

**APPLICATION FOR INCORPORATION OF A CORPORATION  
WITHOUT SHARE CAPITAL UNDER PART II OF THE  
CANADA CORPORATIONS ACT**

To the Minister of Industry Canada:

**I**

The undersigned hereby apply to the Minister of Industry Canada for the grant of a charter by letters patent under the provisions of Part II of the Canada Corporations Act constituting the undersigned, and such others as may become members of the Corporation thereby created, a body corporate and politic under the name of

**THE UNITED CHURCH OF CANADA FOUNDATION/  
FONDATION DE L'ÉGLISE UNIE DU CANADA**

The undersigned have satisfied themselves and are assured that the proposed name under which incorporation is sought is not the same as, or similar to, the name under which any other company, society, association or firm in existence is carrying on business in Canada or is incorporated under the laws of Canada or any province thereof or so nearly resembles the same as to be calculated to deceive, other than The United Church of Canada whose consent to the use of the proposed name is submitted herewith, and that it is not a name which is otherwise on public grounds objectionable.

**II**

The applicants are individuals of the full age of eighteen years with power under law to contract. The name, the address and the calling of each of the applicants are as follows:

*[Name of Applicant]	[Residence Address of Applicant] Occupation [ ]
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*[Name of Applicant]	[Residence Address of Applicant] Occupation [ ]
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*[Name of Applicant]	[Residence Address of Applicant] Occupation [ ]
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[list a minimum of three names now]

The said \*, \* and \* will be the first directors of the Corporation.

**III**

The purposes of the Corporation are:

- (a) to operate exclusively as a charity and to support and further the life, work and mission of The United Church of Canada/L'Eglise Unie du Canada and to assist people in deepening their Christian faith;
- (b) to set up a fund or funds for the purposes of and to promote, establish, conduct and maintain religious works and activities of every nature, either on the Corporation's own behalf or by way of contribution and assistance to other corporations, organizations and institutions carrying on such works or activities or any thereof;
- (c) to use, apply, give, devote or distribute from time-to-time all or part of the fund or funds of the Corporation and the income therefrom for charitable works carried out both within and outside Canada and which will promote the objects of the Corporation;
- (d) to solicit, accept, receive and acquire by purchase, lease, agreement, grant, donation, legacy, gift, bequest or otherwise any kind of real or personal property and to enter into and carry out agreements, undertakings and conditions in connection therewith;
- (e) to act generally as consultant, manager, financial and general adviser, and agent and supervisor to manage all types of property, real and personal, movable and immovable, and investments for religious, charitable and educational corporations, organizations and institutions.
- (f) for the proposed objects, to acquire, hold, purchase, convert, lease, mortgage, sell or dispose of any asset of the Corporation; and to invest and re-invest any of the assets of the Corporation in investments which the directors in their discretion consider appropriate without limitation to investments in which trustees are authorized to invest trust funds;
- (g) to disburse and distribute money and property in the furtherance of the objects of the Corporation;  
and
- (h) to co-operate with other registered charitable organizations and foundations.

**IV**

The operations of the Corporation may be carried on throughout Canada and elsewhere.

**V**

The place within Canada where the head office of the Corporation is to be situated is the City of Toronto, in the Province of Ontario.

**VI**

It is specially provided that in the event of dissolution or winding-up of the Corporation all its remaining assets after payment of its liabilities shall be distributed to The United Church of Canada/L'Eglise Unie du Canada or to one or more registered charitable organizations in Canada.

## **VII**

In accordance with Section 65 of the Canada Corporations Act, it is provided that, when authorized by by-law, duly passed by the directors and sanctioned by at least two-thirds of the votes cast at a special general meeting of the members duly called for considering the by-law, the directors of the Corporation may from time to time:

1. borrow money upon the credit of the Corporation;
2. limit or increase the amount to be borrowed;
3. issue debentures or other securities of the Corporation;
4. pledge or sell such debentures or other securities for such sums and at such prices as may be deemed expedient; and
5. secure any such debentures, or other securities, or any other present or future borrowing or liability of the Corporation, by mortgage, hypothec, charge or pledge of all or any currently owned or subsequently acquired real and personal, movable and immovable, property of the Corporation, and the undertaking and rights of the Corporation.

Any such by-law may provide for the delegation of such powers by the directors to such officers or directors of the Corporation to such extent and in such manner as may be set out in the by-law.

Nothing herein limits or restricts the borrowing of money by the Corporation on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the Corporation.

## **VIII**

The directors of the Corporation may invest and re-invest any and all cash, securities and other property belonging to the Corporation from time to time in investments that in their uncontrolled discretion they consider advisable including, without limitation, mutual funds. The directors shall not be limited to investments authorized by law for trustees but shall invest as a prudent person would if investing the funds of others.

## **IX**

The by-laws of the Corporation shall be those filed with the application for letters patent until repealed, amended, altered or added to.

X

The Corporation is to carry on its operations without pecuniary gain to its members and any profits or other accretions to the Corporation are to be used in promoting its objects.

**DATED** at the City of Toronto, in the Province of Ontario, this      day of      , 2002.

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[Applicant]

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[Applicant]

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[Applicant]