

# Township of Woolwich - Annual Grant Application Form

**The application period opens July 1st of each year and closes July 31st.**

This form should be used for (read more about each in the noted Section of the [Grants Policy](#)):

- Annual Operating Grants (Section 8.2)
- Annual Capital Grants (Section 8.1)

[Arts & Culture Grants](#) (Section 9.1), [Equity, Diversity, Inclusion and Belonging Grants](#) (Section 9.2), [Special Events and Special Assistance Grants](#) (Section 9.3), and [Travel Assistance Grants](#) (Section 9.4) are considered non-annual and those applications are accepted throughout the year.

The Township's [Grants and Special Assistance Policy](#) provides for the different types of financial support. All information submitted in a grant application becomes public information and will be included in a Council Meeting agenda. The Township may request further information or clarification as needed. A Grants Reporting Form will be provided to all returning applicants following submissions of the Grant Application. This form is required to be filled out and submitted prior to the receipt of any successful grant awards. Should you have any questions or concerns, please contact the Council and Committee Support Specialist - [contact information at the bottom of the Grants page](#).

**Amount of Grant Being Requested: \***

**Type of Grant Being Requested: \***

**Name of Organization: \***

**Organization Address (Street Number, Street Name, City/Town): \***

**Name of Primary Contact: \***

**Title of Primary Contact: \***

**Address for Primary Contact (If Different than Above):**

**Primary Contact Telephone Number: \***

**Primary Contact Email Address: \***

**Type of Organization:**

**Please provide a summary of the purpose, goal, or mission statement of your organization.**

JA South Western Ontario (JASWO) is a not-for-profit impact organization that delivers free hands-on, immersive education in work readiness, financial health, and entrepreneurship. For over 60 years, JASWO has served youth from all backgrounds, including Indigenous communities, people of colour, and at-risk populations. JASWO's real-world training helps young people develop the skills to build successful careers, prepare for the risks and rewards of entrepreneurship, and learn to thrive financially. JASWO is a proud member of JA Canada and JA Worldwide, one of the world's largest and most impactful NGOs

## Essential Service Status

Section 1 of the [Grants Policy](#) defines an essential service as a a service that is necessary for the health, safety or welfare of Township residents. The approval body will give priority consideration to grant applications from local or Region-wide organizations or individuals that are deemed by the approval body to provide an essential service.

**Please indicate which essential service your organization provides (If Applicable - Check All that Apply).**

- Health
- Safety
- Welfare

**Please explain how your organization fits into the selected category.**

Over the past several years, young people have experienced a global pandemic, lost the opportunity to participate in many of the rights of passage of youth, and witnessed incredible social injustices. They're now experiencing inflation at a level not seen in more than a decade, living with the threat of recession and trying to overcome the learning loss they've experienced in the past two years. They feel anxious about the future and ill-equipped for it. Many are adrift and feel that many of their former goals (post-secondary education, owning a home, starting a family) are out of reach. Poverty, homelessness, and food insecurity are increasingly common societal issues. Funding alone will not solve the problem. These complex issues require solutions that address the root cause. JA's proactive learning experiences are one component of the solution – they combat low high school completion rates, encourage greater post-secondary education pursuits and result in small business creation.

## Proposed Use of Funding

Section 7 of the Grant Policy states that grant funding approved by the Council of the Township of Woolwich must be used for the purposes stated in the grant application unless Council has given prior approval for a change in the use of funds.

**Please provide a detailed description of the proposed use of funding.**

Financial literacy was added to the Ontario education curriculum in 2021; however, teachers need to source their own material. While several financial institutions offer some financial literacy training, it's often not aligned with the curriculum requirements or would not be age appropriate. JA's learning experiences are unique in that they are designed by people with experience in the education system and are aligned to curriculum. In May 2024, the Ontario Ministry of Education announced new requirements to the high school curriculum, including updating the career exploration supports and a need to demonstrate financial literacy in order to graduate. JA learning experiences continue to be aligned with these new requirements and given our longstanding partnerships with educators, expect to have even greater demand for our learning experiences. Teachers register their classrooms, through the JA website ([jaswo.org](http://jaswo.org)), and our staff recruit, train, and assign volunteers to deliver age-appropriate JA learning experiences to their students. JA learning experiences are delivered free of charge in both public and Catholic school boards by volunteers who bring their professional experiences into the classroom to help students connect learning experience concepts with real-life situations. With their help, students gain the knowledge and confidence they need to define their personal success and go after their dreams. Each program costs \$1,000 to deliver so this funding will allow us to deliver 5 programs in Woolwich Township schools.

