

Financial Statements of

THE VICTORIA FOUNDATION

And Independent Auditors' Report thereon

Year ended December 31, 2020



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INDEPENDENT AUDITORS' REPORT

To the Board of Directors of The Victoria Foundation

Opinion

We have audited the financial statements of The Victoria Foundation (the Foundation), which comprise:

- the statement of financial position as at December 31, 2020
- the statement of operations and changes in fund balances for the year then ended
- the statement of cash flows for the year then ended
- and notes to the financial statements, including a summary of significant accounting policies

(hereinafter referred to as the "financial statements").

In our opinion, the accompanying financial statements, present fairly, in all material respects, the financial position of the Foundation as at December 31, 2020, 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 "Auditors' Responsibilities for the Audit of the Financial Statements" section of our auditors' report.

We are independent of the Foundation 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 Information

Management is responsible for the other information. Other information comprises the information, other than the financial statements and the auditors' report thereon, included in 2020 Financial Highlights documents published in the media.

KPMG LLP, an Ontario limited liability partnership and member firm of the KPMG global organization of independent member firms affiliated with KPMG International Limited, a private English company limited by guarantee. KPMG Canada provides services to KPMG LLP.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit and remain alert for indications that the other information appears to be materially misstated.

We obtained the information, other than the financial statements and the auditors' report thereon, included in 2020 Financial Highlights documents published in the media as at the date of this auditors' report.

If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in the auditors' report.

We have nothing to report in this regard.

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 Foundation'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 Foundation or to cease operations, or has no realistic alternative but to do so.

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

Auditors' 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 auditors' 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 the 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 Foundation'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 Foundation's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report. However, future events or conditions may cause the Foundation 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.
- 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.

Chartered Professional Accountants

Victoria, Canada
May 28, 2021

THE VICTORIA FOUNDATION

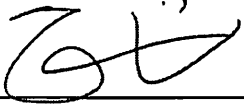
Statement of Financial Position

December 31, 2020, with comparative information for 2019

	2020	2019
Assets		
Current assets:		
Cash and cash equivalents	\$ 8,735,435	\$ 3,479,327
Short-term investments (note 3)	15,374,018	11,094,569
Receivables and other (note 4)	227,548	227,001
	<u>24,337,001</u>	<u>14,800,897</u>
Investments (note 5)	322,200,818	293,941,853
Cash surrender value of life insurance policies (note 6)	1,361,644	1,317,044
Interest in charitable remainder trusts (note 7)	121,200	121,200
Capital assets (note 8)	71,371	84,193
Managed trust funds (note 9)	2,964,085	2,390,076
Total assets	\$ 351,056,119	\$ 312,655,263
Liabilities		
Current liabilities:		
Payables and other liabilities (note 10)	\$ 366,126	\$ 138,280
Grants payable	65,480	83,806
	<u>431,606</u>	<u>222,086</u>
Managed trust funds (note 9)	2,964,085	2,390,076
Total liabilities	3,395,691	2,612,162
Fund Balances		
Operating Fund - Unrestricted	1,856,464	1,216,037
Operating Fund - Internally Restricted (note 11)	110,805	170,805
	<u>1,967,269</u>	<u>1,386,842</u>
Endowment fund (note 12)	235,652,846	219,908,830
Grant Stabilization fund	68,490,770	58,643,971
Restricted Long-term fund (note 13)	33,408,287	21,208,145
Distribution fund (note 14)	8,141,256	8,895,313
Total fund balances	347,660,428	310,043,101
Commitments (note 17)		
COVID-19 (note 19)		
Total liabilities and fund balances	\$ 351,056,119	\$ 312,655,263

See accompanying notes to financial statements.

