Combined Financial Statements **December 31, 2019**



Independent auditor's report

To the Members of Multiple Sclerosis Society of Canada

Our opinion

In our opinion, the accompanying combined financial statements present fairly, in all material respects, the combined financial position of Multiple Sclerosis Society of Canada (the Society) as at December 31, 2019 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.

What we have audited

The Society's combined financial statements comprise:

- the combined statement of financial position as at December 31, 2019;
- the combined statement of operations for the year then ended;
- the combined statement of changes in net assets for the year then ended;
- the combined statement of cash flows for the year then ended; and
- the notes to the combined financial statements, which include a summary of significant accounting policies.

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 combined financial statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Society in accordance with the ethical requirements that are relevant to our audit of the combined financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

Responsibilities of management and those charged with governance for the combined financial statements

Management is responsible for the preparation and fair presentation of the combined 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 combined financial statements that are free from material misstatement, whether due to fraud or error.



In preparing the combined financial statements, management is responsible for assessing the Society'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 Society or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the combined financial statements

Our objectives are to obtain reasonable assurance about whether the combined 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 combined 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 combined 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 Society'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 Society'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 combined 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 Society to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the combined financial statements, including the disclosures, and whether the combined financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



• Obtain sufficient appropriate audit evidence regarding the combined financial information of the entities or business activities within the Society to express an opinion on the combined financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

Pricewaterhouse Coopers LLP

Chartered Professional Accountants, Licensed Public Accountants

Toronto, Ontario May 27, 2020

Combined Statement of Financial Position

As at December 31, 2019

(in thousands of dollars)		
	2019 \$	2018 \$
Assets		
Current assets Cash	0.122	15 640
Accounts receivable (note 6) Prepaid expenses and supplies	9,122 4,705 1,252	15,649 4,220 1,096
Tropola onpolices and supplies	15,079	20,965
Investments (note 3)	13,522	8,655
Capital assets (note 4)	1,156	1,656
Intangible assets (note 5)	672	1,059
	30,429	32,335
Liabilities		
Current liabilities Accounts payable and accrued liabilities (note 9) Research grants payable Payable to Multiple Sclerosis Scientific Research Foundation (note 6) Deferred revenue Deferred lease inducement	3,485 4,729 2,797 1,969 67	3,423 5,260 2,513 2,164 87
	13,047	13,447
Deferred lease inducement	168	235
Deferred capital contributions	734	871
Research grants payable (note 7)	3,317	3,806
	17,266	18,359
Net Assets		
Restricted for endowment purposes	587	605
Internally restricted for research programs	4,197	4,197
Internally restricted for other purposes	1,564	1,735
Unrestricted	6,815	7,439
	13,163	13,976
	30,429	32,335
Commitments (note 11)		
Approved by the Board of Directors		
DirectorValur	ie Hussey	Director

Combined Statement of Operations

For the year ended December 31, 2019

(in thousands of d

	2019 \$	2018 \$
Revenue Leadership giving activity Bequests endMS campaigns Corporate and Individual Giving, Major Donors Grants from governments Grants from pharmaceutical companies Other grants	2,367 4,427 3,903 1,319 516 670	3,107 3,790 3,737 1,210 482 533
Signature events Direct marketing Local fundraising initiatives Partnership events and campaigns I Challenge MS Gaming United Way and HealthPartners Public awareness activities Sale of goods Miscellaneous Memberships Investment income	13,202 16,878 11,216 3,913 2,582 1,850 1,539 877 456 137 597 13	12,859 17,376 11,295 4,216 3,194 1,431 1,319 1,025 529 142 611 27 784
Fundraising expenditures Leadership giving Signature events Direct marketing Local fundraising initiatives Partnership events and campaigns I Challenge MS Indirect fundraising Gaming Cost of goods sold	2,080 6,777 7,878 2,511 186 318 2,677 211 91	54,808 1,887 6,349 8,017 2,345 895 353 2,176 160 95
Program and administration expenditures Programs and services Research (note 6) Research – endMS campaigns (note 6) Public education and awareness Chapter and volunteer support and development Government and community relations Administration	7,608 6,026 4,614 5,086 3,242 1,319 4,969 32,864	7,560 5,817 3,978 5,020 3,282 1,298 4,806 31,761
(Deficiency) surplus of revenue over expenditures before the undernoted	(1,518)	770
Gain on sale of real estate (note 13)	222	-
Research grant to Multiple Sclerosis Scientific Research Foundation (note 13)	(222)	-
Fair value change in investments	623	(595)
(Deficiency) surplus of revenue over expenditures for the year	(895)	175

