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Batch 6037/2  
C.A.N. 50700096-6

**SPECIAL RESOLUTION**

10000701000300513


I hereby certify that the following special resolution was passed at a meeting of the members of Shanti-Niketan Society for Semi-retired and Seniors

On September 22/2001

The objectives were changed as follows: See attached

The existing Objectives are repealed. They are replaced with the attached objectives.

Date: November 26/2001

Signature:  DR. R.L. SINGH

Title: President

SR#3587691

**FILED**  
DEC 13 2001  
Registrar of Corporations  
Province of Alberta

C.A.N. 50700096-6

**SHANTI-NIKETAN SOCIETY**  
**For Semi-retired and seniors**  
(Amended September 22, 2001 by the General Body)



10000501000300514

1. Name of the society:

The society shall be called Shanti-Niketan, society for semi-retired and seniors herein after called the "Society".

2. Objectives of the society:

- 2.1 To operate as a non-profit community service organization
- 2.2 Develop a resource centre for community service by renting, building or purchasing and operating appropriate facilities.
- 2.3 To develop health and wellness programs, lectures, seminars, workshops and other programs on health promotion and maintenance.
- 2.4 To develop a pool of volunteers to participate in out reach programs through which it will help seniors in isolation in home bound, hospitals or in other institutions.
- 2.5 To develop programs to promote peace and tranquility in life, using the time-tested concept of East Indian Philosophy of life in post retirement period as suited to modern times in Canada.
- 2.6 To provide emotional, socio-cultural, psychological, recreational, library facilities and other programs.
- 2.7 To participate in networking with other seniors groups and organizations and form liaison with various levels of governments and organizations.
- 2.8 To facilitate suitable residential accommodation for seniors to live in a community of friendly cooperative environment by renting, building or by other means.

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DEC 13 2001  
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Province of Alberta

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Province of Alberta

sr#3587691

C.A.N - 50700096-6

**SHANTI-NIKETAN SOCIETY**  
**For Semi-retired and seniors**  
(Amended September 22, 2001 by the General Body)



10000001000300516

**1. Name of the society:**

The society shall be called Shanti-Niketan, society for semi-retired and seniors herein after called the "Society".

**2. Objectives of the society:**

- 2.1 To operate as a non-profit community service organization
- 2.2 Develop a resource centre for community service by renting, building or purchasing and operating appropriate facilities.
- 2.3 To develop health and wellness programs, lectures, seminars, workshops and other programs on health promotion and maintenance.
- 2.4 To develop a pool of volunteers to participate in out reach programs through which it will help seniors in isolation in home bound, hospitals or in other institutions.
- 2.5 To develop programs to promote peace and tranquility in life, using the time-tested concept of East Indian Philosophy of life in post retirement period as suited to modern times in Canada.
- 2.6 To provide emotional, socio-cultural, psychological, recreational, library facilities and other programs.
- 2.7 To participate in networking with other seniors groups and organizations and form liaison with various levels of governments and organizations.
- 2.8 To facilitate suitable residential accommodation for seniors to live in a community of friendly cooperative environment by renting, building or by other means.

**BYLAWS**

<b>FILED</b>
DEC 13 2001
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**1. General:**

- 1.1 The fiscal year of the Society shall be from April 1<sup>st</sup> to March 31<sup>st</sup>.
- 1.2 The operational year of the society shall be from June 1<sup>st</sup> to May 31<sup>st</sup> of the following year.
- 1.3 Masculine pro-nouns used in this document implies to both genders.

**2. Membership:**

Any person who accepts the objectives of the Society and meets one of the following criteria shall be eligible to become a member

Membership consists of the following categories:

- 2.1 Patrons: Any Corporation, agency or person from whom the Society has received a minimum of \$2,500.00 either a lump sum or in instalments within 5 years. Patron member may appoint one representative and shall have one vote for life.

SR# 3587703

2.2 Life Members: Any person or couple from whom the Society has received a minimum \$300.00 as a lump sum or in instalments within three years. Each member will have one vote for life.

2.3 Regular Members:

2.3.1 Couples in which one partner is at least 45 years of age, on payment of prescribed annual dues

2.3.2 Singles who are at least 45 years of age, on payment of prescribed annual dues

2.3.3 Each regular member will have one vote

2.4 Associate members: those who are over 16 and less than 45 years of age, they are non-voting members.

2.5 Any member wishing to withdraw from membership may do so upon giving a written notice to the general secretary.

2.6 Any member of general body or Board may be suspended, or expelled from the society by a majority vote by calling a special general body meeting for the purpose. No membership fee shall be refunded.

