the Advisory Council

- ❖ Provide advice to the President and other executive members whenever requested.
- ❖ Attend NCC meetings when 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 NRN Canada that may jeopardize its existence, the Advisory Council has a right to meet and make necessary decisions to maintain the right momentum of NRN Canada.
- ❖ If the members' meeting rejects the proposed nomination of the Chief Election Commissioner by the NCC, Advisors shall attend the joint meeting of the NCC and advise on the nomination process. They shall be eligible to vote in the selection process under this clause.
- ❖ The Advisory Council shall meet a minimum of two (2) times a year with the NCC to discuss NRN Canada's activities. The President shall chair these meetings.
- ❖ Advisors shall attend at least one (1) advisory council meeting to maintain their role.
- ❖ Act according to the bylaws, programs, and policies of NRN Canada to fulfill its objectives.

21. Subject Matter Experts

- ❖ NCC shall appoint Subject Matter Experts to implement programs. The maximum number of SMEs shall be one (1) in each program or as necessary. SMEs shall not have voting rights during the NCC meeting.
- ❖ Develop policies and programs in their area of expertise.
- ❖ Prepare reports and present them to the Executive Committee.
- ❖ Assist the Executive Committee, Regional and Provincial/Territorial Committee in their specialized area.

22. Finance

22.1. Source of Income

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

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

22.2. Fiscal Year

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

22.3. Audit

To ensure 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), requires a Review Engagement or Audit Engagement shall be conducted subject to the Act. Alternatively, an extraordinary resolution to waive this requirement may be passed.

22.4. Banking Arrangement

The banking business of NRN Canada shall be conducted at such bank, trust company, or other firm or corporation in Canada as the NCC decides. Separate bank accounts shall be carried out for each income-generating project. All funds generated from such income-generating projects shall be NRN Canada's funds.

22.5. Borrowing Powers

The NCC may,

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

22.6. Annual Financial Statements

The NCC shall send 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 NRN Canada reproducing the information 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.

23. Amendment of Bylaws

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

24. Interpretation of Bylaw

- ❖ Unless specified in the Definition Section, terms in this Bylaw defined under the Act shall have the meanings.
- ❖ Words importing the singular include the plural and vice versa. Words importing one gender include all genders.
- ❖ For disputes regarding undefined terms, the NCC's decision shall be final.

25. Rights to Formulate Regulations

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

26. Vote of No-Confidence

The voting members of the NRN Canada may, by ordinary resolution at a special meeting, remove any member or members of the NCC from office.

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

28. Effective Date

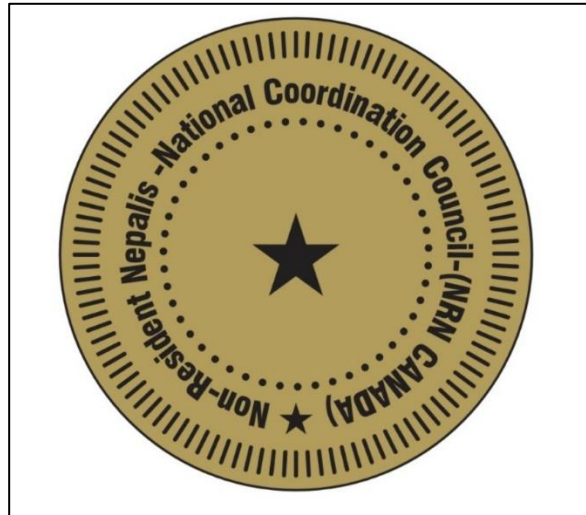
The Bylaw, amendment, or proposal is only effective in the confirmation of the members and on the form in which it was confirmed with the following exceptions:

- ❖ When this Bylaw is enacted, the existing NCC 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.

ANNEX I

Seal, Logo, and Letterhead

Seal



Logo



Letterhead



**NON-RESIDENT NEPALIS - NATIONAL COORDINATION COUNCIL
(NRN CANADA)**



ANNEX II

Electoral Region Distribution for NCC Member Election

Provinces/Territories	Minimum 50 and above Voting Members²
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	≥350 Voting Members	≥750 Voting Members	≥1200 Voting Members
Number of Seats for Board of Directors	1	2	3 with at least 1 female.	4 with at least 1 female

Notes:

1. A maximum of 4 Board of Directors per electoral region is permitted. This does not include candidacy for other executive positions in the direct election Process.
2. The boundaries of a city, village, or town are determined by the local government boundaries in Canada. If a city, village, or town has fewer than 100 members, it will be merged with the nearest city, village, or town recommended by the Chief Election Commissioner.

ANNEX III

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



.....
President's Signature.



.....
General Secretary Signature

14 January 2025

.....
Date Of Amendment