Financial Statements of

ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF THE PROVINCE OF MANITOBA

O/A ENGINEERS GEOSCIENTISTS MANITOBA

June 30, 2020



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INDEPENDENT AUDITOR'S REPORT

To the Members of Association of Professional Engineers and Geoscientists of the Province of Manitoba O/A Engineers Geoscientists Manitoba

Opinion

We have audited the financial statements of the Association of Professional Engineers and Geoscientists of the Province of Manitoba O/A Engineers Geoscientists Manitoba (the "Association"), which comprise the statement of financial position as at June 30, 2020, and the statements of operations, changes in net assets and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Association of Professional Engineers and Geoscientists of the Province of Manitoba O/A Engineers Geoscientists Manitoba as at June 30, 2020, and the results of its operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations ("ASNPO").

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards ("Canadian GAAS"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities* for the *Audit of the Financial Statements* section of our report. We are independent of the Association in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements Management is responsible for the preparation and fair presentation of the financial statements in accordance with ASNPO, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Association's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Association or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Association's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian GAAS will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud
 or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that
 is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material
 misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve
 collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that
 are appropriate in the circumstances, but not for the purpose of expressing an opinion on the
 effectiveness of the Association's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Association's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Association to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Chartered Professional Accountants

Deloitte LLP

Winnipeg, Manitoba September 10, 2020

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ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF THE PROVINCE OF MANITOBA

O/A ENGINEERS GEOSCIENTISTS MANITOBA

Statement of Operations

Year Ended June 30, 2020

		2020	2019
REVENUE			
Annual dues (Note 5)	\$	3,190,500	\$ 2,732,381
Certificates and licenses	·	450,236	432,110
Application assessment and administration		242,032	287,235
Examination fees		68,240	99,260
Meetings and events		98,570	182,989
Other		40,849	69,336
		4,090,427	3,803,311
EXPENSES			
Advertising and promotion		253,957	87,007
Amortization		113,430	122,260
Bank and financial service charges		126,547	102,976
Certificates and seals		34,485	43,529
Contract and consulting		346,708	509,484
EngCan and GeoCan annual membership		90,830	91,402
Equipment rent and lease		59,149	58,910
Honoraria, awards and incentives		14,255	27,919
Insurance		19,552	19,735
Licenses dues and subscriptions		6,646	15,657
Loss on disposal		-	11,826
Meeting, venue and speaker costs		236,073	310,810
Miscellaneous		12,484	7,275
Office expense		24,121	21,906
Office lease and occupancy costs		451,519	435,008
Payroll taxes, insurance and processing fees		110,825	96,053
Postage and delivery		28,271	24,924
Printing and reproduction		48,238	42,386
Professional fees		273,680	223,823
Salaries and benefits		1,870,703	1,679,652
Secondary professional liability insurance program		37,858	37,625
Sponsorships funding and support		156,287	152,400
Staff and governance training		13,213	21,361
Telecommunications, computers, and internet		44,957	52,119
Travel		30,258	53,532
TTUVCI		4,404,046	4,249,579
DEFICIENCY OF REVENUE OVER EXPENSES		,,	, ,
BEFORE INVESTMENT REVENUE (EXPENSES)		(313,619)	(446,268)
		(313,013)	(440,200)
INVESTMENT REVENUE (EXPENSES)			
Realized		331,297	186,873
Unrealized		(319,143)	97,172
Investment transaction and portfolio management fees		(48,764)	(51,118)
		(36,610)	232,927
DEFICIENCY OF REVENUE OVER EXPENSES	\$	(350,229)	\$ (213,341)

ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF THE PROVINCE OF MANITOBA O/A ENGINEERS GEOSCIENTISTS MANITOBA Statement of Changes in Net Assets