## Township Significance and Need

Section 3 of the Grants Policy states that an organization or individual seeking assistance must ensure its significance to the Township is clearly explained in the application for assistance.

**Please describe the significance of the service, program, or event to be funded to the Township of Woolwich as well as how it meets an identifiable and quantifiable need in the Township.**

According to an independent study conducted by the Boston Consulting Group, 65% of Achievers stated that JA has had a significant impact on their decisions to stay in school and enroll in post-secondary education. Students who participate in a JA learning experience are 25% less likely to be unemployed and are three times less likely to spend more than they earn, resulting in greater financial independence and less reliance on social assistance and support.

Supporting, inspiring, and preparing our youth is imperative to reducing poverty, homelessness, and pressure on our government social support systems in the future. Through developing financial literacy acumen, career readiness, and an entrepreneurial mindset, youth are equipped with the necessary skills to become innovative, productive, and contributing citizens. These experiences help young people learn resiliency and self-efficacy, positively contributing to their mental well-being. JA is committed to ensuring the competitive well-being of Canada's economy by enriching the lives of youth in our community by providing them with the tools they need to be successful in their futures.

**Please list the municipalities served by your organization.**

Between 2019 and 2021, three small JA offices (JA South Western Ontario, JA London and District, and JA Waterloo Region) amalgamated to form a new, larger JA South Western Ontario (JA SWO). Its catchment area now covers the counties of Essex, Chatham-Kent, Lambton, Elgin, Middlesex, Oxford, Huron, Perth, Bruce, Grey, Wellington, Waterloo, Brant, Haldimand, Norfolk, Hamilton, and Niagara.

The approximate population for JASWO is 3,568,349 people (2016 census), including more than 550,000 elementary and high school students.

**On average, how many clients does your organization serve annually, and how many total clients do you expect to serve this year?**

Last year, JA South Western Ontario delivered 30,782 student learning experiences, involving students in 1056 classrooms and 601 volunteer engagements. This year we plan to deliver about the same number. Delivery of programs depends on the amount of funding we receive and the volunteers we are able to recruit. JA South Western Ontario receives no ongoing Government or United Way funding. We only receive grants such as Trillium Funding and UW employee contributions. Relying solely on the community for support.

**Are the majority of your client's residents of the Township of Woolwich?**

No

**How many of the clients served in the past two years were residents of the Township of Woolwich, and how many residents does your organization expect to serve next year?**

In the 2023-24 school year, JA South Western Ontario provided JA learning experiences to 16 classrooms in Woolwich Township, exposing 378 students to these critical life skills.

We deliver programs to classrooms based on registration by teachers, funding available for the community and volunteers available.

Of the funding provided by Woolwich Township, 100% would be spent on schools in your community.

## Other Requirements

Section 6 of the Grants Policy lists other considerations that must be addressed before the Council of the Township of Woolwich will consider an organization's grant request.

**Does your organization have an elected executive of volunteers that will take responsibility for the receipt and disbursement of funds?**

Yes

**Is your organization in good financial standing, including with the Township of Woolwich?**

Yes

**Is your organization applying for a grant to help cover an operating deficit?**

No

**Does your organization give grants?**

No

**Is your organization applying for a grant to replace financial support that was discontinued by another funding source? If so, please provide additional details.**

no

**Does your organization provide the same or similar services to those offered by another local organization or municipality? If so, please provide additional details.**

No.

**Could your organization's efforts be better funded through the purchase of a service agreement with the Township of Woolwich? If so, please provide additional details.**

No.

**If your organization receives a grant, will all citizens of the Township of Woolwich be eligible to participate in the funded program, event, or activity? If not, please provide additional details.**

JA learning experiences are available to students whose teachers register for a program delivery in classrooms grades 4 - 12 in both public and Catholic school boards. We also have Inspire programs available on our website that students not in a registered classroom program can do on their, or with their family.

## Acknowledgment of Township Contributions

Section 4 of the Grants Policy requires organizations that receive a grant to recognize the Township's contribution in any promotional literature which may be prepared by the organization, on the organization's website or social media, during the event or initiative, or in another public manner.

**Please describe how your organization would acknowledge a grant from the Township of Woolwich.**

IMPACT Sponsor - \$5,000  
Listed in Annual Report  
Listed on JA website for one year  
Employee engagement opportunities  
Final Impact Report  
Social media recognition, grouped with other program sponsors - one post on each of our social media channels

## Volunteer Support

The Eligibility Requirements for Operating (Section 8.2) and Capital Grants (Section 8.1) in the Grants Policy states that applicants must rely significantly on the use of volunteer support.



