

Section C - Undertaking of Shareholder Social Work



Ontario College of
Social Workers and
Social Service Workers

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To be Completed by Each Shareholder (to accompany Application for a Certificate of Authorization for a Professional Corporation - Social Work)

Each Shareholder of the Corporation to execute a separate Undertaking.

I, _____, a member of the Ontario College of Social Workers and Social Service Workers ("College") and a shareholder of _____
[name of Corporation ("Corporation")]

UNDERTAKE TO THE COLLEGE AS FOLLOWS:

1. I will ensure that, in the course of practising the profession of social work, the professional corporation does not do, or fail to do, anything that would be professional misconduct, a breach of the by-laws of the College or a breach of the standards of the profession, if done or failed to be done by the shareholder.
2. I will ensure that the professional corporation does not breach any of the provisions of the Code of Conduct for professional corporations that may be published from time to time by the College.
3. I will ensure that the professional corporation maintains a valid certificate of authorization and does not practise social work after its certificate of authorization has been revoked or when it does not satisfy the requirements for a professional corporation under the *Social Work and Social Service Work Act* (the "Act") and subsection 3.2(2) of the *Business Corporations Act* (Ontario).
4. I will ensure that the professional corporation complies with and does not contravene any provision of the Act, the regulations made under the Act and the by-laws of the College.
5. I will ensure that any person who is not currently a shareholder of the professional corporation shall file a similar undertaking immediately after becoming a shareholder.
6. I will ensure that the Registrar is notified in writing of:
 - a. Any changes to the name, articles of incorporation, business address, directors, officers or shareholders of the professional corporation; or
 - b. Any material change in the structure or operation of the business of the professional corporation, including the occurrence of any of the following events:
 - i. the initiation of criminal or quasi-criminal proceedings against it;
 - ii. the death of a shareholder;
 - iii. its bankruptcy or insolvency;
 - iv. the appointment of a receiver for it; or
 - v. the filing of an application for its winding up

within thirty (30) days of any such change and give the Registrar certified copies of the documents evidencing such change;

7. I will ensure that, if the professional corporation practises in a name other than its corporate name, the corporation shall first notify the College of its practise name and I will ensure that the professional corporation shall include its corporate name in all written, electronic and other communications;
8. I will ensure that the professional corporation will not contravene a term, condition or limitation imposed on its certificate of authorization; and
9. I will ensure that the professional corporation will not permit shares to be voted in contravention of subsection 3.2(4) of the *Business Corporations Act* (Ontario).

10. I acknowledge that a breach of this Undertaking may result in a referral of specified allegations of professional misconduct against me to the Discipline Committee arising out of my failure to comply with any of the terms of this Undertaking.

11. I acknowledge having been advised to obtain independent legal advice prior to signing this Undertaking.

Signature of Shareholder

Signature of Witness

Name of Shareholder (Please print)

Name of Witness (please print)

Date