Approved on behalf of the Board:


 _____ Director
 Zaman Velji


 _____ Director

THE VICTORIA FOUNDATION

Statement of Operations and Changes in Fund Balances

Year ended December 31, 2020, with comparative information for 2019

	December 31, 2020						December 31, 2019					
	Endowment Fund	Grant Stabilization Fund	Restricted Long-Term Fund	Distribution Fund	Operating Fund	Total	Endowment Fund	Grant Stabilization Fund	Restricted Long-Term Fund	Distribution Fund	Operating Fund	Total
Revenue:												
Gifts	\$ 15,511,443	-	11,282,423	14,482,721	384,678	41,661,265	\$ 11,024,297	-	1,033,472	10,903,985	564,634	23,526,388
Investment earnings (note 15)	-	22,044,500	1,895,450	65,373	17,687	24,023,010	-	34,964,550	2,477,280	104,000	16,131	37,561,961
Strategic initiatives	-	-	-	-	186,589	186,589	-	-	-	-	61,500	61,500
Sponsorships and other	-	-	-	-	73,080	73,080	-	-	-	-	79,671	79,671
Increase in cash surrender value	-	-	44,600	-	-	44,600	-	-	136,691	-	-	136,691
Life insurance premiums	-	-	127,482	-	-	127,482	-	-	131,921	-	-	131,921
Administration fees	-	-	-	-	374,575	374,575	-	-	-	-	355,658	355,658
	15,511,443	22,044,500	13,349,955	14,548,094	1,036,609	66,490,601	11,024,297	34,964,550	3,779,364	11,007,985	1,077,594	61,853,790
Expenses:												
Grants	-	-	-	25,425,672	-	25,425,672	-	-	-	18,928,569	-	18,928,569
Life insurance premiums	-	-	127,482	-	-	127,482	-	-	131,921	-	-	131,921
Retractions	-	-	100,000	-	-	100,000	-	-	-	-	-	-
Staffing	-	-	-	-	2,010,154	2,010,154	-	-	-	-	1,815,973	1,815,973
Communications and community leadership	-	-	-	-	364,406	364,406	-	-	-	-	505,141	505,141
Strategic initiatives	-	-	-	-	171,648	171,648	-	-	-	-	119,173	119,173
General and administration	-	-	-	-	673,912	673,912	-	-	-	-	570,154	570,154
	-	-	227,482	25,425,672	3,220,120	28,873,274	-	-	131,921	18,928,569	3,010,441	22,070,931
Excess (deficiency) of revenue over expenses	15,511,443	22,044,500	13,122,473	(10,877,578)	(2,183,511)	37,617,327	11,024,297	34,964,550	3,647,443	(7,920,584)	(1,932,847)	39,782,859
Fund balance, beginning of year	219,908,830	58,643,971	21,208,145	8,895,313	1,386,842	310,043,101	207,675,596	34,564,912	19,325,585	7,417,942	1,276,207	270,260,242
Administration fee transfer (note 16)	-	(2,304,370)	(128,713)	(28,935)	2,462,018	-	-	(2,231,222)	(111,496)	(27,371)	2,370,089	-
Annual distributable amount	-	(9,893,331)	(811,750)	10,705,081	-	-	-	(8,654,269)	(1,205,358)	9,859,627	-	-
Other interfund transfers	232,573	-	18,132	(552,625)	301,920	-	1,208,937	-	(448,029)	(434,301)	(326,607)	-
Fund balance, end of year	\$ 235,652,846	68,490,770	33,408,287	8,141,256	1,967,269	347,660,428	\$ 219,908,830	58,643,971	21,208,145	8,895,313	1,386,842	310,043,101

See accompanying notes to financial statements.

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Statement of Cash Flows

Year ended December 31, 2020, with comparative information for 2019

	2020	2019
Cash flows provided from (used in):		
Operating activities:		
Excess of revenue over expenses	\$ 37,617,327	\$ 39,782,859
Depreciation and amortization	22,185	29,508
Changes in non-cash operating working capital	208,973	(6,759,846)
Increase in cash surrender value	(44,600)	(136,691)
Decrease in charitable remainder trusts receivable	-	306,450
Unrealized capital gains	(7,075,630)	(20,743,250)
	30,728,255	12,479,030
Investing activities:		
Purchase of equipment	(9,363)	(18,904)
Net purchase of investments	(25,462,784)	(13,321,230)
	(25,472,147)	(13,340,134)
Increase (decrease) in cash and cash equivalents	5,256,108	(861,104)
Cash and cash equivalents, beginning of year	3,479,327	4,340,431
Cash and cash equivalents, end of year	\$ 8,735,435	\$ 3,479,327

See accompanying notes to financial statements.

