

*SOCIETY ACT*

**CERTIFICATE OF INCORPORATION**

*I Hereby Certify that*

**NEPAL CULTURAL SOCIETY OF BC**

has this day been incorporated under the *Society Act*

*Issued under my hand at Victoria, British Columbia*

*on March 22, 1999*



JOHN S. POWELL  
*Registrar of Companies*  
PROVINCE OF BRITISH COLUMBIA  
CANADA



NUMBER: S- 39641

# ORDER

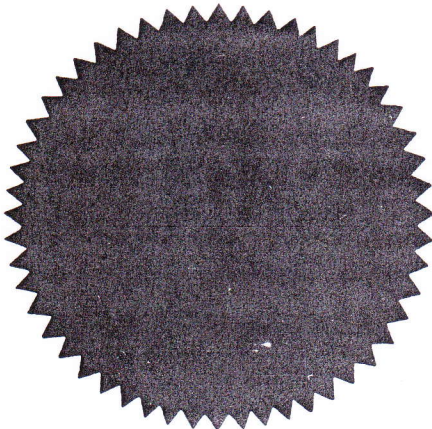
## *SOCIETY ACT*

IN THE MATTER OF THE *SOCIETY ACT*  
AND  
AN APPLICATION BY  
NEPAL CULTURAL SOCIETY OF BC

*I Hereby Order that*, under section 39(5) of the *Society Act*, **NEPAL CULTURAL SOCIETY OF BC** is allowed to give notice of the Annual General Meeting to its members by letter, fax or e-mail, in accordance with its bylaws.

This order is subject to review as I deem appropriate.

*Issued under my hand at Victoria, British Columbia,  
on March 22, 1999*



JOHN S. POWELL  
*Registrar of Companies*  
PROVINCE OF BRITISH COLUMBIA  
CANADA



**BRITISH  
COLUMBIA**

**File Number: S-39641**

**NEPAL CULTURAL SOCIETY OF BC**

**I hereby certify that the documents attached hereto are copies of  
documents filed with the Registrar of Companies on March 22, 1999**

**JOHN S. POWELL  
Registrar of Companies**

FORM 2  
SOCIETY ACT  
CONSTITUTION

1. The name of the society is **Nepal Cultural Society of BC** .
2. The purposes of the society are:
  - (a) To help the people of Nepali origin resident in British Columbia for the preservation and promotion of Nepali identity and culture.
  - (b) To promote Nepali culture amongst residents of British Columbia.
  - (c) To encourage cooperation, goodwill and mutual support among people of Nepali origin.
  - (d) To help human development activities in Nepal.

BYLAWS

The bylaws of the society are those set out in Schedule B to the Society Act, with the following variations, deletions and additions:

1. Bylaw 12 of Part 4 – Proceedings at General Meeting – be revised to:

The directors may, when they think fit, convene an extraordinary general meeting. The lesser number of fifteen or 10% of the members of good-standing may, at any time, call the extraordinary general meeting by giving a prior notice of no less than 15 days.
2. Bylaw 21(1) of Part 4 – Proceedings at General Meeting – be revised to:

A resolution proposed at a meeting shall be seconded, and the chair of a meeting may move or propose a resolution.
3. Bylaw 22(3) of Part 4 – Proceedings at General Meeting – be revised to:

At all General Meetings of the Society, each member shall have one vote; and in the absence of any member at any General Meeting of the Society such member may, by proxy in writing; appoint another member of good-standing who is present at such a meeting or an adjournment thereof to vote in the place of such absent member. No person shall act as proxy for more than five members.

The proxy shall be delivered to the Member Secretary of the Society before or at the time for holding the meeting at which the person named in the proxy proposes to vote. A permanent proxy or proxy entitling a member to vote at other than one meeting shall be void.

}

**NEPAL CULTURAL SOCIETY OF BC  
PROXY FORM**

I, \_\_\_\_\_ of \_\_\_\_\_ in the Province of \_\_\_\_\_, hereby appoint \_\_\_\_\_ of \_\_\_\_\_, as my proxy to vote for me and on my behalf at the (Annual or Special as the case may be) General Meeting of the Nepal Cultural Society of BC to be held on the \_\_\_\_\_ day of \_\_\_\_\_ (month) \_\_\_\_\_ (year), and at any adjournment thereof.

