



# Renewal of Certificate of Authorization Package (Social Work)



## Renewal of a Certificate of Authorization Package Review – Social Work

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Please ensure that you review all of the following documents, which are included in this package:

- [Checklist for Renewal of a Certificate of Authorization](#)
- [Application Guide: Renewal of a Certificate of Authorization for a Professional Corporation](#)
- [Application Form for the Renewal of a Certificate of Authorization for a Professional Corporation](#)
- [Section C – Undertaking of Shareholder](#)
- [Section D – Statutory Declaration of Director](#)



## Checklist for Renewal of a Certificate of Authorization – Social Work

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**Prior to mailing your application, please ensure that the following is enclosed:**

- Completed application form
- Payment
- Undertaking from **each** shareholder
- Statutory Declaration of each director executed not more than 15 days before the application for renewal is submitted to the College
- Original certificate of status of corporation issued by the Ministry of Public and Business Service Delivery issued not more than 30 days before the application for renewal is submitted to the College
- Copy of every certificate of the professional corporation that has been endorsed under the *Business Corporations Act* since the corporation's most recent application for a certificate of authorization or for renewal of its certificate of authorization (**if applicable**).

**Send to the following address:**

Ontario College of Social Workers and Social Service Workers  
250 Bloor Street East, Suite 1000  
Toronto, ON M4W 1E6

**Faxed or emailed documentation will not be accepted.**



## Application Guide: Renewal of a Certificate of Authorization for a Professional Corporation – Social Work

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As a result of amendments to the *Social Work and Social Service Work Act* (the "SWSSW Act") and the *Ontario Business Corporations Act* (BCA), and the by-laws made under the Act, social workers and social service workers are now permitted to incorporate for the purpose of practising social work or social service work, provided that they obtain Certificates of Authorization from the Ontario College of Social Workers and Social Service Workers (the "College"). The new provisions outline the conditions and requirements that must be met in order to obtain a Certificate of Authorization from the College, and include:

- all of the issued and outstanding shares of the corporation must be legally and beneficially owned by one or more social workers, who hold a general certificate of registration issued by the College
- all officers and directors of the corporation must be shareholders of the corporation
- the articles of the professional corporation must provide that the corporation cannot carry on a business other than the practice of social work, and activities related to, or ancillary to, the practice of such profession
- the name of the corporation must include the words "Professional Corporation" or "Societe professionnelle" and comply with the rules respecting the names of professional corporations set out in the regulations made under the BCA and with the rules respecting names set in the by-laws made under the SWSSW Act
- the name of the corporation must include the surname of one or more of the shareholders of the corporation as the surname is set out in the College register and also may include the shareholder's given name, one or more of the shareholder's initials or a combination of given name and initials
- the name of the corporation must include "Social Work" or "travail social"
- the name of the corporation must not include any information other than the information permitted or required by the above, except that the College may require the addition of a word or words indicating the geographic area in which the corporation proposes to practice
- each of the shareholders of the corporation must hold a general certificate of registration for social work issued by the Registrar and be a registrant in good standing



In order to renew a Certificate of Authorization issued by the College, a corporation must complete and submit to the College an application for the renewal of a Certificate of Authorization, in a form approved by the College, along with certain information and documents as required by the by-laws made under the SWSSW Act. The Certificate of Authorization must be renewed annually prior to the anniversary of the date of issue.

## **APPLICATION FOR THE RENEWAL OF A CERTIFICATE OF AUTHORIZATION FOR A PROFESSIONAL CORPORATION**

There are four sections of the Application for the renewal of a Certificate of Authorization, which must be completed.

### **SECTION A – NAME AND ADDRESS OF CORPORATION**

#### **Corporate Name and Numbers**

The name of the corporation issued a Certificate of Authorization by the College. The Ontario Corporation number issued by the Ministry of Public and Business Service Delivery. The Certificate of Authorization number issued by the College.

#### **Practice Name**

If the practice name is different from the corporate name, provide the name under which the corporation practises.

#### **Business Address**

This must be the actual business address of the corporation and not the address of the corporation's legal counsel.