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Notes to Financial Statements

Year ended December 31, 2020

1. Status and nature of operations:

The Victoria Foundation (the "Foundation") was established in 1936, by an Act of the Legislative Assembly of British Columbia. The Victoria Foundation Amendment Act received Royal Assent on October 29, 2009. The Foundation is dedicated to improving the quality of life in our community through the stewardship of permanent funds and other gifts, and by grant making for charitable purposes on southern Vancouver Island and beyond. The Foundation is a registered charity and is classified as a public foundation for purposes of the Income Tax Act (Canada) and accordingly, is exempt from income taxes and can issue donation receipts for income tax purposes.

2. Significant accounting policies:

These financial statements have been prepared by management in accordance with Canadian accounting standards for not-for-profit organizations (ASNPO) applied within the framework of the accounting policies summarized below:

(a) Fund accounting:

The Foundation follows the restricted fund method of accounting for contributions. The Foundation ensures, as part of its fiduciary responsibilities, that all funds received with a restricted purpose are expended for the purpose for which they are provided. The financial statements include the following funds:

(i) Operating Fund:

The Operating Fund comprises the resources available for the Foundation's general operating activities. Reported in this fund are contributions restricted for operating activities, unrestricted contributions, unrestricted investment income, administrative fees charged as well as the operating expenses of the Foundation.

(ii) Endowment Fund:

The Endowment Fund reports amounts that are required to be maintained by the Foundation on a permanent basis. Investment income earned on the Endowment Fund is reported in the Grant Stabilization Fund.

(iii) Grant Stabilization Fund:

The Grant Stabilization Fund represents retained net investment returns on the Endowment Fund, which are held for inflation protection and to stabilize granting against fluctuations in investment returns. The Grant Stabilization Fund reports the investment income and administration fees on Endowment assets, as well as the annual transfer of the spendable amount on Endowment Fund to the Distribution Fund.

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Notes to Financial Statements

Year ended December 31, 2020

2. Significant accounting policies (continued):

(a) Fund accounting (continued):

(iv) Restricted Long-Term Fund:

The Restricted Long-Term Fund is comprised of and will record the activity of the following:

- (A) Long-term funds - gifts received that are not endowed and with directions for the funds to be granted over a period of time.
- (B) Retractable funds - funds established where the capital may be distributed under defined circumstances as approved by the Board of Directors.
- (C) Charitable Remainder Trusts and Life Insurance Assets:
 - 1. The cash surrender value of life insurance policies, where the Foundation is the owner and beneficiary, are recorded as an asset and revenue upon the Foundation receiving notification of entitlement. Changes in the cash surrender value are recorded annually and realization differences upon the payouts of the benefits are recognized as revenue when received.
 - 2. The actuarial value of charitable remainder trusts (CRT), where the Foundation is the beneficiary, is recorded as an asset and revenue at the time the CRT was created. Changes in the actuarial value are not recognized. Realization differences upon the payouts of the benefits are recognized as revenue when received.

Benefits received on life insurance policies and CRT's are transferred to the Endowment Fund, Long Term Fund or Distribution Fund, based on donor direction.

- (D) Vital Loans - reports the contributions to the Vital Loans Program, investment income earned on those funds and any expenses related to the Vital Loans Program. The Foundation has provided \$272,500 as security as part of an agreement with Island Savings who provides loans to charitable and non-profit organizations that may not otherwise be able to obtain loans through conventional lending channels.

(v) Distribution Fund:

The Distribution Fund reports pass through gifts from which grants are directed to charitable organizations in accordance with the wishes of the donors, related investment income and administration fees, annual distributable amounts from Endowment and Retractable Funds and grants disbursed.

The fund distribution percentage is based on a long-term estimate of total return net of inflation and investment management fees. The distribution percentage is determined annually by the Board of Directors.

