Combined Financial Statements **December 31, 2022** 



# Independent auditor's report

To the Board of Directors of Multiple Sclerosis Society of Canada

#### **Our opinion**

In our opinion, the accompanying combined financial statements present fairly, in all material respects, the financial position of the entities set out in note 2 to the combined financial statements (together, the Society) as at December 31, 2022 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, 2022;
- · 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 significant accounting policies and other explanatory information.

#### **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.

#### **Emphasis of matter – combined financial statements**

We draw attention to the fact that, as described in note 2 to the combined financial statements, the businesses included in the combined financial statements have not operated as a single entity. These combined financial statements are, therefore, not necessarily indicative of results that would have

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occurred if the businesses had operated as a single business during the year presented or of future results of the Society. Our opinion is not modified in respect of this matter.

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

Management of the Society (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 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

Oakville, Ontario June 28, 2023

Combined Statement of Financial Position

As at December 31, 2022

(in thousands of dollars)		
	2022 \$	2021 \$
Assets	•	•
Current assets		
Cash Accounts receivable (note 6) Prepaid expenses and supplies	17,140 2,839 741	17,219 2,464 841
	20,720	20,524
Investments (note 3)	16,984	15,384
Capital assets (note 4)	481	564
Intangible assets (note 5)	72	92
	38,257	36,564
Liabilities		
Current liabilities Accounts payable and accrued liabilities Research grants payable (note 7) Payable to Multiple Sclerosis Scientific Research Foundation (note 6) Deferred revenue Deferred lease inducement	2,416 4,487 1,157 926 45	2,634 4,156 2,293 825 40
Dolon ou lease inducement	9,031	9,948
Deferred lease inducement	36	87
Deferred capital contributions	346	489
Research grants payable (note 7)	2,851	2,735
,,	12,264	13,259
Net Assets	,	,
Restricted for endowment purposes	216	218
Internally restricted for research programs	4,631	4,631
Internally restricted for other purposes	5,616	1,886
Unrestricted	15,530	16,570
	25,993	23,305
Approved by the Board of Directors	38,257	36,564
Such Serect Director		Director

The accompanying notes are an integral part of these combined financial statements.

**Combined Statement of Operations** 

For the year ended December 31, 2022

in thousands of dollars)		
	2022	2021
Revenue	Φ	\$
Leadership giving activity		
Bequests	4,663	3,852
endMS campaigns	6,255	3,069
Corporate and Individual Giving, Major Donors	5,630	5,197
Grants from governments	1,453	3,874
Grants from pharmaceutical companies	335	434
Other grants	83	327
	18,419	16,753
Signature events	7,869	7,497
Direct marketing	13,344	13,466
Local fundraising initiatives	2,717	1,168
Partnership events and campaigns	1,891	1,643
Challenge MS	505 160	1,535 161
Gaming Jnited Way and HealthPartners	547	742
Public awareness activities	33	6
Sale of goods	73	74
Miscellaneous	386	330
Memberships	_ 1	1
nvestment income	508	757
	46,453	44,133
Fundraising expenditures		
_eadership giving	1,672	1,718
Signature events	3,303	2,173
Direct marketing	8,788	7,703
Local fundraising initiatives	875	942
Partnership events and campaigns Challenge MS	275 300	89 196
ndirect fundraising	1,204	1,596
Gaming	5	25
Cost of goods sold	34	47
	16,456	14,489
Program and administration expenditures		
Programs and services	4,294	4,190
Research (note 6)	1,967	1,059
Research – endMS campaigns (note 6)	6,392	3,069
Public education and awareness	5,210	4,117
Chapter and volunteer support and development	2,391 1,573	1,731
Government and community relations Administration	1,573 3,771	1,013 3,705
	25,598	18,884
Surplus of revenue over expenditures before the undernoted	4,399	10,760

(1,709)

2,690

608

11,368

The accompanying notes are an integral part of these combined financial statements.

