The Law Society of Saskatchewan

Financial Statements

December 31, 2021

Management's Responsibility for Financial Statements

The accompanying financial statements of The Law Society of Saskatchewan have been prepared by the Society's management in accordance with Canadian accounting standards for not-for-profit organizations and necessarily include some amounts based on informed judgement and management estimates.

To assist management in fulfilling its responsibilities, a system of internal controls has been established to provide reasonable assurance that the financial statements are accurate and reliable and that assets are safeguarded.

The Benchers have delegated certain responsibilities to the Audit Committee, including the responsibility for reviewing the annual financial statements and meeting with management and external auditors on matters relating to the financial reporting process and the Society's system of controls.

The Audit Committee has reviewed and recommended approval of these financial statements to the Benchers.

These financial statements have been examined by the independent auditors, Virtus Group LLP, and their report is presented separately.

Timothy J. Brown, Q.C. Executive Director

Pamela Harmon, CPA, CA Director of Finance & CFO

April 29, 2022 Regina, Saskatchewan

INDEPENDENT AUDITORS' REPORT



To the Members, The Law Society of Saskatchewan

Opinion

We have audited the financial statements of The Law Society of Saskatchewan ("the Society"), which comprise the statement of financial position as at December 31, 2021, and the statements of operations, changes in members' equity and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Society as at December 31, 2021, and its financial performance and 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 report. We are independent of the Society in accordance with the ethical requirements that are relevant to our audit of the financial statements in Saskatchewan, 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.

Information Other than the Financial Statements and Auditors' Report Thereon

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditors' report thereon. The annual report is expected to be made available to us after the date of this auditors' report.

Our opinion on the financial statements does not cover the other information and we do 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 when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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 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.

INDEPENDENT AUDITORS' REPORT continued

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 these 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 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 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 Society 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.
- We communicate with those charged with governance regarding, among other matters, the planned scope and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

April 29, 2022 Regina, Saskatchewan VIRTUS GROUP UP
Chartered Professional Accountants



The Law Society of Saskatchewan Statement of Financial Position As at December 31, 2021

(with comparative figures for 2020)

	_	onsolidated		egislatively Restricted		Consolida	atod F	Funds
	_	eneral Fund		pecial Fund		2021		2020
Access								
Assets Current Assets								
Cash and cash equivalents (Note 4)	\$	3,706,623	\$	181,446	\$	3,888,069	\$	4,892,069
Accounts receivable	Ψ	284,830	Ψ	101,440	Ψ	284,830	Ψ	234,169
Receivable from SLIA (Note 10)		209,238		_		209,238		64,979
Receivable from Pro Bono Law Saskatchewan Inc.		83,851		_		83,851		(17,927)
Inter-fund receivable (payable)		(103,247)		103,247		-		-
Prepaid expenses		162,272		98,227		260,499		173,657
		4,343,567		382,920		4,726,487		5,346,947
Investments (Note 5)		6,615,255		2,673,453		9,288,708		9,129,064
Tangible capital assets (Note 6)		409,283		-		409,283		410,099
Loans receivable (Note 7)		645,689		-		645,689		670,093
	\$	12,013,794	\$	3,056,373	\$	15,070,167	\$	15,556,203
Liabilities and Members' Equity Current liabilities								
Accounts payable and accrued liabilities - including government remittances of \$182,246	\$	498,970	\$	8,574	\$	507,544	\$	519,689
Annual fees received in advance		4,181,026		197,800		4,378,826		4,348,038
		4,679,996		206,374		4,886,370		4,867,727
Members' equity Surplus (Note 8)		7,333,798		2,849,999		10,183,797		10,688,476
	\$	12,013,794	\$	3,056,373	\$	15,070,167	\$	15,556,203
Unclaimed trust fund (Note 3) Commitments (Note 9)								

Approved by the Board

President

Chair of the Audit Committee

The Law Society of Saskatchewan Statement of Changes in Members' Equity For the year ended December 31, 2021