### 3. Annual Dues:

3.1 Any regular member who is in default of payment of dues and assessment for the fiscal year shall be automatically terminated from the due date and shall not be entitled to any membership privileges or rights until reinstated.

3.2 No member shall be entitled to get a refund of membership fees.

3.3 Membership dues will be determined by the general body on the recommendation of the board for the next fiscal year.

### 4. The Board:

4.1 The elected Executive and Directors will manage the society here in after referred collectively as "Board" which will serve for a year until their successors are elected and installed.

4.2 All the members of the Board shall be member of the Society in good standing except co-op members.

4.3 The Executive consists of following positions

The President

Vice-President - Program

Vice-President - Administration

Secretary

Treasurer

Past-President - ex-officio

4.4 Directors: Five elected directors at least one of them shall be from patrons or life members.

4.5 Co-op members: The Executive may co-op members from the society or any person who is not a member of the society. They shall not have any voting rights.

### 3. Duties and Responsibilities of the Board:

#### 5.1 The President

- 5.1.1 Shall be chief executive and spokesperson for the society
- 5.1.2 Shall be responsible for the proper functioning of the society
- 5.1.3 Shall be responsible for calling all the meetings of the society and presiding them
- 5.1.4 Shall be responsible for maintaining liaison with other associations, the community and the various levels of the government.
- 5.1.5 Shall co-ordinate and submit timely reports to government and other funding agencies as may be required

#### 5.2 The Vice-President - Program

- 5.2.1 Shall be responsible for planning, developing and implementing the programs of the society.
- 5.2.2 Shall take over all functions and responsibilities of the President in situations in which the president may not be available to carry out his duties.

#### 5.3 The Vice-President -- Administration

- 5.3.1 Shall be responsible for the proper operation of the facility and general administration of the society.

#### 5.4 The Secretary

- 5.4.1 Shall call all the meetings at the advice of the President
- 5.4.2 Shall attend all the meetings and keep adequate minutes of the same
- 5.4.3 Shall keep up-to-date records of the membership
- 5.4.4 Shall handle correspondence for the Society in conjunction with the President.
- 5.4.5 Shall have custody of the Seal of the Society. The Seal when used shall need to be authenticated by the signature of the President.

#### 5.5 The Treasurer

- 5.5.1 Shall be the chief accountant and book keeper of the Society
- 5.5.2 Shall monitor the income and expenses of the Society and report to the Board and the General Body at appropriate meetings.
- 5.5.3 Shall provide an up-to-date statement of the accounts and financial affairs of the Society, at the request of the President.
- 5.5.4 Shall provide annual financial statement and all relevant information to the auditors for the annual audit of the books of the society by end of April.
- 5.5.5 Shall provide all relevant financial information of the Society along with report of the accounts, at the General Body meeting.
- 5.5.6 Shall maintain the books and records of the Society at a place where they are available to any member for inspection by appointment.

#### 5.6 The Past- President

- 5.6.1 The outgoing president shall give in writing to the incoming president any incomplete reports/projects/tasks to follow up.
- 5.6.2 Shall act as the link between the incoming and out-going members of the executive.

#### 5.7 The Directors

- 5.7.1 The directors shall work with the executive as a team to carry out all activities of The society.

## 5.8 The Co-op Members

5.8.1 shall help the Board in carrying out its functions

## 6. The Auditors:

The general body shall elect two auditors each year to audit the accounts of the society for the fiscal year ensuring the accuracy and accountability of the revenues and expenses as well as the balance sheet items. The auditors shall submit their audited report at the Annual General Body meeting.

## 7. Meetings:

### 7.1 Executive

- 7.1.1 Executive shall meet at least three times a year or as often as the business of the society warrants.
- 7.1.2 A special Executive meeting may be called on the written request of any two executive members, provided they request the president to call such meeting and state the business to be discussed.
- 7.1.3 Emergency meeting may be called by phone on a short notice.
- 7.1.4 All except emergency meetings shall be called by giving 7 days notice to each members by phone, fax or e-mail
- 7.1.5 All decisions at the meeting shall be taken by a simple majority vote.
- 7.1.6 Quorum – Four executive members.

### 7.2 The Board

- 7.2.1 The Board shall meet at least three times a year or as often as required.
- 7.2.2 The special meeting of the Board can be called by a written request of any four Board members, provided they request the President to call such meeting and state the business to be discussed.
- 7.2.3 Emergency meeting may be called by phone on a short notice.
- 7.2.4 All except emergency meetings shall be called by giving 7 days notice to each members by phone, fax or e-mail
- 7.2.5 All the decision at the meeting shall be taken by a simple majority vote.
- 7.2.6 Quorum – Six members of the board.

