

**SOCIETY ACT**  
**CONSTITUTION**

**Article 1: NAME**

The name of the organization shall be "**HINDU BUDDHIST FOUNDATION OF CANADA (HBFC)** ", hereafter referred to as "The Foundation".

**Article 2: OBJECTIVES**

1. To advance religion by teaching the religious tenets, doctrines, and observances associated with the Hindu and Buddhist faith;
2. To advance religion by preaching the teachings, and religious tenets, doctrines and observances associated with the Hindu and Buddhist faith;
3. To advance religion by establishing and maintaining a house of worship with services conducted (or held) in accordance with the tenets and doctrines of the Hindu and Buddhist faith; and
4. To do all such things as are incidental or ancillary to the attainment of the above objects.

For achieving its objectives, the Foundation

- i. Shall operate as a non-profit charitable organization and any accretion shall be used to promote its objectives and none of the income shall be available for the personal benefit of the members. The Foundation shall be registered as a non-profit charitable organization under Canada Revenue Agency (CRA).
- ii. Shall register itself under the BC Society Act to protect the use of its name by other organizations.
- iii. Shall co-ordinate and co-operate with other Canadian organizations with similar charitable status to attain its goals.
- iv. Shall organize various fund raising activities to facilitate and pay for the charitable and other functions of the Foundation.
- v. Foundation activities shall be carried on without purpose of gain for its members. Any profit or other accretions of the organization shall be used solely to promote its objectives.
- vi. Shall not discriminate against any individuals based on age, gender, race, color, religion, national origin, spoken language, or physical disabilities.

## **BYLAWS**

### **Part 1 – Interpretation**

1.1 In these bylaws, unless the context otherwise requires:

- a) **“directors”** means the directors of the Foundation;
- b) **“Society Act”** means the Society Act of the British Columbia from time to time in force and all amendments to it;
- c) **“registered address”** of a member means the member’s address as recorded in the register of members.
- d) **“special resolution”** means
  - i) a resolution passed in a general meeting by a majority of not less than 75% of the votes of those members of the Foundation who, being entitled to do so, vote in person or, by proxy
  - ii) of which the notice that the bylaws provide, and not being less than 14 days’ notice specifying the intention to propose the resolution as a special resolution has been given, or
  - iii) if every member entitled to attend and vote at the meeting agrees, at a meeting of which less than 14 days’ notice has been given,
  - iv) a resolution consented to in writing by every member of the Foundation who would have been entitled to vote on it in person or, by proxy at a general meeting of the society, and a resolution so consented to is deemed to be a special resolution passed at a general meeting of the Foundation.

1.2 The definitions in the Society Act on the date these bylaws become effective apply to these bylaws.

1.3 Words importing the singular include the plural and vice versa, and words importing a male person include a female person and a corporation.

### **Part 2 - MEMBERSHIP**

#### **2.1 Membership Qualification**

Any person becoming a voting member of the HBFC general body shall:

- i. Support the objectives of the HBFC
- ii. Sign a membership form and pay the appropriate annual membership dues.
- iii. Be at least 18 years of age.

#### **2.2 Classes of Members**

The general body of HBFC shall be comprised of three categories of members:

- (1) General members
- (2) Life members and
- (3) Patrons

**(1) General Member :** Any person fulfilling the membership qualifications and has paid the annual membership dues is a general member. General member can also be a Life member or Patron by paying the appropriate dues as set by the General Body.

**(2) Life Member:** One may become a Life member by payment of \$501 (five hundred one dollar).

**(3) Patron Member:** One may become a Patron member by payment of \$5,001 (five thousand one dollar) or more within five (5) consecutive years after becoming a member.

### 2.3 Membership Fees

Membership fee are subject to revision periodically. Current membership fee shall be as follows:

- (1) General members
  - (a) Family \$51 (fifty one dollar) per year
  - (b) Single Person \$21 (twenty one dollar) per year
  - (c) Student \$11 (eleven dollar) per year
- (2) Life members \$501 (five hundred one dollar)
- (3) Patrons \$5,001 (five thousand one dollar) or more

### 2.4 Membership Guidelines

- i. **General Membership:** Any person who is 18 years of age or over and subscribes to the objectives of the Foundation and pays annual dues annually shall be a General Member. Such a person shall be a member in good standing and hereafter referred to as a "member".
- ii. **Family Membership:** Spouses, common law partners and their family members shall be considered as members. However, the family membership will be entitled to only two votes that may be cast by husband, and/or wife and/or family member over 18 years of age.
- iii. **Student Membership:** Anyone who is over 18 years of age or over while being a full-time student at school, college or university shall be a student member.
- iv. The membership in the HBFC is open to all who sincerely believe in the universal teachings of Hindu and Buddha Philosophy as dictated in the Hindu scriptures Vedas, Upanishads and Buddha principles and who shall observe dignity and respect for the sanctity of the holy place consistent with Hindu and Buddha philosophy and way of life.