(with comparative figures for 2020)

	Ор	Operating Fund		Capital Asset Fund		Strategic Initiatives & Opportunities Consolidated Fund General Fund				Consolida	ted	Funds	
											2021		2020
Surplus - Beginning of year	\$	4,531,748	\$	2,392,335	\$	734,957	\$	7,659,040	\$	3,029,436	\$ 10,688,476	\$	10,286,203
Excess (deficiency) of revenues over expenses Interfund transfers		(384,614) 1,968,160		303,477 (1,945,812)		(244,105) (22,348)		(325,242)		(179,437)	(504,679) -		402,273 -
Surplus - End of year	\$	6,115,294	\$	750,000	\$	468,504	\$	7,333,798	\$	2,849,999	\$ 10,183,797	\$	10,688,476
Restricted Surplus Unrestricted Surplus	\$	1,580,000 4,535,294	\$	750,000 -	\$	468,504 -	\$	2,798,504 4,535,294	\$	- 2,849,999	\$ 2,798,504 7,385,293	\$	2,869,010 7,819,466
	\$	6,115,294	\$	750,000	\$	468,504	\$	7,333,798	\$	2,849,999	\$ 10,183,797	\$	10,688,476

The Law Society of Saskatchewan Statement of Operations For the year ended December 31, 2021

(with comparative figures for 2020)

	C	onsolidated		egislatively Restricted		Consolida	ted Funds		
		eneral Fund		ecial Fund		2021		2020	
Revenues									
Member Fees & Dues	\$	4,544,369	\$	196,000	\$	4,740,369	\$	4,588,662	
Grants (Note 10)	•	709,000	Ψ	-	*	709,000	*	803,300	
Investment Income		382,220		177,754		559,974		812,299	
Programs		,		,		,		,	
Continuing Professional Development		284,347		-		284,347		140,204	
Professional Legal Education		, -		-		, -		113,182	
Legal Resources		78,348		-		78,348		25,296	
Management Fees		228,589		-		228,589		220,427	
Fines, Penalties and Recoveries		57,447		-		57,447		(9,229)	
Other Revenues		20,632		204		20,836		19,436	
	\$	6,304,952	\$	373,958	\$	6,678,910	\$	6,713,577	
Expenses									
Personnel	\$	3,885,063	\$	366,859	\$	4,251,922	\$	3,877,864	
Programs									
Legal Resources		867,488		-		867,488		775,993	
Professional Responsibility		265,469		-		265,469		139,940	
Professional Legal Education		256,750		-		256,750		141,957	
Trust Safety		-		188,542		188,542		124,527	
Continuing Professional Development		54,847		-		54,847		75,788	
Operations		544,951		3,615		548,566		601,032	
Occupancy		271,276		-		271,276		272,487	
Governance		211,214		-		211,214		172,003	
Grants & Scholarships		64,800		-		64,800		62,970	
Trusteeships		7,067		7,067		14,134		32,014	
	\$	6,428,925	\$	566,083	\$	6,995,008	\$	6,276,575	
(Deficiency) excess of revenues over expenses	\$	(123,973)	\$	(192,125)	\$	(316,098)	\$	437,002	
for the year before other items									
Other items:									
Strategic Expenses		(244,105)		-		(244,105)		(307,391)	
Unrealized Gain/(Loss) on Investments		42,836		12,688		55,524		272,662	
(Deficiency) excess of revenues over expenses	\$	(325,242)	\$	(179,437)	\$	(504,679)	\$	402,273	

The Law Society of Saskatchewan Statement of Cash Flows For the year ended December 31, 2021

(with comparative figures for 2020)