### 7.3 The General Body

- 7.3.1 All voting members of the Society shall form a General Body.
- 7.3.2 The General Body shall be the supreme authority for the Society.
- 7.3.3 The decisions made by a simple majority of members present and voting in a General Body meeting shall be binding upon all members, including the Board.
- 7.3.4 The Annual General Body meeting must be held before May 31<sup>st</sup> of each year and shall include the following items:
  - Approval of agenda
  - Presentation and approval of last general body meeting minutes
  - Reports by the President, the Vice Presidents, the Secretary, and the Treasurer
  - Elections of the Executive, directors and auditors for the ensuing year.
- 7.3.5 The Executive may call a special General Body Meeting. It can also be called on written request by a minimum of 20% of the members of the society. Such request must set forth the reasons for the meeting in clear and specific terms. Upon receipt of such request, the President shall fix a date for the special meeting within 30 days time.
- 7.3.6 Notice for the Annual General Body meeting including the agenda will be mailed at least 30 days prior to the meeting date. For special and all other meetings, a notice including the



agenda will be mailed/ faxed/ e-mailed/ phone call at least 14 days prior to the meeting date to all eligible members.

- 7.3.7 Quorum- Quorum for any general body meeting shall be fifteen persons or fifteen percent of all voting members which ever is greater. For adjourned meetings, no quorum is required.

#### 8. Signing authority for cheques:

All cheques of the society shall bear the signature of the President and the Treasurer. In the absence of the President or Treasurer, one of the Vice-President shall sign.

#### 9. Annual Elections:

- 9.1 The President shall appoint a Returning Officer, with full authority for conducting the Annual Elections.
- 9.2 At least 30 days before the annual election the executive shall:
- 9.2.1 Fix the date, time and place for (i) filing nomination (ii) submitting withdrawals, and (iii) voting;
- 9.2.2 Circulate the above mention information by mailing or faxing it to members at least 14 days prior to the deadline for accepting nomination.
- 9.2.3 Make arrangements for the proper conduct of the election and cooperate with the returning officer in running the election smoothly.
- 9.2.4 The secretary shall provide the eligible voters list and a copy of the by-laws to the returning officer.
- 9.3 Eligibility for election to the Board position.
- 9.3.1 No elected member shall serve continuously for more than two years on the executive.
- 9.3.2 The immediate Past President shall abstain from holding executive position for one operational year of the society.
- 9.3.3 To be eligible for the Executive and directors positions, person shall be a member of the society in the current year as well as member before December 31<sup>st</sup> in the previous year.
- 9.4 Nominations:
- 9.4.1 Nominations shall be filed on the format send with election notice and should be supported by signature of two voting members.
- 9.4.2 Last date and time for filing nomination is four days (96 hours) prior to the election time.
- 9.5 Withdrawal of Nomination:
- 9.5.1 Withdrawal of nomination shall be submitted in writing and signed by the candidate.
- 9.5.2 Last date for the withdrawal shall be two days (48 hours) prior to the election time.
- 9.6 After the last date for nomination has passed, the Returning Officer shall prepare a list of candidates who, in his opinion and judgement are eligible and whose nominations are in order; and this list will be available to any voting member upon request from the Returning Officer.
- 9.7 Voting shall be by secret ballot.
- 9.8 Positions for which no valid nomination have been received by the returning officer, the nomination for these positions shall be accepted from the floor of the annual general body meeting. The nomination has to be accepted by the candidate. Then General body shall elect such candidate either by secret vote or by show of hands, depending upon sole discretion of the returning officer.
- 9.9 The Returning Officer shall announce the results of elections as soon as they are available.
- 9.10 The elected members will take charge on 1<sup>st</sup> June and shall serve until May 31<sup>st</sup> of the following year.

#### 10. Voting

- 10.1 Voting by proxy is not permitted.

- 10.2 For the election of the Board positions, Patrons, life members, and regular members who were members of the society prior to December 31<sup>st</sup> of the previous year will be allowed to vote.
- 10.3 The President will have regular voting rights. In case of a tie between for and against side, the President will cast an additional vote for the final decision in any meeting of the society.
- 10.4 Voting for the election will be done by secret ballot only.
- 10.5 In all other cases, voting will be done by a show of hands or by secret ballots, depending on the situation.

