

The Art Gallery of Windsor

INDEPENDENT AUDITORS' REPORT AND FINANCIAL STATEMENTS

For the Year Ended December 31, 2022

Independent Auditors' Report

To the Members of The Art Gallery of Windsor:

Report on the Financial Statements

Qualified Opinion

We have audited the financial statements of The Art Gallery of Windsor, which comprise the statement of financial position as at December 31, 2022, and the statement of operations, changes in net assets and cash flows for the year then ended and notes to the financial statements including a summary of significant accounting policies and other explanatory information.

In our opinion, except for the possible effects of the matter described in the Basis for Qualified Opinion section of our report, the accompanying financial statements present fairly, in all material respects, the financial position of the The Art Gallery of Windsor as at December 31, 2022, and the results of its operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

Basis for Qualified Opinion

In common with many charitable organizations, the Gallery derives revenue from donations and fundraising activities, the completeness of which is not susceptible to satisfactory audit verification. Accordingly, our verification of donation and fundraising revenues was limited to the amounts recorded in the records of the Gallery and we were not able to determine whether any adjustments might be necessary to donation and fundraising revenues, revenue over expenditures, assets and net assets. This issue also resulted in a qualification of the financial statements for the year ended December 30, 2021.

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 Gallery 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 qualified opinion.

Other Information

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.

Independent Auditors' Report (continued)

Our opinion on the financial statements does not cover the other information and we 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 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 Gallery'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 Gallery or to cease operations, or has no realistic alternative but to do so.

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

Auditors' Responsibility for the Audit

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 Gallery's internal control.

Independent Auditors' Report (continued)

- 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 Gallery'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 Gallery 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 timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Other Matter

The financial statements of The Art Gallery of Windsor for the year ended December 31, 2021 were audited by another auditor who expressed a qualified opinion on those statements on March 30, 2022.

Capital Assist Professional Corporation

Capital Assist Professional Corporation
Licensed Public Accountant

Windsor, Ontario
March 29, 2023

Authorized to practice public accounting by the Institute of Chartered Professional Accountants of Ontario

The Art Gallery of Windsor
Financial Statements
For The Year Ended December 31, 2022

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The Art Gallery of Windsor

Statement of Operations

For The Year Ended December 31, 2022 (with comparative figures for 2021)

	2022	2021
Revenue		
Grants (Schedule 1)	\$ 1,401,835	\$ 888,128
Donations, membership and fundraising (Schedule 1)	594,418	264,555
Public programs (Schedule 1)	48,703	13,787
Admissions	23,151	7,871
Other revenue	66,854	13,090
	2,134,961	1,187,431
Expenses		
Administration	314,064	238,151
Building, facility, and occupancy	275,114	157,547
Curatorial, collection, and exhibitions	801,394	583,728
Membership and fundraising	182,357	95,400
Public programs and outreach	225,607	301,820
Visitor welcome, marketing, and promotions	296,359	125,378
	2,094,895	1,502,024
Excess (deficiency) of revenue over expenditures before the undernoted	40,066	(314,593)
Investment income (net value) (Note 10)	395,232	476,764
Unrealized gain (loss) on investments (Note 10)	(1,083,200)	724,296
	(687,968)	1,201,060
Excess (deficiency) of revenue over expenditures	\$ (647,902)	\$ 886,467

The Art Gallery of Windsor

Statement of Changes in Net Assets

As at December 31, 2022 (with comparative figures for 2021)

	Unrestricted Net Assets	Endowment Net Assets	2022	2021
Net assets, beginning	\$ 96,002	\$ 9,496,003	\$ 9,592,005	\$ 8,705,538
Capital disbursements (Note 10)	336,422	(336,422)	-	-
Contributions (Note 10)	(138,522)	138,522	-	-
Revenue over expenditures (expenditures over revenue) (Note 10)	40,066	(687,968)	(647,902)	886,467
Net assets, ending	\$ 333,968	\$ 8,610,135	\$ 8,944,103	\$ 9,592,005

The Art Gallery of Windsor
Statement of Financial Position
As at December 31, 2022 (with comparative figures for 2021)

