

## Information for Certificate of Authorization Application

It is a requirement of *The Engineering and Geoscientific Professions Act* that any corporation, partnership, or other legal entity which contracts to, or otherwise engages in the provision of services which constitute the practice of professional engineering or practice of professional geoscience, directly or indirectly, must hold a Certificate of Authorization issued by the Association. A condition of the Certificate of Authorization is that the entity must have professional liability insurance coverage. A sole proprietorship (ie. not an incorporated entity) is not required to hold a Certificate of Authorization.

However, if the sole proprietor does not have professional liability insurance coverage in the same amounts and on the same terms and conditions as are required for a Certificate of Authorization, he or she must notify the client of the absence of such insurance and must, before proceeding, also obtain written authorization from each client to provide the professional services being contracted.

### Categories of Entities

For the purposes of distinguishing “one person” corporations for fee consideration, and to identify corporations which are not required to hold a Certificate of Authorization, the Association has established the following three categories of entities.

#### **Practising Entity (Type PE)**

A practising entity is a partnership, corporation, agency and other entity which does not meet all of the criteria of either Type SP or Type OE. This category includes those organizations that offer professional services to clients or customers, directly or indirectly, in which:

- Less than 50 percent of the partnership, corporation or other entity is owned by a single professional engineer or professional geoscientist or licensee; or
- Less than 100 percent control over the partnership, corporation, or other entity is exercised by a single professional engineer or professional geoscientist or licensee who has an ownership position in the partnership, corporation or entity; or
- More than one professional engineer or professional geoscientist takes responsibility for the professional work done by the partnership, corporation, or other entity; or
- The partnership, corporation, or other entity has five or more full or part-time employees.

This category also includes an entity which:

- Does not consume all professional services internally in the creation of the product that the operating entity sells; or
- Offers or provides professional services directly to anyone (person or company) outside the operating entity for a fee or other consideration.

#### **Sole Practitioner Entity (Type SP)**

A sole practitioner entity is a partnership, corporation or other entity which practices professional engineering or professional geoscience where:

- A single professional engineer or professional geoscientist or licensee who has an ownership position in the partnership, corporation or other entity exercises 100 percent control over the partnership, corporation or other entity; and,
- Sole responsibility for all of the professional work done by the partnership, corporation, or other entity is taken by the single professional engineer or professional geoscientist or licensee who owns the majority of the partnership, corporation or other entity; and,

- No other professional engineer or professional geoscientist or licensee is an employee, a partner, or an owner of the partnership, corporation, or other entity;
- Substantially all (more than 95 percent, on an annual basis) of the professional work done by the partnership, corporation, or other entity is carried out by the sole practitioner.

### **Operating Entity (Type OE)**

An operating entity is a partnership, corporation, agency, or other entity where:

- All professional services are consumed internally in the creation of the product that the operating entity sells; and,
- No professional services are offered directly to anyone (person or company) outside the operating entity for a fee or other consideration.
- The OE category is for manufacturers and those companies using engineering to make a product. For example, an electric motor, manufactured and listed in a catalog. The consumer picks a product from a company's catalog of items for sale.

Type OE entities which do not provide professional engineering or professional geoscientific services in addition to goods or products are not required to hold a Certificate of Authorization. the electric motor example above applies.

Type OE entities which provide professional engineering or professional geoscientific services as a selling feature to the consumer of a manufactured item, piece of equipment, product, or facility are required to hold a Certificate of Authorization. For example, energy companies, pipeline manufactures, temporary structure rental companies, grain terminal design builders, sign manufacturers, etc. Any company offering to design, manufacture, install, commission, measure, and maintain, or provide similar advice for their product must hold a Certificate of Authorization.

Companies must demonstrate that they use the expertise of licensed practitioners and have appropriate insurance to guard against the risk of losses to the citizens of Manitoba.

### **Fees**

The Application Fee must be submitted with the Certificate of Authorization application form, for your application to be reviewed. Once your application has been approved, the Authorized Designate will be contacted with a pro-rated notice specifying the amount due to activate the Certificate of Authorization.

Please see the Association website for fees.

### **Professional Liability Insurance**

Information on the professional liability insurance requirements for the Certificate of Authorization is provided in a separate document entitled "Liability Insurance Requirements for a Certificate of Authorization".

Please note that professional liability insurance is different than both comprehensive general liability insurance and product liability insurance.

### **Period of the Certificate**

Certificates of Authorization expire annually on April 30th. Renewal forms are sent to all Certificate of Authorization holders the first week of March. Renewal payment or written resignations must be received by mid April.

## **Legislation Requirements**

The following are some of the applicable excerpts from *The Engineering and Geoscientific Professions Act* and the By-laws of the Association dealing with the Certificate of Authorization.

