

PO, Box 189, **49 Erie St.** N. Leamington: Ontario, N8H 3W2

INDEPENDENT AUDITOR'S REPORT

To the Owners of Union Water Supply System

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Union Water Supply System, which comprise:

- the statement of financial position as at December 31, 2021
- the statement of financial activities for the year then ended
- the statement of cash flow for the year then ended
- the statement of change in net assets
- and notes to the financial statements including summary of accounting policies.

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

In our opinion, the accompanying financial statements present fairly, in all material respects the financial position of Union Water Supply System as at December 31, 2021, and the results of its financial activities and cash flow for the year then ended in accordance with Canadian public sector accounting standards.

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 *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of Union Water Supply System in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our 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.

In connection with our audit of the financial statements, our responsibility is to read the other information, 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. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian public sector accounting standards, 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 Union Water Supply System'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 Union Water Supply System or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing Union Water Supply System's financial reporting process.

Auditor's 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 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 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 Union Water Supply System'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 Union Water Supply System'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 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 Union Water Supply System 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within Union Water Supply System to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of Union Water Supply System's audit. We remain solely responsible for our audit opinion.

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.

> HICKS, MacPHERSON, IATONNA & DRIEDGER LLP

Hides Machausen Delloure

Leamington, Ontario April 20, 2022 Chartered Professional Accountants Licensed Public Accountants

Statement of Financial Position as at December 31

	2021		2020
Assets			
Financial			
Cash (note 3)	\$ 10,960,659	\$	12,419,172
Long-term investment (note 4)	11,060,436		10,785,408
Accounts receivable (note 5)	 1,775,437		1,310,800
	23,796,532		24,515,380
Liabilities			
Accounts payable and accrued liabilities (notes 5 and 11)	3,896,899		1,872,990
Long-term debt (note 6)	9,375,773		10,678,260
	13,272,672	_	12,551,250
Net Assets	10,523,860		11,964,130
Non Financial Assets			
Inventories (note 7)	2,412,427		255,153
Tangible capital assets (notes 2 and 7)	46,676,913		41,934,471
	49,089,340		42,189,624
Accumulated Surplus (note 10)	\$ 59,613,200	\$	54,153,754

See accompanying notes to financial statements

Approved by the Board: Chair Chair Of Ida Meedould

Statement of Financial Activities for the years ended December 31

		2021 Budget (note 12)		2021 Actual	2020 Actual
Revenues					
Wholesale billings (notes 5 and 8)	\$	13,850,225	\$	13,316,113	\$ 12,276,778
Investment income (note 9)		455,000	12	484,994	 474,695
Rental income		19,088		23,483	21,147
Other income		85,619		1,571	18,041
		14,409,932		13,826,161	12,790,661
Expenses				1.1	
Wages and benefits (note 11)		253,067		269,829	252,712
Rents and services		235,993		182,031	687,679
Administration fee (note 5)		30,000		30,000	30,000
Property taxes		147,500		151,727	150,160
Electricity and gas		1,350,000		1,312,262	1,355,992
Carbon dioxide		25,000		23,077	15,509
Repairs and maintenance		260,000		218,787	440,957
Operational programs and studies		439,740		298,146	79,023
Amortization (Schedule 1)		1,497,126		1,497,126	1,415,085
OCWA operating contract		3,314,739		3,303,843	3,213,776
Long-term interest expense		1,067,891		1,067,891	1,196,641
Loss on sale of work in progress		-			430,487
Loss on sale of tangible capital assets				11,996	2,838
		8,621,056		8,366,715	9,270,859
Annual Surplus		5,788,876		5,459,446	3,519,802
Accumulated Surplus, Beginning of Year		54,153,754	_	54,153,754	50,633,952
Accumulated Surplus, End of Year	s	59,942,630	\$	59,613,200	\$ 54,153,754

See accompanying notes to financial statements

Statement of Cash Flow for the years ended December 31

		2021		2020
Net Inflow (Outflow) of Cash Related to the Follow	ving Activities	s:		
Cash flow from operating activities				
Annual surplus	\$	5,459,446	\$	3,519,802
Items not involving cash:		- 4, 204, 205		1945 - 1993
Amortization of tangible capital assets		1,497,126		1,415,085
Loss on sale of work in progress				430,487
Loss on sale of tangible capital assets		11,996		2,838
Increase in accounts receivable		(464,637)		(128,939
Increase (Decrease) in accounts payable		2,023,909		(812,153
		8,527,840		4,427,120
Cash flow from investing activities				
Proceeds on sales of tangible capital assets		10,000		
Cash used to acquire tangible capital assets		(8,418,838)		(645,130)
Increase in long-term investment		(275,028)		(268,905)
		(8,683,866)		(914,035)
Cash flow from financing activities				
Debt repayment (principal only)		(1,302,487)		(1,154,638)
Net Change in Cash for Year		(1,458,513)		2,358,447
Cash, Beginning of Year		2,419,172	_	10,060,725
Cash, End of Year	e 1	0,960,659	•	12,419,172