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Notes to Financial Statements

Year ended December 31, 2020

2. Significant accounting policies (continued):

(b) Revenue recognition:

Donations and bequests are recorded when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured. Other gifts are recorded when received. Contributions which the donor has required to be held in perpetuity are recognized as revenue in the Endowment Fund. Other restricted contributions are recognized as revenue in the Operating Fund, Restricted Long-Term Fund or Distribution Fund, as appropriate. Unrestricted contributions are recognized as revenue of the Operating Fund.

(c) Cash and cash equivalents:

Cash and cash equivalents include cash on hand and short-term deposits which are highly liquid with original terms to maturity of less than three months.

(d) Short-term investments:

Short-term investments include cash, guaranteed investment certificates and treasury bills with terms to maturity less than one year at date of purchase, held at investment managers for investing or future granting purposes.

(e) Investments:

The Foundation's investments are comprised of bonds, mortgage investment funds, debentures, exchange traded funds, preferred shares, common shares, infrastructure, private equity and private debt which are recorded at fair value either based on bid prices at year-end where the investment is publicly traded or using industry valuation methods as a proxy for bid price and fair value.

(f) Donated equipment and services:

Donated equipment, rent and other services are recorded both as donations and expenses at their fair value when fair value can be reasonably estimated.

(g) Tangible capital assets:

Tangible capital assets are stated at cost. Amortization is based on the estimated useful life of each asset using the following methods and annual rates:

Asset	Basis	Rate
Furniture and fixtures	Declining-balance	20%
Computer hardware	Declining-balance	30%
Computer software	Declining-balance	100%
Leasehold improvements	Straight-line	10 years

When a capital asset no longer contributes to the Foundation's ability to provide services, its carrying amount is written down to its residual value.

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Notes to Financial Statements

Year ended December 31, 2020

2. Significant accounting policies (continued):

(h) Managed trust funds:

The Managed Trust Funds are held in cash and cash equivalents, treasury bills and bonds. These investments are recorded at their fair value.

It is the policy of the Foundation that any excess of revenue over expenses generated from fees earned from the Managed Trust Funds will be used only for furthering the objectives of the Foundation as outlined in the *Victoria Foundation Act*.

(i) Grants payable:

Grants payable are recorded in the Distribution Fund when approved by the Foundation's Board of Directors.

(j) Financial instruments:

The Foundation's financial instruments consist of cash and cash equivalents, short-term investments, investments, accounts receivable, cash surrender value of life insurance policies, interests in charitable remainder trusts, payables and other liabilities and grants payable.. The Foundation initially measures its financial assets and liabilities at fair value. The Foundation subsequently measures all its financial assets and financial liabilities at amortized cost, except for cash, investments, and cash surrender value of life insurance policies which are measured at fair value.

Investments trading on a recognized public stock exchange are recognized at fair value as established by the closing price. The fair value of alternative investments (infrastructure and private equity), is determined by the external investment manager using industry valuation methods as a proxy for bid price and fair value. The fair value of infrastructure investments, which are structured as limited partnerships, is determined based on reported values on the limited partnership's annual audited financial statements in the local currency.

When the date of the infrastructure investment's audited financial statements does not coincide with the Foundation's fiscal year end, the fair value recorded by the Foundation includes adjustments for the cash flows for the intervening period including capital called, capital returned, income received, gains (losses) realized and fees and expenses paid. The change in fair value, if any, between the date of the audited financial statements for the infrastructure investments and the Foundation's fiscal year end is recognized to the extent such changes are known and can be quantified.

Transaction costs incurred on the acquisition of financial instruments measured subsequently at fair value are expensed as incurred. Net gains and losses arising from changes in fair value are recognized in accordance with note 2(a). The annual change in the aggregate cash surrender value of life insurance policies is recorded to the Foundation's Restricted Long-Term Fund. The actuarial value of new charitable remainder trusts funded during the year is recorded in the financial statements as revenue to the Restricted Long-Term Fund.

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Notes to Financial Statements

Year ended December 31, 2020

2. Significant accounting policies (continued):

(k) Use of estimates:

The preparation of the financial statements in conformity 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 reporting period. These estimates are reviewed periodically, and adjustments are made as appropriate in the year they become known. Actual results may vary from the current estimates.

