Motor Dealer Council of British Columbia (Operating as Motor Vehicle Sales Authority of British Columbia) Financial Statements Year ended March 31, 2018

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Independent Auditors' Report

To the Directors of Motor Dealer Council of British Columbia:

We have audited the accompanying financial statements of Motor Dealer Council of British Columbia, which comprise the statement of financial position as at March 31, 2018, and the statements of operations, changes in fund balances and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of Motor Dealer Council of British Columbia as at March 31, 2018 and the results of its operations, changes in fund balances and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

Report on Other Legal and Regulatory Requirements

As required by the Society Act (British Columbia), we report that, in our opinion, these principles have been applied on a basis consistent with that of the preceding year.

Surrey, British Columbia

Chartered Professional Accountants

Motor Dealer Council of British Columbia (Operating as Motor Vehicle Sales Authority of British Columbia) Statement of Financial Position

				As at M	1arch 31, 2018
	Operating Fund	Reserve for Consumer Awareness Fund	Internally Restricted and Capital Asset Funds (Note 9)	2018	2017
Assets					
Current	0.40.000	400.000	0.004.540		4 000 074
Cash Accounts receivable	849,830	100,000	2,684,548	3,634,378	1,222,971
Term deposits (Note 3)	38,461 100,931	-	-	38,461 100,931	64,928 401,847
Marketable securities (Note 4)	85,817	_	847,244	933,061	2,465,444
Prepaid expenses and deposits	109,522	-	-	109,522	142,910
	1,184,561	100,000	3,531,792	4,816,353	4,298,100
Capital assets (Note 5)	-	-	121,426	121,426	375,014
Term deposits (Note 3)	1,167,870	-	-	1,167,870	1,164,380
Deposit on building under development (Note 6)	-	-	270,000	270,000	270,000
Building under development (Note 6)	-	-	93,118	93,118	-
	2,352,431	100,000	4,016,336	6,468,767	6,107,494

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Motor Dealer Council of British Columbia (Operating as Motor Vehicle Sales Authority of British Columbia) **Statement of Financial Position**

	Operating Fund	Reserve for Consumer Awareness Fund	Internally Restricted and Capital Asset Funds (Note 9)	2018	201
Liabilities					
Current					
Accounts payable and accruals (Note 7)	234,905	-	-	234,905	297,813
Unearned revenue	1,892,760	-	-	1,892,760	1,870,576
	2,127,665	•	-	2,127,665	2,168,389
Commitments (Note 8)					
Commitments (Note 8) Fund Balances Unrestricted Invested in Capital Assets Internally restricted	224,766 - -	100,000 - -	- 214,544 3,801,792	324,766 214,544 3,801,792	488,875 375,014 3,075,216
Fund Balances Unrestricted Invested in Capital Assets		100,000 - - - 100,000		214,544	375,014

Director

Director

Motor Dealer Council of British Columbia (Operating as Motor Vehicle Sales Authority of British Columbia) Statement of Operations For the year ended March 31, 2018

	Operating Fund	Reserve for Consumer Awareness Fund	Internally Restricted and Capital Asset Funds (Note 9)	2018	2017
Revenue					
Administration fees and other	315,343	-	-	315,343	278,567
Consumer awareness	-	32,000	-	32,000	171,461
Course fees	1,074,794	-	-	1,074,794	1,059,974
Investment income (loss)	40,499	-	(29,889)	10,610	124,053
Licensing fees	3,811,132	-	-	3,811,132	3,702,106
Registrar's hearings	8,304	-	-	8,304	57,349
Consumer advancement			6,500	6,500	-
	5,250,072	32,000	(23,389)	5,258,683	5,393,510
Expenses					
Advertising	53,904	171,423	_	225,327	165,155
Amortization	· -	· •	123,296	123,296	112,861
Automotive	80,042	-	-	80,042	75,729
Consulting	164,161	-	-	164,161	160,974
Consumer advancement	-	-	35	35	•
Course costs, travel and meals	62,177	-	-	62,177	58,045
Governance	140,945	-	_	140,945	154,091
Office and general	518,797	_	-	518,797	564,312
Professional fees	207,938	_	-	207,938	171,833
Registrar's hearings	16,482		_	16,482	12,011
Rent and parking	285,201	_	_	285,201	283,555
Salaries and benefits	2,846,740	32,595	-	2,879,335	2,760,668
Training	16,524	-	-	16,524	36,152
	4,392,911	204,018	123,331	4,720,260	4,555,386
Excess (deficiency) of revenue over expenses before other items	857,161	(172,018)	(146,720)	538,423	838,124
Other items Impairment of long-lived asset (Note 11)	-	-	(140,345)	(140,345)	_
Gain on disposal of capital assets		-	3,919	3,919	-
	-	-	(136,426)	(136,426)	-
Excess (deficiency) of revenue over expenses	857,161	(172,018)	(283,146)	401,997	838,124

