

Blue Sea Philanthropy Inc. o/a Blue
Sea Foundation
Non-consolidated Financial
Statements
For the Year Ended December 31, 2021

Blue Sea Philanthropy Inc. o/a Blue Sea Foundation
Non-consolidated Financial Statements
For the Year Ended December 31, 2021

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Independent Auditor's Report

To the Board of Directors of Blue Sea Philanthropy Inc. o/a Blue Sea Foundation

Qualified Opinion

We have audited the non-consolidated financial statements of Blue Sea Philanthropy Inc. o/a Blue Sea Foundation (the Entity), which comprise the non-consolidated statement of financial position as at December 31, 2021, the non-consolidated statements of operations, changes in net assets and cash flows for the year then ended and notes to the non-consolidated financial statements, including a summary of significant accounting policies.

In our opinion, except for the possible effects of the matter described in the *Basis for Qualified Opinion* section of our report, the accompanying non-consolidated financial statements present fairly, in all material respects, the non-consolidated financial position of the Entity as at December 31, 2021, and its non-consolidated financial performance and cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

Basis for Qualified Opinion

In common with many not-for-profit organizations, the Entity derives revenue from donations and fundraising, the completeness of which is not susceptible to satisfactory audit verification. Accordingly, verification of these revenues was limited to the amounts recorded in the records of the Entity. Therefore, we were unable to determine whether any adjustments might be necessary to revenues, excess (deficiency) of revenue over expenses, and cash flows from operations for the years ended December 31, 2021 and 2020, current assets as at December 31, 2021 and 2020, and net assets (deficiency) as at January 1 and December 31 for both the 2021 and 2020 years. Our audit opinion on the non-consolidated financial statements for the year ended December 31, 2020 was modified accordingly because of the possible limitation in scope.

The notes to the non-consolidated financial statements do not include the financial results of the controlled not-for-profit Blue Sea Philanthropy USA, Inc. as we were not able to obtain satisfactory audit evidence for the years ended December 31, 2021 and 2020. Our audit opinion on the non-consolidated financial statements for the year ended December 31, 2020 was modified accordingly because of the limitation in scope.

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 Non-consolidated Financial Statements* section of our report. We are independent of the Entity in accordance with the ethical requirements that are relevant to our audit of the non-consolidated 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 qualified audit opinion.



Responsibilities of Management and Those Charged with Governance for the Non-consolidated Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Non-consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the non-consolidated 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 non-consolidated 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 non-consolidated 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 Entity'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 Entity'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 non-consolidated 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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the non-consolidated financial statements, including the disclosures, and whether the non-consolidated 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 timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

BDO Canada LLP

Chartered Professional Accountants, Licensed Public Accountants

Waterloo, Ontario
June 17, 2022

Blue Sea Philanthropy Inc. o/a Blue Sea Foundation
Non-consolidated Statement of Financial Position

December 31	2021	2020
Assets		
Current		
Cash (Note 2)	\$ 1,139,565	\$ 318,346
Short-term investments (Note 3)	601,576	515,278
Accounts receivable (Note 10)	50,761	128,199
HST recoverable	22,728	19,758
Prepaid expenses	107,901	59,843
	1,922,531	1,041,424
Due from related party (Note 4)	5,626	5,863
Tangible capital assets (Note 5)	21,057	20,677
Trademarks (Note 6)	2	2
	\$ 1,949,216	\$ 1,067,966
Liabilities and Net Assets		
Current		
Accounts payable and accrued liabilities	\$ 120,840	\$ 160,484
Deferred contributions (Note 7)	453,709	312,474
	574,549	472,958
Long-term debt (Note 8)	30,000	30,000
	604,549	502,958
Net Assets		
Internally restricted	621,056	320,676
Unrestricted	723,611	244,332
	1,344,667	565,008
	\$ 1,949,216	\$ 1,067,966

On behalf of the Board:

_____ Director

Blue Sea Philanthropy Inc. o/a Blue Sea Foundation
Non-consolidated Statement of Changes in Net Assets

For the year ended December 31	Internally Restricted	Unrestricted	2021	2020
Balance, beginning of the year	\$ 320,676	\$ 244,332	\$ 565,008	\$ (29,576)
Excess of revenues over expenses	(11,820)	791,479	779,659	594,584
Purchase of tangible capital assets	12,200	(12,200)	-	-
Interfund transfer (Note 9)	300,000	(300,000)	-	-
Balance, end of the year	\$ 621,056	\$ 723,611	\$ 1,344,667	\$ 565,008

The accompanying notes are an integral part of these non-consolidated financial statements.

