

CHURCH INCORPORATION INSTRUCTION SHEET (NOVA SCOTIA)

This instruction sheet is to be used as a reference when applying for the incorporation of a church as a society. The Registrar of Joint Stock Companies (the “RJSC”) is the government body responsible for issuing certificates of incorporation. Therefore, most of the correspondence below is directed to that office. The address is set out below.

PRE-INCORPORATION

1. In 1908 the *Act to Incorporate the Home Mission Board of the Baptist Convention of Nova Scotia, New Brunswick, and Prince Edward Island c.84* was amended to allow for certain churches to incorporate by a vote of a majority of its members. All churches desiring to incorporate pursuant to these instructions should first search through the church’s records to determine whether the past members of that church incorporated pursuant to that Act. If such a record is found, the members of that church should not proceed to incorporate pursuant to these instructions.

It is advisable that the potential members of the as yet unincorporated society meet prior to filing any documents to discuss the process of incorporating. During this initial consultation the members may want to discuss the establishing or constating documents upon which the newly incorporated society will be based. Items to consider may include:

(a) The name of the society;

(b) The criteria for membership and the initial members. For more on membership see paragraph 5 below and paragraphs 2 through 7 of the draft By-laws;

(c) How membership can be terminated;

(d) Who will be the directors and officers of the society;

(e) Each unincorporated church should review its ownership of real estate. If property is held in the name of the trustees of the church, a deed will need to be prepared and recorded at the appropriate land registration office. Please consult with a professional advisor regarding the completion of this step;

(f) If the unincorporated church is a registered charity, they should contact the federal Charities Directorate and provide notice that they are incorporating and that they would like this reflected in the Directorate's records.

INCORPORATION:

2. Reserve a name with the RJSC:
“ Church”

For example: “Kentville United Baptist Church”

Note that there is no need to insert the word “the” before the society’s name. While there is no fee required for a society to reserve a name, one of the initial members, also known as a

subscriber, must contact the RJSC and use the exact name reserved in all of the incorporation forms.

For more information read the information sheet on selecting a name.

3. Complete the following forms, attached to this document:

(a) Memorandum of Association

(b) By-laws

(c) Society Classification

(d) Notice of First Directors and Officers

(e) Notice of Registered Office

(f) Notice of Recognized Agent

Each of the above documents has a cover sheet explaining what the document is and what modifications must be made prior to applying for incorporation.

Please be advised that the forms provided are sample draft documents. They may be used with only the amendments discussed on the respective instruction pages or with detailed amendments tailored to the individual needs of each church. We advise that you conduct a review of the above documents and that you consult with a professional advisor in the event that you have any questions with respect to these instructions or any of the enclosed documents.

4. Submit the forms, along with the attached covering letter and a cheque for \$39.23 payable to the RJSC to the address below. The Registrar will then issue a Certificate of Incorporation.

POST-INCORPORATION

5. Section 18 of the Societies Act requires that every society must maintain a register containing the names of all of the subscribers (those who signed the Memorandum of Association) and members (those members of the society who joined pursuant to the By-laws). The register must include the address and occupation of each person listed as well as the date on which said individual was admitted as a member or (if applicable) ceased to be a member.

6. Every society must have an annual meeting of its members. This meeting is governed by the by-laws of the society but generally will involve the election or re-election of the directors and the approval by the members of the financial statements.

7. Every society must file with the RJSC the following documents annually:

(a) A list of Directors as appointed at the most recent annual meeting. This list must be signed by one director of the society. The society must also notify the RJSC if there has been a change in directors at any other time during the year.

(b) A financial statement must be filed annually. This statement must be signed by either the auditor who prepared the statement or by two directors. It must include a balance sheet, and income statement and a copy of the report which is filed for examination by the members at the annual meeting.

CONTACT INFORMATION

Registrar of Joint Stock Companies P.O. Box 1529 Halifax, NS B3J 2Y4

In Halifax: 902-424-7770 (toll free in Nova Scotia: 1-800-670-4357)