Signed at \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_ (month) \_\_\_\_\_ (year)

\_\_\_\_\_  
Signature

4. Bylaw 26(3) of Part 5 – Directors and Officers – be revised to:

An election may be by show of hands, otherwise it must be by ballot.

5. Bylaw 30 of Part 5 – Directors and Officers – be revised to:

A director must not be remunerated for being or acting as a director but a director must be reimbursed for all expenses incurred by the director while engaged in the affairs of the society if he/she obtains approval from the president. The expenses incurred by the president must be approved by the board for the reimbursement.



6. Bylaw 31(2) of Part 6 – Proceedings of Directors – be revised to:

Minimum quorum of 4 directors is necessary to conduct business.

7. Bylaw 31(3) of Part 6 – Proceedings of Directors – be revised to:

The president is the chair of all meetings of the directors, but if at a meeting the president is not present within 15 minutes after the time appointed for holding the meeting, the vice president must act chair, but if neither is present the directors present may choose one of their number to be the chair at that meeting.

8. Bylaw 31(4) of Part 6 – Proceedings of Directors – be revised to:

The secretary, on the request of the president or 3 directors, must convene a meeting of the directors by giving seven days prior notice.

9. Bylaw 36 of Part 6 – Proceedings of Directors – be revised to:

A director who may be absent temporarily from British Columbia may send or deliver to the address of the society a waiver of notice, which may be by letter, telephone, fax or email, of any meeting of the directors and may at any time withdraw the waiver, and until the waiver is withdrawn,

- (a) a notice of meeting of directors is not required to be sent to that director, and
- (b) any and all meetings of the directors of the society, notice of which has not been given to that director, if a quorum of the directors is present, are valid and effective.

10. Bylaw 58 of Part 11 – Notices to Members – be revised to:

A notice may be given to a member by letter, fax or e-mail to the member at the member's registered mailing, fax or e-mail address.

11. Add the following extra part to the bylaws:

Part 13 – General Covenants

- 63 All members or the directors or the officials of the society will not make any form of statement on behalf of the society concerning political, religious or ethnic issues of the Kingdom of Nepal. Violation of this shall result in being expelled under Article 7 of the Bylaws.

64 In the event of an exceptional situation in Nepal such as outbreak of war, famine, flood or other natural disasters, the directors may decide by simple majority to publish appropriate statement as they consider fit. Such decision will be deemed exclusive for one-time event only.

Dated February 13, 1999

Resubmitted on: March 15, 1999

Witnesses

Applicants for Incorporation

{ Shapit }  
{ SANGITA STHAPIT }  
{ 32-234 E 15<sup>th</sup> Ave }  
{ VANCOUVER, B.C. }  
{ V5T 2P9 }

{ Jwan. Kulo }  
{ ~~1426~~ ISWARI KORALA }  
{ 1426 Chamberlain Dr. }  
{ Lynn Valley, N. Van. }  
{ V7K 1P6, B.C. }

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{ SANGITA STHAPIT }  
{ 32-234 E 15<sup>th</sup> Ave }  
{ VANCOUVER, BC }  
{ V5T 2P9 }

{ Bhatta }  
{ SURESH BHATTA }  
{ 103-714 W. 13<sup>th</sup> AVE }  
{ VANCOUVER, B.C. }  
{ V5Z 4E4 }

{ Shard }  
{ SHARAD SHERCHAN }  
{ 211-250 E. 2ND ST }  
{ NORTH VAN, B.C. }  
{ V7L 1C5 }

{ Naresh P. Koirala }  
{ NARESH P. KOIRALA }  
{ 1426 CHAMBERLAIN DR. }  
{ NORTH VANCOUVER }  
{ V7K 1P6 }

{ Kenji Sherpa }  
{ KENJI SHERPA }  
{ 333 E. 41st Ave. }  
{ VANCOUVER, B.C. }  
{ V5W-1N9. }