Fair value change in investments

Surplus of revenue over expenditures for the year

Combined Statement of Changes in Net Assets

For the year ended December 31, 2022

(in thousands of dollars)

					2022
	Restricted for endowmen t purposes \$	Internally restricted for research programs \$	Internally restricted for other purposes \$	Unrestricted \$	Total \$
Balance – Beginning of year	218	4,631	1,886	16,570	23,305
Endowment contributions Surplus of revenue over	-	-	-	-	-
expenditures for the year Interfund transfers (note 14)	-	- -	3,730	2,690 (3,730)	2,690 -
Interest paid on endowment contributions	(2)	-		-	(2)
Balance – End of year	216	4,631	5,616	15,530	25,993
•					2021
	Restricted for endowmen t purposes	Internally restricted for research programs \$	Internally restricted for other purposes \$	Unrestricted \$	2021 Total \$
Balance – Beginning of year	for endowmen t	restricted for research	restricted for other	Unrestricted \$ 5,390	Total
Endowment contributions	for endowmen t purposes \$	restricted for research programs \$	restricted for other purposes \$	\$	Total \$
Endowment contributions Surplus of revenue over expenditures for the year Interfund transfers (note 14)	for endowmen t purposes \$	restricted for research programs \$	restricted for other purposes \$	\$	<b>Total</b> <b>\$</b> 11,930
Endowment contributions Surplus of revenue over expenditures for the year	for endowmen t purposes \$	restricted for research programs \$	restricted for other purposes \$ 1,698	\$ 5,390 - 11,368	<b>Total</b> <b>\$</b> 11,930 5

The accompanying notes are an integral part of these combined financial statements.

Combined Statement of Cash Flows

For the year ended December 31, 2022

(in thousands of dollars)		
	2022 \$	2021 \$
Cash provided by (used in)		
Operating activities Surplus of revenue over expenditures for the year Non-cash items	2,690	11,368
Amortization of capital assets Gain on sale of capital assets Amortization of intangible assets Amortization of deferred capital contributions Amortization of deferred lease inducements Net book value of capital assets written off Fair value change in investments Reinvested investment income Change in non-cash working capital (note 10) Research grants payable	303 (1) 20 (177) (46) - 1,709 (283) (1,528) 447	542 (1) 171 (293) (94) 2 (608) (717) (965) (3,073)
	3,134	6,332
Investing activities Proceeds on sale of investments Acquisition of investments Acquisition of capital assets Acquisition of intangible assets Proceeds from sale of capital assets	(3,026) (220) - 1	103 (4,376) (163) (2)
	(3,245)	(4,438)
Financing activities Lease inducement received Receipt of endowment Deferred capital contributions received Interest (paid) earned on endowment contributions	- 34 (2)	5 57 2
	32	64
Change in cash during the year	(79)	1,958
Cash – Beginning of year	17,219	15,261
Cash – End of year	17,140	17,219

The accompanying notes are an integral part of these combined financial statements.

Notes to Combined Financial Statements

December 31, 2022

(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 connect and empower the MS community to create positive change. The Society operates in the Province of Quebec through an affiliation agreement with the MS Quebec division.

#### 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 Multiple Sclerosis Society of Canada, 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 follows the deferral method of accounting for contributions, which includes donations and government grants. 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.

The Society recognizes government assistance, in the form of Canada Emergency Wage Subsidy (CEWS), when there is reasonable assurance that the Society will be able to comply with the eligibility criteria and that the assistance will be received. Government assistance that compensates the Society for expenses incurred is recognized in the combined statement of operations as grants from governments in the periods in which the expenses are recognized. For the year ended December 31, 2022, the Society recognized \$nil (2021 – \$1,942) in relation to CEWS.

Notes to Combined Financial Statements

December 31, 2022

(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 except for 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 and accounts receivable.

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 impairments. Contributed capital assets are recorded at their fair value at the date of contribution. Amortization is provided over the estimated useful lives as follows:

Office and computer equipment Leasehold improvements

3 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 impairments. Computer software is 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, 2022

(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 programs

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.

Notes to Combined Financial Statements

December 31, 2022

(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, several 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. Significant items subject to such estimates and assumptions include allocation of expenses and timing of payment of research grants payable. Actual results could differ from those estimates.

Notes to Combined Financial Statements

December 31, 2022

(in thousands of dollars)

#### 3 Investments

Investments comprise the following:

	2022 \$	2021 \$
	•	·
Pooled funds held with RBC Phillips, Hager & North Investments		
Mortgage Pension Trust, Series O	2,141	1,520
Bond Fund, Series O	_	1,923
High Yield Bond Fund, Series O	1,676	1,527
Canadian Equity Fund, Series O	1,752	1,672
Canadian Money Market Fund, Series O	11	16
Small Float Fund, Series O	771	749
RBC QUBE Low Volatility Equity Fund	2,136	1,559
RBC QUBE Low Volatility U.S. Equity Fund, Series O	610	460
RBC Emerging Markets Equity Fund, Series O	807	805
Short-Term Bond & Mortgage Fund	375	751
RBC Global Equity Focus Fund, Series O	3,187	3,256
IShares Core S&P 500 Index ETF	1,081	1,076
Core Plus Bond Fund Series	2,357	-
Funds held by other institutions		
Guaranteed investment certificates	57	65
Other	23	5
<del></del>		
	16,984	15,384

For the year ended December 31, 2022, the total return generated by RBC Phillips, Hager & North Investments was (8.5)% (2021 – 11.4%).