- v. Prospective members shall fill out a membership application, signing the statement "I subscribe to the objectives of the Foundation", printed on the application form.
- vi. Non-payment of annual dues shall automatically result in the termination of membership and the member in default shall not have the privilege of participating in the affairs of the Foundation, including but not restricted to taking part in elections, serving on sub-committees, offering themselves for positions on the Executive. Such members shall be considered as members not in good standing. The membership shall, however, be reinstated provided a new application is made and necessary dues are paid.
- vii. Irrespective of when the membership fee is paid, the fee will be applicable to that specific calendar year. In other words, general membership on December 31st of each year. To be eligible to vote, the membership dues must be paid by December 31st of the year. The fiscal year for membership starts from January 1st through December 31st. For voting rights, family membership includes husband and wife only.
- viii. Members shall not engage in activities and expressions that are contrary to the objectives of the Foundation. Violation of these By-laws may necessitate disciplinary action to be decided by the Executive.
- ix. Annual General Meeting of the Foundation may by simple majority determine or revise the membership fees from time to time.

## **2.5 Member Resignation**

Any member may submit resignation in writing at any time to the Executive committee. Upon receipt of such request, the Secretary of the Executive Committee shall strike his/her name from the rolls. Any member submitting resignation will not have claim to any dues contributed to HBFC.

## **2.6 Disqualification of Membership Rights (removal / termination)**

- (a) Demonstrated activities against the purposes and philosophies of the Organization as defined in the Article I shall constitute grounds for disqualification from membership. This will be determined by a vote of two-thirds (2/3) of the total membership of the Executive Committee. Any member so disqualified shall be eligible for reinstatement subject to the approval by a vote of two-thirds (2/3) of the total membership of the Executive Committee.
- (b) Non-payment of dues shall be a cause for disqualification of membership rights.

## **Part 3 - EXECUTIVE (DIRECTORS AND OFFICERS)**

- 3.1) The affairs of the Foundation shall be administered by the Executive Committee of seven directors including four officers as follows:
  - (a) Officers:
    - i. President

- ii. Vice-President
- iii. General Secretary
- iv. Treasurer
- v. Directors-at-Large

**(b) Special Advisor:**

Any member who is considered to be an active member of the community may be appointed as the Special Advisor of the Executive. The President in consultation with the executives shall assign this position. There may be upto 5 advisors and one of the advisor shall be from Patron members.

- 3.2) The directors of the Foundation shall assume office following the elections held at Annual General Body Meeting at which they are elected and shall hold office for two years.
- 3.3) Any director elected or nominated in the middle of the term shall be considered to have served the full term.
- 3.4) Any director who resigns in the middle of the term may not be elected or nominated again during the same term.
- 3.5) In a situation where the executives are elected during the middle of the term, these executives shall serve only the remaining term.

**Part 4 - DUTIES AND POWERS OF OFFICERS**

**4.1) President:**

- (a) Is the chief executive and the spokesperson of the Foundation.
- (b) Shall call, adjourn and preside over all Executive, General/Special Body Meetings.
- (c) Shall be an Ex-Officio member of sub-committees, task forces, ad-hoc committees or any committee of a special nature as determined by the executive.
- (d) Shall, in consultation with the Executive, appoint towards the end of its term Nomination and Election Committee of three members to canvass, initiate and propose a slate of officers for election at the Annual General Body Meeting.
- (e) Shall have a casting vote in the Executive, whereas in General Body Meetings shall vote like other members.
- (f) Or his/her designate shall represent the Foundation on other organizations and committees external to the Foundation as required.

**4.2) Vice-President:**

- (a) Shall perform the duties of the President in his/her absence or inability to act.
- (b) Shall become the President should that office for any reason become vacant.

**4.3) General Secretary:**

- (a) Shall give at least one week's notice for Executive Meetings and at least two weeks' for General/Special Body Meetings. Executive meetings of urgent nature may be called by the General Secretary on the authorization of the President without giving advance notice.

- (b) Shall be responsible for maintenance of accurate, up-to-date records and minutes of all meetings of the General/Special Body and Executive Committee.
- (c) Conduct the correspondence of the society unless any other executive has been designated for the purpose by the executive from time to time.
- (d) Maintain the register of the members.