Blue Sea Philanthropy Inc. o/a Blue Sea Foundation
Non-consolidated Statement of Operations

For the year ended December 31	2021	2020
Revenue	\$12,521,469	\$ 8,750,188
Direct Costs		
Grant disbursements	9,329,644	6,474,833
Program costs (Schedule)	2,237,581	1,901,408
	<u>11,567,225</u>	<u>8,376,241</u>
	954,244	373,947
Expenses		
Amortization	11,820	12,105
Foreign exchange loss	237	1,122
Insurance	1,540	1,973
Office supplies and miscellaneous	7,147	12,249
Professional fees	-	3,957
Rent	2,442	2,727
Staff training and development	1,229	965
Employee benefits	220,692	84,266
Telephone and communications	698	621
Travelling and networking	741	5,898
	<u>246,546</u>	<u>125,883</u>
Excess of revenue over expenses before other income	707,698	248,064
Other income		
Government assistance (Note 10)	71,961	346,520
Excess of revenues over expenses	<u>\$ 779,659</u>	<u>\$ 594,584</u>

The accompanying notes are an integral part of these non-consolidated financial statements.

Blue Sea Philanthropy Inc. o/a Blue Sea Foundation
Non-consolidated Statement of Cash Flows

For the year ended December 31	2021	2020
Cash flows from operating activities		
Excess of revenues over expenses	\$ 779,659	\$ 594,584
Items not affecting cash:		
Amortization of tangible capital assets	11,820	12,105
Canada Emergency Business Account - loan forgiveness	-	(10,000)
Unrealized foreign exchange on amount due from related party	237	1,122
	<u>791,716</u>	<u>597,811</u>
Changes in non-cash working capital:		
Accounts receivable	77,438	(89,762)
HST recoverable	(2,970)	3,684
Prepaid expenses	(48,058)	11,063
Accounts payable and accrued liabilities	(39,644)	57,114
Deferred contributions	141,235	72,034
	<u>919,717</u>	<u>651,944</u>
Cash flows from investing activities		
Purchase of tangible capital assets	(12,200)	(10,627)
Purchase of short-term investments	(601,576)	(515,278)
Proceeds on disposal of short-term investments	515,278	-
	<u>(98,498)</u>	<u>(525,905)</u>
Cash flows from financing activities		
Advances of long-term debt	-	40,000
	<u>-</u>	<u>40,000</u>
Net increase in cash	821,219	166,039
Cash, beginning of the year	<u>318,346</u>	<u>152,307</u>
Cash, end of the year	<u>\$ 1,139,565</u>	<u>\$ 318,346</u>

The accompanying notes are an integral part of these non-consolidated financial statements.

Blue Sea Philanthropy Inc. o/a Blue Sea Foundation

Notes to Non-consolidated Financial Statements

December 31, 2021

1. Summary of Significant Accounting Policies

Nature of Operations	Blue Sea Philanthropy Inc. o/a Blue Sea Foundation is incorporated without share capital under the laws of Canada and is a registered charitable organization. The Entity is engaged in the operation of helping registered charities raise funds by organizing fundraising events.									
Basis of Accounting	The financial statements have been prepared using Canadian accounting standards for not-for-profit organizations (ASNPO).									
Revenue Recognition	<p>The Entity follows the deferral method of accounting for contributions.</p> <p>Restricted contributions are recognized as revenue in the year in which the related expenses are incurred. Unrestricted contributions received are recognized as revenue when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured. Contributions received for an event held in a subsequent fiscal year are classified as deferred contributions and are recognized into revenue when the related event expenses are incurred.</p> <p>The Board of Directors may designate amounts of otherwise unrestricted net assets to be used for specific purposes. These amounts are classified as internally restricted within net assets.</p>									
Tangible Capital Assets	<p>Tangible capital assets are stated at cost less accumulated amortization.</p> <p>Amortization based on the estimated useful life of the asset is calculated as follows:</p> <table><thead><tr><th></th><th>Method</th><th>Rate</th></tr></thead><tbody><tr><td>Leasehold improvements</td><td>Straight-line</td><td>lease term</td></tr><tr><td>Office furniture and equipment</td><td>Declining balance</td><td>20%</td></tr></tbody></table> <p>When a tangible capital asset no longer has any long-term service potential to the Entity, the excess of its net carrying amount over any residual value is recognized as an expense in the statement of operations.</p>		Method	Rate	Leasehold improvements	Straight-line	lease term	Office furniture and equipment	Declining balance	20%
	Method	Rate								
Leasehold improvements	Straight-line	lease term								
Office furniture and equipment	Declining balance	20%								
Intangible Assets	<p>Purchased intangibles are initially recorded at cost. Contributed intangible assets are recorded at fair value at the date of contribution.</p> <p>Intangibles with an indefinite useful life are not amortized.</p>									