Year Ended June 30, 2020

									020 terr) nally Restricte	ed					
	U	nrestricted		nvested in pital Assets	(Committee Reserve	Long-term Reserve	Hearings		Discipline By-law		Engineering Changes Lives	ssociation Centennial	 Indigenous Outreach	-	Total
BALANCE, BEGINNING OF YEAR	\$	957,663	\$	953,896	\$	6,757	\$ 1,200,000	\$ 25,000	\$	250,000	\$	166,864	\$ 580,274	\$ -	\$	4,140,454
EXCESS (DEFICIENCY) OF REVENUE OVER EXPENSES		(9,097))	(113,430)		-	-	-		-		(166,864)	(96,071)	35,233		(350,229)
ACQUISITION OF CAPITAL ASSETS		(40,210))	40,210		-	-	-		-		-	-	 -		
BALANCE, END OF YEAR	\$	908,356	\$	880,676	\$	6,757	\$ 1,200,000	\$ 25,000	\$	250,000	\$		\$ 484,203	\$ 35,233	\$	3,790,225

										2	019)						
		Internally Restricted													_			
	U	nrestricted		Invested in apital Assets	(Committee Reserve		Long-term Reserve		Hearings		Discipline By-law		Engineering hanges Lives	Association Centennial	Indigenous Outreach		Total
BALANCE, BEGINNING OF YEAR	\$	702,247	\$	1,043,198	\$	6,757	\$	1,200,000	\$	25,000	\$	250,000	\$	537,317	\$ 589,276	\$ -	\$	4,353,795
EXCESS (DEFICIENCY) OF REVENUE OVER EXPENSES		300,200		(134,086)		-		-		-		-		(370,453)	(9,002)	-		(213,341)
ACQUISITION OF CAPITAL ASSETS		(44,784))	44,784		-		-		-		-		-	-	-		
BALANCE, END OF YEAR	\$	957,663	\$	953,896	\$	6,757	\$	1,200,000	\$	25,000	\$	250,000	\$	166,864	\$ 580,274	\$ -	\$	4,140,454

ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF THE PROVINCE OF MANITOBA O/A ENGINEERS GEOSCIENTISTS MANITOBA Statement of Financial Position June 30, 2020

	2020		2019	
			 2010	
ASSETS				
CURRENT				
Cash	\$	2,133,182	\$ 510,650	
Accounts receivable		10,856	31,401	
Government remittances receivable		6,691	15,898	
Prepaid expenses		188,186	158,620	
Investments (Note 3)		199,990	351,728	
		2,538,905	1,068,297	
INVESTMENTS (Note 3)		2,958,246	4,270,099	
CAPITAL ASSETS (Note 4)		880,676	953,896	
Orti Tirite ricole To (Moto T)	\$	6,377,827	\$ 6,292,292	
LIABILITIES				
CURRENT				
Accounts payable and accrued liabilities	\$	439,945	\$ 355,191	
Deferred revenue		2,147,657	1,796,647	
		2,587,602	2,151,838	
COMMITMENT (Note 6)				
NET ASSETS				
Unrestricted		908,356	957,663	
Invested in capital assets		880,676	953,896	
Internally restricted		2,001,193	2,228,895	
		3,790,225	4,140,454	
	\$	6,377,827	\$ 6,292,292	

APPROVED ON BEHALF OF THE COUNCIL

President

GEO & Registrar

ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF THE PROVINCE OF MANITOBA

O/A ENGINEERS GEOSCIENTISTS MANITOBA

Statement of Cash Flows

Year Ended June 30, 2020

	2020	 2019
OPERATING ACTIVITIES		
Deficiency of revenue over expenses Items not affecting cash:	\$ (350,229)	\$ (213,341)
Amortization	113,430	122,260
Loss on disposal	-	11,826
	(236,799)	(79,255)
Changes in non-cash operating working capital items:	, , ,	, , ,
Accounts receivable	20,545	(5,356)
Government remittances receivable	9,207	(7,491)
Prepaid expenses	(29,566)	(48,311)
Accounts payable	84,754	(3,119)
Deferred revenue	351,010	146,989
	199,151	3,457
INVESTING ACTIVITIES		
Change in investments, net	1,463,591	(427,215)
Purchase of capital assets	(40,210)	(44,784)
•	1,423,381	(471,999)
	4	(100 = 10)
NET INCREASE (DECREASE) IN CASH POSITION	1,622,532	(468,542)
CASH POSITION, BEGINNING OF YEAR	510,650	979,192
CASH POSITION, END OF YEAR	\$ 2,133,182	\$ 510,650