	2022	2021
ASSETS		
Current assets		
Cash	\$ 614,984	\$ 616,100
Accounts receivable	65,867	47,858
Prepaid expenses	38,408	23,789
	719,259	687,747
Long-term assets		
Restricted cash	997,838	327,470
Investments (Note 4)	7,902,476	9,382,545
Works of art (Note 6)	1,000	1,000
Property and equipment (Note 5)	45,479	32,989
	\$ 9,666,052	\$ 10,431,751
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities	\$ 347,368	\$ 141,323
Deferred revenue (Note 9)	334,581	658,423
Current portion of long-term debt (Note 7)	40,000	-
	721,949	799,746
Long-term debt, net of current portion (Note 7)	-	40,000
	721,949	839,746
Net assets		
Unrestricted	333,968	96,002
Endowment (Note 10)	8,610,135	9,496,003
	8,944,103	9,592,005
	\$ 9,666,052	\$ 10,431,751

Approved on Behalf of the Board:

 , Director

 , Director

The Art Gallery of Windsor

Statement of Cash Flows

For The Year Ended December 31, 2022 (with comparative figures for 2021)

	2022	2021
Cash flows from operating activities:		
Cash receipts from donors, customers, members and funding agencies	\$ 2,173,722	\$ 1,930,446
Cash paid to suppliers and employees	(1,870,338)	(1,474,055)
	303,384	456,391
Cash flows from investing activities:		
Purchase of property and equipment	(31,001)	(6,076)
Increase (decrease) in investments	396,869	(423,784)
Decrease (increase) in restricted cash	(670,368)	62,640
	(304,500)	(367,220)
Cash flows from financing activities:		
Advances on long-term debt	-	10,000
	-	10,000
Net cash increase in cash and cash equivalents	(1,116)	99,171
Cash and cash equivalents, beginning of year	616,100	516,929
Cash and cash equivalents, end of year	\$ 614,984	\$ 616,100

The Art Gallery of Windsor
Notes to the Financial Statements
For The Year Ended December 31, 2022

1. Nature of activities

The Art Gallery of Windsor (the "Gallery"), incorporated without share capital under the laws of Ontario, is a registered charity exempt from income taxes under Section 149(1)(f) of the Income Tax Act of Canada. The Gallery operates an art gallery and provides related services including the promotion and appreciation of the visual arts. During the year, the Gallery implemented a rebranding strategy and commenced operating under the name Art Windsor-Essex.

2. Significant accounting policies

Basis of presentation

The financial statements are prepared in accordance with Canadian accounting standards for not-for-profit organizations and include the following significant accounting policies:

Cash and cash equivalents

Cash and cash equivalents consist of cash on hand, cash on deposit and bank balances. The company maintains cash and cash equivalents at financial institutions to support ongoing operations.

Revenue recognition

The Gallery follows the deferral method of accounting for contributions. Restricted contributions are recognized as revenue in the year in which the related expenses are incurred. Unrestricted contributions are recognized as revenue when received or receivable, if the amount to be received can be reasonably estimated and collection is reasonably assured.

Endowment contributions are recognized as direct increases in net assets. Income earned on resources held for endowment is recognized as income in accordance with the restrictions of the endowment contributions. Unrealized gains and losses are recognized on the statement of operations.

Donated goods and services

Donated services are not recorded in the accounts. Where the value is ascertainable, donated goods are recognized at their fair value.

Restricted cash

Restricted cash is cash held in investments for the Endowment Fund, the Joan and Clifford Hatch Trust, the Gail Ferriss Sheard Purchase Fund and the Dr. Lois Smedick Contemporary Art Endowment Fund and is used in investing activities.

Property and equipment

Amortization of property and equipment is calculated on a straight-line basis using the following annual rates:

Equipment	5 years
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The Art Gallery of Windsor
Notes to the Financial Statements
For The Year Ended December 31, 2022

2. Significant accounting policies (continued)

Works of art

Purchased and contributed works of art are recorded at nominal value. For purchased works of art, the difference between the purchase price and nominal value is recognized in the statement of operations. The value of donated works of art is not recorded, although donors receive a donation receipt for income tax purposes.