Blue Sea Philanthropy Inc. o/a Blue Sea Foundation Notes to Non-consolidated Financial Statements

December 31, 2021

1. Summary of Significant Accounting Policies (continued)

Contributed Materials and Services	Volunteers contribute many hours per year to assist the Entity in carrying out its service delivery activities. Because of the difficulty of determining their fair value, contributed services are not recognized in the financial statements. Contributed materials are not recognized in the financial statements unless they would normally be purchased by the Entity and their fair market value can be ascertained.
Foreign Currency Translation	<p>Foreign currency accounts are translated to Canadian dollars as follows:</p> <p>At the transaction date, each asset, liability, revenue or expense is translated into Canadian dollars by use of the exchange rate in effect at that date. At the year end date, monetary assets and liabilities are translated into Canadian Dollars by using the exchange rate in effect at that date and the resulting foreign exchange gains and losses are included in excess of revenue over expenses for the year.</p>
Financial Instruments	Financial instruments are recorded at fair value at initial recognition. Subsequently, they are reported at cost or amortized cost less impairment, if applicable. Financial assets are tested for impairment when indicators of impairment exist. Transaction costs on the acquisition, sale or issue of financial instruments are expensed for those items remeasured at fair value at each balance sheet date and charged to the financial instrument for those measured at amortized cost.
Income Taxes	The Entity is a registered charity and therefore is not subject to income taxes.
Use of Estimates	The preparation of financial statements in accordance with ASNPO 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. Actual results could differ from management's best estimates as additional information becomes available in the future.
Controlled Entities	Controlled not-for-profit organizations are not consolidated in the Entity's financial statements (Note 4).
Government Assistance	Government assistance received during the year for current expenses is included as income in the operating fund.

Blue Sea Philanthropy Inc. o/a Blue Sea Foundation Notes to Non-consolidated Financial Statements

December 31, 2021

2. Cash

The Entity's bank accounts are held at one chartered bank. The bank accounts earn interest at a nominal rate.

The cash balances includes \$29,805 denominated in US dollars (2020 - \$22,575), converted to \$37,787 Canadian (2020 - \$28,742).

3. Short-term Investments

Short-term investments consist of guaranteed investment certificates earning interest at a rate of 0.25% and maturing between February 2022 and April 2022.

The short-term investment balances includes \$nil denominated in US dollars (2020 - \$12,000), converted to \$nil Canadian (2020 - \$15,278).

4. Due from Related Party

The balance is due from Blue Sea Philanthropy USA, Inc., a controlled entity. The Entity appoints the majority of Blue Sea Philanthropy USA, Inc.'s Board of Directors and, according to the bylaws, a decision cannot be passed without the Entity's Board of Directors' approval. Blue Sea Philanthropy USA, Inc. is incorporated in the United States as a not-for-profit entity. Blue Sea Philanthropy USA, Inc. is engaged in the operation of helping registered charities raise funds by organizing fundraising events.

At year end the balance was written down to the cash balance on hand at Blue Sea Philanthropy USA, Inc.

5. Tangible Capital Assets

	2021		2020	
	Cost	Accumulated Amortization	Cost	Accumulated Amortization
Leasehold improvements	\$ 16,847	\$ 16,847	\$ 16,847	\$ 16,847
Office furniture and equipment	76,328	55,271	64,128	43,451
	93,175	72,118	80,975	60,298
		\$ 21,057		\$ 20,677

Blue Sea Philanthropy Inc. o/a Blue Sea Foundation
Notes to Non-consolidated Financial Statements

December 31, 2021

6. Trademarks

The registered trademarks represent the rights to the names 'Coldest Night of the Year' and 'Ride for Refuge' and any goods and services associated with these events.

7. Deferred Contributions

	<u>2021</u>	<u>2020</u>
Balance, beginning of the year	\$ 312,474	\$ 240,440
Less: amounts recognized as revenue in the year	(312,474)	(240,440)
Add: amounts received related to the next year	<u>453,709</u>	<u>312,474</u>
Balance, end of year	<u>\$ 453,709</u>	<u>\$ 312,474</u>

8. Long-term Debt

	<u>2021</u>	<u>2020</u>
Canada Emergency Business Account, bearing no interest, maturing on December 21, 2022	<u>\$ 30,000</u>	<u>\$ 30,000</u>

In the prior year, the Entity received a \$40,000 Canada Emergency Business Account (CEBA) to finance qualifying non-deferrable expenses during the COVID-19 pandemic. The loan is non-interest bearing with no scheduled payments until December 31, 2022. If \$30,000 of the loan has been repaid by that date, the remaining \$10,000 will be forgiven. If the \$30,000 in loan payments have not been made by December 31, 2023, the full outstanding balance will be converted to a 5% interest bearing loan to be repaid in monthly installments over a three year period ending December 31, 2026. The \$10,000 forgivable portion was included in government assistance in the prior year (Note 10).