,	Consolidated Funds		
	2021	2020	
Cash provided by (used in) operating activities:			
(Deficiency) excess of revenues over expenses Items not involving cash:	\$ (504,679) \$	402,273	
Amortization	202,188	165,530	
Loss on disposal of property and equipment	-	10,550	
Unrealized gain on investments	(55,524)	(272,662)	
(Gain) loss on disposal of investments	(54,787)	9,326	
	 (412,802)	315,017	
Non-cash operating working capital (Note 11)	(364,897)	375,727	
	(777,699)	690,744	
Cash provided by (used in) investing activities:			
Additions to investments	(992,184)	(1,698,045)	
Proceeds on disposal of investments	942,851	3,963,745	
Additions to property and equipment	(201,371)	(321,635)	
Repayments (additions) to loans receivable	24,403	(145,325)	
	(226,301)	1,798,740	
Increase (decrease) in cash and cash equivalents	(1,004,000)	2,489,484	
Cash and cash equivalents - beginning of year	 4,892,069	2,402,585	
Cash and cash equivalents - end of year	\$ 3,888,069 \$	4,892,069	

(with comparative figures for 2020)

1. Governing statutes and nature of operations

The Law Society of Saskatchewan ("the Society") is incorporated under *The Legal Profession Act, 1990*. The Society's principal functions include overseeing the education, admission and conduct of members practicing law in the Province of Saskatchewan in the public interest.

2. Summary of significant accounting policies

The financial statements have been prepared in accordance with Canadian accounting standards for not-for-profit organizations which require management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the period. These estimates are reviewed periodically, and, as adjustments become necessary, they are reported in the period in which they become known. The financial statements reflect the following policies:

Financial instruments - recognition and measurement

Financial assets and financial liabilities are recorded on the statement of financial position when the Society becomes party to the contractual provisions of the financial instrument. All financial instruments are required to be recognized at fair value upon initial recognition, except for certain related party transactions. Measurement in subsequent periods of equity instruments is at fair value. All other financial assets and liabilities are subsequently measured at amortized cost adjusted by transaction costs, which are amortized over the expected life of the instrument.

Fair value is the amount at which a financial instrument could be exchanged at arm's length between willing, unrelated parties in an open market. Changes in fair value of financial assets and financial liabilities measured at fair value are recognized net of revenue over expense in the period.

When there is an indication of impairment and such impairment is determined to have occurred, the carrying amount of financial assets measured at amortized cost is reduced to the greater of the discounted cash flows expected or the proceeds that could be realized from the sale of the financial asset. Such impairments can be subsequently reversed if the value subsequently improves.

Fund accounting

The Society uses accounting procedures in which a self-balancing group of accounts is provided for each accounting entity established by legal, contractual or voluntary action. The Society currently has the following funds:

Consolidated General Fund

The Consolidated General Fund is used for general operations and administration of the Society.

Legislatively Restricted Special Fund

The Special Fund was established by *The Legal Profession Act, 1990*, to compensate persons who suffer pecuniary loss as a result of misappropriation by members of the Society.

(with comparative figures for 2020)

2. Summary of significant accounting policies (continued)

Tangible capital assets

Tangible capital assets are recorded in the Consolidated General Fund at cost, net of accumulated amortization. Amortization is provided on the straight-line basis over the estimated useful life of the assets at the following rates:

Computer equipment & software	3 years
Furniture and equipment	6 years
Leasehold improvements	10 years
Membership database	5 years
Miscellaneous capital Items	5 years

Revenue recognition

The Society follows the deferral method of accounting for contributions. Annual fees are recognized in the year membership services are delivered. Annual fees received in advance are deferred and recognized in the applicable membership period. Investment revenues are recognized as they are earned. Other revenues are recognized as the related services are delivered.

Income taxes

The Society is exempt from income taxes under Section 149(1)(I) of The Income Tax Act.