### 4 Capital assets

-			2022	2021
	Cost \$	Accumulated amortization \$	Net \$	Net \$
Office and computer equipment Leasehold improvements	1,753 3,307	1,552 3,027	201 280	143 421
<u>-</u>	5,060	4,579	481	564

# 5 Intangible assets

			2022	2021
	Cost \$	Accumulated amortization \$	Net \$	Net \$
Computer software	5,665	5,593	72	92

Notes to Combined Financial Statements

December 31, 2022

(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 95% (2021 - 90%) 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 (2021 - \$20).

Included in the transactions with the Foundation is \$6,248 (2021 – \$3,069) restricted for the endMS Campaigns. As at year-end, \$1,157 (2021 – \$2,293) remained payable to the Foundation.

As at year-end, \$901 (2021 - \$499) was 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, \$1,910 will be paid in 2024 and \$941 will be paid in 2025. The fair value change in research grants payable was \$233 (2021 – \$66), 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:

	2022 \$	2021 \$
Program and administration expenditures Fundraising expenditures	1,613 641	875 940
	2,254	1,815

#### 9 Government remittances payable

As at year-end, the Society had remittances payable to the government of \$139 (2021 - \$119) included in accounts payable and accrued liabilities. This represents payroll withholdings that were deducted in December 2021 and remitted in January 2022.

Notes to Combined Financial Statements

December 31, 2022

(in thousands of dollars)

#### 10 Change in non-cash working capital

	2022 \$	2021 \$
Accounts receivable Prepaid expenses and supplies Accounts payable and accrued liabilities Payable to the Foundation Deferred revenue	(375) 100 (218) (1,136) 101	1,367 558 (2,339) (58) (493)
	(1,528)	(965)

#### 11 Commitments

The Society has leased office premises and equipment for terms expiring in various years to 2027. Future minimum lease payments are as follows:

	\$
2023	1,424
2024	1,013
2025	343
2026	297
2027	159
	3,236

#### 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 with a highly rated 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, 2022

(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.

#### Liquidity risk

Liquidity risk is the risk the Society will not be able to meet its financial obligations as they fall due. The Society's approach is to ensure it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed circumstances. Cash flow projections are prepared and reviewed to ensure sufficient continuity of funding.

#### 13 Credit facilities

The Society has access to a revolving credit facility of \$5,000 that is due on demand and has not been drawn in the year. The Society also has a revolving credit facility of \$25 that is due on demand and has not been drawn in the year. Borrowings under both credit agreements bear interest at bank prime plus 1.00%. The credit facilities are secured by a general securities agreement and by securities held in an account maintained with the Royal Trust Corporation of Canada.

#### 14 Interfund transfers

On March 24, 2022, the Board of Directors approved a motion to internally restrict \$3,500 of the 2021 surplus to re-invest in the MS community including accelerating momentum for MS research, re-engaging the MS community, improving constituent digital experience and reimagining and modernizing programs.

#### 15 Subsequent event

#### Amalgamation of the Society and the Foundation

On January 1, 2023, the Society amalgamated with the Foundation, creating MS Canada, to provide greater transparency in demonstrating donor investment impact and to better achieve their strategy, mission and goals. The amalgamation also creates efficiencies in operations and a stronger consolidated brand while advocating for those living with MS and allied diseases and their families.

Notes to Combined Financial Statements

December 31, 2022

(in thousands of dollars)

The Foundation's audited financial statements for the period from January 1, 2022 to December 31, 2022 reported total revenue of \$6,599, total assets of \$14,464, and net assets of \$5,132. As the amalgamation is effective January 1, 2023, these numbers are not reflected in MS Society's audited financial statements as at December 31, 2022. The amalgamation will be accounted for as a merger in accordance with ASNPO Section 4449, Combinations by Not-for-Profit Organizations, and the carrying values of the assets, liabilities and net assets as at January 1, 2023 of both entities will become the combined carrying values of the reporting entity, adjusted for the elimination of inter-entity balances.