3. Short-term investments:

	2020	2019
Cash held by investment managers	\$ 4,703,124	\$ 346,687
Treasury bills	4,332,471	1,837,225
Guaranteed Investment Certificates	6,338,423	8,910,657
	<u>\$ 15,374,018</u>	<u>\$ 11,094,569</u>

On January 4, 2021, \$3,000,000 of cash held by investment managers was invested in the Rally Assets Total Impact Fund. The Rally Assets Total Impact Fund is considered an alternative investment, with a combination of public and private global investments.

4. Receivables and other:

	2020	2019
Accrued interest receivable	\$ 93,822	\$ 110,441
Accounts receivable	37,440	30,097
Government remittances receivable	38,623	42,382
Prepaid expenses	57,663	44,081
	<u>\$ 227,548</u>	<u>\$ 227,001</u>

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Notes to Financial Statements

Year ended December 31, 2020

5. Investments:

	2020	2019
Mortgage Investment Fund	\$ 28,549,010	\$ 26,774,085
Bonds	62,996,777	59,798,851
Canadian equities	98,046,662	93,319,348
Canadian private credit	52,000	-
Infrastructure investments	16,226,076	12,049,165
U.S. and international equities	116,330,293	102,000,404
	\$ 322,200,818	\$ 293,941,853

6. Cash surrender value of life insurance policies:

The Foundation is owner and beneficiary of life insurance policies with death benefits totaling \$5,896,924 (2019 - \$6,046,100).

The Foundation did not receive any payouts from these life insurance policies in 2019 or 2020.

7. Interest in charitable remainder trusts:

The Foundation is named as beneficiary of several charitable remainder trusts. The balance of \$121,200 (2019 - \$121,200) represents the actuarial value of the trusts at the date of funding.

During the year, the Foundation received \$nil (2019 - \$452,145) in proceeds from zero (2019 - two) charitable remainder trusts.

8. Capital assets:

			2020	2019
	Cost	Accumulated amortization	Net book value	Net book value
Computer equipment	\$ 87,517	\$ 51,582	\$ 35,935	\$ 39,966
Software	28,174	28,174	-	-
Office furniture and equipment	127,086	92,665	34,421	43,028
Leasehold improvements	1,845	830	1,015	1,199
	\$ 244,622	\$ 173,251	\$ 71,371	\$ 84,193

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Notes to Financial Statements

Year ended December 31, 2020

9. Managed Trust Funds:

The Province of British Columbia has established trust funds for various purposes as outlined below. The Foundation is the trustee of the funds and administers these funds in accordance with the terms of the trust agreements. The trust agreements may require capital and income distributions. Trusts held at December 31, 2020 are:

(a) The Lex Reynolds British Columbia Adoption and Permanency Fund:

To help British Columbia children and youth awaiting more permanent placements. Grants provide support to parents, children and adoption care workers.

(b) Youth Educational Assistance Fund:

To provide financial assistance for former youth in care attending post-secondary educational institutions.

	The Lex Reynolds British Columbia Adoption and Permanency Fund	Youth Educational Assistance Fund	2020 Total	2019 Total
Balance at cost, beginning of year	\$ 1,794,904	\$ 531,574	\$ 2,326,478	\$ 2,780,380
Contributions	-	1,400,000	1,400,000	900,000
Income earned	74,965	22,125	97,090	61,310
Fees and expenses	(32,070)	(10,675)	(42,745)	(51,218)
Grants paid	(49,000)	(912,679)	(961,679)	(1,363,994)
Balance at cost, end of year	\$ 1,788,799	\$ 1,030,345	\$ 2,819,144	\$ 2,326,478
Market value, end of year	\$ 1,930,514	\$ 1,033,571	\$ 2,964,085	\$ 2,390,076

10. Payables and other liabilities:

	2020	2019
Payables - operations	\$ 277,561	\$ 102,280
Deferred contributions	88,565	36,000
	\$ 366,126	\$ 138,280

11. Operating Fund - Internally Restricted:

Internally restricted funds at the end of the year include \$20,000 (2019 - \$70,000) restricted for a matching program and \$90,805 (2019 - \$100,805) of unrestricted gifts set aside for CEO Community Leadership Initiatives.