3. Unclaimed trust fund

This fund was established by *The Legal Profession Act, 1990*, to allow members to distribute trust moneys to the Society in cases where they cannot locate the beneficiary. Interest earned on the amounts held by the fund is paid to the Law Foundation of Saskatchewan. At December 31, 2021, the Society had trust assets and liabilities relating to this fund in the amount of \$233,513 (2020 - \$233,741) under its administration. As these funds are held in trust on behalf of the beneficiaries, they are not recorded in these financial statements.

4. Cash and cash equivalents

		<u>2021</u>	<u>2020</u>
Cash Money Market Fund	\$ 5	3,358,929 529,140	\$ 4,332,330 559,739
	\$ 5	3,888,069	\$ 4,892,069

Money Market Fund consists of units in a pooled fund managed by TD Asset Management. The carrying value of the funds approximates fair value.

(with comparative figures for 2020)

5.	<u>Investments</u>		
		<u>2021</u>	<u>2020</u>
	Fixed Income Pooled Fund	\$ 367,064	\$ 441,163
	Canadian Equity Pooled Fund	1,062,187	996,288
	US Equity Pooled Fund	1,133,216	1,047,044
	International Equity Fund	1,009,018	1,091,106
	Bond Plus Fund	 5,717,223	5,553,463
		\$ 9,288,708	\$ 9,129,064

6. Tangible capital assets

						Net Book	2020 Net Book
	Cost		A	mortization		Value	Value
Computer equipment & software	\$	804,890	\$	679,944	\$	124,946	\$ 120,808
Furniture and equipment		343,915		311,753		32,162	43,248
Leasehold improvements		125,721		62,355		63,366	75,938
Membership database		193,799		167,607		26,192	19,188
Miscellaneous capital items		422,027		259,410		162,617	150,917
	\$	1,890,352	\$	1,481,069	\$	409,283	\$ 410,099

7. Loans receivable

The Society, with all the other Canadian law societies, contributed funds to the Canadian Legal Information Institute ("CanLII") as part of a subordinated syndicated loan and repayable capital investment to fund the purchase of Lexum Informatique Juridique Inc. ("Lexum"), a software company that operates online legal information delivery products, primarily for CanLII. The Society's share of the loan totalled \$43,674 and was paid February 2018. The Society's share of the repayable capital investment was paid in three annual installments of \$12,738 plus interest with the final contribution made February 2021 for a total contributed of \$38,215 (2020 - \$25,477). Both contributions earn interest at a rate of 4.74%, payable annually. The loan is a five year term with principal repayment scheduled for February 2023. The loan receivable is secured by a second position general security agreement on all assets of 9372-0035 Quebec Inc., a wholly-owned subsidiary of CanLII.

The Society lent funds of \$600,000 to Canadian Centre for Professional Legal Education for the update of the accreditation program. The loan receivable bears interest at 4% and the principal plus interest will be repaid in ten annual instalments of \$74,000 with the first annual instalment received June 30, 2021. Balance outstanding at December 31, 2021 was \$563,800, including \$11,000 accrued interest (2020 - \$600,000).

(with comparative figures for 2020)

8. Unrestricted surplus

In 2018, the Benchers approved the establishment of three internally restricted funds (prudent reserves) within the General Fund:

Operating fund

The operating reserve will be used to sustain financial operations for a reasonable period in the event of unanticipated and unbudgeted increases in operating expenses and/or losses in operating revenues. The target minimum operating reserve is three months of average budgeted operating costs.

Capital asset fund

The capital asset reserve will be used for the repair or acquisition of leaseholds, buildings, equipment and other infrastructure necessary for operations. The target amount of the reserve shall be set by the Benchers on an annual basis. In 2018, the Benchers approved an allocation of \$750,000 from unrestricted surplus to the capital asset reserve.

Strategic initiatives & opportunities fund

The strategic initiatives and opportunities reserve will be used for specific strategic initiatives or unexpected opportunities which may or may not have an expectation of incremental or long term increased income. The reserve will also be used to build organizational capacity such as staff development, research and development or investment in infrastructure that will build long term capacity.