**4.4) Treasurer:**

- (a) Shall be the financial advisor of the Foundation, shall prepare budgets in consultation with the Executive and shall maintain accurate and up-to-date records of all financial transactions of the Foundation.

**4.5) Directors-at-Large:**

- (a) The president, in consultation with the Executive, may assign to Directors-at-Large some tasks for furthering the objectives of the Foundation.

**4.6) Other Duties**

- (a) Except for a sufficient cause, an Executive member shall not miss more than three (3) consecutive meetings of the Executive. In case of default, the Executive may declare the position vacant.
- (b) Vacancy occurring in the Executive Committee may be filled by nomination for a period extending until the end of the current term by the President in consultation with the Executive Committee or by an election within the Executive.
- (c) A meeting of the Executive shall be called by the President upon receipt of a request for such a meeting provided the request is received in writing and is signed by at least three (3) members of the Executive. The President shall call such a meeting within seven (7) days after the receipt of the request.
- (d) If the President is not present at a meeting of the Executive, the Vice-President shall preside. If the Vice-President is also not present, then those present may elect a Chairperson for the meeting and proceed with the business on the agenda, provided there is a quorum.

**Part 5 - ELECTIONS**

- 5.1) The seven directors of the Foundation shall be elected by a simple majority of members present at the Annual General Body Meeting.
- 5.2) Only the members of the Foundation who are in good standing shall have the right to seek election to the Executive Body.

**Part 6 - ELECTION COMMITTEE and ELECTION PROCESS**

- 6.1) The Nomination and Election Committee shall canvass, initiate and propose a slate of officers for elections at the Annual General Body Meeting to be held in December.
- 6.2) The Board of Directors shall appoint an Election Committee ordinarily at least three months before the election. The election committee shall consist of three members in good standing. One of the three members shall be appointed as chairperson of the

- committee. This committee shall be responsible for receiving nominations for vacant positions and conducting election of candidates for the vacant office.
- 6.3) The Committee shall conduct and supervise election of officers of the Foundation.
  - 6.4) The names of the members of the Nomination and Election Committee shall be made known to all members along with the notice of the Annual General Body Meeting.
  - 6.5) All nominations duly proposed and seconded shall require the consent of the nominee.
  - 6.6) No officer on the Executive of the Foundation shall be elected in absentia.
  - 6.7) Only the members in good standing shall have the right to vote.
  - 6.8) Each member (except family membership) present shall be entitled to one vote. Voting by proxy will be permitted. Number of votes allowed per family membership will be limited to two votes.
  - 6.9) Voting shall be by secret ballot or as determined by the general body.
  - 6.10) The nominations should be proposed by a member in good standing and duly seconded by another member in good standing on a form prescribed for the purpose. The nomination form may be sent by mail or electronically as decided by the election committee to the election committee chairperson duly signed by the proposed person, person seconding the candidate as well as the nominee before the deadline established by the Board.
  - 6.11) **Dates of Election Process:**
    - (a) Request of nominations 60 days prior to election
    - (b) Receiving nominations 30 days prior to election
    - (c) Announcing tentative nominations 15 days prior to election
    - (d) Final list of nominees One week prior to election
    - (e) Election in December
  - 6.12) Upon receipt of all nominations, the Election Committee shall evaluate the nominations for conformity with eligibility requirements and select such nominations as are in accordance with the bylaws of the Organization for presentation at the annual general body meeting.
  - 6.13) In case of a discrepancy regarding the eligibility of a nominee, the burden of proof of eligibility will rest on the nominee.
  - 6.14) The election of members for vacant positions shall be conducted at the annual general body meeting.
  - 6.15) If the number of nominations exceed the number of vacant positions, the floor shall not be open for nominations and, a secret ballot voting by the members present at the annual general body meeting shall be used to elect the Trustees and the Executive committee members.
  - 6.16) If the nominations received by election committee are less than the number of vacancies in the Board or Executive Committee, the election committee shall open the vacancy/vacancies by inviting the nominations from the floor.
  - 6.17) The names of the newly elected members shall be published to members by email and also on website and in HBFC newsletter when it's available.
  - 6.18) If there are not enough members to form a quorum at the annual meeting, all the members present shall vote to waive the requirements for a quorum. If the waiver is

approved by a majority vote, the election committee shall proceed with the election of officers.