Notes to the Financial Statements

June 30, 2020

1. DESCRIPTION OF BUSINESS

The Association of Professional Engineers and Geoscientists of the Province of Manitoba operating as Engineers Geoscientists Manitoba (the "Association") is incorporated under the laws of the Province of Manitoba and is engaged in the administration of The Engineering and Geoscientific Professions Act of Manitoba (the "Act"). The Association is a non-profit organization for the purposes of the Income Tax Act and accordingly is exempt from income taxes.

2. SIGNIFICANT ACCOUNTING POLICIES

The financial statements are prepared in accordance with Canadian accounting standards for not-for-profit organizations and include the following significant accounting policies:

a) Fund accounting

The Association utilizes the following funds to manage and report its activities.

Unrestricted Fund

The Unrestricted (General) Fund accounts for the Association's program delivery and administrative activities. These net assets report unrestricted resources available to the Association.

Invested in Capital Assets Fund

Invested in Capital Assets net assets report the assets, liabilities, revenue and expenses related to the Association's capital assets.

Committee Reserve Fund

The Committee Reserve net assets report appropriations to fund specified committee and subcommittee activities.

Long-term Reserve Fund

Long-term Reserve net assets report appropriations to fund future unforeseen or extraordinary events. Appropriations to and from these net assets occur at Council's discretion.

Hearings Fund

The Hearings Fund reports appropriations for expenses incurred for the conduct of hearings relative to appeals on rejected applications for membership as described under PART 6, Sections 20 through 23 of the Act.

Notes to the Financial Statements June 30, 2020

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

a) Fund accounting (continued)

Discipline By-Law Fund

The Discipline By-law fund was established by Council for the purpose of administering and enforcing the discipline provisions of its by-laws. The net assets may be maintained by assessing general membership an amount set by Council. Appropriations from the net assets are to fund investigations conducted by the Investigation Committee and formal hearings of the Discipline Committee and appeals therefrom.

Engineering Changes Lives Fund

The Engineering Changes Lives Fund was established by Council for the development and implementation of a strategic plan and marketing campaign aimed at increasing the participation of women in Engineering. The two year project has been allocated \$785,000 to be expended commencing January 1st, 2018 to December 31st, 2019 and aligns with Governance Policy E-5.2 - "By 2030, 30% of newly licensed engineers will be women and this is a priority". During the year, the Engineering Changes Lives Fund was wound down as the initiative was rolled into regular programming.

Association Centennial Fund

The Association Centennial net assets report appropriations to fund the Association's centennial year events. Appropriations to and from the net assets occur at Council's discretion.

Indigenous Outreach Fund

Council approved a dues increase in the 2018-2019 fiscal year, which had been allocated for the purpose of initiating a new Indigenous Outreach program. Delays in finding a person to fill the new staff position resulted in underspending during the 2018-2019 fiscal year as compared to budget.

In May 2020, the Finance Committee deemed it appropriate to segregate the unspent budget into a fund restricted for the originally intended purpose of increasing Indigenous participation and inclusion in the professions.

b) Revenue recognition

The Association follows the deferral method of accounting for contributions.

Externally restricted contributions are recognized as revenue in the year in which the related expenses are incurred. Until such time, externally restricted contributions are reported as deferred revenue.

Unrestricted contributions are recognized as revenue in the unrestricted fund when received or receivable, as long as the amount to be received can be reasonably estimated and collection is reasonably assured.