Motor Dealer Council of British Columbia (Operating as Motor Vehicle Sales Authority of British Columbia) Statement of Changes in Fund Balances

For the year ended March 31, 2018

	Operating Fund	Reserve for Consumer Awareness Fund	Internally Restricted and Capital Asset Funds (Note 9)	2018	2017
Fund balances, beginning of year	488,875	100,000	3,350,230	3,939,105	3,100,981
Excess (deficiency) of revenue over expenses	857,161	(172,018)	(283,146)	401,997	838,124
Purchase of capital assets	(11,134)	-	11,134	•	-
Disposal of capital assets	5,000	-	(5,000)	-	-
Buildings under development	(93,118)	-	93,118	-	-
Interfund transfer (Note 9)	(1,022,018)	172,018	850,000	-	-
Fund balances, end of year	224,766	100,000	4,016,336	4,341,102	3,939,105

Motor Dealer Council of British Columbia (Operating as Motor Vehicle Sales Authority of British Columbia) Statement of Cash Flows

For the year ended March 31, 2018

	2018	2017
Cash provided by (used for) the following activities		
Operating		
Excess of revenue over expenses	401,997	838,124
Amortization	123,296	112,861
Gain on disposal of capital assets	(3,919)	· -
Impairment of long-lived asset	140,345	-
	661,719	950,985
Changes in working capital accounts		
Accounts receivable	26,467	12,843
Prepaid expenses and deposits	33,388	(35,266)
Accounts payable and accruals	(62,908)	76,505
Unearned revenue	22,184	84,285
	680,850	1,089,352
Investing		
Change in term deposits	297,426	(50,915)
Change in marketable securities	1,532,383	(1,194,040)
Purchase of capital assets	(11,134)	(118,033)
Proceeds of disposal of capital assets	5,000	•
Deposit on property		(270,000)
Building under development additions	(93,118)	-
	1,730,557	(1,632,988)
Increase (decrease) in cash resources	2,411,407	(543,636)
Cash resources, beginning of year	1,222,971	1,766,607
Cash resources, end of year	3,634,378	1,222,971

For the year ended March 31, 2018

1. Incorporation and nature of the organization

Motor Dealer Council of British Columbia ("the Society") was incorporated under the Society Act of British Columbia on July 31, 2003 as a not-for-profit society and thus is exempt from income taxes under the Income Tax Act ("the Act"). In order to maintain its status as a registered not-for-profit organization under the Act, the Society must meet certain requirements within the Act. In the opinion of management these requirements have been met.

On April 1, 2004, the Government of British Columbia granted to the Society the authority to administer and enforce the Motor Dealer Act and related regulations. On March 30, 2007, subject to amendment to the Motor Dealer Act, the Society has become known as the Motor Vehicle Sales Authority of British Columbia ("VSA"), better reflecting both the public and industry service roles of the independent regulatory agency.

The Society's mission statement is to regulate a fair motor vehicle sales marketplace through education and compliance.

2. Significant accounting policies

The financial statements have been prepared in accordance with Canadian accounting standards for not-for-profit organizations set out in Part III of the CPA Canada Handbook - Accounting, as issued by the Accounting Standards Board in Canada, and include the following significant accounting policies:

Fund accounting

In order to ensure observance of limitations and restrictions placed on the use of resources available to the Society, the accounts are maintained on a fund accounting basis. Accordingly, resources are classified for accounting and reporting purposes into funds. These funds are held in accordance with the objectives specified by the contributors or in accordance with the directives issued by the Board of Directors.

