



## DECLARATION REGARDING CANADIAN OWNERSHIP AND CONTROL: CMPA BOARD OF DIRECTORS

All CMPA members seeking appointment to the Board of Directors or to serve as a Committee Chair or Vice-Chair must complete the below supplemental declaration affirming the member company's compliance with the Canadian ownership and control standards set out in section 2.1 of the [CMPA By-Laws](#) as that term is defined and interpreted in the *Investment Canada Act*.

***\*This declaration is to be completed by a person with direct knowledge of the member company's ownership and control structure. If this individual is not the CMPA member representative, this supplemental declaration must be co-signed by the CMPA member and the person with direct knowledge of same.***

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### 1. Member Company Information

Member Company: \_\_\_\_\_

Member Company  
Representative: \_\_\_\_\_

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### 2. Declaration Regarding Canadian Ownership and Control

I, the undersigned, hereby declare the following with respect to the member company named above:

- That the member company is incorporated or continued under the laws of Canada or a province of Canada;
- That the member company is **Canadian-owned and controlled**, as that term is understood and interpreted under the [Investment Canada Act \(ICA\)](#), R.S.C. 1985, c. 28 (1<sup>st</sup> Supp.), including its regulations and relevant case law.
- Specifically, I confirm that:
  - A majority of the voting interests in the company are held by Canadian citizens or permanent residents;
  - A majority of the board of directors (or equivalent governing body) are Canadian citizens or permanent residents;

- No non-Canadian individual or entity exercises *de facto*<sup>1</sup> control over the strategic decision-making, operations, or governance of the company.
  - By affixing my signature below, I confirm that I understand the membership eligibility requirements or, alternatively, that I have obtained advice regarding the membership eligibility requirements.
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### 3. Purpose of Declaration

This declaration is provided for the purpose of establishing the member's eligibility for:

- Appointment to the **CMPA Board of Directors**, and/or
- Appointment as **Chair or Vice-Chair of a CMPA Committee**,

in accordance with CMPA By-Laws and governance policies requiring such positions to be held by individuals representing Canadian-owned and -controlled member companies.

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### 4. Certification

#### **(A) Completed by an individual with direct knowledge of the company's ownership and control structure:**

I certify that I have direct knowledge of the ownership and governance structure of the above-named company, and that the information provided herein is true and complete to the best of my knowledge.

**Name:** \_\_\_\_\_

**Title/Position:** \_\_\_\_\_

**Signature:** \_\_\_\_\_

**Date:** \_\_\_\_\_

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<sup>1</sup> **De facto control** refers to control that exists in practice, even if not through legal ownership or formal agreements. It includes the ability to influence or direct a company's key decisions—such as its finances, operations, or strategic direction—through influence, relationships, or other means, even without holding a majority of voting shares.

**(B) If the declarant above is not the representative of the CMPA member company, the CMPA member shall co-sign this declaration below:**

As the official CMPA representative for the above-named company, I confirm and adopt the contents of this declaration.

**CMPA Member Name:** \_\_\_\_\_

**Title/Position:** \_\_\_\_\_

**Signature:** \_\_\_\_\_

**Date:** \_\_\_\_\_

### **5. Undertaking – Change of Material Circumstances**

The declarant(s) undertake to notify the CMPA of any material change in circumstances that may affect the member company's ongoing eligibility for membership, including any change in its ownership and control.

**Signature:** \_\_\_\_\_

**Date:** \_\_\_\_\_

**Signature:** \_\_\_\_\_

**Date:** \_\_\_\_\_