### **SECTION B – COMPLETION OF APPLICATION**

Complete each statement in this section and provide the required information as directed on the form, noting the following:

- a. The professional corporation applying for the renewal of a Certificate of Authorization on behalf of the corporation must hold a current Certificate of Authorization issued by the College.
- b. Each shareholder of the corporation must hold a general certificate of registration issued by the College and be a registrant in good standing. Each shareholder must be a College registrant in the category of social work.
- c. Each director and officer must be a shareholder of the corporation.
- d. The director applying on behalf of the corporation must sign and date the application.
- e. The following documentation must accompany the application for the renewal of a



Certificate of Authorization:

- i. The renewal fee for the Certificate of Authorization of \$400, plus, if applicable, \$50 for each notice sent by the College to the corporation for failure of the professional corporation to renew its Certificate of Authorization prior to the anniversary date of the issuance of its Certificate of Authorization.
- ii. An Undertaking dated and signed by each shareholder of the corporation, in the form attached as Section C.
- iii. The statutory declaration of a director of the corporation executed not more than 15 days before the application is submitted, in the form attached as Section D.
- iv. Original Certificate of Status of the corporation issued by the Ministry of Public and Business Service Delivery not more than 30 days before the application is submitted to the Registrar, which indicates that the corporation is active.
- v. A copy of every certificate of the corporation that has been endorsed under the Business Corporations Act, if any, since the corporation's most recent application for a Certificate of Authorization or for renewal of its Certificate of Authorization (examples: Articles of Amendment).

### **SECTION C – UNDERTAKING**

Each shareholder of the corporation must sign and date the Undertaking, before a witness, which is to be submitted with the application for the renewal of a Certificate of Authorization. Each shareholder must be listed in the application and must hold a general certificate of registration in the category of social work issued by the College and be a registrant in good standing. A breach of the undertaking given to the College may result in a referral of specified allegations of professional misconduct against the registrant to the Discipline Committee of the College. It is recommended that, prior to signing the undertaking, the shareholder obtain independent legal advice.

### **SECTION D – STATUTORY DECLARATION**

The statutory declaration must be completed by each director of the corporation, and must be sworn before a commissioner for taking affidavits in Ontario. The statutory declaration cannot be executed more than 15 days before the application is submitted to the Registrar. The statutory declaration must be submitted with the application for the renewal of a Certificate of Authorization.



## **SUBMISSION OF THE APPLICATION**

The application for the Renewal of a Certificate of Authorization must be submitted to the Registrar of the College, along with the required supporting documentation and fee to the following address:

Ontario College of Social Workers and Social Service Workers  
250 Bloor Street East  
Suite 1000  
Toronto, ON M4W 1E6

Incomplete applications will be returned.

It is recommended that College registrants consult with their own advisors to decide whether or not to practise social work or social service work through a professional corporation. The College is not in a position to provide any legal, accounting, tax or financial advice in this regard.



## Application Form for the Renewal of a Certificate of Authorization for a Professional Corporation – Social Work

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**PLEASE REFER TO THE APPLICATION GUIDE PRIOR TO SUBMISSION**

Date of submission of application: \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_  
Date                      Month                      Year

### Section A

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1. Name of Corporation                                              Ontario Corporation No. Issued by Ministry

\_\_\_\_\_

Certificate of Authorization Number  
Issued by the College

\_\_\_\_\_

2. Business Address Corporation

<b>Street:</b>		<b>Suite:</b>
<b>City:</b>	<b>Province:</b>	<b>Postal Code:</b>
<b>Bus. Tel:</b>	<b>Bus. Fax:</b>	<b>Email:</b>

3. Practice name of corporation if corporation practices under a name other than its corporate name:

\_\_\_\_\_





## Section B

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4. Name(s) of each shareholder as of the day the application for renewal is submitted (must be a College registrant in the category of social work) and his/her business address. Business telephone number and registration number with the College as of that day.

<b>College Registration No.:</b>		
<b>Last Name:</b>		<b>Given Name(s):</b>
<b>Business Address:</b>		<b>Suite</b>
<b>City:</b>	<b>Province:</b>	<b>Postal Code:</b>
<b>Bus. Tel:</b>	<b>Bus. Fax:</b>	<b>Email:</b>

<b>College Registration No.:</b>		
<b>Last Name:</b>		<b>Given Name(s):</b>
<b>Business Address:</b>		<b>Suite</b>
<b>City:</b>	<b>Province:</b>	<b>Postal Code:</b>
<b>Bus. Tel:</b>	<b>Bus. Fax:</b>	<b>Email:</b>

<b>College Registration No.:</b>		
<b>Last Name:</b>		<b>Given Name(s):</b>
<b>Business Address:</b>		<b>Suite</b>
<b>City:</b>	<b>Province:</b>	<b>Postal Code:</b>
<b>Bus. Tel:</b>	<b>Bus. Fax:</b>	<b>Email:</b>



<b>College Registration No.:</b>		
<b>Last Name:</b>		<b>Given Name(s):</b>
<b>Business Address:</b>		<b>Suite</b>
<b>City:</b>	<b>Province:</b>	<b>Postal Code:</b>
<b>Bus. Tel:</b>	<b>Bus. Fax:</b>	<b>Email:</b>

*(Attach additional pages appropriately labeled, if necessary)*

5. Name(s) of each director and officer of the day the application for renewal is submitted (must be a College registrant in the category of social work).