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Notes to Financial Statements

Year ended December 31, 2020

12. Endowment Fund:

	2020	2019
Hosted Funds - where the grants are designated to specifically named not-for-profit organizations	\$ 54,304,557	\$ 52,777,820
Donor Designated Funds - where the grants are designated to specifically named not-for-profit organizations	87,977,135	80,814,457
Discretionary Funds - where the grants are distributed at the discretion of the Foundation	52,502,281	40,289,245
Donor Advised Funds - where the grants are designated to recipients after consultation with the donor	40,868,873	46,027,308
	<u>\$ 235,652,846</u>	<u>\$ 219,908,830</u>

Donor Advised Fund agreements include a clause that the funds are converted to discretionary funds following the donor's lifetime.

13. Restricted Long-Term Fund:

	2020	2019
Long-Term Funds	\$ 16,390,389	\$ 9,701,671
Mid-Term Funds	5,187,770	-
Life Insurance and Charitable Remainder Trusts	1,482,845	1,438,245
Hosted Organization Retractable Funds	10,012,810	9,732,556
Vital Loans Funds	334,473	335,673
	<u>\$ 33,408,287</u>	<u>\$ 21,208,145</u>

Hosted Organization Retractable Funds may be subject to full or partial withdrawal. As at December 31, 2020 the maximum capital subject to withdrawal is \$10,012,610.

14. Distribution Fund:

	2020	2019
Pass through Fund	\$ 4,800,779	\$ 5,894,919
Endowment Fund and Long-Term Fund spendable	3,340,477	3,000,394
	<u>\$ 8,141,256</u>	<u>\$ 8,895,313</u>

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Notes to Financial Statements

Year ended December 31, 2020

15. Investment earnings:

	2020	2019
Interest and dividends	\$ 7,265,953	\$ 8,260,182
Realized capital gains	10,700,525	9,420,544
Unrealized capital gains	7,075,630	20,743,250
	25,042,108	38,423,976
Less: investment management and custodial fees	1,019,098	862,015
	\$ 24,023,010	\$ 37,561,961

16. Administration fee transfer:

Administration fees are charged to the endowment funds at rates established annually by the Board of Directors. These fees support the administrative operations of the Foundation.

17. Commitments:

- (a) The Foundation leases office and storage space. The Foundation entered into a lease for a ten-year term commencing February 1, 2016 with an option to renew for an additional five years. Annual lease payments for the remainder of the lease term, including the Foundation's share of estimated operating costs, are:

2021	\$ 170,606
2022	170,606
2023	170,606
2024	170,606
2025	170,606
Thereafter	14,217

- (b) The Foundation has unfunded infrastructure investment commitments translated into Canadian dollars of approximately \$ 28,800,000 (2019 - \$30,800,000). The unfunded amounts may be called on demand.

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Notes to Financial Statements

Year ended December 31, 2020

18. Financial risk management:

The Foundation actively manages the risks that arise from its use of financial instruments, including liquidity, credit and market risk. The Foundation's Board of Directors and Investment Committee have developed an Investment Policy and Guidelines, with the objective of maintaining the purchasing power of the funds entrusted to the Foundation while achieving maximum returns consistent with prudent investment. The Foundation's investment policy applies to all investments held in the Foundation's consolidated trust funds. The investment policy includes restrictions regarding the minimum and maximum amount of equity holdings, the maximum amount of infrastructure holdings, the maximum amount of foreign equity holdings and a maximum to be invested in any one related group or industry. The Investment Committee and management regularly review the Foundation's investments to ensure all activities adhere to the investment policy. The Foundation does not utilize derivatives or other off-balance sheet instruments, nor does the Foundation engage in hedging transactions.