9. Commitments

The Society has commitments for premises, equipment and services under agreements requiring aggregate minimum payments over the next five years as follows:

2022	\$ 847,455
2023	371,454
2024	308,982
2025	297,582
2026	297,582

(with comparative figures for 2020)

10. Related party transactions

The Society provides a program of errors and omissions insurance for members. It has incorporated a non-profit corporation named Saskatchewan Lawyers' Insurance Association Inc. (SLIA) to participate in a reciprocal insurance exchange, named Canadian Lawyers' Insurance Association, pursuant to the terms of a subscriber agreement. The Society is the sole member of SLIA and appoints all board members.

The Society is potentially liable for any shortage in the insurance program and for the assets or liabilities on windup. The reader can find more information in the audited financial statements of SLIA.

SLIA has not been consolidated in the Society's financial statements. Financial statements for SLIA as at June 30, 2021 and 2020 and for the years then ended, report the following:

		<u>2021</u>		<u>2020</u>
Financial position				
Total assets	\$	24,118,227	\$	24,059,442
Total liabilities		7,483,710		7,389,023
Total equity		16,634,517		16,670,419
	\$	24,118,227	\$	24,059,442
		<u>2021</u>		<u>2020</u>
Results of operations				
Total revenues	\$	2,276,554	\$	2,407,217
Total expenses		2,312,456		2,427,139
(Deficiency) of revenues over expenses	\$	(35,902)	\$	(19,922)
Cash flows				
Cash (used in) provided by operating activities	\$	(185,994)	\$	1,009,984
Cash (used in) investing activities		(278,553)		(2,046,577)
Cash (used in) provided by financing activities		(110,957)		83,056
(Decrease) in cash	\$	(575,504)	\$	(953,537)
	_	, -, ,	_	(-7 7

During the year, the Society earned management fees of \$211,189 (2020 - \$203,027) for services provided to SLIA and SLIA contributed \$56,000 (2020 - \$56,000) to the Society's libraries by way of an annual grant. Included in accounts receivable is a balance of \$209,238 (2020 - \$64,979) related to transactions with SLIA. All amounts due to or from SLIA represent transactions in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

(with comparative figures for 2020)

11. Non-cash operating working capital

Details of net change in each element of working capital relating to operations excluding cash are as follows:

(Increase) decrease in current assets:	<u>2021</u>	<u>2020</u>
Accounts receivable	\$ (50,661) \$	97,127
Receivable from SLIA	(144,259)	161,042
Receivable from PBLS	(101,778)	76,587
Receivable from CLIA	-	111,713
Prepaid expenses	(86,842)	(112,715)
Trust asset	-	2,834
	 (383,540)	336,588
Increase (decrease) in current liabilities:		
Accounts payable and accrued liabilities	(12,145)	27,390
Annual fees received in advance	30,788	14,583
Trust liability	 -	(2,834)
	 18,643	39,139
	\$ (364,897) \$	375,727

12. Financial risk management

The Society has a risk management framework to monitor, evaluate and manage the principal risks assumed with financial instruments. The significant risks to which the Society is exposed to are:

Credit Risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Society is exposed to credit risk on the accounts receivable from its members, however, does not have a significant exposure to any individual member or counterpart. The Society is also exposed to credit risk on its investments. This risk is mitigated by investing in pools managed by third parties and diversifying its portfolio.

(with comparative figures for 2020)

12. Financial risk management (continued)

Liquidity Risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Society's exposure to liquidity risk is dependent on the receipt of funds from its operations and other related sources. Funds from these sources are primarily used to finance working capital and capital expenditure requirements, and are considered adequate to meet the Society's financial obligations.

Price Risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The Society's investments in equity securities expose the Society to market price risk as such investments are subject to price changes in the open market. The Society does not use any derivative financial instruments to alter the effects of this risk.

13. Comparative figures

Certain comparative figures have been reclassified to conform with the presentation in the current year.