Deferred revenue

Deferred revenue represents revenue received for which the related expenditures have not been made.

Use of accounting estimates

The preparation of financial statements in conformity with Canadian accounting standards for not-for-profit organizations requires management to make estimates and assumptions that effect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Specifically, the useful life of property and equipment require the use of management estimates. Actual results could differ from these estimates.

Financial instruments

Measurement of financial instruments

Financial instruments are financial assets or liabilities of the Gallery where, in general, the Gallery has the right to receive cash or another financial asset from another party or the Gallery has the obligation to pay another party cash or other financial assets.

The Gallery initially measures its financial assets and liabilities at fair value.

The Gallery subsequently measures all its financial assets and financial liabilities at amortized cost, except for investments that are quoted in an active market, which are measured at fair value. Changes in fair value are recognized in net income. Financial assets measured at amortized cost include cash, accounts receivable and restricted cash.

The Gallery's financial assets measured at fair value include marketable securities, government bonds and Ontario Arts Foundation.

Financial liabilities measured at amortized cost include accounts payable, accrued liabilities and long-term debt.

The Art Gallery of Windsor
Notes to the Financial Statements
For The Year Ended December 31, 2022

2. Significant accounting policies (continued)

Impairment

Financial assets measured at cost or amortized cost are tested for impairment when there are indicators of possible impairment. When a significant adverse change has occurred during the period in the expected timing or amount of future cash flows from the financial asset or group of assets, a write down is recognized in net income. The write down reflects the difference between the carrying amount and the higher of:

- The present value of the cash flows expected to be generated by the asset or group of assets;
- The amount that could be realized by selling the asset or asset group; or
- The net realizable value of any collateral held to secure repayment of the asset or group of assets.

When events occurring after the impairment confirm that a reversal is necessary, the reversal is recognized up to the amount of the previously recognized impairment.

Transaction costs

Transaction costs and financing fees are expensed as incurred for financial instruments measured at fair value and capitalized and amortized over the expected life of the instrument using the straight line method for financial instruments that are subsequently measured at cost or amortized cost.

3. Allocation of expenses

The Gallery allocates its salary, benefits and other costs by percentage allocation to various departments. Investment income (net value) for the Joan and Clifford Hatch Trust and the Gail Ferriss Sheard Purchase Fund are allocated to the unrestricted net assets and endowment net assets, respectively, based on the proportionate book value invested.

4. Investments

Investments consist of the following:

	2022	2021
Long-term:		
Ontario Arts Foundation	567,352	666,024
Marketable securities:		
Canadian equities	2,161,781	2,650,940
US equities	1,508,882	2,073,054
International equities	270,062	294,350
Government bonds	3,394,399	3,698,177
	<u>\$ 7,902,476</u>	<u>\$ 9,382,545</u>

The Art Gallery of Windsor
Notes to the Financial Statements
For The Year Ended December 31, 2022

4. Investments (continued)

The cost of the Ontario Arts Foundation is \$413,747 (2021 - \$413,747), marketable securities is \$3,324,793 (2021 - \$3,663,234) and government bonds \$3,721,036 (2021 - \$3,680,593).

5. Property and equipment

Property and equipment consist of the following:

	Cost	Accumulated depreciation	2022 Net book value	2021 Net book value
Equipment	\$ 774,719	\$ 729,240	\$ 45,479	\$ 32,989

Included in administration expense is amortization of \$18,512 (2021 - \$13,334).

6. Works of art

The works of art are insured for \$46,110,000 as of December 31, 2022 (2021 - \$41,300,000).

The Gallery displayed 381 (2021 - 293) works of art onsite during the year. During the year, the Gallery acquired 27 (2021 - 81) works of art and acquisition expenses totaled \$34,498 (2021 - \$30,028).

7. Long-term debt

In the prior year the Gallery received an additional \$20,000 of Canadian Emergency Business Account, with the loan total being \$60,000 to help with operating costs due to the COVID-19 pandemic. The loan is non-interest bearing until December 31, 2023 if \$40,000 of the principal balance has been repaid the remainder will be forgiven. If \$40,000 of the principal balance has not been paid as of December 31, 2023, the outstanding principal will be subject to interest at a rate of 5% per annum, payable monthly, and repayment of the principal will be due by December 31, 2025. In the prior year \$10,000 of the additional amount received was included in revenue in the year as it is management's intention to repay the remaining \$40,000 prior to December 31, 2023.