**Does your organization rely significantly on volunteer support? Please describe the number of volunteers and volunteer hours, which benefit your organization.**

For a significant portion of our learning experience deliveries, we rely on trained volunteers from the community to share their life, academic and career experiences with local youth. With their help, students gain the knowledge and confidence they need to define their personal success and go after their dreams. When it's not possible for a volunteer to be in a classroom, virtual volunteers or a teacher may facilitate the learning experience. During the 2022 - 23 school year 549 volunteer engagements (including repeat volunteers) contributed 4,300 hours! We are just completing our 2023-24 fiscal year but to date we have recorded 601 volunteer engagements, which we can assume would total more than last year's 4,300 hours.

## Accessibility and Inclusivity

The Grants Policy states that organizations that apply for Operating and Capital Grants must make their programs, services, or events accessible to, and inclusive of, persons with disabilities. The Township will not normally fund any program, event, or service that is inaccessible of persons with a disability.

**Please provide details about how persons with disabilities would be able to access the program, service, or event, such as accessible parking, accessible facilities, awareness training for staff or volunteers, etc.**

As the majority of our programs are delivered in classrooms, provisions for students with all disabilities are already accommodated for their every day school attendance. Our online programs also make JA learning experiences possible for other students who may find typical learning difficult.

## Requests for Grant Increases (Multi-year/Term of Council Grants Only)

Section 8.2.3 and 8.2.4 of the Grants Policy deals with requests for grants for the Term of Council and inflationary increases.

**Does your organization wish to apply for a multi-year grant that coincides with the current term of Council (ending in 2026) with minor inflationary increases? This is only available to organizations that Council deems to provide essential services.**

No



**Will the grant increase be used to support an expansion of a program or service? If yes, please provide details, and if no, please explain why the grant increase is being requested.**

## Goal of Self-Sufficiency

The Council of the Township of Woolwich recognizes the contribution that charitable and nonprofit organizations make to the quality of life enjoyed by residents. Council is committed to working with community groups but must be cognizant of budget constraints and competing priorities. Council encourages groups to work towards achieving financial self-sufficiency and independence in their programs through community participation and fundraising.

**Does your organization anticipate that the activities for which this assistance is being requested will become self-supporting through private or other sources? If yes, please provide details, and if no, please explain why not.**

As a non-profit that receives no government or United Way funding, we are always seeking ways to increase our revenue sources.

In 2023, JA SWO hired a new Director, Philanthropy with 25 years of fundraising experience who is building a development strategy for the organization focused on major gifts and planned gifts as an addition to our giving portfolio. This includes for the first time in JA SWO's history, a major gift campaign. We are moving towards more individual giving, legacy giving and strategies to engage our 60 years of alumni in philanthropy. This work has paid off in our receiving our first two ever six-figure pledges this year.

Our goal is to continue to raise increased revenues each year to increase our student reach. With more than 550,000 in our territory, we would need to raise \$22M to have the funds to provide one JA learning experience to every classroom across South Western Ontario annually.

## Other Sources of Financial Support

**Who did your organization request funding assistance from this year? (Organization, Date, Amount Requested, Amount Received/Refused)**

Our fiscal year has just begun on July 1, 2024. We have just been notified of the following:  
WRCF - July 5, 2024 - \$17,000 for programs in Waterloo Region to assist underserved school populations

**Did your organization implement user fees this year? If user fees were not charged this year, and will not be charged next year, explain why. Please detail any planned future increases in user fees.**

no. All of JA programs, with the exception of summer camp are free of charge.

**What other agencies does your organization intend to request funding assistance from for the next fiscal year? Include any other municipal, provincial, or federal departments or agencies. (Agency and Amount to be Requested)**

We do not qualify for government funding from Provincial or Federal levels.  
As we are only beginning our fiscal year, we have not yet determined the list of funders for the coming year but it will be based on past successes including Canada Life \$50,000; Ross & Doris Dixon Foundation \$10,000; and a number of financial institutions that support us on a pro rata basis through our national office.

**What fundraising events has your organization planned for next year, and how will the funds be used? (Event, Estimated Revenue, and Use of Funds)**

London and District Business Hall of Fame - Oct. 24, 2024 - \$60,000  
Waterloo Region Entrepreneur Hall of Fame - May 13, 2025 - \$20,000  
Funds from both events are directed to general purposes to cover ongoing expenses of the organization.

