ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF THE PROVINCE OF MANITOBA

O/A ENGINEERS GEOSCIENTISTS MANITOBA

INDEPENDENT AUDITOR'S REPORT

FINANCIAL STATEMENTS

JUNE 30, 2023

ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF THE PROVINCE OF MANITOBA O/A ENGINEERS GEOSCIENTISTS MANITOBA FINANCIAL STATEMENTS JUNE 30, 2023 INDEX

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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, 2023, and the statement of operations, changes in net assets, and cash flows for the year then ended, and the notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Association as at June 30, 2023, and its results of operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. 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.

Other Matter

The financial statements for the year ended June 30, 2022, were audited by another auditor who expressed an unqualified opinion on those financial statements on September 15, 2022.

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 Canadian accounting standards for not-for-profit organizations 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 generally accepted auditing standards 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 generally accepted auditing standards, 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.

Winnipeg, Manitoba September 14, 2023 CHARTERED PROFESSIONAL ACCOUNTANTS INC.

THE ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF THE PROVINCE OF MANITOBA O/A ENGINEERS GEOSCIENTISTS MANITOBA STATEMENT OF FINANCIAL POSITION JUNE 30, 2023

		<u>2023</u>	<u>2022</u>
ASSETS			
CURRENT ASSETS Cash Accounts receivables Government remittances receivable Prepaid expenses Investments (Note 3)	\$	1,888,931 106,084 13,967 103,060 735,424	1,877,664 150,638 28,610 113,474 <u>185,296</u>
		2,847,466	2,355,682
INVESTMENTS (Note 3)		3,825,024	3,660,459
CAPITAL ASSETS (Note 4)	_	1,250,326	1,340,526
LIABILITIES	\$	7,922,816	7,356,667
CURRENT LIABILITIES Accounts payable and accrued liabilities (Note 5) Deferred revenue (Note 6)	\$	329,748 2,327,579 2,657,327	463,388 <u>2,262,327</u> 2,725,715
NET ASSETS		2,037,321	2,123,113
Unrestricted Invested in capital assets Internally restricted	 \$	2,336,435 1,250,326 <u>1,678,728</u> 5,265,489 7,922,816	1,606,141 1,340,526 <u>1,684,285</u> <u>4,630,952</u> <u>7,356,667</u>

APPROVED ON BEHALF OF COUNCIL:

President

Chief Executive Officer/Registrar

THE ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF THE PROVINCE OF MANITOBA O/A ENGINEERS GEOSCIENTISTS MANITOBA STATEMENT OF OPERATIONS YEAR ENDED JUNE 30, 2023

		<u>2023</u>	<u>2022</u>
REVENUE			
Annual dues (Note 7)	\$	3,768,481	3,624,257
Annual certificates and licenses		506,788	484,243
Application assessment and administration		213,328	224,794
Meetings and events		132,624	170,182
Province of Manitoba grants		148,000	83,350
Examination fees		84,240	63,700
Other	_	56,220	45,686
	_	4,909,681	4,696,212
EXPENSES			
Advertising and promotion		114,943	87,065
Amortization of capital assets		152,204	115,361
Bank and financial charges		120,703	115,980
Certificates and seals		40,235	45,457
Contract and consulting		494,374	586,421
EngCan and GeoCan annual membership		97,695	90,655
Equipment rent and lease		31,681	32,834
Honoraria, awards and incentives		46,469	44,490
Insurance		20,108	16,287
Legal and accounting fees		435,034	337,530
Licenses dues and subscriptions		13,185	16,515
Loss on disposal and forfeitures		3,542	-
Meeting, venue and speaker costs		191,686	109,669
Miscellaneous		5,386	6,905
Office supplies and small tools		17,815	18,358
Office lease and occupancy costs		444,398	437,409
Payroll taxes, insurance and processing fees		131,607	126,458
Postage and delivery		34,483	25,689
Printing and reproduction		19,816	30,671
Salaries and benefits		2,059,661	2,050,745
Secondary professional liability insurance program		38,064	35,540
Sponsorships funding and support		156,350	136,537
Staff and governance training Telecommunications, computers and internet		19,200 49,699	38,718 49,299
Travel	_	49,699 22,085	49,299 <u>9,294</u>
	_	4,760,423	4,563,887
EXCESS OF REVENUE OVER EXPENSES BEFORE			
INVESTMENT REVENUE (EXPENSES)		149,258	132,325
INVESTMENT REVENUE (EXPENSES)			
Realized		309,245	170,454
Unrealized		230,735	(191,485)
Investment transaction and portfolio management fees	_	<u>(54,701</u>)	(57,213)
		485,279	(78,244)
EXCESS OF REVENUE OVER EXPENSES	\$_	634,537	54,081