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{ Naresh P. Koirala }  
{ NARESH P. KOIRALA }  
{ 1426 CHAMBERLAIN DR. }  
{ NORTH VANCOUVER }  
{ V7K 1P6 }

{ Suresh Bhatta }  
{ SURESH BHATTA }  
{ 103-714 W. 13<sup>TH</sup> AVE }  
{ VANCOUVER, B.C. }  
{ V5Z 4E4 }

{ Abi K. Sharma }  
{ ABI K. SHARMA }  
{ 108-510 CHESTERFIELD AVE. }  
{ NORTH VANCOUVER }  
{ B.C. V7M 2L9 }

{ Anil Tuladhar }  
{ ANIL TULADHAR }  
{ 705-2725 MELFAR }  
{ VANCOUVER, B.C. }  
{ V6T 1N4 }

{ Suresh Bhatta }  
{ SURESH BHATTA }  
{ 103-714 W. 13<sup>TH</sup> AVE. }  
{ VANCOUVER, B.C. }  
{ V5Z 4E4 }





## MAINTAINING YOUR BC SOCIETY

The British Columbia *Society Act* requires all incorporated societies to file information about the society with the Corporate Registry office. These filings are:

### **ANNUAL REPORT (Form 11) - FILING FEE \$25.00**

A British Columbia society must file an annual report each year within 30 days after each annual general meeting. Approximately three weeks prior to the anniversary date of the last annual general meeting of the society, an annual report is mailed to the society at the last address we have on file. The society or its solicitor makes any changes on the form (if necessary), signs and returns the form to this office, along with the financial statements and appropriate filing fee. The financial statements must be for the period ending not more than six months before the annual general meeting and be approved and signed by two directors. If the society is a reporting society, the financial statements must be audited as well as approved and signed by two directors.

### **CHANGE IN ADDRESS OF SOCIETY (Form 5) - FILING FEE \$15.00**

Notice of every change in the address of the society must be filed without delay and the change takes effect on the day after the notice is filed with this office. It is important to file this document as the registered society address is the address used for mailing the annual report (Form 11) and any notices concerning the commencement of dissolution of your society

### **CHANGE IN DIRECTORS (Form 7) - FILING FEE \$15.00**

Notice of every change in the directors, other than at an annual general meeting, must be filed without delay. A separate form is required for each change that takes place on different dates.

### **CHANGE IN CONSTITUTION/BYLAWS (Form 10) - FILING FEE \$50.00**

Any change made to the constitution or bylaws of a society must be filed with the registrar on a special resolution form. These changes do not take effect until the registrar has accepted them for filing.

Failure to comply with these filing requirements of the *Society Act* may result in a society being dissolved and struck from the register.

## **ADDITIONAL INFORMATION**

For information regarding completion of forms, contact the Society/Cooperative Unit at (250) 356-8673 or fax (250) 356-6977. If calling from the Greater Vancouver area, direct dial 775-1046.

Corporate Registry office hours are from 8:30 a.m. till 4:30 p.m., Monday through Friday, excluding statutory holidays.

Forms are available from this office or may also be available from your local government agent's office. In addition, you may download the above mentioned forms from the Corporate Registry web site at <http://www.fin.gov.bc.ca/corppg/default.htm>

Every director should have a copy of the *Society Act* and be aware of its contents. It is a useful source of information and may be purchased from Crown Publications Inc. You may contact them at (250) 386-4636, or fax (250) 386-0221, or web site <http://www.crownpub.bc.ca> or write to 521 Fort Street, Victoria BC V8W 1E7. You may also purchase from International Travel Maps and Books at (604) 687-3320, or fax (604) 687-5925 or write to 552 Seymour, Vancouver BC V6B 3J6.

An additional source of information is the *Society Guide for British Columbia*. This booklet is produced by the Community Legal Assistance Society and you may contact them to enquire about the purchase of this booklet by calling (604) 685-3425 or writing to 800 - 1281 West Georgia Street, Vancouver BC V6E 3Y2.