Combined Statement of Changes in Net Assets

For the year ended December 31, 2019

(in thousands of dollars)

					2019
	Restricted for endowment purposes \$	Internally restricted for research programs \$	Internally restricted for other purposes \$	Unrestricted \$	Total \$
Balance – Beginning of year	605	4,197	1,735	7,439	13,976
Endowment contributions	57	-	-	-	57
Deficiency of revenue over expenditures for the year Interfund transfers (note 14) Transfer of net assets Interest earned on endowment	- (100)	- - -	(171) -	(895) 171 100	(895) - -
contributions	25	-	-	-	25
Balance – End of year	587	4,197	1,564	6,815	13,163
					2018
	Restricted for endowment purposes \$	Internally restricted for research programs \$	Internally restricted for other purposes \$	Unrestricted \$	Total \$
Balance – Beginning of year	615	4,197	1,087	7,949	13,848
Endowment contributions Surplus of revenue over expenditures	5	-	-	-	5
for the year Interfund transfers (note 14) Transfer to deferred capital	14	- -	648	175 (662)	175 -
contributions Interest earned on endowment	(35)	-	-	(23)	(58)
contributions	6	-		-	6
Balance – End of year	605	4,197	1,735	7,439	13,976

Combined Statement of Cash Flows

For the year ended December 31, 2019

(in thousands of dollars)		
	2019 \$	2018 \$
Cash provided by (used in)		
Operating activities (Deficiency) surplus of revenue over expenditures for the year Non-cash items Amortization of capital assets Gain on sale of capital assets Amortization of intangible assets Amortization of deferred capital contributions	(895) 507 (222) 551 (134)	175 518 - 561 (149)
Amortization of deferred lease inducements Fair value change in investments Reinvested investment income Change in non-cash working capital (note 10) Research grants payable	(87) (623) (635) (490) (1,020)	(61) 595 (580) 2,365 (392)
	(3,048)	3,032
Investing activities Proceeds on sale of investments Acquisition of investments Acquisition of capital assets Acquisition of intangible assets Proceeds from sale of capital assets	58 (3,667) (163) (164) 250	140 - (219) (940)
	(3,686)	(1,019)
Financing activities Receipt of endowment Deferred capital contributions received Interest earned on endowment contributions	57 125 25	5 7 6
	207	18
Change in cash during the year	(6,527)	2,031
Cash – Beginning of year	15,649	13,618
Cash – End of year	9,122	15,649

Notes to Combined Financial Statements

December 31, 2019

(in thousands of dollars)

1 Nature of operations

The Multiple Sclerosis Society of Canada (MS Society or the Society) is incorporated under the laws of Canada. The Society is a registered charity under the Income Tax Act (Canada) and is therefore exempt from income taxes and may issue official donation receipts for income tax purposes. Its mission is to be a leader in finding a cure for multiple sclerosis (MS) and to enable people affected by MS to enhance their quality of life. The Society operates through a number of incorporated entities that all contribute to a common mission. The Society comprises six divisions, which are Alberta and the Northwest Territories, the Atlantic Provinces, British Columbia and Yukon, Manitoba, Ontario and Nunavut and Saskatchewan, and all of the Chapters within their divisional boundaries, and operates in the Province of Quebec through Affiliation Agreements with a number of incorporated entities.

2 Summary of significant accounting policies

Basis of presentation

These combined financial statements have been prepared in accordance with Canadian accounting standards for not-for-profit organizations (ASNPO).