### **The Engineering and Geoscientific Professions Act**

**“certificate of authorization”** means the certificate issued under the seal of the association certifying that a partnership, corporation, or other legal entity is entitled to practice professional engineering or professional geoscience within the province through partners or employees who are members, or licensees.

**“holder of a certificate of authorization”** means a partnership, corporation or other legal entity other than a natural person that holds a valid and subsisting Certificate of Authorization.

**“person”** means a natural person, partnership, corporation, unincorporated Association, unincorporated organization, trustee, executor, administrator, or other legal personal representative of a natural person.

#### ***Prohibitions on practice***

57 Except as otherwise provided in this Act, no person who is not a member, a holder of a Certificate of Authorization, or a licensee shall,

- a) engage in the practice of professional engineering or the practice of professional geoscience within the province; or
- b) act in such a manner as to lead any other person to believe that they are authorized to engage in the practice of professional engineering or professional geoscience within the province.

#### ***Prohibition on contracting with corporations and partnerships***

59 No person shall knowingly engage, employ or contract with any person, other than a member or licensee, that does not hold a certificate of authorization for any work that requires the practice of professional engineering or professional geoscience.

#### ***Group practice permitted***

16(1) A partnership, corporation or other legal entity may, in its own name, practice professional engineering or professional geoscience if

- a) it has the legal capacity to engage in the practice of professional engineering or professional geoscience;
- b) the practice is carried on by or under the direct personal supervision of a member or licensee who
  - (i) assumes professional responsibility for the practice, and
  - (ii) is a partner or full-time employee of the partnership or a full-time employee of the corporation or other entity;
- (b.1) the practice is subject to any restriction imposed on the practice of the member or licensee who is performing the work on behalf of the partnership, corporation or other entity;
- c) the practice of professional engineering or professional geoscience is subject to the same standard of professional conduct as if the practice of professional engineering or professional geoscience were provided by a member or licensee of the Association; and
- d) such practice will not give rise to unauthorized practice or otherwise lead to circumvention of this Act;

provided that such partnership, corporation or other legal entity, at the time it conducts the practice of professional engineering or professional geoscience, is the holder of a valid and subsisting Certificate of Authorization.

## **Qualifications for Certificate of Authorization**

16(2) No person is entitled to hold a Certificate of Authorization, unless such person

- a) is a partnership, corporation or other legal entity other than a natural person;
- b) submits to the Registrar an application in the prescribed form containing
  - (i) evidence of the legal status of the partnership, corporation or other entity,
  - (ii) the name or names and addresses of the members or licensees who are designated by the holder of the Certificate of Authorization as being in charge of the practice of professional engineering or of professional geoscience on its behalf,
  - (iii) the identity of the person or persons whose responsibility it will be to ensure that this Act and the by-laws are complied with by the holder of the Certificate of Authorization, and
  - (iv) the address of its head office and any office in which the practice of professional engineering and/or the practice of professional geoscience in Manitoba will be carried out;
- c) pays such fees or dues as are prescribed by the by-laws;
- d) submits evidence of agreement to abide by the code of ethics prescribed by the by-laws;
- e) complies with such requirements as the council, taking into account the public interest, may establish from time to time respecting
  - (i) the amounts, terms and conditions of professional liability insurance coverage to be maintained by a partnership, corporation or other legal entity,
  - (ii) alternatives to professional liability insurance coverage for a partnership, corporation or other legal entity that provides coverage which is substantially the same or greater than that which would be provided by professional liability insurance for the legal entity, and
  - (iii) disclosure of the nature and extent of professional liability insurance coverage or any alternative to such coverage maintained by a partnership, corporation or other legal entity, or one or more of its partners, employees or members, and provides evidence of compliance as required by the council; and
- f) complies with such other terms and conditions as may be imposed in accordance with this Act or the by-laws.

## **By-Laws of Engineers Geoscientists Manitoba**

### **12.1.4 Certificates of Authorization**

#### **12.1.4.1 Form**

The certificate of authorization issued to each holder will have the name of the legal entity inscribed thereon stating that the entity is entitled to engage in the practice of professional engineering, or professional geoscience as the case may be, in the Province of Manitoba for the time period stated thereon.

#### **12.1.4.2 Validity**

The certificate of authorization shall not be valid unless it bears a sticker issued by the association for the current registration period.

#### **12.1.5 Ownership**

Each certificate issued by the association shall remain the property of the association and shall be returned to the registrar upon the suspension or cancellation or non-renewal of the certificate of authorization.

### **12.3 Stamp: Certificate of Authorization**

The form of identification to be placed upon any document that is to be sealed by any holder of a certificate of authorization shall include the identity of the holder and a number on the manual stamp issued or authorized by the association. The image of the stamp may be reproduced by the holder of the certificate of authorization and incorporated into electronic documents.