8. Line of Credit

The Gallery has an available operating line of credit of \$150,000. As at December 31, 2022, the balance used was \$NIL (2021 - \$NIL). The line of credit is at prime plus 1.5% and is secured by a general security agreement.

The Art Gallery of Windsor
Notes to the Financial Statements
For The Year Ended December 31, 2022

9. Deferred revenue

Deferred revenue represents revenues collected but not earned as of December 31, 2022. This is primarily composed of deposits on facility rentals, education programs, sponsorships and grant revenue related to future periods.

	2022	2021
Balance, beginning of the year	\$ 658,423	\$ 469,713
Less: amount recognized as revenue in the year	(652,442)	(433,512)
Add: amount received related to future periods	328,600	622,222
	<u>\$ 334,581</u>	<u>\$ 658,423</u>

10. Endowment net assets

The Endowment Net Assets report contributions designated for specific purposes, as follows:

The Ontario Arts Foundation Endowment reports matching contributions from the Ontario Arts Foundation ("OAF") and the net investment income earned thereon to be used by the Gallery for operating purposes. Only income distributed by the OAF to the Ontario Arts Foundation Endowment is available for expenditure for operating purposes. The OAF, which holds the Ontario Arts Foundation Endowment in perpetuity, is responsible for the investment of the funds held and the annual disbursement to the Gallery.

Internally restricted

The Endowment Fund consists of original permanent capital of \$6,815,000. The annual net investment income earned from the investments is available for use by the unrestricted net assets. To the extent there is insufficient net income earned from the investments to meet the disbursement quota, the Gallery is authorized to disburse capital within a range of 3.5% to 4.5% if all of the conditions of Disbursement of Capital within the Investment Policy are met. The investments held in the endowment net assets are to be maintained and invested in accordance with the investment policies of the Gallery. During the year, capital disbursements amounted to \$263,397 (2021 - \$NIL) and capital contributions amounted to \$138,522 (2021 - \$NIL) for a net transfer of \$124,875 (2021 - \$NIL).

The Board of Directors established a Contemporary Art Endowment fund in honour of a bequest received from Dr. Lois K. Smedick. The income derived from this contribution is to be used exclusively for the acquisition of contemporary works of art for the Gallery's permanent collection.

Externally restricted

The bequest from Raymond Best was received and is held in perpetuity to purchase historical works of art at the discretion of the Board of Directors.

A bequest from Joan and Clifford Hatch was received and is held in perpetuity with the derived income to be used exclusively for the acquisition and restoration of works of art for the Gallery.

The Art Gallery of Windsor
Notes to the Financial Statements
For The Year Ended December 31, 2022

10. Endowment net assets (continued)

A bequest from Gail Ferriss Sheard was received and is held in perpetuity with derived income to be used to purchase Canadian historical works of art for the Gallery's permanent collection. Any earned income not expended in any year for the said purpose is to be added to the capital of the Gallery.

	Opening	Investment income (net value)	Unrealized loss	Net transfer	Ending
Net asset balances are comprised of:					
Ontario Arts Foundation Endowment	\$ 666,024	\$ (67,647)	\$ -	\$ (31,025)	\$ 567,352
Endowment Fund	7,656,612	405,470	(934,788)	(124,875)	7,002,419
Raymond Best Bequest	81,138	13	-	-	81,151
Joan and Clifford Hatch Trust	172,829	8,987	(21,893)	(13,000)	146,923
Gail Ferriss Sheard Purchase Fund	731,542	40,234	(98,015)	(16,000)	657,761
Dr. Lois K. Smedick Contemporary Art Endowment Fund	187,858	8,176	(28,504)	(13,000)	154,530
	\$ 9,496,003	\$ 395,232	\$ (1,083,200)	\$ (197,900)	\$ 8,610,135

11 Financial instruments

The main risks the Gallery's financial instruments are exposed to are credit, interest rate, liquidity and market risks.