THE 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, 2023

		INTERNALLY RESTRICTED								
	<u>Unrestricted</u>	Invested in capital assets	Committee reserve	Long-term <u>reserve</u>	<u>Hearings</u>	Discipline <u>by-law</u>	Association centennial	Indigenous outreach	Governance <u>review</u>	<u>2023</u>
NET ASSETS, BEGINNING OF YEAR	\$ 1,606,141	1,340,526	6,757	1,200,000	25,000	250,000	92,158	35,233	75,137	4,630,952
Excess (deficiency) of revenue over expenses for the year	793,902	(153,808)	(6,757)	-	-	-	1,200	-	-	634,537
Acquisition of capital assets	(63,608)	63,608	<u> </u>							
NET ASSETS, END OF YEAR	\$ <u>2,336,435</u>	1,250,326	<u> </u>	1,200,000	25,000	250,000	93,358	35,233	75,137	<u>5,265,489</u>

			INTERNALLY RESTRICTED							
	<u>Unrestricted</u>	Invested in capital assets	Committee reserve	Long-term <u>reserve</u>	<u>Hearings</u>	Discipline <u>by-law</u>	Association centennial	Indigenous outreach	Governance <u>review</u>	<u>2022</u>
NET ASSETS, BEGINNING OF YEAR	\$ 1,914,318	952,624	6,757	1,200,000	25,000	250,000	92,940	35,233	100,000	4,576,872
Excess (deficiency) of revenue over expenses for the year	195,086	(115,361)	-	-	-	-	(782)	-	(24,863)	54,080
Acquisition of capital assets	(503,263)	503,263		<u> </u>				<u> </u>	<u> </u>	<u> </u>
NET ASSETS, END OF YEAR	\$ <u>1,606,141</u>	1,340,526	6,757	1,200,000	25,000	250,000	92,158	35,233	75,137	4,630,952

THE ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF THE PROVINCE OF MANITOBA O/A ENGINEERS GEOSCIENTISTS MANITOBA STATEMENT OF CASH FLOWS YEAR ENDED JUNE 30, 2023

		<u>2023</u>	<u>2022</u>
CASH PROVIDED BY (USED IN):			
OPERATING ACTIVITIES Excess of revenue over expenses for the year Add non-cash item(s):	\$	634,537	54,081
Amortization of capital assets Unrealized (gain) loss on investments Loss on disposal of capital assets	_	152,204 (230,735) <u>1,604</u>	115,361 191,485
Change in non-cash working capital: Accounts receivables Government remittances receivable Prepaid expenses Payables and accruals Deferred revenue	_	557,610 44,553 14,643 10,414 (133,640) <u>65,252</u> 558,832	360,927 (102,974) (11,559) 44,881 (256,276) <u>118,436</u> 153,435
INVESTING ACTIVITIES Net acquisition of investments Purchase of capital assets	_	(483,958) (63,608)	41,723 (503,263)
CHANGE IN CASH		(547,566) 11,266	<u>(461,540)</u> (308,105)
CASH, BEGINNING OF YEAR CASH, END OF YEAR	\$	1,877,665 1,888,931	<u>2,185,770</u> <u>1,877,665</u>

1. ACCOUNTING ENTITY

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 not-for-profit organization exempt from taxes under the Income Tax Act.

2. SIGNIFICANT ACCOUNTING POLICIES

The financial statements have been prepared in accordance with Canadian accounting standards for not-for-profit organizations.

An underlying assumption of the preparation of financial statements in accordance with Canadian accounting standards for not-for-profit organizations is that the entity will continue for the foreseeable future and will be able to realize its assets and discharge liabilities in the normal course of operations.

The financial statements include the following significant accounting policies:

(a) Description of Funds

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.