## Final Comments

**Do you have any final comments on why public funds should be given to your organization?**

According to a 2021 survey conducted by TD, one in three Canadian parents aren't confident they're setting a healthy financial example for their children, and only about 10 percent of parents consider their household to be in "excellent financial health". According to the National Financial Literacy Strategy 2021-2026, the Financial Consumer Agency of Canada (FCAC) has conducted a survey and found that only 61% of Canadians could correctly answer five of seven financial literacy questions. If we rely solely on the home to provide these valuable lessons, we run the risk of perpetuating the same level of financial literacy that currently exists with little opportunity for improvement.

JA's impact on students, and therefore their family and communities will make a difference for everyone in Woolwich Township. Members of the community can view this as an investment on their own futures.

## Attachments

If any of the required attachments are missing in the application, your organization's application will be designated as incomplete, and Council will be made aware. Ensure that all of the following documents are attached to the application. If you cannot attach a document that has been requested, you must attach a separate sheet to explain to Council why it is not possible to fulfill the requirement.

**Please provide a complete list of Board, Executive, or Committee members, including their roles and contact information.**

**File Name**



[Board Member List 2024.pdf](#)

109.6 KB

Please provide a copy of your organization's constituting documents (Constitution, By-laws, or Letters of Incorporation).

**File Name**



JASWO Letters Patent of Amalgamation 2021.pdf

284.5 KB

Please provide your organization's most recent annual audit financial statements or those qualified by a professional accountant, which should include, at a minimum, a Balance Sheet and Income Statement.

**File Name**



2022 - 23 Audited Financial Statements Signed.pdf

333.6 KB

Please provide interim financial statements for the current fiscal year.

Please provide a budget for the year that the grant is being applied for.

## Certification of Grant Application

We, the people signing below, do certify that the information provided in this Grant Application is accurate and complete to the best of our knowledge, and the Grant Application has been endorsed or approved by our Executive.



**Signatory Name**

Heather J. Scott

**Signatory Name**

<b>Board Member</b>	<b>Company</b>	<b>Position</b>	<b>Year Joined Board</b>
<b>Executive</b>			
Derek Askew, Chair	TD Bank Group	Associate Vice President	2020
Brad Bishop, Vice Chair	Fanshawe College	Professor, Financial Planning,	2020
Tabitha Schwarz, Secretary	SpringTide Holdings	Chief Financial Officer	2016
Luda Pradyszczuk-Pitt, Treasurer	EY	Associate Partner – Tax	2018
Brad Geddes, Director Emeritus	ZucoraHome	President and Chief Executive Officer	2011
<b>Directors</b>			
Nomar Abdullah	FMF Metal Fabrication	Chief Financial Officer	2022
Matt Cassidy	Harrison Pensa	Associate	2023
Mark Brown	adHOME Creative Inc	Partner	2016
Leonard Bumbacco	Waterloo Catholic District School Board	Student Achievement Consultant	2020
Murray Flanagan	Flanagan Foodservice	Advisor	2014
Wes Vickers	Greater Essex County District School Board	Educator	2022
Jennifer Green	Skills Ontario	Director of Competitions,	2022
Firas Halabi	Libro Credit Union	Community Manager	2016
Stephanie Hayes	Gowling WLG	Partner	2016
Nicole Pereira	Cambridge Centre Honda	President and CEO	2022
Kim MacPherson	SOTI	Director of Talent Management and Organizational Development	2022
Alex Moroz	Hamilton Municipal Cemeteries	Marketing & Family Services Coordinator	2021
Philippe N. Oille			2021
Venkat Ramachandran	TD Bank Group	Director / Sr Manager Business Architecture Trading and Asset Servicing, Wealth	2022

**5046734**



Ministry of Government  
and Consumer Services

Ontario

**LETTERS PATENT OF AMALGAMATION**

These Letters Patent amalgamate the corporations named in this application and they are continued as one corporation under the name set out. Dated this

Ministère des Services  
gouvernementaux et des  
Services aux consommateurs

**LETTRES PATENTES DE FUSION**

Les présentes lettres patentes fusionnent les personnes morales désignées dans la requête en une seule et même société portant la dénomination indiquée. Daté le

**JULY 01 JULIET, 2021**

Minister of  
Government and  
Consumer Services

*Barbara Dackitt*

Le ministre des Services  
gouvernementaux et  
des Services aux  
consommateurs

per/par

Director / Directrice

**APPROVED AS A CHARITY - PGT  
OEUVRE DE BIENFAISANCE APPROUVÉE - TCP**

Form 11  
Corporations Act

Formule 11  
Loi sur les personnes  
morales

**APPLICATION FOR LETTERS PATENT OF AMALGAMATION  
REQUÊTE EN VUE D'OBTENIR DES LETTRES PATENTES DE FUSION**

1. Name of the amalgamated corporation / Dénomination sociale de la personne morale issue de la fusion :

J	U	N	I	O	R		A	C	H	I	E	V	E	M	E	N	T		O	F		S	O	U	T	H		W	E	
S	T	E	R	N		O	N	T	A	R	I	O		I	N	C	.													