- 6.19) In case of a dispute on the eligibility status to vote, the decision of the election committee is final.
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#### **Part 7 - RESIGNATION OF OFFICERS**

- 7.1) Resignation of an executive other than President shall be approved by the President, if not withdrawn within fourteen (14) days of tendering.
- 7.2) Resignation of President shall be approved by the majority of remaining executive members, if not withdrawn within fourteen days of tendering. If the remaining executive is unable to make a decision within thirty (30) days of President tendering resignation, resignation shall be considered approved on the 31st day of the tendering.
- 7.3) Once an executive has tendered resignation, s/he will remain under suspended status and may not represent as an Executive of the Foundation even if the resignation has not been approved.

#### **Part 8 - FISCAL MATTERS**

- 8.1) The fiscal year of the Foundation shall be the calendar year, starting from January 1st to December 31st.
- 8.2) All funds of the Foundation shall be deposited from time to time in a chartered bank or credit union or trust company approved by the Executive.
- 8.3) The Foundation may maintain separate accounts with one or more banks.
- 8.4) All monetary transactions shall be made in the name of the Foundation. All cheques as well as all slips issued for drawing funds shall be signed jointly by officers as designated by the executive.
- 8.5) According to the CRA audit compliance, the accounts of the Foundation shall be audited annually, if and when necessary, by the qualified auditor(s) appointed by the Executive Committee.
- 8.6) All fiscal decisions shall require the approval of the Executive Committee.
- 8.7) The Foundation shall have the power to acquire by gift, bequests, grants, or any other means, funds and any other assets for the purpose of carrying out the Foundation's programs and objectives.
- 8.8) Borrowings
  - a) In order to carry out the purposes of the foundation, the directors may, on behalf of and in the name of the Foundation, borrow or secure short term loan from any Canadian financial institutions.
  - b) The members may, by special resolution, restrict the borrowing powers of the directors, but a restriction imposed expires at the next annual general meeting.



## **Part 9 - AUDITORS**

- 9.1) The auditor(s) of the Foundation shall be appointed by the Executive and shall be paid such remunerations as deemed necessary by the Executive.
- 9.2) The auditor(s) of the Foundation shall have the right of access to all books and records of the Foundation and shall be entitled to require from any and all members of the Executive such information and explanation as may be necessary for the performance of the duties of the auditor(s).

## **Part 10 - ANNUAL GENERAL AND SPECIAL BODY MEETINGS**

- 10.1) The Foundation shall hold an Annual General Meeting (AGM) each year to review its activities, to establish policies and programs for the next year, and to elect a new Executive if the term of the Directors is expiring at the end of the two-year term. Subsequent AGM's will be held within 14 months of preceding AGM.
- 10.2) The Foundation shall hold additional (Extraordinary Annual General Meeting) meetings for special purposes as and when deemed necessary.
- 10.3) The President, in consultation with the Executive, shall call the Annual General Body Meeting. Notice of this meeting shall be mailed to the membership at their address of record or notified by email at least two (2) weeks in advance of the date of the meeting.
- 10.4) One-fifth (1/5) of the membership or ten (10) members, whichever is less shall constitute a quorum at any Annual General/Special Body Meeting.
- 10.5) Extraordinary General Body Meetings of the Foundation can be called in addition to the Annual General Body Meeting. Such Extraordinary General Body Meetings shall be called by the President at his/her own initiative or within four (4) weeks upon receipt of a written request detailing reasons, signed by at least one-fifth (1/5) of the membership. Such meetings shall deal only with those matters for which the meeting was requested by the membership.
- 10.6) Unless specified other-wise, motions duly proposed and seconded shall be carried if they receive a simple majority.
- 10.7) At any general meeting of the Foundation, a 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 four members. The proxy shall be delivered to the General Secretary of the Foundation 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.
- 10.8) The executive body shall circulate draft copy of minutes of the annual or extraordinary general meeting to the members for comments within 45 days of the date of the meeting. However the minutes need to be endorsed only during the next general meeting.

## **Part 11 - QUORUM**

- 11.1) The quorum for the meetings of the Executive shall be four (4) members. If there is no quorum at the executive meeting for three consecutive times, the President or the Vice President, in the absence of President, shall call Special General Body Meeting within 30 days of the date of third executive body meeting called.
- 11.2) The quorum for the General Body Meetings shall be one-fifth (1/5) of the membership, or ten (10) members, whichever is less. If any of these meetings do not have a quorum at the scheduled time, a waiting period of up to thirty (30) minutes shall be allowed. Once the quorum is reached and declared so by the President, the meeting shall be valid even if attendance drops.