**Note: All directors and officers must be shareholders of the corporation.** For each person listed, please check the appropriate box to indicate whether the person is a director or officer or both. If the person is an officer, please indicate the title of the office.

<b>College Registration No.</b>	<b>Full Name:</b>	<b>Director</b>	<b>Officer</b>	<b>Province</b>	<b>Title of Office</b>
		<input type="checkbox"/>	<input type="checkbox"/>		
		<input type="checkbox"/>	<input type="checkbox"/>		
		<input type="checkbox"/>	<input type="checkbox"/>		
		<input type="checkbox"/>	<input type="checkbox"/>		
		<input type="checkbox"/>	<input type="checkbox"/>		

6. The corporation practices the profession of social work and/or carry on activities related to the practice of the profession of social work in the following location(s):

<b>Street:</b>		<b>Suite:</b>
<b>City:</b>	<b>Province:</b>	<b>Postal Code:</b>
<b>Bus. Tel:</b>	<b>Bus. Fax:</b>	<b>Email:</b>



<b>Street:</b>		<b>Suite:</b>
<b>City:</b>	<b>Province:</b>	<b>Postal Code:</b>
<b>Bus. Tel:</b>	<b>Bus. Fax:</b>	<b>Email:</b>

<b>Street:</b>		<b>Suite:</b>
<b>City:</b>	<b>Province:</b>	<b>Postal Code:</b>
<b>Bus. Tel:</b>	<b>Bus. Fax:</b>	<b>Email:</b>

7. Have any of the directors, officers or shareholders been a director, officer or shareholder of a professional corporation whose Certificate of Authorization was revoked?

Yes  No

If the answer is “Yes”, provide the name of the director, officers or shareholder and the name of the professional corporation whose Certificate of Authorization was revoked.

Name of director, officer or shareholder: \_\_\_\_\_

Name of professional corporation: \_\_\_\_\_

8. Since the corporation’s most recent application for a Certificate of Authorization or for renewal of its certificate, are there any certificates of the corporation (e.g. Articles of Amendment) that have been endorsed under the *Business Corporations Act*?

\*Yes  No

\*if “Yes”, include a certified copy of every such certificate with this application for renewal.

9. I confirm that the information contained in this Application for the renewal of a Certificate of Authorization for a Professional Corporation is complete and accurate.

\_\_\_\_\_  
Signature of Director authorized to apply for  
a Certificate of Authorization on behalf of  
the Corporation

\_\_\_\_\_  
Date

\_\_\_\_\_  
Please print name

\_\_\_\_\_  
College Registration No.



10. The renewal fee for a Certificate of Authorization is \$400.00. A professional corporation or a College registrant listed in the College’s records as a shareholder of a professional corporation shall pay an administrative fee of \$50.00 for each notice sent by the College to the corporation or registrant for failure of the professional corporation to renew its Certificate of Authorization prior to the anniversary date of the issuance of its Certificate of Authorization.

Payment may be made by cheque, money order or credit card, Visa debit and Mastercard debit. Make cheque or money order payable to the Ontario College of Social Workers and Social Service Workers (OCSWSSW). While the College is pleased to accept payment by credit card, we are unable to do so by telephone or online.

All payments must be made in full. There will be a \$25.00 charge for any cheque that is not honoured. Post-dates cheques will not be accepted.

Renewal Fee:	\$400.00
Administrative Fees, if any:	\$ _____
Total Due:	\$ _____

Complete the following:

Enclosed please find a cheque  or money order   
in the amount of \$ \_\_\_\_\_

**or**

Credit card information (PLEASE PRINT)

Visa  Mastercard

Expiry Date \_\_\_\_\_ / \_\_\_\_\_ Card Number \_\_\_\_\_ CVV \_\_\_\_\_

Name on Credit Card \_\_\_\_\_

Signature of Card Holder \_\_\_\_\_



## Section C – Undertaking of Shareholder – Social Work

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### To be Completed by each Shareholder

Each Shareholder of the Corporation to execute a separate Undertaking

I, \_\_\_\_\_, a registrant 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 agree not to apply for an inactive or retired certificate of registration and to continue to hold a general certificate of registration for social work.
2. 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 bylaws of the College or a breach of the standards of the profession, if done or failed to be done by the shareholder.
3. 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.
4. 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).
5. 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 bylaws of the College.
6. 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.
7. 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 the class of certificate of



registration held by any of its shareholders; 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.