These combined financial statements represent the assets, liabilities, net assets and operations of the MS Society, its divisions and their Chapters, The Multiple Sclerosis Society of Canada (Quebec Division) and the following incorporated Quebec Chapters:

Abitibi-Témiscamingue Chapter, Banlieue-Ouest Chapter, Bas-Saint-Laurent Chapter, Centre-du-Québec Chapter, Chaudière-Appalaches Chapter, Côte-Nord Chapter, Estrie Chapter, Est-de-Montréal Chapter, Lac-St-Jean Chapter, Lanaudière Chapter, Laurentides Chapter, Laval Chapter, Mauricie Chapter, Montérégie Chapter, Montréal Chapter, Outaouais Chapter, Region-de-Québec Chapter and Saguenay Chapter.

The combined balances are presented after the elimination of inter-organizational balances and transactions.

Revenue recognition

The Society recognizes unrestricted contributions as revenue when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured. Donations and grants received from contributors, which have attached special restrictions on their use, are deferred on receipt and subsequently recognized as revenue when the related specified expenditures are made. Capital contributions are deferred and recognized as revenue on the same basis as the related amortization is recorded in capital expenditures. Other revenue is recognized when earned. Bequests are accounted for when received. Endowment contributions are recognized as direct increases in net assets. Endowment investment income is deferred and recognized as revenue in the year in which the related expenses are recognized.

Notes to Combined Financial Statements

December 31, 2019

(in thousands of dollars)

Financial assets and liabilities

The Society initially measures its financial assets and financial liabilities at fair value. The Society subsequently measures all its financial assets and liabilities at amortized cost with the exception of investments and research grants payable, which have been elected to be measured at fair value. Changes in fair value are recognized in the combined statement of operations.

Financial assets measured at amortized cost include cash, accounts receivable and short-term investments.

Financial liabilities measured at amortized cost include accounts payable and accrued liabilities and amounts payable to the Multiple Sclerosis Scientific Research Foundation (the Foundation).

Investments

The Society's investment activities are governed by investment policies set by the Board of Directors. These policies have strict guidelines as to asset categories and mix in accordance with the risk and return objectives established by the Board of Directors and management. Investments are recorded at fair value, which is determined based on the closing unit price. Changes in fair value are recognized in the combined statement of operations. The funds are professionally managed by advisers associated with a major Canadian chartered bank. The national investment committee, which consists of volunteers with investment management experience, meets with the investment manager on a quarterly basis to review the results of the investments and the portfolio mix.

Capital assets

Purchased capital assets are recorded at cost less accumulated amortization and any impairment in value. Contributed capital assets are recorded at their fair value at the date of contribution. Amortization is provided over the assets' estimated useful lives as follows:

Office and computer equipment Buildings Leasehold improvements 3 years straight-line 20 years straight-line over the life of the lease

Intangible assets

Intangible assets are comprised of computer software, which is recorded at cost, less accumulated amortization and any impairment in value. Computer software assets are amortized using the straight-line method over a period of three years.

Impairment of long-lived assets

When a long-lived asset no longer contributes to the Society's ability to provide services, or the value of future economic benefits or service potential associated with the long-lived asset is less than its net carrying amount, the net carrying amount of the long-lived asset shall be written down to the long-lived asset's fair value or replacement cost.

Notes to Combined Financial Statements

December 31, 2019

(in thousands of dollars)

Research grants payable

Three research review committees, consisting of the Biomedical Committee, the Population & Clinical Health Committee and the Personnel Committee, review and recommend funding of research projects and personnel support on the dual criteria of scientific excellence and relevance to MS. The Medical Advisory Committee provides further advice and oversight and the National Board approves funding to researchers. Research grants payable in future years are recorded as a liability and are expensed in the year of approval. Ongoing monitoring of research progress occurs on a continuing basis as part of an overall commitment to monitoring and accountability. Since research grants are usually multi-year commitments, changes in project commitments are adjusted to the research grant expense in the year they occur.

Deferred lease inducements

Lease inducements received by the Society are deferred and amortized as an adjustment to rent expense over the term of the lease on a straight-line basis.

Funds restricted for endowment purposes

The Society has received funds with externally imposed restrictions stipulating that the resources received be maintained permanently while the investment income on those amounts must be used for specific purposes.

Internally restricted funds

The Society has funds that have been internally restricted by the Board of Directors at the national, divisional or chapter level for the following purposes:

Research program

These funds have been restricted to provide funding for research projects in future years.

Other purposes

These funds have been restricted by divisions for building replacement, working capital and program services.