Three funds are maintained: Operating Fund, Reserve for Consumer Awareness Fund and Internally Restricted and Capital Asset Fund.

The Operating Fund is used to account for all revenues and expenses related to the general and ancillary operations of the Society.

The Reserve for Consumer Awareness Fund reports the assets, liabilities, revenues and expenses associated with increasing consumers' awareness regarding the services provided by the Society.

The Internally Restricted and Capital Asset Fund consists of:

- The Reserve for Consumer Advancement Fund, which reports the assets, liabilities, revenue and expenses related to penalties levied by the Registrar of Motor Dealers & Privacy Officer.
- The Reserve for Future Training Costs Fund, which reports the assets, liabilities, revenue and expenses related to course development activities.
- The Regulatory Response Fund, which reports the assets, liabilities, revenues and expenses related to extraordinary legal costs.
- The Reserve for Future Business Property Acquisition Fund, which reports the assets that have been internally restricted for future property acquisition costs of the Society.
- The Capital Asset Fund, is used to account for all capital and building under development assets of the Society
 and to present the flow of funds related to their acquisition and disposal, unexpended capital resources and debt
 commitments.

For the year ended March 31, 2018

2. Significant accounting policies (Continued from previous page)

Revenue recognition

The Society follows the deferral method of accounting for contributions and reports on a fund accounting basis.

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.

The Society recognizes annual licensing fees from dealerships and sales representatives proportionately over the period of licensing, which varies from twelve to twenty-four months. Revenues from registrar's hearings are recognized when levied if collection is reasonably assured. Revenue from course fees, consumer awareness, administration and other revenue is recognized in the period in which the services are provided and collection is reasonably assured. Investment income is recognized on the accrual basis. Realized and unrealized gains and losses on marketable securities are recognized upon sale of the investment, or upon fair value measurement at each reporting period.

Term deposits

Term deposits that mature before March 31, 2019 are presented as current assets. Term deposits with maturity dates subsequent to March 31, 2019 are presented as long term assets.

Capital assets

Capital assets are initially recorded at cost. Amortization is provided using the following methods at rates and terms intended to amortize the cost of the assets over their estimated useful lives.

	Method	Rate/Term
Automotive	declining balance	30 %
Computer equipment	straight-line	3 years
Computer software	straight-line	2 years
Office equipment	straight-line	5 years
Navantis Project	straight-line	7 years

Employee future benefits

The Society's employee future benefit program consists of a defined contribution pension plan with the Society contributing 3% of the employee's salary without a contribution threshold.

Measurement uncertainty

The preparation of financial statements in conformity with ASNPO requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period.

Accounts receivable are stated after evaluation as to their collectability and an appropriate allowance for doubtful accounts is provided where considered necessary. Amortization is based on the estimated useful lives of capital assets.

These estimates and assumptions are reviewed periodically and, as adjustments become necessary they are reported in excess of revenues over expenses in the periods in which they become known.

For the year ended March 31, 2018

2. Significant accounting policies (Continued from previous page)

Financial instruments

The Society recognizes its financial instruments when the Society becomes party to the contractual provisions of the financial instrument. All financial instruments are initially recorded at their fair value, including financial assets and liabilities originated and issued in a related party transaction with management. Financial assets and liabilities originated and issued in all other related party transactions are initially measured at their exchange amount in accordance with Section 3840 Related Party Transactions (refer to Note 12).

At initial recognition, the Society may irrevocably elect to subsequently measure any financial instrument at fair value. The Society has not made such an election during the year.

The Society subsequently measures term deposits and marketable securities at fair value with changes in fair value recorded immediately in the statement of operations. All other financial assets and liabilities are subsequently measured at amortized cost. Transaction costs and financing fees directly attributable to the origination, acquisition, issuance or assumption of financial instruments subsequently measured at fair value are immediately recognized in excess of revenue over expenses. Conversely, transaction costs and financing fees are added to the carrying amount for those financial instruments subsequently measured at amortized cost or cost.