#### 11. Resignations:

- 11.1 If a member of the Executive wishes to resign, he/she may do so by giving a letter of the resignation to the President. If the President wishes to resign, he/she shall submit a letter of resignation to the secretary for the consideration at the next earliest possible meeting of the Executive.
- 11.2 In case of more than one vacancy existing at any given time on the Board, a general body meeting will be called to elect candidates to fill these vacancies.

#### 12. Remunerations:

- 12.1 No member of the Board shall receive any remuneration from the society for the services rendered.
- 12.2 In a situation where a member of the Board may have a direct or indirect interest in a decision he/she will abstain from voting on the issue involved.

#### 13. Borrowing Money:

The Society may borrow money with the approval of the General Body.

#### 14. Liabilities:

- 14.1 Board and members of the Society shall have no liability in the event of Society's insolvency.
- 14.2 Participation in any programs of the Society is on voluntary basis; Executive is not liable for any damage or loss to its participants.

#### 15. Amendments to the Bylaws:

- 15.1 These By laws may be rescinded, altered or added to by a special resolution in a general body meeting if supported by a favourable vote passed by 75% of the members present at the meeting.
- 15.2 There shall be a waiting period of 30 days between voting and the receipt of the membership dues by the Treasurer.

#### 16. Dissolution of the Society:

In the event of the dissolution or winding up of the Society, its assets, after payments of liabilities, shall be donated to one or more recognized charitable organizations in Canada, with the approval of General Body.

#### 17. Disputes:

All disputes arising within the Society shall be submitted to a committee of five members elected by the General Body, who will resolve the issue by a process of mediation. Only when this fails, then the dispute shall be decided through arbitration under the Arbitration Act of Alberta.



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### SPECIAL RESOLUTION

I hereby certify that the following special resolution was passed at a meeting of the members of SHANTI-NIKETAN SOCIETY FOR RETIRED PEOPLE

On 20 DECEMBER 1998

The bylaws were changed as follows:

Bylaw \_\_\_\_\_ is changed to read .

2. THE EXECUTIVE AND ITS ELECTION: IS CHANGED TO READ:

PLEASE SEE ATTACHED.

Date: April 20/2001

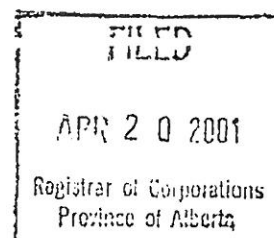
Signature: (MADAN M. PRASAD)

Title: President,  
Shanti Niketan Society for Retired People

FILED  
APR 20 2001  
Register of Corporations  
Province of Alberta

## 2. THE EXECUTIVE AND ITS ELECTION:

Operational aspects of the Society will be managed by the elected executive which will consist of a President, a Vice-president, a Secretary, and a Treasurer. A member of the society in good standing can hold any Executive positions up to two years in succession. Elections for the executive will be held in the annual meeting of the society. The president or his nominee will conduct the elections. To be eligible for the executive position, a person must be a member of the society in good standing for one year prior to the election date. The election officer will accept nominations in writing two weeks prior to the election date. In absence of valid nomination for positions, returning officer will accept nominations for the vacant positions from the members in the annual general meeting of the society. The books, accounts, and records of the society will be audited at least once a year by a qualified accountant or the auditors. The two auditors, who are in good standing, will be duly elected by members of the society. The selection of the accountant or the election of the auditors for the upcoming year will also be done at the annual general meeting. The elected executive will serve for a year until their successors are elected and installed. A single vacancy occurring in the executive committee during the year will be filled by the remaining executive itself. In case, more than one vacancy exists at any given time, general body will be called to elect candidates to replace these vacancies. Any member of the executive upon a majority vote of all the members in good standing may be removed from office due to any reason that the members of the society may deem reasonable. This will require a written statement presented to the President by any member of the society in good standing wanting to protest against the person to be removed by the society. This statement will be witnessed by two other members of the society in good standing. President will arrange to call a special general body meeting to address the issue.



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RECEIVED  
DR  
APR 04 2014  
CORPORATE REGISTRY

### Special Resolution

I hereby certify that the following special resolution was passed at a meeting of the members of the Shanti-Niketan Society for semi-retired and seniors on March 23, 2014.

The By-law was changed as follows:

- By-law 2.2 is changed to read : the life membership fee will be 100.00, as a one-time payment, starting from the fiscal year April 01, 2014. Each member will have one vote for life.

Date: March 31, 2014

Signature: Vipin Bansal

Title: President.

FILED 205  
APR 04 2014  
Registrar of Corporations  
Province of Alberta

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