Internally restricted net assets

Committee reserve fund

The Committee reserves net assets report appropriations to fund specified committee and subcommittee activities. Appropriations to and from the fund are made at the discretion of Management. The opening balance was the net surplus from a past MCWESTT conference and was reserved for the organizing committee's use in hosting a future conference. In January 2023, Management discussed the potential for future use, and it was determined that there were no further plans to host a conference. Management decided to wrap up the fund.

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 the Council's discretion.

Hearing fund

The Hearing 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.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(a) Description of Funds (continued)

Internally restricted net assets (continued)

Discipline by-law fund

The Discipline by-law fund was established by Council for the purpose of administering and enforcing the discipline provision 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.

Association centennial fund

The Association centennial net assets report appropriations to to fund the Association's centennial year events. Appropriations to and from the net assets occur at Council's discretion. The increase of \$1,200 was a result of a vendor credit that was issued during the 2023 fiscal year, because of an error made on the design of a magnetic calendar which had been expensed in a prior year.

Indigenous outreach fund

Council approved a dues increase in the 2018-2019 fiscal year, which was allocated for the purpose of initiating a new Indigenous outreach program.

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. The funds are reserved for for special initiatives outside of the program's regular annual operating budget.

Governance review

At the request of Council, this fund was established through the Finance Committee in the spring of 2021 to set aside the estimated amount required to review the governance structure of the Association.

(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 related expenses are incurred.

Unrestricted contributions are recognized as revenue when they are received or receivable, and when collectible is reasonably assured.

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 1 through December 31.

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.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(b) Revenue Recognition (continued)

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 in the period in which it was earned.

(c) Capital assets

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

Computer equipment	33% declining basis
Computer software	33% declining basis
Office furniture and equipment	10% declining basis
Leasehold improvements	10% declining basis

Construction in progress is not amortized until available for use.

(d) Financial instruments

Financial instruments held by the Association include cash, accounts receivable, investments and accounts payable and accrued liabilities. The Association initially measures its financial instruments at fair value and subsequently measures its financial instruments at amortized cost (except investments). Amortized cost is the amount at which the financial instrument is measured at initial recognition, less principal repayments, plus or minus the cumulative of any difference between that initial amount and the maturity amount, and minus any reduction for impairment.

The Association subsequently measures investments at fair value without any adjustments for transaction costs that may incur on sale or other disposal, with gains and losses recognized in operations.

(e) Use of estimates

The preparation of the financial statements in accordance 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 at the date of the financial statements and the reported amounts of revenues and expenses during the year.

Estimates include the amounts payable for services not billed yet at the time these financial statements were approved and the estimated useful life of capital assets. Actual results could differ from management's best estimates as additional information becomes available in the future.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(f) Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into Canadian dollars at the year-end exchange rate. Revenue and expenses are translated at the rate in effect on the settlement date. Foreign exchange gains and losses are recorded in the statement of operations.

(g) Contributed services and donated materials

Contributed services are not recognized in the financial statements because of the difficulty in determining the fair market value.

Contributions of donated materials are recognized both as contributions and expenses in the statement of operations when a fair value can be reasonably estimated and when the materials are used in the normal course of the Association's operations and would otherwise have been purchased.

3. INVESTMENTS

	<u>2023</u>	<u>2022</u>
Bonds and guaranteed income certificates Securities	\$ 1,755,700	924,230
Canadian Foreign	 1,246,987 1,557,761	1,744,282 1,177,243
Less: maturing within 12 months	 4,560,448 <u>(735,424</u>)	3,845,755 <u>(185,296</u>)
	\$ 3,825,024	3,660,459

Bonds and guaranteed investment certificates bear interest ranging from 1.24% to 5.41% (2022 - 1.16% to 4.34%) with maturities from November 2023 - July 2029 (2022 - November 2022 to July 2029).

4. CAPITAL ASSETS

		2023		<u>2022</u>		
			Accumulated		Accumulated	
		<u>Cost</u>	Amortization	<u>Cost</u>	Amortization	
Computer equipment	\$	471,129	417,853	456,283	409,798	
Computer software		162,218	154,066	165,212	153,652	
Office furniture and equipment		671,820	362,734	651,509	329,701	
Leasehold improvements		1,664,220	784,408	1,218,456	691,682	
Construction in progress	_	-	<u> </u>	433,899		
	_	2,969,387	1,719,061	2,925,359	1,584,833	
Net book value		\$ <u>1,2</u>	<u>:50,326</u>	1,3	<u>40,526</u>	

Construction in progress related to renovations on the second-floor office which was completed and ready for use in August 2022. At this time, the balance was transferred to leasehold improvements and amortization began.