Financial asset impairment

The Society assesses impairment of all of its financial assets measured at cost or amortized cost. When there is an indication of impairment, the Society determines whether it has resulted in a significant adverse change in the expected timing or amount of future cash flows during the year. If so, the Society reduces the carrying amount of any impaired financial assets to the highest of: the present value of cash flows expected to be generated by holding the assets; the amount that could be realized by selling the assets; and the amount expected to be realized by exercising any rights to collateral held against those assets. Any impairment, which is not considered temporary, is included in current year excess of revenues over expenses. The Society reverses impairment losses on financial assets when there is a decrease in impairment and the decrease can be objectively related to an event occurring after the impairment loss was recognized. The amount of the reversal is recognized in the excess of revenues over expenses in the year the reversal occurs.

3. Term deposits

Term deposits are recorded at fair value and have maturity dates ranging from April 2018 to March 2022, bearing interest at fixed rates between 1.9% and 2.55% per annum.

4. Marketable securities

The Society holds investments in US and Canadian denominated exchange traded securities, presented at fair value, with a cost of \$945,012 (2017 - cost of \$2,396,341). Investment income on the statement of operations is presented net of investment management fees of \$22,663 (2017 - \$32,622).

For the year ended March 31, 2018

Capital assets

	Cost	Accumulated amortization	2018 Net book value	2017 Net book value
Automotive	189,421	128,316	61,105	53,396
Computer equipment	232,356	197,322	35,034	47,137
Computer software	215,603	199.707	15,896	16,906
Office equipment	202,319	192,928	9,391	4,700
Leasehold improvements	374,163	374.163	•	15,798
Navantis Project (Note 11)	388,831	388,831	•	237,077
	1,602,693	1,481,267	121,426	375,014

6. Building under development

The Society has incurred costs associated with the construction of the new premises, scheduled to be completed July of 2018. The capitalized development costs have not been subject to amortization during the current fiscal period as the building is not substantially complete, and therefore, not yet put into use. Upon completion of construction, the building under development asset will be reclassified to capital assets and amortized over the estimated useful life of the building.

7. Accounts payable and accruals

Included in accounts payable and accruals is \$39,200 (2017 - \$38,145) of remittances payable to various government agencies.

8. Commitments

The Society has entered into lease agreements through September 2018, with an aggregate commitment through to expiry of the lease agreement of \$93,188. The Society has entered into lease agreements for various equipment through September 2021 with combined annual payments of \$11,342, totalling \$39,105.

The Society has executed a purchase agreement for the acquisition of office premises, with aggregate building and parking stall costs of \$3,041,000, payable upon completion of the project.

The Society estimates future leasehold improvement, office furnishing and other commitments of an additional \$1,000,000 associated with the property acquisition, with the total estimated premise cost of approximately \$4,000,000 to be funded primarily through current and future funds internally restricted for future business property acquisition, bank financing, or a combination thereof. During the year, the Society has entered into a contract for tenant improvements of \$584,000 of which \$93,118 has been paid as of March 31, 2018.

9. Interfund transactions

During the year, the Society transferred \$172,018 to the Operating Fund from the Society's Consumer Awareness Fund, to provide for expenses incurred.

During the year, the Board of Directors internally restricted \$850,000 from the operating fund to be used for future business property acquisition.