- 8. I will ensure that, if the professional corporation practices in a name other than its corporate name, the corporation shall first notify the College of its practice name and I will ensure that the professional corporation shall include its corporate name together with the practice name in all written, electronic and other communications.
- 9. I will ensure that the professional corporation will not contravene a term, condition or limitation imposed on its certificate of authorization; and
- 10. 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).
- 11. 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.
- 12. 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



## Section D – Statutory Declaration of Director – Social Work

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### To be Completed by each Director

(to accompany Application for a Renewal of a Certificate of Authorization for a Professional Corporation – Social Work).

Each Director of the Corporation to execute a separate Declaration.

I, \_\_\_\_\_, a director of \_\_\_\_\_  
*Insert full name of Social Worker*                      *Insert full name of Corporation (“Corporation”)*

do solemnly declare that the following statements are true:

1. I am a registrant of the Ontario College of Social Workers and Social Service Workers holding a general Certificate of Registration No. \_\_\_\_\_.
  2. I am a director of the corporation and have the authority to apply for the renewal of a Certificate of Authorization.
  3. The corporation is in compliance with section 3.2 of the *Business Corporations Act* (Ontario) as of the date this Statutory Declaration is executed.
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**Section 3.2 of the *Business Corporations Act* (Ontario), as of October 15, 2019, reads as follows:**

#### **Application of Act to professional corporations**

(1) This Act and the regulations apply with respect to a professional corporation except as otherwise set out in this section and sections 3.1, 3.3 and 3.4 and the regulations.

#### **Conditions for professional corporations**

(2) Despite any other provision of this Act but subject to subsection (6), a professional corporation shall satisfy all of the following conditions:

- (i) All of the issued and outstanding shares of the corporation shall be legally and beneficially owned, directly or indirectly, by one or more members of the same profession.
- (ii) All officers and directors of the corporation shall be shareholders of the corporation.
- (iii) The name of the corporation shall include the words “Professional Corporation” or “société professionnelle” and shall comply with the rules respecting the names



of professional corporations set out in the regulations and with the rules respecting names set out in the regulations or by-laws made under the Act governing the profession.

- (iv) The corporation shall not have a number name.
- (v) The articles of incorporation of a professional corporation shall provide that the corporation may not carry on a business other than the practice of the profession but this paragraph shall not be construed to prevent the corporation from carrying on activities related to or ancillary to the practice of the profession, including the investment of surplus funds earned by the corporation.

### **Deemed Compliance**

(2.1) A professional corporation that has a name that includes the words “société professionnelle” shall be deemed to have complied with the requirements of subsection 10 (1).

### **Corporate acts not invalid**

(3) No act done by or on behalf of a professional corporation is invalid merely because it contravenes this Act.

### **Voting agreements void**

(4) An agreement or proxy that vests in a person other than a shareholder of a professional corporation the right to vote the rights attached to a share of the corporation is void.

### **Unanimous shareholder agreements void**

(5) Subject to subsection (6), a unanimous shareholder agreement in respect of a professional corporation is void unless each shareholder of the corporation is a member of the professional corporation.

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- 4. The corporation does not carry on and does not plan to carry on any business that is not the practice of social work or activities related or ancillary to the practice of that profession.
  - 5. There has been no change in the status of the corporation since the date of the Certificate of Status issued by the Ministry of Public and Business Service Delivery enclosed with the Applications for the Renewal of a Certificate of Authorization that accompanies this Statutory Declaration.
  - 6. The information contained in the Application for a Certificate of Authorization that accompanies this Statutory Declaration is complete and accurate as of the day this Statutory Declaration is executed.

And I make this solemn declaration conscientiously believing it to be true and knowing that it is of the same force and effect as if I made under oath.





Declared before me in the City of \_\_\_\_\_ in the province of \_\_\_\_\_  
this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_  
month

\_\_\_\_\_  
A Commissioner, etc.

\_\_\_\_\_  
Signature of Declarant

Made pursuant to section 41 of the  
*Canada Evidence Act* and section  
43 of the *Evidence Act of Ontario*  
(affix stamp or seal below).