Interfund transfers are approved by the Board of Directors at the national, divisional or chapter level as appropriate, and in the current year relate primarily to the reclassification of amounts previously restricted for specific internal purposes on the basis that these amounts are no longer required for their original purpose.

Notes to Combined Financial Statements

December 31, 2019

(in thousands of dollars)

Allocation of expenses

The Society provides direct services to people affected by MS, funding for research into the cause of and cure for MS, public education and awareness activities, volunteer development and support, government relations and stakeholder advocacy programs. The costs of each program include the costs of personnel responsible for delivering these programs as well as expenditures that are directly related to conducting these programs.

The Society also incurs costs related to fundraising, administration and governance. Like the program areas, these costs include the costs of personnel with responsibilities in these areas as well as expenditures that are directly related to these activities.

Where personnel have responsibilities relating to more than one functional area, the costs are charged to each area based on time spent on each function. The charges related to personnel costs are reviewed on an annual basis as part of the budgeting process and adjustments are made during the year for significant changes in an individual's area of responsibility.

In addition to these costs, a number of support expenditures are incurred that are shared between all areas. These support expenditures include expenses relating to office equipment, amortization of capital assets, office rent and occupancy costs, insurance, office supplies, outside services (such as payroll processing), telephone system expenses and audit fees. The Society charges all support costs to each area based on the relative head count for each area.

Contributed services and non-capital assets

These combined financial statements do not reflect the substantial value of services and non-capital assets contributed by volunteers and other interested parties.

Use of estimates

The preparation of combined financial statements in accordance with ASNPO requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities as well as the disclosure of contingent assets and liabilities at the date of the combined financial statements and the reported amounts of revenue and expenditures during the reporting period. Actual results could differ from those estimates.

Notes to Combined Financial Statements

December 31, 2019

(in thousands of dollars)

3 Investments

Investments comprise the following:

	2019 \$	2018 \$
Pooled funds held with Phillips, Hager & North		
Mortgage Pension Trust, Series O	1,695	1,442
Bond Fund, Series O	1,815	1,223
High Yield Bond Fund, Series O	² 331	· -
Canadian Equity Fund, Series O	2,009	1,234
Canadian Money Market Fund, Series O	2	9
RBC QUBE Low Volatility Equity Fund	2,102	1,833
S&P 500 Index Exchange-Traded Fund	-	837
RBC QUBE Low Volatile U.S. Equity Fund, Series O	1,329	=
RBC Emerging Markets Equity Fund, Series O	699	467
Short-Term Bond & Mortgage Fund	899	293
RBC Global Equity Focus Fund, Series O	2,124	842
RBC High Yield Bond Fund, Series O	333	408
Funds held by other institutions		
Guaranteed investment certificates	181	64
Other	3	3
	13,522	8,655

For the year ended December 31, 2019, the total return generated by Phillips, Hager & North was 13.5% (2018 – negative 0.01%).

4 Capital assets

			2019	2018
	Cost \$	Accumulated amortization \$	Net \$	Net \$
Office and computer equipment	4,415	4,143	272	358
Buildings	-	-	-	160
Leasehold improvements	3,734	2,850	884	1,138
	8,149	6,993	1,156	1,656

5 Intangible assets

			2019	2018
	Cost \$	Accumulated amortization	Net \$	Net \$
Computer software	5,662	4,990	672	1,059

Notes to Combined Financial Statements

December 31, 2019

(in thousands of dollars)

6 Transactions and balances with the Foundation

The Foundation is an organization established to carry on and promote scientific research in or related to MS. It is incorporated under the Canada Corporations Act and is a registered charity under the Income Tax Act (Canada). The Foundation has a common director with the Society and receives 78% (2018 - 93%) of its revenue from the Society; therefore, the Society is considered to have significant influence over the Foundation. The Society provides overhead and administrative services to the Foundation for an annual charge of \$20 (2018 - \$20).

Included in the transactions with the Foundation is \$nil (2018 – \$230) restricted for the ongoing research funded by the Foundation included in research expenditures and \$4,614 (2018 – \$3,983) restricted for the endMS Campaigns. As at year-end, \$2,797 (2018 – \$2,513) remains payable to the Foundation.