(a) Liquidity risk:

Liquidity risk is the risk that the Foundation cannot meet a demand for cash or fund its obligations as they come due. A key liquidity requirement for the Foundation is grant commitments. Liquidity risk is managed by investing the majority of the Foundation's assets in investments that are traded in an active market and can be readily liquidated. In addition, the Foundation aims to retain sufficient cash positions to maintain liquidity. With the exception of infrastructure investments and certain investments falling under the "impact investing" category consisting mainly of private equity and private debt products, the majority of the Foundation's investments are considered readily realizable and liquid, therefore the Foundation's liquidity risk is considered minimal. The Foundation's contractual liabilities are all due within one year with, the exception of lease commitments as set out in note 17. While the unfunded infrastructure commitments are due on demand, it is likely that the capital calls for these investments will be over the next several years. The Foundation's exposure to and management of liquidity risk has changed since December 31, 2019 as the Foundation increased investments in Infrastructure Limited Partnerships, which as of December 31, 2020 was \$16,226,075 (2019 - \$12,049,165).

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Notes to Financial Statements

Year ended December 31, 2020

18. Financial risk management (continued):

(b) Credit risk:

Credit risk is the potential for financial loss should a counter party in a transaction fail to meet its obligations. The fair value of a publicly traded financial instrument takes into account the credit rating of the issuer. The Foundation's investments in short-term investments, bonds, debentures, mortgage funds and infrastructure funds are subject to credit risk. The maximum exposure to credit risk on these financial instruments is their carrying value. The Foundation manages its credit risk by adhering to its investment policy. The investment policy mandates that:

(i) Cash and equivalents are:

- (A) Instruments issued by or guaranteed by the Government of Canada or the Provinces.
- (B) Commercial Paper rated R1 or better by the Dominion Bond Rating Service.
- (C) Debt instruments of the six major domestic banks, their guarantees, trust companies or domestic banks with a rating of AA or better; or any deposit insured by the CDIC. No cumulative investment in one institution will exceed 15% of the short-term funds unless held in a broadly diversified pooled fund of an investment manager.

(ii) Fixed income is:

(A) Investments in debt of the following issuers are acceptable:

- Government of Canada and its guarantees;
- Provinces and guarantees whose ratings are BBB or better;
- Corporations with a rating of BBB or better by the Dominion Bond Rating Service;
- If the ratings are BBB or better, bonds of a Canadian issuer payable in a foreign currency, or U.S. Government and U.S. corporate bonds;
- Asset backed securities including collateralized commercial mortgages (CMBS) provided the ratings of the issues acquired are a minimum A or equivalent and the CMBS content by the investment manager in other debt instruments does not exceed 25% nor other asset backed securities exceed 15%.

(B) Debt rated below BBB is not permitted except in the case of a high yield pooled bond fund of an investment manager which has been approved for investment by the Board.

(C) Investments in instruments with a rating of BBB will not exceed 20% of debt holdings and other debt holdings will have a dollar weighted investment rating of A or higher.

(D) Not more than 10% (5% if the rating is BBB) shall be invested in the debt of a single issuer other than the debt issues of, or fully guaranteed by, the Government of Canada or a Province.

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Notes to Financial Statements

Year ended December 31, 2020

18. Financial risk management (continued):

(b) Credit risk (continued):

(ii) Continued:

(E) Should the rating of a debt instrument be downgraded to a level below being eligible for purchase, the investment manager shall immediately advise the Board of its intentions which will generally be to dispose of the security as soon as prudently advisable.

(F) Mortgages managed by the mortgage fund manager will be in accordance with that manager's pooled fund guidelines which have been reviewed and approved by the Board. These guidelines will reflect prudent diversification by factors including property type, geographic location within Canada, quality of the borrower, type of loan, a loan-to-value ratio not exceeding 85% and other prudent risk management limits.

The Foundation's exposure to and management of credit risk has not changed materially since December 31, 2019.

(c) Market risk:

Market risk is the potential for financial loss to the Foundation from changes in the values of its financial instruments due to changes in interest rates, currency exchange rates or equity prices. The investments of the Foundation are subject to normal market fluctuations and to the risk inherent in investment in capital markets.

(i) Interest rate risk:

Interest rate risk is the risk that changes in interest rates will affect future cash flows or fair values of financial instruments. Interest rate risk arises when the Foundation invests in interest-bearing financial instruments, and therefore the Foundation is exposed to interest rate risk on its bond portfolio. The average duration of the Foundation's bond portfolio at December 31, 2020 was 8.1 years (2019 - 7.8 years). The objective of the Foundation's investment policy is to control interest rate risk by managing its interest rate exposure.

