

For questions or more information to complete this form, please refer to the instruction page.

Fields marked with an asterisk (*) are mandatory.

1. Corporation Information

Corporation Name *

THE DAM - DEVELOP ASSIST MENTOR

Ontario Corporation Number (OCN) *

1100488

Company Key *

000000000

Official Email Address *

office@thedam.org

2. Contact Information

Please provide the following information for the person we should contact regarding this filing. This person will receive official documents or notices and correspondence related to this filing. By proceeding with this filing, you are confirming that you have been duly authorized to do so.

First Name *

Teresa

Middle Name

A

Last Name *

Douma

Telephone Country Code

1

Telephone Number *

519-212-9444

Extension

Email Address *

teresa@doumalaw.ca

3. Corporation Name

Complete this section only if you are changing the corporation name

The corporation will have:

☐ an English name (example: "Green Institute Inc.")

☐ a French name (example: "Institut Green Inc.")

☐ a combination of English and French name (example: "Institut Green Institute Inc.")

☐ an English and French name that are equivalent but used separately (example: "Green Institute Inc./Institut Green Inc.")

4. Number of Directors (if applicable)

Complete this section only if you are changing the number of directors

A minimum of three directors are required. Please specify the number of directors for your Corporation

☐ Fixed Number

☒ Minimum/Maximum

Minimum Number of Directors *

3

Maximum Number of Directors *

12

5. Purposes and Provisions (if applicable)

Complete this section only if you are amending the Purposes and Provisions

Is the corporation a charity or does it intend to operate as a charity?

☒ Yes ☐ No

Does the corporation have consent from the Public Guardian and Trustee not to include an "After Acquired" clause?

☐ Yes ☒ No

Description of Changes to Purposes

Please describe any amendments to the corporation's purposes in the area below (please be specific):

Enter the Text

The Corporation hereby amends its purposes:

A. BY DELETING from the Letters Patent dated March 9, 1995, the entirety of Section 6 which provides "The objects for which the corporation is incorporated are", and specifically, the following text:

"To establish, maintain and operate a drop-in centre for young persons in the City of Mississauga for the purpose of providing Christian outreach ministry to young persons who are having troubled homelives."

B. AND BY INSERTING in its place the following text:

"The purposes of the Corporation are:

1. To understand and address the challenges, barriers and needs faced by youth and young adults by operating supervised services and programs directed toward engaging with and empowering youth and young adults to grow, to develop, to be resilient, and to thrive in their communities including through structured programs and activities directed toward resolving and preventing social, health, mental health and/or family challenges, barriers and needs.
2. To relieve poverty by providing basic necessities of life, including food, clean water, clothing and/or shelter to individuals or families who are poor, of low income, or in need; and
3. To do all such things as are incidental and ancillary to the attainment of the above purposes.

Description of Changes to Special Provisions

Please describe any amendments to the corporation's special provisions in the area below (please be specific):

Enter the Text

The Corporation hereby amends its Special Provisions:

A. BY DELETING all the special provisions (having the subheadings of "power clauses", "organizational matters" and "special provisions") of Section 7 of the Letters Patent dated March 9, 1995 in their entirety, and specifically by deleting the following text:

"Power Clauses

(a) For the objects as set out in item 6, and as incidental and ancillary thereto, to exercise any of the powers as prescribed by the Corporations Act, or by any other statute or law from time to time applicable, except where such power is contrary to the statutes or common law relating to charities, and in particular, without limiting the generality of the forgoing:

- i. To accumulate from time to time part of the fund or funds of the corporation and income therefrom subject to any statutes or laws from time to time applicable;
- ii. To invest funds of the corporation in such manner as determined by the directors in those investments authorized by law for trustees;

- iii. To solicit and receive donations, bequests, legacies and grants, and to enter into agreements, contracts and undertakings incidental thereto;
- iv. To acquire, by purchase, contract, donation, legacy, gift, grant, bequest or otherwise, any personal property or interest therein necessary for the actual use and occupation of the corporation or for carrying on its charitable undertaking, and, when no longer so necessary, to sell, dispose of and convey the same or any part thereof;
- v. To acquire by purchase, lease, devise, gift or otherwise, real property, and to hold such real property or interest therein necessary for the actual use and occupation of the corporation or for carrying on its charitable undertaking, and when no longer so necessary to sell, dispose of and convey the same or any part thereof;
- vi. To employ and pay such assistants, clerks, agents, representatives and employees, and to procure, equip and maintain such offices and other facilities and to incur such reasonable expenses, as may be necessary, provided that the corporation shall not pay any remuneration to a Director in any capacity whatsoever; and provided that all of the foregoing is subject to sections 23 and 61 of the Trustee Act, R.S.O. 1990 and any order of the court;
- vii. To co-operate, liaise, and contract with other charitable organizations, institutions or agencies which carry on similar objects to that of the corporation;
- viii. To take up proportions of any increased capital of a company in which the corporation may at any time hold shares or obligations in such company; to join in any plan for the re-organization or for the sale of any assets of any company, or part thereof; to enter into any pooling or other agreement in connection with the shares or obligations of a company held by the corporation; and to give consent to the creation of any mortgage, lien or indebtedness of any company whose shares or obligations are held by the corporation' provided, however, that all of the foregoing is subject to the provision of the Charitable Gifts Act;
- ix. To demand and compel payment of all sums of money and claims to any real or personal property in which the corporation may have an interest and to compromise any such claims, and generally to sue and be sued in its corporate name;
- x. To draw, make, accept, endorse, execute and issue cheques and other negotiable or transferable instruments;
- xi. To pay all costs and expenses of, or incidental, to the incorporation;
- xii. Provided that it shall not be lawful for the corporation directly or indirectly to transact or undertake any business within the meaning of the Loan and Trust Corporations Act;
- xiii. Provided further that the corporation shall not have the capacity of a natural person.