Notes to the Financial Statements

June 30, 2020

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

b) Revenue recognition (continued)

Member and Intern annual dues, and Specified Scope of Practice annual licenses are based on the calendar year and are recognized into income on straight-line basis from January through December.

Student annual dues are based on the academic year and are recognized into income on straight-line basis from October 1 through September 30.

Certificates of Authorization annual fees are based on the certification year as defined by the Association and are recognized into income on a straight-line basis from May 1 through April 30.

Temporary license annual fees are valid for one year from the date of issuance and are recognized into income on a straight-line basis over 12 months from the original date of issuance.

Deferred revenue represents the portion of the annual dues, certificates and licenses which have not been recorded as revenue and will be recorded as revenue in the subsequent fiscal year.

Other revenue, including application fees, examination fees, and meetings and events revenue, are recognized when the service is performed, the amount to be received can be reasonably estimated, and collection is reasonably assured.

Investment income is recognized on an accrual basis as earned.

c) Capital assets

Capital assets are recorded at cost less accumulated amortization in the statement of financial position. Amortization based on the estimated useful life of the asset is calculated as follows with a proration in the year of acquisition:

Computer equipment 33 1/3% declining balance
Computer software 33 1/3% declining balance
Office furniture and equipment 10% declining balance
Leasehold improvements 10% declining balance

d) Financial instruments

Financial assets and financial liabilities are initially recognized at fair value when the Association becomes a party to the contractual provisions of the financial instrument. Subsequently, all financial instruments are measured at amortized cost, with the exception of investments in shares listed on a public exchange, which are measured at fair value. The fair value of listed shares is based on the latest closing price, and the fair value quote received from the bank counterparty is used as a proxy for the fair value of derivative financial instruments.

Notes to the Financial Statements
June 30, 2020

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

d) Financial instruments (continued)

Transaction costs related to financial instruments measured at fair value are expensed as incurred. Transaction costs related to the other financial instruments are added to the carrying value of the asset or netted against the carrying value of the liability and are then recognized over the expected life of the instrument using the straight-line method. Any premium or discount related to an instrument measured at amortized cost is amortized over the expected life of the item using the straight-line method and recognized in net earnings as interest income or expense.

With respect to financial assets measured at cost or amortized cost, the Association recognizes in net earnings an impairment loss, if any, when it determines that a significant adverse change has occurred during the period in the expected timing or amount of future cash flows. When the extent of impairment of a previously written-down asset decreases and the decrease can be related to an event occurring after the impairment was recognized, the previously recognized impairment loss shall be reversed in net earnings in the period the reversal occurs.

e) Use of estimates

The preparation of financial statements in conformity with Canadian accounting standards for not-for-profit organizations requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Significant estimates include the estimated useful lives of fixed assets. Actual amounts could differ from those estimates.

Notes to the Financial Statements June 30, 2020

3. INVESTMENTS

The details of the Association's investments as at June 30 are as follows:

	<u>2020</u>	<u>2019</u>
Bonds and guaranteed income certificates Securities	\$ 719,914	\$ 1,186,559
Canadian	1,385,412	2,327,191
Foreign	1,052,910	1,108,077
	3,158,236	4,621,827
Less: maturing within 12 months	(199,990)	(351,728)
	\$ 2,958,246	\$ 4,270,099

Bonds and guaranteed investment certificates bear interest ranging from 1.79% to 4.00% (2019 - 2.15% to 4.23%) with maturities from November 2020 - June 2025 (2019 - December 2019 to September 2028).

