

## **Winding Up a Society**

### CHECK LIST FOR WINDING UP A SOCIETY

On the following pages are the forms required to wind up a society. For help and assistance, please contact our staff by using the information at the bottom of this page.

Please ensure that all of these forms are completed and submitted to the address below.

- Page 1: Check List
- Page 2: Special Resolution signed by any officer/director of the society
- Pages 3-4: Financial Statements signed by two officers/directors
- Page 5: Petition form - completed and signed

These three items are also required and should be submitted to the address below.

- The Society's original Certificate of Incorporation (and Name Change Certificate(s), if applicable)
- Receipt of Transfer - any remaining funds must be transferred to another non-profit organization and that organization must provide a letter confirming the funds were in fact received
- \$11.21 fee, payable to the Registrar of Joint Stock Companies

To avoid delays in processing, please ensure that the fee and all original forms (no faxes, photocopies or emails are acceptable) are submitted together to your local Access Centre or to the address at the bottom of this page.



**SPECIAL RESOLUTION**

**Surrender of Certificate of Incorporation for**

\_\_\_\_\_  
*(society name)*

**RESOLVED** as a Resolution of the Members of the Society that:

1. The Society is hereby authorized to make an application to the Registrar of Joint Stock Companies for the Province of Nova Scotia for the surrender of its Certificate of Incorporation, and the fixing of a date upon and from which the Society shall be dissolved in accordance with the provisions of Section 26 of the Societies Act (Nova Scotia);
2. That the Secretary be and is hereby authorized and directed to file a printed copy of this Special Resolution, duly certified by the Secretary, with the Registrar of Joint Stock Companies.

I certify that the above is a true copy of a SPECIAL RESOLUTION duly passed by not less than three-fourths of the members of the society entitled to vote as were present in person or by proxy at a General Meeting of the members of the society, held on \_\_\_\_\_ of which meeting notice of intention to pass the resolution as a special resolution was duly given. *( yyyy/mm/dd )*

Date: \_\_\_\_\_  
*(yyyy/mm/dd)*

Director: \_\_\_\_\_  
*(signature)*

\_\_\_\_\_  
*(name)*



STATEMENT OF INCOME AND EXPENDITURES FOR

\_\_\_\_\_  
(society name)  
for the fiscal period ending

\_\_\_\_\_  
(yyyy/mm/dd)

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**Income**

- Membership fees \_\_\_\_\_
- Fund raising \_\_\_\_\_
- Other revenue \_\_\_\_\_
- Other revenue \_\_\_\_\_

**A. Total Income** \_\_\_\_\_

**Expenditures**

- Administration \_\_\_\_\_
- Education and training \_\_\_\_\_
- Insurance \_\_\_\_\_
- Professional fees \_\_\_\_\_
- Salaries \_\_\_\_\_
- Other expenditures \_\_\_\_\_
- Other expenditures \_\_\_\_\_

**B. Total Expenditures** \_\_\_\_\_

**C. Net Surplus or (Deficit) (A - B = C)** \_\_\_\_\_

**D. Surplus or (Deficit), beginning of year** \_\_\_\_\_

**E. Surplus or (Deficit), end of year (C + D = E)** \_\_\_\_\_

Auditor or  
Director: \_\_\_\_\_  
(signature)

Director: \_\_\_\_\_  
(signature)

\_\_\_\_\_  
(name)

\_\_\_\_\_  
(name)



**BALANCE SHEET FOR**

\_\_\_\_\_ (society name)  
for the fiscal period ending \_\_\_\_\_  
(yyyy/mm/dd)

20

**Assets**

Current Assets

Cash and deposits \_\_\_\_\_

Accounts receivable \_\_\_\_\_

Prepaid expenses \_\_\_\_\_

Capital/Fixed Assets

Equipment \_\_\_\_\_

Land and buildings \_\_\_\_\_

Other capital/fixed Assets \_\_\_\_\_

**A. Total Assets** \_\_\_\_\_

**Liabilities**

Current liabilities

Amounts payable \_\_\_\_\_

Taxes payable \_\_\_\_\_

Long Term Debt

Mortgage \_\_\_\_\_

Other \_\_\_\_\_

**B. Total Liabilities** \_\_\_\_\_

**Equity**

Retained earnings/deficit \_\_\_\_\_

General reserve \_\_\_\_\_

**C. Total Equity** \_\_\_\_\_

**Total Liabilities and Equity (A must equal B + C)** \_\_\_\_\_

Auditor or

Director: \_\_\_\_\_  
(signature)

Director: \_\_\_\_\_  
(signature)

\_\_\_\_\_  
(name)

\_\_\_\_\_  
(name)



**PETITION FOR SURRENDER OF CERTIFICATE OF INCORPORATION**

TO THE REGISTRAR OF JOINT STOCK COMPANIES: The Petition of

\_\_\_\_\_ is hereby submitted, as follows:  
*(name of society)*

1. Your Petitioner was incorporated under the *Nova Scotia Societies Act* by virtue of Certificate of Incorporation Number \_\_\_\_\_ dated \_\_\_\_\_;  
*(registry number)* *(date of incorporation: yyyy/mm/dd)*
2. All assets owned by the Society immediately prior to this application have been distributed to \_\_\_\_\_, and so the Society has no assets;  
*(name of recipient)*
3. Your petitioner has either paid or adequately provided for all debts, liabilities or other obligations of the Society or has obtained consents from the creditors of the Society or other person having interests in such debts, liabilities or other obligations;
4. By Special Resolution, the members of the society authorized this Application to be made, and a copy of the Special Resolution is filed herewith;
5. The original Certificate of Incorporation of the Society (and name changes, if applicable) is/are filed herewith.

AND THE PETITIONER REQUESTS that the surrender of the Certificate of Incorporation of your Petitioner be accepted and its cancellation directed and the date of

\_\_\_\_\_ fixed upon and from which your Petitioner shall be dissolved  
*(if particular date required)* and its name struck from the Register.

Dated at \_\_\_\_\_, Nova Scotia, on \_\_\_\_\_  
*(city or town)* *(yyyy/mm/dd)*

Chairperson: \_\_\_\_\_  
*(signature)*

\_\_\_\_\_  
*(name)*