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Notes to Financial Statements

Year ended December 31, 2020

18. Financial risk management (continued):

(c) Market risk (continued):

(ii) Currency risk:

Currency risk is the risk that the value of financial instruments denominated in currencies other than the functional currency of the Foundation will fluctuate due to changes in foreign exchange rates. The Foundation is exposed to currency risk on its foreign market preferred and common stock and its foreign market bonds and debentures, as the prices denominated in foreign currencies are converted to the Foundation's functional currency in determining fair value. The objective of the Foundation's investment policy is to control currency risk by maintaining a geographically diversified portfolio. The Foundation has exposure to currency risk with respect to US investments, denominated in Canadian dollars of \$66,753,904 (2019 - \$63,361,433) and other international investments, denominated in Canadian dollars of \$66,159,424 (2019 - \$52,857,315).

(iii) Equity price risk:

Equity price risk is the risk that the value of financial instruments will fluctuate due to changes in market prices. The Foundation is exposed to equity price risk on its investments in preferred and common stock. The objective of the Foundation's investment policy is to control equity price risk by maintaining a portfolio which is diversified across geographic and industry sectors. The current investment policy with regards to equity investments is as follows:

(A) Equity Investments:

In respect of equity investments, investments will be limited to:

- Not more than 10% of the Canadian equity allocation shall be invested in the common share or other equity issued of any one Canadian corporation;
- Not more than 10% of the non-domestic equity allocation shall be invested in the common stock or other equity issues of any one U.S. or overseas corporation;
- Non-domestic equity holdings will be broadly diversified by industry sectors, countries/regions and currencies;
- No equity investment will be made in any corporation with limited marketability or a market value capitalization of less than \$100 million unless it is held in a diversified small capitalization pooled fund approved by the Board and monitored by the Investment Committee or is a holding which was acquired in a segregated equity portfolio and subsequent to purchase has fallen in capitalization below \$100 million. Such a holding will be subject to explanation in the quarterly report of the manager as to why it should continue to be held in the portfolio.
- In respect of Infrastructure investments, investments will be limited to pooled funds of Canadian and non-Canadian direct infrastructure investments and companies that maintain infrastructure assets.

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Year ended December 31, 2020

18. Financial risk management (continued):

(c) Market risk (continued):

(B) Loans and derivatives:

The fund shall not engage in the purchase of securities on margin;

- Investment managers may use derivative securities to defensively hedge currency exposures but no leverage is permitted;
- Investment in other derivative instruments may be used for hedging purposes to facilitate the management of risk or to facilitate an economical substitution to a direct investment but under no circumstances will derivatives be used for speculative purposes or to create leveraging of the portfolio; and
- The custodian shall not loan fund assets (i.e. engage in securities lending). Should a managers' pooled fund project engage in securities lending, the manager will make the Board aware of this practice at time of purchase.

The Foundation's exposure to and management of market risk has not changed materially since December 31, 2019.

19. COVID-19:

In March 2020, the COVID-19 outbreak was declared a pandemic by the World Health Organization and measures taken by various governments to contain the virus have affected economic activity. The Foundation has taken a number of measures to monitor and mitigate the effects of COVID19-, as follows:

- Safety and health measures for our people (social distancing and working from home)
- Canceling all in person events
- Establishing the Rapid Relief Fund and in partnership with other community leaders, leading a campaign to raise funds for community organizations. As a result of the Rapid Relief Campaign, the Foundation granted approximately \$6,200,000 to charities in our region. Activities of the Rapid Relief Fund are reflected in the Distribution Fund.
- Monitoring financial markets closely and taking into account various scenarios and the potential impact on the Foundation's operations and investment portfolio. While the financial markets have experienced volatility over the past year, the investment return on the assets in the Foundation's consolidated trust funds was 7.54%.

While governments and central banks have reacted with monetary and fiscal interventions designed to stabilize economic conditions, the duration and extent of the impact of the COVID-19 outbreak on financial markets as well as the effectiveness of government and central bank responses, remains unclear at this time. The Foundation's investments are subject to this continued uncertainty. Management will continue to monitor and adapt as the Foundation sees fit.