Credit risk

The financial instruments that potentially subject the Gallery to a significant concentration of credit risk consist primarily of cash, accounts receivable and guaranteed investment certificates. The Gallery mitigates its exposure to credit loss by placing its cash and guaranteed investment certificates with major financial institutions. The Gallery is exposed to credit risk in the event of non-payment by their customers for their accounts receivable. The Gallery believes there is minimal risk associated with these amounts due to the diversity of its customers and there are no significant concentrations of accounts receivable with any group of customers that are related to each other.

Interest rate risk

The Gallery is exposed to interest rate risk to the extent that the guaranteed investment certificates and government bonds are at a fixed interest rate. The Gallery does not use derivative financial instruments to alter the effects of the risk.

Liquidity risk

Liquidity risk relates to the risk the Gallery will encounter difficulty in meeting its obligations associated with financial liabilities. The financial liabilities on its statement of financial position consist of accounts payable and accrued liabilities. Management closely monitors cash flow requirements to ensure that it has sufficient cash on demand to meet operational and financial obligations.

The Art Gallery of Windsor
Notes to the Financial Statements
For The Year Ended December 31, 2022

11 Financial instruments (continued)

Market risk (price risk)

Market risk is the risk that changes in market prices and interest rates will affect the Gallery's net earnings or the value of financial instruments. These risks are generally outside the control of the Gallery. The objective of the Gallery is to mitigate market risk exposures within acceptable limits, while maximizing returns. The Gallery's investments in publicly traded securities expose the Gallery to market risk as such investments are subject to price changes in the open market. The Gallery does not use derivative financial instruments to alter the effects of the risk.

12 Comparative figures

The presentation of certain accounts of the previous years has been changed to confirm with the presentation adopted for the current year.

13 COVID-19 pandemic

On March 11, 2020, the World Health Organization categorized COVID-19 as a pandemic. The potential economic effects within the Gallery's environment and in the global markets, possible disruption in supply chains, and measures being introduced at various levels of government to curtail the spread of the virus (such as travel restrictions, closures of non-essential municipal and private operations, imposition of quarantines and social distancing) could have material impact on the Gallery's operations. The extent of the impact of this outbreak and related containment measures on the Gallery's operations cannot be reliably estimated at this time.

In so far as the Gallery is concerned, the COVID-19 crisis has had minimal impact on the the financial statements presented for the period ended December 31, 2022. As of December 31, 2022, the Gallery has recorded \$NIL (2021 - \$54,133) relating to the Canada Emergency Wage Subsidy as a reduction of wages in the following expense departments:

	2022	2021
Curatorial, collection and exhibition	\$ -	\$ 19,153
Public programs and outreach	-	15,970
Administration	-	6,543
Membership and fundraising	-	5,479
Building, facility and occupancy	-	3,985
Visitor, welcome, marketing and promotion	-	3,002
	\$ -	\$ 54,132

As at December 31, 2022, the Gallery has recorded \$NIL (2021 - \$2,945) receivable relating to the Canada Emergency Wage Subsidy.

The Art Gallery of Windsor

Schedule 1

Schedule of Revenue

As at December 31, 2022 (with comparative figures for 2021)

	2022	2021
Grants		
Canada Council for the Arts	\$ 340,800	\$ 333,000
Canadian Urban Institute	250,000	-
Department of Canadian Heritage	115,000	14,900
Department of Canadian Heritage - Special	182,019	25,000
Ontario Arts Council	201,016	201,016
Ontario Arts Council - Special	-	214,412
Ontario Cultural Attractions Fund	48,000	-
Ontario Trillium Foundation	264,000	99,800
Other	1,000	-
	1,401,835	888,128
Donations, membership and fundraising		
Unrestricted individual donations	589,292	257,385
Memberships	5,126	7,170
	594,418	264,555
Public programs		
Education workshop	40,776	8,025
Tour fees	7,927	5,762
	48,703	13,787
Admissions	23,151	7,871
Other revenue	66,854	13,090
Total revenue	\$ 2,134,961	\$ 1,187,431