2. The amalgamation agreement has been duly approved as required by subsection 113(3) of the *Corporations Act*.  
La convention de fusion a été dûment approuvée conformément au paragraphe 113(3) de la *Loi sur les personnes morales*.

3. The names of the amalgamating corporations and the dates on which the amalgamation agreement was approved by the shareholders/members of each of the amalgamating corporations are:  
La dénomination sociale des personnes morales qui fusionnent et la date à laquelle la convention de fusion a été approuvée par les actionnaires ou membres de chaque personne morale qui fusionne sont les suivantes:

Name of corporation Dénomination sociale de la personne morale	Ontario Corporation Number Numéro de la personne morale en Ontario	Date of shareholders/Members approval Date de l'approbation par les actionnaires ou membres
Junior Achievement of South Western Ontario Inc.	5019992	April 9, 2021
Junior Achievement of the Waterloo Region Inc.	237049	April 9, 2021

4. The address of the head office of the amalgamated corporation is:  
 Adresse du siège social de la personne morale issue de la fusion :

15 Wharncliffe Road North

(Street & Number, or R.R. Number, or Lot & Concession Number, or Lot & Plan Number, a Post Office Box Number or General Delivery is not acceptable; if Multi-Office Building give Room Number)  
 (Rue et numéro, ou R.R. et numéro, ou numéro de lot et de concession, ou numéro de lot et de plan; numéro de boîte postale inacceptable; s'il s'agit d'un édifice à bureaux, numéro du bureau)

City of London

(Name of Municipality)  
 (Nom de la municipalité)

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(Postal Code/Code postal)

5. The persons who are to be directors of the amalgamated corporation are:  
 Les personnes appelées à devenir les administrateurs de la personne morale issue la fusion sont :

Name in full, including all given names  
 Nom et prénoms au complet

Address for service giving Street & Number or R.R. Number, or Lot & Concession Number, or Lot & Plan Number, and Postal Code (a Post Office Box Number or General Delivery is not acceptable)

Domicile élu y compris la rue et le numéro, ou la R.R. et le numéro, ou le numéro de lot et de concession, ou le numéro de lot et de plan, ainsi que le code postal (numéro de boîte postale inacceptable)

See attached 2A to 2B

6. The following is a copy of the amalgamation agreement duly certified under corporate seal by the secretary of each of the amalgamating corporations:  
 Copie de la convention de fusion dûment certifiée et revêtue du sceau de la personne morale par le secrétaire de chacune des personnes morales qui fusionnent :

See attached 2C to 2I with signatures



**JUNIOR ACHIEVEMENT OF SOUTH WESTERN ONTARIO INC.  
INITIAL BOARD OF DIRECTORS**

<b>Name</b>	<b>Residence Address</b>	<b>Occupation</b>
Derek Askew	3925 Malpass Rd. London, ON N6P 1E9	Associate VP
Brad Bishop	1227 Thamesridge Crescent London, ON N6K 4Z6	Professor
Mark Brown	1084 Mahogany Road London, ON N6H 2W5	Partner
Logan Burnett	1705-695 Richmond St. London, ON N6A 5M8	Lawyer
Silvana Cservik	80 Green Acres Road Sarnia, ON N7S 6K9	Retired
Firas Halabi	104 Knightsbridge Road London, ON N6K 3R4	Branch Manager
Matt Hernandez	230 Runstedler Drive La Salle, ON N9J 3T1	Director of Client Strategy
Tracy LeClair	4149 Masterson Circle London, ON N6G 1R2	Neuroscience Specialist
Jacqueline Peterson	225 Tecumseh Ave. London, ON N6C 1S7	Chartered Professional Accountant
Luda (Eugeina) Pradyszczuk	4144 Masterson Circle London, ON N6P 1T4	Senior Manager BTS
Mark Russell	46 Tobin Court London, ON N6K 3Y4	Self Employed – Real Estate
Wayne Tjoelker	383 McNay Place London, ON N5Y 5K5	Chartered Professional Accountant
Cyndi Vienneua-Cormier	2564 Woodhull Road London, ON N6K 4S5	Director, Major Accounts
Murray Flanagan	1885 Pinehill Road New Hamburg, ON N3A 2Z9	Advisor
William Fox	202 Union Blvd Kitchener, ON N2M 2S8	Business owner