4. CAPITAL ASSETS

			2020			2019
	Cost		cumulated nortization	١	Net Book Value	 let Book Value
Computer equipment Computer software Office furniture and equipment Leasehold improvements	\$	442,822 180,422 582,052 1,079,023	\$ 392,503 163,267 268,491 579,382	\$	50,319 17,155 313,561 499,641	\$ 40,887 22,290 340,610 550,109
	\$	2,284,319	\$ 1,403,643	\$	880,676	\$ 953,896

Notes to the Financial Statements June 30, 2020

5. ANNUAL DUES

Annual dues are made up of the following:

	<u>2020</u>	<u>2019</u>
Interns	\$ 394,939	\$ 320,645
Practicing	2,739,290	2,350,915
Retired	40,016	45,021
Students	16,255	15,800
	\$ 3,190,500	\$ 2,732,381

6. COMMITMENT

The Association has entered into a lease agreement for its office premises expiring in January 2027 with annual lease payments of \$217,000.

7. CAPITAL MANAGEMENT

The Association defines capital as its net assets and it is not subject to any externally imposed capital requirements, which are unchanged from the prior year.

The Association's objectives when managing capital are:

- a. To safeguard its ability to continue as a going concern, and
- b. To continue to meet its obligations under the Act

The Association manages its capital by following the Asset Protection & Risk Management policy while adhering to:

- a. Consideration of economic conditions and the risk characteristics of underlying assets;
- b. Establishment of annual operating and capital budgets and monitoring related performance
- c. Establishment of rolling performance objectives for excess of revenue over expense and cash flow and monitoring related performance
- d. Maintaining liquid assets at least sufficient to fund operating expenses as they arise; and
- e. Controlling operating expenses relative to available revenue.

Notes to the Financial Statements June 30, 2020

8. FINANCIAL INSTRUMENT RISK MANAGEMENT

Financial risk

Financial risk is the risk to the Association's earnings that arises from fluctuations in interest rates earned on investments, and the degree of volatility of these rates. The Association does not use derivative instruments to reduce its exposure to interest rate risk.

Credit risk

Credit risk arises from the potential that a counterparty will fail to perform its obligations. Credit risk on short-term investments is managed by placing the investment portfolio with a major Canadian financial institution.

Liquidity risk

Liquidity risk is the risk that the Association will not be able to meet its obligations as they fall due. The Association maintains adequate levels of working capital to ensure all its obligations can be met when they fall due. Investments are also held in securities that can be liquidated within a few days notice.

8. FINANCIAL INSTRUMENT RISK MANAGEMENT

Equity market risk

Equity market risk is the potential for financial loss from price changes or volatility in equity markets. The Associations investments in Canadian and Foreign equities and bonds are subject to equity market risk which is mitigated through portfolio diversification.

Foreign exchange risk

Foreign exchange risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Association is exposed to foreign exchange risk since it holds a portion of its investments in foreign equities. The Association does not use derivative instruments to reduce its exposure to foreign exchange risk.

Notes to the Financial Statements June 30, 2020

9. RECENT DEVELOPMENTS

In March 2020, the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, and any related adverse public health developments, have adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It has also disrupted the normal operations of many businesses, including that of the Association. At this time it is not possible for the Association to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Association's business. Early effects during the 2020 fiscal year included volatility in the markets affecting the Association's investment portfolios, and cancellation of major events and travel plans.

10. COMPARATIVE FIGURES

Certain of the prior year comparative figures have been reclassified to conform to the current year's presentation.

Changes in Members' Roll and Members in Training Year Ended June 30, 2020

(Unaudited)

Members on Roll Members on Roll, June 30, 2019 6,844 Reinstatements 2 Reinstatements - Mobility 29 Registrations - Mobility 290 Transferred from Temporary Licensees 3 Transferred from Intern 169 493 Deceased 17 7,337 Deceased 17 7,337 Withdrawn 276 276 Written-off 332 625 Members on Roll, June 30, 2020 6,712 Interns on Roll Interns on Roll, June 30, 2019 1,651 Reinstatements 10 New from applications New from applications 210 Assessment program Deceased 1 1 Transferred to Member 169 Withdrawn Withdrawn 32 2,024 Deceased 1 1 Interns on Roll, June 30, 2020 1,738 Temporary Licenses on Roll Licensees on Roll, June 30, 2019 19 New			1
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