#### **Part 12 - NO-CONFIDENCE MOTION**

- 12.1) The members of the Foundation shall have the right to propose a motion of no-confidence against any or all members of the Executive Committee.
  - a) Such a motion shall be in writing and signed by at least one-fifth (1/5) of total membership or ten (10) members whichever is less. A no-confidence motion shall be dealt with at an Annual/Extraordinary General Meeting called for this specific purpose and shall require a two-thirds (2/3) majority vote indicating no-confidence. The notice for such meeting shall be mailed or e-mailed at least three (3) weeks prior to the date of the Meeting.
  - b) A chairperson for such a meeting shall be elected by members present at the meeting initially convened by the President of the Foundation.
  - c) Should a no-confidence motion be carried, the members shall elect a new officer or officers or a new executive, as the cases may be, for the remaining term.

#### **Part 13 - CUSTODY AND USE OF SEAL**

- 13.1) The seal of the Foundation shall remain in the custody of the General Secretary or such other person as may be designated by the Executive and all papers or documents required to be sealed on behalf of the Foundation shall be sealed in the presence of the President and the General Secretary or of such other persons as may be designated by a resolution of the Executive.

#### **Part 14 - AMENDMENTS**

- 14.1) Amendments to the Constitution/By-laws shall be made in accordance with Society Act.
- 14.2) Any member of the Foundation can serve a motion for the amendment of the Constitution/By-laws in writing duly seconded by at least 5 (five) other members.
  - a) The General Secretary shall collate such requests and circulate the proposed amendments amongst the members at least three (3) weeks in advance of the General/Special Body Meeting.

- b) Three-fourths (75%) majority of the membership in attendance shall be required to approve such amendments at the General/Special Body Meeting.

#### **Part 15 – NOTICES TO MEMBERS**

- 15.1) A notice may be given to a member, either personally or by email or mail to the member at the member's registered address.
- 15.2) A notice sent by mail is deemed to have been given on the second day following the day on which the notice is posted, and in proving that notice has been given, it is sufficient to prove the notice was properly addressed and put in a Canadian post receptacle.
  - a) Notice of a general meeting must be given to
    - i) every member shown on the register of members on the day notice is given, and
    - ii) the auditor
  - b) No other person is entitled to receive a notice of general meeting

#### **Part 16 – HBFC BYLAWS**

- 16.1) The Bylaws are written and adopted for the smooth running of HBFC.
- 16.2) The Board stipulates the Bylaws enumerating the duties and responsibilities of the members of the Executive Board, members of the Special Committees and all other committees. The rules and regulations, code of conduct, and disciplines for everyone to follow will be stated.
- 16.3) Bylaws manuals, handbooks or instruction manuals on a variety of activities including Temple worship services will be given to the concerned members or individuals.
- 16.4) On being admitted to membership, each member is entitled to, and the Foundation must give the member without charge, a copy of the constitution and bylaws of the society unless a recent version of the constitution and bylaws are posted on the Foundation website.
- 16.5) The bylaws must not be altered or added to except by special resolution.

#### **Part 17 - HEADQUARTERS**

- 17.1) The headquarters of the Foundation shall be in the Metro Vancouver Region of British Columbia.

#### **Part 18 - PARTNERSHIP WITH OTHER ORGANIZATION**

The Foundation, if necessary, shall work with other Canadian charities in order to meet HBFC objectives.

#### **Part 19 - DISSOLUTION**

- 19.1) The Foundation may be dissolved with the will of the membership or due to lack of interest therein, as set out in paragraph 19.4.

- 19.2) The Foundation can also be dissolved if the membership shows a complete lack of interest which is evident as under:
- a) that an Annual General Body Meeting had to be adjourned for lack of a quorum.
  - b) that the second General Body Meeting called with due notice also had to be adjourned for lack of a quorum.
  - c) that the third General Body Meeting called did not produce the required quorum.
- 19.3) A notice in case of dissolution of the Foundation shall be circulated to the membership at least four (4) weeks prior to calling the Special General Body Meeting. The quorum for such a meeting shall be one-third (1/3) of the membership and dissolution can only be approved by a two-third (2/3) majority in attendance.
- 19.4) In that event the Foundation shall be considered as dissolved. The Executive, instead of the General Body, shall determine the disposition of property and assets of the Foundation as set out in paragraph 19.5.
- 19.5) In the event of dissolution or winding up of the organization, all of its remaining assets after payment of its liabilities shall be distributed to one or more qualified donees as defined under the provisions of the Income Tax Act (Canada).

**HINDU BUDDHIST FOUNDATION OF CANADA (HBFC)**

**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 Extraordinary as the case may be) General Meeting of the Hindu Buddhist Foundation of BC (HBFC) to be held on the \_\_\_\_\_ day of \_\_\_\_\_ (month) \_\_\_\_\_ (year), and at any adjournment thereof.

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

\_\_\_\_\_

Signature