Organizational Matters

(b) The affairs of the corporation shall be managed by a board of 9 directors who may exercise all the powers and do all such acts and things as may be exercised or done by the corporation and are not by the by-laws or any special resolution of the corporation or by statute expressly directed or required to be done by the corporation at a general meeting of members;

(c) The board of directors shall consist of a minimum of 3 persons who are female, a minimum of 1 person who is a member of a visible minority, and all of whom shall have a passion for Christian outreach ministry, and all of whom shall bring a particular field of expertise that is beneficial to the management of the corporation;

(d) There shall be constituted a Nominating Committee to make recommendations and reports to the board of directors as to candidates for admission as members of the corporation, to submit a slate of directors to each annual meeting of members, to submit a slate of officers to the first meeting of directors following the annual meeting of members, and to recommend persons to fill any vacancy on the board of directors or any committee or to fill any vacant office;

Special Provisions

(e) The corporation shall be carried on without the purpose of gain for its members and any profits or other accretions to the corporation shall be used in promoting its objects;

(f) The corporation shall be subject to the Charities Accounting Act and the Charitable Gifts Act;

(g) The directors shall serve as such without remuneration, and no director shall directly or indirectly receive any profit from his or her position as such; provided that directors may be paid reasonable expenses incurred by them in the performance of their duties;

(h) The borrowing power of the corporation pursuant to any by-law passed and confirmed in accordance with section 59 of the Corporations Act shall be limited to borrowing money for current operating expenses, provided that the borrowing power of the corporation shall not be so limited if it borrows on the security of real or personal property;

(i) Upon dissolution of the corporation and after the payment of all debts and liabilities, its remaining property shall be distributed or disposed of to charitable organizations which carry on their work solely in Ontario;

(j) If it is made to appear to the satisfaction of the Minister upon report of the Public Guardian and Trustee, that the corporation has failed to comply with any of the provisions of the Charities Accounting act or the Charitable Gifts Act, the Minister may authorize an inquiry for the purpose of determining whether or not there is sufficient cause for the Lieutenant Governor, to make and order under subsection 317(1) of the Corporations Act to cancel the Letters Patent of the corporation and declare it to be dissolved."

B. AND BY INSERTING the following special provisions in the place of the deleted text, specifically by inserting the following text:

"(1) All funds and other property held by the Corporation immediately before the Articles become effective or that are received subsequently by the Corporation pursuant to any will, deed or other instrument made before the Articles become effective, together with any income or other accretions to the funds or other property, will be applied only to the purposes of the Corporation as they were immediately before the Articles become effective.

(2) Commercial purposes, if any included in the Articles are intended only to advance or support one or more of the non-profit purposes of the Corporation. No part of the Corporation's profits or of its property or accretions to the value of the property may be distributed, directly or indirectly, to a member, a director or an officer of the Corporation except in furtherance of its activities.

(3) The Corporation shall be subject to the Charities Accounting Act.

(4) No director shall receive remuneration for services provided in the capacity as a director, although they may be paid reasonable expenses incurred by them in the performance of their duties. Unless otherwise prohibited by the Corporation, a director may be compensated for services other than as a director pursuant to the regulation made under the Charities Accounting Act, or with court approval or an order made under section 13 of the Charities Accounting Act.

(5) The Corporation shall invest the funds of the Corporation pursuant to the Trustee Act.

(6) Upon the dissolution of the Corporation and after satisfying the interests of its creditors in all its debts, obligations and liabilities, its remaining property shall be distributed to such one or more Canadian body corporates that are eligible registered charities under the Income Tax Act (Canada) with similar purposes to its own, the Crown in right of Ontario, the Crown in right of Canada, and agent of either of those Crowns or a municipality in Canada.

Notwithstanding the preceding provisions, in all cases, any special or restricted purpose trust funds held by the Corporation shall be transferred to one or more new trustee(s) that are eligible registered charities under the Income Tax Act (Canada), to be applied in accordance with the applicable terms of trust.

(7) The Corporation is authorized to establish one class of members. Each member shall be entitled to receive notice of, attend and vote at all meetings of the members of the Corporation."

6. Members Authorization and Effective Date

The resolution authorizing the amendment was approved by the members of the corporation on *
[September 15, 2022](#)

Requested Date for Amendment *
[November 25, 2022](#)

Authorization

☒ * I, Teresa A Douma

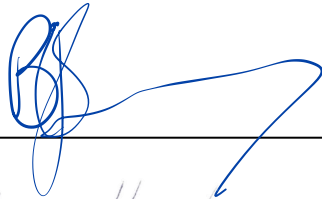
confirm that:

- This amendment has been duly authorized as required by section 103 of the *Not-For-Profit Corporations Act, 2010*.
- This form has been signed by all the required persons.

Caution:

The Act sets out penalties, including fines, for submitting false or misleading information.

Required Signatures

Name	Position	Signature
Brian Sequeira	Chair	
Name	Position	Signature
Alison Hardman	Secretary	