5. ACCOUNTS PAYABLE

	<u>2</u>	<u>023</u>	<u>2022</u>
Accounts payable	\$	122,525	228,088
Accrued liabilities		173,960	184,831
Deposits payable		1,500	1,000
Other payables		19,929	33,541
Credit card payable		11,834	15,928
	\$	329,748	463,388

6. DEFERRED REVENUE

Deferred revenue for annual dues are yearly membership fees recognized into revenue over the course of the membership year. Deferred exam fees or fees collected for exams that will occur in the future. Deferred revenue is comprised of the following:

	<u>2023</u>	<u>2022</u>
Deferred annual dues Deferred exam fees	\$ 2,307,559 20,020	2,244,127 18,200
	\$ 2,327,579	2,262,327

7. ANNUAL DUES

Annual dues are made up of the following:

	<u>2023</u>	<u>2022</u>
Interns	\$ 596,464	498,627
Practicing	3,156,088	3,108,698
Seniors	2,723	1,702
Students	 13,206	15,230
	\$ 3,768,481	3,624,257

8. COMMITMENTS

The Association has entered into lease agreements for its office premises, photocopiers, postage equipment and internet services which have expiry dates up to January 2027. Commitments for the next 5 years are as follows:

2024	\$ 262,891
2025	260,009
2026	260,009
2027	154,822
2028	 3,240
	\$ 940,971

9. FINANCIAL RISK MANAGEMENT

(a) Credit risk

Credit risk is the risk that the Association will incur a loss due to the failure by its debtors to meet their contractual obligations. Financial instruments that potentially subject the Association to significant concentrations of credit risk consist primarily of cash and cash equivalents, restricted cash, receivables, loan receivable and investments. The Association is not exposed to significant credit risk as cash and cash equivalents are held in operating accounts, receivables are typically paid when due, and investments at June 30, 2023, are managed with a major Canadian financial institution.

(b) 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 by maintaining a portion of its investments in highly liquid investments.

(c) Interest rate risk

Interest rate cash flow risk is the risk that changes in market interest rates may have an effect on the cash flows associated with some financial instruments. Interest rate price risk is the risk that changes in market interest rates may have an effect on the fair value of other financial instruments. It is management's opinion that the Association is exposed to interest rate risk associated with its cash and investments; however, this risk is low.

(d) 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.

(e) Other price risk

Other price risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk of currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market. The Association is exposed to other price risk through its investments in equities for which the value fluctuates with the quoted market price. The Association mitigates this risk by investing in diversified, low volatility bond and equity funds.

10. COMPARATIVE FIGURES

Certain of the comparative figures have been reclassified to reflect the financial statement presentation adopted for the current year.

THE ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF THE PROVINCE OF MANITOBA O/A ENGINEERS GEOSCIENTISTS MANITOBA CHANGES IN MEMBERS' ROLL AND MEMBERS IN TRAINING YEAR ENDED JUNE 30, 2023 (Unaudited)

Members on Roll Members on Roll, June 30, 2022		6,746
Reinstatements Reinstatements - mobility Registration - mobility Transferred from temporary licensees	10 44 318 1	
Transferred from intern	187	<u>560</u> 7,306
Deceased Withdrawn Written-off	10 305 _ <u>151</u>	466
Members on Roll, June 30, 2023	<u> 131</u>	<u> </u>
Interns on Roll Interns on Roll, June 30, 2022		2,177
Reinstatements New from applications Transferred from assessment program	19 230 <u>407</u>	656
Deceased Transferred to member Withdrawn Written-off	2 187 55 <u>84</u>	2,833 <u>328</u>
Interns on Roll, June 30, 2023		2,505
Temporary Licenses on Roll Licensees on Roll, June 30, 2022		14
New from applications	12	<u>12</u> 26
Expired Transferred to member Withdrawn	13 1 	14
Licensees on Roll, June 30, 2023		12
Specified Scope of Practice Licensees on Roll Specified Scope of Practice Licensees on Roll, June 30, 2022		24
Reinstatements New from applications New from applications - mobility	1 3 2	<u>6</u> 30
Withdrawn Written-off	- 1	1
Specified Scope of Practice Licensees on Roll, June 30, 2023		29