Stephanie Hayes	51 Cordell Street Breslau, ON N0B 1M0	Lawyer
Peter Nickel	767 Grand Banks Drive Waterloo, ON N2K 4N3	Founder
James Richmond	563 Mill Park Drive Kitchener, ON N2P 1V4	VP
Tabitha Schwarz	524 Forest Gate Crescent Waterloo, ON N2V 2X2	Director of Finance
Leonard Bumbacco	107 Amanda Walk Cambridge, ON N3C 4K7	Consultant
Bev Robinson	24 Edgehill Road London, ON N6G 2T1	President and CEO

**THIS AMALGAMATION AGREEMENT** made as of the 9<sup>th</sup> day of April, 2021,

**BETWEEN :**

**JUNIOR ACHIEVEMENT OF SOUTH WESTERN ONTARIO INC.,**  
a corporation incorporated under  
the laws of the Province of Ontario,

(hereinafter referred to as "JA SWO")

OF THE FIRST PART

- and -

**JUNIOR ACHIEVEMENT OF THE WATERLOO REGION INC.,**  
a corporation incorporated under  
the laws of the Province of Ontario,

(hereinafter referred to as "JA WRI")

OF THE SECOND PART

**WHEREAS** JA SWO is a registered charity under the *Income Tax Act*, R.S.C., 1985, c. 1 (5th Supp.) ("ITA") that is a non-share capital corporation incorporated under the Ontario *Corporations Act*, R.S.O. 1990, c. C.38 ("OCA") pursuant to Letters Patent of Amalgamation issued October 4, 2019;

**AND WHEREAS** JA WRI is a registered charity under the ITA that is a non-share capital corporation, originally incorporated under the OCA pursuant to Letters Patent issued September 25, 1970, amended by Supplementary Letters Patent dated February 14, 1973, and further amended by Supplementary Letters Patents dated February 5, 1991;

**AND WHEREAS** each party has made full and complete disclosure to the other party of its known assets and liabilities;

**AND WHEREAS** the parties hereto, under the authority conferred by the OCA, have agreed to amalgamate and continue as one corporation upon the terms and conditions set out hereunder;

**AND WHEREAS** it is desirable that the said amalgamation should be effected.

**NOW THEREFORE IN CONSIDERATION** of the mutual covenants and agreements contained herein, the parties hereto agree as follows:

1. Definitions

a. In this Agreement

- i. **"Amalgamating Corporations"** means JA SWO and JA WRI;
- ii. **"Amalgamated Corporation"** means the corporation continuing from the amalgamation of the Amalgamating Corporations;
- iii. **"Amalgamation Agreement"** or **"Agreement"** means this amalgamation agreement between the Amalgamating Corporations;
- iv. **"ITA"** means the *Income Tax Act* (Canada) as amended;
- v. **"OCA"** means the *Ontario Corporations Act* as amended;
- vi. **"Letters Patent of Amalgamation"** means the certificate of amalgamation issued pursuant to the OCA with respect to the amalgamation of the Amalgamating Corporations.

b. Unless the context otherwise requires, all terms under this Agreement are defined in the OCA and have the respective meanings given to them in the OCA.

2. The Amalgamating Corporations hereby agree to amalgamate under the provisions of section 113 of the OCA and to continue as one corporation under the terms and conditions hereinafter set out.

3. The name of the Amalgamated Corporation shall be Junior Achievement of South Western Ontario Inc. and the address of the Amalgamated Corporation shall be 15 Wharnccliffe Road North, London, Ontario, N6H 2A1.

4. The current objects of JA SWO shall be the objects of the Amalgamated Corporation, which are as follows:

To inspire and educate young Canadians to value free enterprise, understand business and economics and develop entrepreneurial and leadership skills through educational programs to achieve those purposes.

5. The Amalgamated Corporation shall be a corporation without share capital and shall be carried on without the purpose of gain for its directors and members and any profits or other accretions to the Amalgamated Corporation shall be used in promoting its objects.

6. The Special Provisions contained in the Letters Patent of Amalgamation shall include the following:

- a. 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.
- b. The corporation shall be subject to the *Charities Accounting Act*.
- c. 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*.
- d. Upon the dissolution or winding-up of the Amalgamated Corporation and after payment of all of its debts and liabilities, its remaining property shall be distributed or disposed of to Junior Achievement of Canada, provided that, at the time of such dissolution or winding-up, Junior Achievement of Canada continues to exist as a charity registered under the *Income Tax Act* (Canada), or if not, to any charity registered under the ITA carrying on similar activities in Canada;
- e. To invest the funds of the corporation pursuant to the *Trustee Act*.