For the year ended March 31, 2018

10. Internally Restricted and Capital Asset Fund balances

			Internally Restricted Funds			2018	2017
	Capital Asset Fund	Reserve for Future Training Costs	Reserve for Regulatory Response	Reserve for Business Property Acquisition	Reserve for Consumer Advancement	2010	2017
Opening Fund balance	375,014	84,587	150,000	2,740,629	•	3,350,230	2,217,450
Revenue	•	-	-	-	6,500	6,500	-
Investment income (loss)	-	•	-	(29,889)	· •	(29,889)	82,608
Impairment of long- lived asset	(140,345)	•	•	•		(140,345)	-
Amortization	(123,296)	-	•	-	•	(123,296)	(112,861)
Gain on sale of assets	3,919	•	-	-	•	3,919	• •
Consumer advancement fund expenses	-	•	-	• · · · · · · · · · · · · · · · · · · ·	(35)	(35)	-
Excess (deficiency) of revenue over expenses	(259,722)	•		(29,889)	6,465	(283,146)	(30,253)
Transferred from Operating Fund	•	•	-	850,000	•	850,000	775,000
Transferred from Operating Fund for deposit on property	•	-	•	-	-	-	270,000
acquisition	44.46.4		•			44.404	440.000
Assets acquired	11,134	-	•	-	-	11,134	118,033
Assets disposed Building development additions	(5,000) 93,118	• •	· · · · · · · · · · · · · · · · · · ·	-	-	(5,000) 93,118	
Ending Fund balance	214,544	84,587	150,000	3,560,740	6,465	4,016,336	3,350,230

11. Impairment of long-lived assets

During the year ended March 31, 2018, the Society determined that the capitalized Navantis Project costs did not have future benefit to the Society. As such, the Society has recorded an impairment loss reducing the net book value of the asset to nil.

12. Related party transactions

During the year, the Society paid \$114,998 (2017 - \$129,820) in total governance costs to the eleven members of the Board of Directors comprised of directors' fees of \$94,510 (2017 - \$105,680) and expense reimbursements of \$20,488 (2017-\$21,140).

These transactions were conducted in the normal course of operations and were measured at their exchange amount, which is the amount of consideration established and agreed to by the related parties.

For the year ended March 31, 2018

13. Employee compensation

During the year ended March 31, 2018, the Society paid a total of \$1,334,625 to its ten most highly remunerated employees. (2017 - \$1,197,861)

14. Financial instruments

The Society as part of its operations, carries a number of financial instruments. It is management's opinion that the Society is not exposed to significant interest, currency, credit, liquidity or other price risks arising from these financial instruments except as otherwise disclosed.

Other price risk

Other 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 (other than those arising from interest rate risk or foreign currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market. The Society enters into transactions to purchase and sell marketable securities for which the market price fluctuates

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. As at March 31, 2018, the following items are denominated in US currency:

	2018 CAD\$	2017 CAD\$
Cash Marketable securities	302 -	234 935,342
	302	935,576

Liquidity risk

Liquidity risk is the risk that the Society will encounter difficulty in meeting obligations associated with financial liabilities. The Society enters into transactions to purchase goods and services on credit, for which repayment is required at various maturity dates.

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's main credit risk relates to its accounts receivable. Approximately 81% of the Society's accounts receivable is due from members in the auto sector. As at March 31, 2018, one member comprised 56% of accounts receivable (2017 - one customer: 33%). The Society performs regular assessments of its receivables and provides allowances for potentially uncollectible accounts receivable.

Interest rate risk

Interest rate risk is the risk that the value of a financial instrument might be adversely affected by a change in the interest rates. Changes in market interest rates may have an effect on the cash flows associated with some financial assets and liabilities, known as cash flow risk, and on the fair value of other financial assets or liabilities, known as price risk.

The Society is exposed to interest rate cash flow risk with respect to it's investments in marketable securities bearing interest at variable rates.

For the year ended March 31, 2018

15. Defined contribution plan

The Society makes contributions to a defined contribution plan on behalf of certain of its employees. The Society's contributions for the year of \$54,782 (2017 - \$53,655) are included in salaries and wages expenses on the statement of operations.

16. Motor Dealer Customer Compensation Fund

The Society provides administrative services for the Motor Dealer Customer Compensation Fund ("the Fund"), managed by the Ministry of Public Safety and Solicitor General with the Fund's directors appointed by the Society.

The Fund provides compensation to consumers who have incurred losses because a motor dealer has either discontinued its operations or has failed to meet certain legal obligations.

As at March 31, 2018 the unaudited fund balance is \$1,243,999 (2017 - \$1,280,682).

Effective April 1, 2018, the Minister of Finance transferred trusteeship of the Fund to the Society, and as such, the Fund will be reflected in the Society's financial statements in fiscal 2019 and future periods.