



How to Register as a Non-Profit with the Government of

Alberta Step 1: Choose a name.

- A non-profit name is usually made up of three parts, or elements: distinctive, descriptive and legal.
- Here is an example of a non-profit company name that contains all three elements: Alberta Resorts Limited
- A 'distinctive element' is a unique word or location that makes the non-profit company's name different from others. In the example above, the distinctive element is 'Alberta'.
- A 'descriptive element' describes what the non-profit company is or does. The descriptive element in our example is 'Resorts'.
- The 'legal element' may be optional in certain names. If a legal element is to be used, it must be 'Ltd.' or 'Limited'
- Your non-profit company may also use a 'number' name, e.g. 6565651 Alberta Ltd. The numeric portion of the name is assigned by Corporate Registry. 'Alberta' always forms the second part of the name. You may choose to use either 'Ltd.' or 'Limited' as the legal element.

Step 2: Get a [NUANS Report](#) .

- You won't need a NUANS report if you have chosen to use a 'number' name.
- Corporate Registry will examine this report to determine whether your group can use the name you have chosen.
- If you choose to have a name that is similar to another corporation or non-profit group's name, you will need to obtain written permission from that group to use the name.

Step 3: Complete the forms (memorandum, articles, address, directors)

- Complete a Memorandum of Association, either for a [company limited by shares](#) or a [company limited by guarantee of the members](#).
- The memorandum contains the company objectives. The objectives cannot indicate the company will carry on a profit-making business.
- This document must contain a clause stating that no dividends or income will be paid to members and that all profits or any income, if any, must be used to promote the company objects.
- In a company limited by guarantee, each member guarantees to help pay the company's debts and liabilities before it winds up or stops carrying on its activities. The maximum amount of contribution each member must make has to be stated in the memorandum.

- In a company limited by shares, the memorandum of association must set out details describing the shares, including the actual number of shares to be authorized.
- Create Articles of Association
- The articles are the operating rules for the company.
- Companies that are 'limited by shares' may adopt 'Table A' of the *Companies Act* instead of creating their own set of articles. If 'Table A' is adopted it must be signed by the same people who signed the memorandum.
- Companies 'limited by guarantee of the members' may also adopt 'Table A' but they must remove the provisions that refer to shares, liens, transfers and alteration of capital, etc.
- Complete the [address form](#).
- Complete a [directors form](#) when the memorandum or articles indicate that the initial subscribers will also be the first directors of the company.
- Otherwise, the directors form does not need to be completed and submitted until the first directors have been elected.

Step 4: Submit the completed forms in duplicate, together with the NUANS report and the [incorporation fee](#), to [Corporate Registry](#).

- Your information will be examined, and, if the requirements are met, a Certificate of Incorporation will be issued.

How does my non-profit company become a registered charity, conduct a fund-raising event, or apply for a gaming licence?

- Some non-profit companies may be eligible to become registered charities. Review the [Canada Revenue Agency website](#) for detailed information.
- In particular, ensure your company objectives and dissolution provisions meet the 'charitable' requirements.
- Your non-profit company may need to register if it plans to conduct any fund-raising activities. Learn more about Alberta's requirements for [charitable organizations](#).
- The Alberta Gaming and Liquor Commission is responsible for issuing [gaming licenses for charitable organizations](#).