7. Until changed in accordance with the OCA, the head office of the Amalgamated Corporation shall be in the City of London, in the Province of Ontario, or at such location in the said city as the directors may determine from time to time.

8. The board of directors of the Amalgamated Corporation, until otherwise determined by special resolution, shall consist of twenty-one (21) directors, and the first directors of the Amalgamated Corporation with their names, occupations and places of residence, shall be the following:

<b>Name</b>	<b>Residence Address</b>	<b>Occupation</b>
Derek Askew	3925 Malpass Rd. London, ON N6P 1E9	Associate VP

Brad Bishop	1227 Thamesridge Crescent London, ON N6K 4Z6	Professor
Mark Brown	1084 Mahogany Road London, ON N6H 2W5	Partner
Logan Burnett	1705-695 Richmond St. London, ON N6A 5M8	Lawyer
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Murray Flanagan	1885 Pinehill Road New Hamburg, ON N3A 2Z9	Advisor
William Fox	202 Union Blvd Kitchener, ON N2M 2SE	Business owner

Stephanie Hayes	51 Cordell Street Breslau, ON N0B 1M0	Lawyer
Peter Nickel	767 Grand Banks Drive Waterloo, ON N2K 4N3	Founder
James Richmond	563 Mill Park Drive Kitchener, ON N2P 1V4	VP
Tabitha Schwarz	524 Forest Gate Crescent Waterloo, ON N2V 2X2	Director of Finance
Leonard Bumbacco	107 Amanda Walk Cambridge, ON N3C4K7	Consultant
Bev Robinson	24 Edgehill Road London, ON N6G 2T1	President and CEO

9. The aforementioned first directors shall hold office until the first annual meeting of the Amalgamated Corporation, or until their successors are elected or appointed. The subsequent directors of the Amalgamated Corporation shall be elected in accordance with the by-laws of the Amalgamated Corporation. The affairs of the Amalgamated Corporation shall be under the supervision of the board of directors from time to time, subject to the provisions of the OCA and the by-laws of the Amalgamated Corporation.

10. The members of the Amalgamated Corporation shall be the directors of the Amalgamated Corporation holding office from time to time.

11. JA SWO shall contribute to the Amalgamated Corporation all its assets subject to all its liabilities as more particularly set forth in the balance sheet of JA SWO as of June 30, 2020, subject to changes since that date in the ordinary course of its affairs.

12. JA WRI shall contribute to the Amalgamated Corporation all its assets subject to all its liabilities as more particularly set forth in the balance sheet of JA WRI as of June 30, 2020, subject to changes since that date in the ordinary course of its affairs.

13. The Amalgamated Corporation shall possess all of the property, rights and privileges, and shall be subject to all of the liabilities, contracts, disabilities, trusts and debts of the Amalgamating Corporations.

14. JA SWO and JA WRI each hereby agree that the by-laws of the Amalgamated Corporation shall be the by-laws made pursuant to the Corporations Act (Ontario), until repealed, amended, altered or supplemented and approved at meetings of the Board of



Directors and members of the Amalgamated Corporation called for the purpose of considering the by-laws. The by-laws shall be available for examination at the registered office of the Amalgamated Corporation as set forth herein.

15. All rights of creditors against the rights and assets of the Amalgamating Corporations, and all liens upon their rights and assets, orders, judgments, rulings or convictions upon their rights and assets shall be unimpaired by such amalgamation and all debts, contracts, liabilities and duties of the Amalgamating Corporations shall thenceforth attach to the Amalgamated Corporation and may be enforced against it.

16. No action or proceeding by or against the Amalgamating Corporations shall abate or be affected by such amalgamation and the Amalgamated Corporation shall be deemed to be the party plaintiff or the party defendant, as the case may be, in any civil action commenced by or against the Amalgamating Corporations before the amalgamation becomes effective.

17. All gifts, trusts, bequests, pledges, devises and grants of real or personal property or of the income or proceeds thereof, heretofore expressed by a person in a deed, will bequest or other document, to be made, given or conveyed to either of the Amalgamating Corporations, or to any person in trust for or for the benefit of the foregoing, shall, insofar as the same shall not be vested in possession or been carried into effect on the date this amalgamation comes into force, shall, subject to any applicable law and if practicable, be applied by the Amalgamated Corporation for the exclusive use and benefit of the region to which such funds were designated. Any funds not so designated shall be allocated by the Amalgamated Corporation in accordance with the directions of its board of directors.