9. Interfund Transfers

The Board of Directors have approved to internally restrict a portion of the operating fund in the amount of \$300,000.

Blue Sea Philanthropy Inc. o/a Blue Sea Foundation Notes to Non-consolidated Financial Statements

December 31, 2021

10. Government Assistance

Due to the pandemic, the Federal Government of Canada announced the implementation of government assistance measures shortly after the COVID-19 pandemic was declared. Management has determined that the Entity qualified for Canada Emergency Wage Subsidy (CEWS) and Canada Emergency Rent Subsidy (CERS). Total government assistance of \$71,961 included in the Statement of Operations is composed of \$67,681 of CEWS and \$4,280 of CERS. At year end, \$nil (2020 - \$98,805) is included in accounts receivable.

The relevant terms and conditions applicable in order to be eligible for the assistance are as follows:

- Applicants must have a CRA payroll account
- Be an eligible type of employer (excludes public institutions)
- Have experienced a drop in revenue

Applicants may be required to return all or part of the subsidy payment if:

- Amendments are required related to previous applications (changes in circumstance, calculation errors)
- The CRA has reviewed the claim and reduced or denied the amount paid
- Applicant no longer qualifies for the payment, after it is received

11. Uncertainty due to Global Pandemic

The full impact of the COVID-19 outbreak continues to evolve as of the date of this report. As such, it is uncertain as to the full magnitude that the pandemic will have on the Entity's financial condition, liquidity, and future results of operations. The Entity's ability to continue to meet lease and other obligations as they come due is dependent on the continued ability to generate earnings and cash flows, including the available government subsidies. COVID-19 is not expected to have long-term effects on the peer-to-peer fundraising sector. At this time, the full potential impact of COVID-19 on the Entity is not known.

Blue Sea Philanthropy Inc. o/a Blue Sea Foundation Notes to Non-consolidated Financial Statements

December 31, 2021

12. Financial Instruments

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. Financial instruments which potentially subject the Entity to concentrations of credit risk consist of cash, accounts receivable and short-term investments. The Entity has deposited its cash and short-term investments with a reputable financial institution, from which management believes the risk of loss to be remote. The credit risk on accounts receivable arises from donors and sponsors. Due to the continued impact of COVID-19 the credit risk related to the Entity's receivables has increased as there is increased uncertainty about whether customers will be able to make their required payments.

Liquidity Risk

Liquidity risk is the risk that the Entity encounters difficulty in meeting its obligations associated with financial liabilities. Liquidity risk includes the risk that, as a result of operational liquidity requirements, the Entity will not have sufficient funds to settle a transaction on the due date; will be forced to sell financial assets at a value, which is less than what they are worth; or may be unable to settle or recover a financial asset. Liquidity risk arises from accounts payable, accrued liabilities and long-term debt.

Currency Risk

The Entity undertakes revenue and purchase transactions in the normal course of business in foreign currencies and, therefore, is subject to gains and losses due to fluctuations in foreign currency exchange rates. Amounts denominated in foreign currencies have been disclosed in the financial statements. The Entity considers this risk to be acceptable and therefore does not hedge its foreign exchange rate risks.

The currency risk related to transactions denominated in foreign currency has increased due to the impact of COVID-19, which could lead to significant fluctuations in foreign currencies against the Canadian dollar. The extent of any future impact on the company's foreign exchange gains and losses is unknown.

Blue Sea Philanthropy Inc. o/a Blue Sea Foundation
Non-consolidated Schedule of Program Costs

For the year ended December 31	2021	2020
Accommodation	\$ 5,047	\$ 534
Consulting fees	33,832	38,495
Courier and postage	41,669	41,449
Event clothing	236,230	250,453
Event portal	208,659	127,602
Facility and other rentals	46,392	52,062
Flights	5,487	-
Gas and mileage	7,711	5,521
Insurance	74,103	62,693
Meals and sundry	17,922	9,813
Merchant and bank charges	269,672	167,490
Partner development	19,443	4,267
Printed materials	28,224	19,324
Professional fees	48,862	27,370
Salaries and wages	1,021,189	946,924
Signage	11,575	11,509
Software and licenses	71,714	62,298
Staff training and development	16,484	12,026
Supplies and other	14,038	17,349
Telephone, office and other	40,701	30,187
Vehicle rental	18,627	14,042
	<hr/>	<hr/>
	\$ 2,237,581	\$ 1,901,408