As at year-end, \$1,979 (2018 – \$1,578) is remaining in accounts receivable, which relates to expenses incurred on behalf of the Foundation.

7 Long-term research grants payable

Of the long-term grants for research projects, \$2,558 will be paid in 2021 and \$884 will be paid in 2022. The fair value change in research grants payable was \$126 (2018 – \$161), which has been recorded in research expenses in the combined statement of operations.

8 Allocation of expenses

Shared support expenditures have been allocated as follows:

	2019 \$	2018 \$
Program and administration expenditures Fundraising expenditures	1,677 1,613	1,728 1,487
	3,290	3,215

9 Government remittances payable

As at year-end, the Society had remittances payable to the government of \$166 (2018 - \$166) included in accounts payable and accrued liabilities. This represents payroll withholdings that were deducted in December 2019 and remitted in January 2020.

Notes to Combined Financial Statements

December 31, 2019

(in thousands of dollars)

10 Change in non-cash working capital

	2019 \$	2018 \$
Accounts receivable	(485)	680
Prepaid expenses and supplies	(156)	90
Accounts payable and accrued liabilities	` 62´	229
Payable to the Foundation	284	1,070
Deferred revenue	(195)	296_
	(490)	2,365

11 Commitments

The Society has leased office premises and equipment for terms expiring in various years to 2026. Future minimum lease payments are as follows:

	\$
2020 2021 2022 2023 2024 Thereafter	2,465 1,912 1,348 1,205 811 1,097
	8,838

12 Risk management

Financial instruments that potentially subject the Society to concentrations of credit risk are cash, investments and accounts receivable. The Society places its cash in interest bearing accounts or instruments insured by a Canadian chartered bank. The Society believes an adequate provision has been made for accounts receivable to the extent that collection is doubtful.

Currency risk

The Society is subject to currency risk as the value of its US dollar bank account will fluctuate due to changes in foreign exchange rates. The Society believes it has low exposure to currency risk given the low magnitude and volume of foreign currency transactions.

Interest rate risk

The Society is exposed to interest rate risk as the value of its investments fluctuates in accordance with fluctuations in interest rates. The Society manages its interest rate risk by monitoring the performance of the individual investments and by ensuring compliance by the investment manager with the set investment policies of the organization.

Notes to Combined Financial Statements

December 31, 2019

(in thousands of dollars)

Market risk

Investments are subject to market risk. The Society manages market risk by substantially investing in guaranteed investment certificates and pooled mutual funds that meet specific investment criteria and are designed to adequately diversify the Society's investments to reduce exposure to market risk. Professional investment managers invest and manage the investment portfolio in accordance with the Society's investment policy statement. Investments are recorded at fair value. Fair value estimates are made at a specific point in time and may not be reflective of future value. The Society does not hold or issue financial instruments for trading purposes and does not hold or invest in derivative financial instruments.

13 Sale of real estate

In fiscal 2019, the Society sold a property in Sudbury, Ontario, the gain portion of the proceeds of which were directed to mission related activities in the Multiple Sclerosis Scientific Research Foundation to be utilized in researching treatments for Progressive MS or to slow or halt the progression of MS.

14 Interfund transfers

On June 14, 2019, the Board of Directors approved a net interfund transfer in the amount of \$171 (2018 – \$662) from the internally restricted net assets to unrestricted net assets for strategic initiatives and to restricted for endowment purposes.

15 Subsequent event

Subsequent to year-end, the outbreak of the COVID-19 pandemic has resulted in governments worldwide enacting emergency measures to control the spread of the virus. As a result, the Society has experienced an impact to its workforce and a decline in revenues due to cancellation of community events. These events may have a material impact on the Society's revenue in fiscal 2020.

In addition, global equity markets have experienced significant volatility and weakness. As a result, the Society has experienced significant volatility in the market prices of its equity investments subsequent to year-end. It has not reflected these subsequent conditions in the measurement of its investments as at the year-end date, which were based on quoted market prices for the investments as at December 31, 2019.

As the situation continues to evolve rapidly, the Society is unable to quantify the potential impact this pandemic may have on its combined financial statements. No adjustments have been reflected in the combined financial statements at this time. The Society is currently reviewing its eligibility for government programs that will assist in mitigating the impact of the pandemic on its operations.