18. Upon the members of the Amalgamating Corporations respectively adopting this Amalgamation Agreement, at meetings thereof called for the purposes of considering this Agreement, such fact shall be certified upon the Amalgamation Agreement by the Secretary of each of the parties hereto under their respective corporate seals, and the parties hereto by their joint application shall, as soon as possible after the date of execution of this Amalgamation Agreement, apply to the appropriate authorities in the Province of Ontario for Letters Patent of Amalgamation confirming this Agreement.

19. This Amalgamation Agreement may be executed and delivered by the parties in one or more counterparts, each of which will be an original, and those counterparts will together constitute one and the same instrument.

20. Delivery of this Amalgamation Agreement by facsimile, e-mail or other functionally equivalent electronic means of transmission constitutes valid and effective delivery.

*Signature Page Follows*

IN WITNESS WHEREOF this Amalgamation Agreement has been duly executed by each of Junior Achievement of South Western Ontario Inc. and Junior Achievement of the Waterloo Region Inc.

JUNIOR ACHIEVEMENT OF SOUTH WESTERN ONTARIO INC.

DocuSigned by:  
*Mark Russell*  
Per: \_\_\_\_\_  
Name: Mark Russell  
Position: Chair

DocuSigned by:  
*Bev Robinson*  
Per: \_\_\_\_\_  
Name: Bev Robinson  
Position: President & CEO  
We have authority to bind the corporation.

JUNIOR ACHIEVEMENT OF THE WATERLOO REGION INC.

DocuSigned by:  
*Murray Flanagan*  
Per: \_\_\_\_\_  
Name: Murray Flanagan  
Position: Chair

DocuSigned by:  
*Tim Rollins*  
Per: \_\_\_\_\_  
Name: Tim Rollins  
Position: Treasurer  
We have authority to bind the corporation.

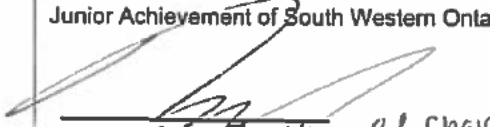
The corporations named below apply jointly for letters patent confirming the agreement and amalgamating the said corporations.

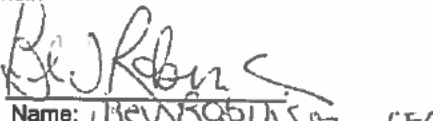
Les personnes morales nommées ci-dessous demandent conjointement des lettres patentes confirmant la convention et les fusionnant.

This application is executed in duplicate./La présente requête est faite en double exemplaire.

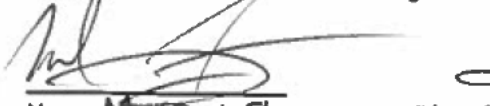
Names and seals of the amalgamating corporations and signatures and descriptions of office of their proper officers.  
Dénomination sociale et sceau des personnes morales qui fusionnent, signature et fonction de leurs dirigeants régulièrement désignés.

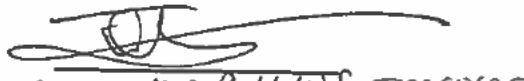
Junior Achievement of South Western Ontario Inc.

  
Name: Clark Russell, Chair  
Office: London

  
Name: BEN ROBINSON, CEO  
Office: London

Junior Achievement of the Waterloo Region Inc.

  
Name: Murray Flanagan, Chair  
Office: Kitchener

  
Name: TIM ROLLINS, Treasurer  
Office: KITCHENER

### CERTIFICATE

The undersigned Secretary of Junior Achievement of the Waterloo Region Inc. hereby certifies that the Amalgamation Agreement to which this Certificate is attached was approved by the members of the Corporation in accordance with Section 113(3) of the *Corporations Act*, R.S.O. 1990, c. C. 38, as amended, by unanimous execution of a resolution of the members approving such agreement dated as of the 9<sup>th</sup> day of April, 2021.

Dated at Lion's Head, Ontario this 3<sup>rd</sup> day of June, 2021.



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Name: Stephanie Hayes  
Office: Secretary

**CERTIFICATE**

The undersigned Secretary of Junior Achievement of South Western Ontario Inc. hereby certifies that the Amalgamation Agreement to which this Certificate is attached was approved by the members of the Corporation in accordance with Section 113(3) of the *Corporations Act*, R.S.O. 1990, c. C. 38, as amended, by unanimous execution of a resolution of the members approving such agreement dated as of the 9<sup>th</sup> day of April, 2021.

Dated at London, Ontario this 3<sup>rd</sup> day of June, 2021.

A handwritten signature in black ink, appearing to read 'Logan Burnett', written over a horizontal line.

Name: Logan Burnett  
Office: Secretary