See accompanying notes to financial statements

Statement of Change in Net Assets for the years ended December 31

		2021 Budget (note 12)		2021 Actual		2020 Actual
Annual Surplus	\$	5,788,876	\$	5,459,446	\$	3,519,802
Amortization of tangible capital assets		1,497,126		1,497,126		1,415,085
Acquisition of tangible capital assets		(13,117,170)		(8,418,838)		(645,130)
Loss on sale of work in progress		-		-		430,487
Loss on sale of tangible capital assets				11,996		2,838
Proceeds on disposal of tangible capital assets			_	10,000	_	
Change in Net Assets		(5,831,168)		(1,440,270)		4,723,082
Net Assets, Beginning of Year	1	11,964,130		11,964,130	_	7,241,048
Net Assets, End of Year	\$	6,132,962	\$	10,523,860	\$	11,964,130

See accompanying notes to financial statements

Notes to the Financial Statements for the years ended December 31

1. Description of Reporting Entity

The Union Water Supply System (UWSS) was created, effective January 8, 2001, by Order of the Minister of the Environment pursuant to the Municipal Water and Sewage Transfer Act, 1997. The Order transferred all assets, liabilities, rights and obligations of the Ontario Clean Water Agency in the municipal drinking water treatment and distribution system located in Ruthven to the municipalities of Leamington, Kingsville, Essex and Lakeshore ("member municipalities"). The Order provided for the establishment of a Joint Board of Management to govern the operation and management of the "System". Each owner's representation on the Board is based on its share of the total flows of the system with no municipality receiving more than fifty percent of the total number of members.

The interests of the Municipalities in the System shall be as tenants-in-common, each as to the undivided interest according to their proportional consumption of the total flows of the system. The ownership interests were reset on January 1, 2021 as Learnington - 53.00% (2017 - 50.55%), Kingsville - 38.72% (2017 - 40.33%), Essex - 4.92% (2017 - 5.97%) and Lakeshore - 3.36% (2017 - 3.15%). The ownership interest is to be updated every four years.

2. Summary of Accounting Policies

The financial statements of the Union Water Supply System are the representation of the Joint Board of Management prepared in accordance with Canadian public sector accounting standards for local governments, as recommended by the Public Sector Accounting Board of CPA Canada.

Basis of Accounting

Sources of financing and expenditures are reported on the accrual basis of accounting, with the exception of interest charges on long-term liabilities, which are charged against operations in the periods in which they are paid. The accrual basis of accounting recognizes revenues as they become available and measurable; expenditures are recognized, as they are incurred and measurable as a result of the receipt of goods or services and the creation of a legal obligation to pay.

Liabilities on the statement of financial position represent the outstanding principal portion of longterm liabilities, liabilities not yet due and other future expenses not yet raised by rates on the users.

Use of Estimates

The preparation of financial statements requires management to make estimates that affect the reported amount of assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenditures during the reporting period. Significant items subject to such estimates and assumptions include the valuation of accounts receivable, carrying value of tangible capital assets, accounts payable and accrued liabilities, including the valuation of post-employment benefits. Actual results could differ from those estimates.

Notes to the Financial Statements for the years ended December 31

2. Summary of Accounting Policies (Cont'd)

Tangible Capital Assets

Tangible capital assets are recorded at cost which includes all amounts that are directly attributed to acquisition, construction, development or betterment of the asset. The costs, less residual value, of the tangible capital assets are amortized on a straight-line basis over their estimated useful life as follows:

Land	Infinite
Land Improvements	15 years to infinite
Buildings	20 to 50 years
Machinery and Equipment	3 to 50 years
Linear Assets	10 to 90 years

One-half of the annual amortization is charged in the year of acquisition and in the year of disposal. Assets under construction are not amortized until the asset is available for productive use.

Contributions of Tangible Capital Assets

Tangible capital assets received as contributions are recorded at their fair value using the half year rule as though they have been received July 1.

Leases

Leases are classified as capital or operating leases. Leases which transfer substantially all the benefits and risks incidental to ownership of property are accounted for as capital leases. All other leases are accounted for as operating leases and the related lease payments are charged to expenses as incurred.

Inventories

Inventories consist of work-in-progress measured at cost.

Long-Term Investment

Investment is recorded at fair market value.

Notes to the Financial Statements for the years ended December 31

2. Summary of Accounting Policies (Cont'd)

Future Accounting Changes

Effective for fiscal periods beginning on or after April 1, 2022, all governments will be required to adopt PSAB Section 3450 Financial Instruments, Section 2601 Foreign Currency Translation, Section 3041 Portfolio Investments, Section 1201 Financial Statement Presentation, and Section 3280 Asset Retirement Obligations. These standards provide guidance on how to account for and present financial instruments, asset retirement obligations and foreign currency translation.

Effective for fiscal periods beginning on or after April 1, 2023, all governments will be required to adopt PSAB Section 3400 Revenue. This standard provides guidance on how to account for and present new categories of revenue.

Management is currently in the process of evaluating the potential impact of adopting these standards.

3. Cash

This balance represents a consolidation from the operating fund and the reserve fund as follows:

· · · · · · · · · · · · · · · · · · ·	2021	2020
Cash		
Operating Fund	\$ 9,780,756	\$ 11,259,143
Reserve Fund	1,179,903	1,160,029
	\$ 10,960,659	\$ 12,419,172

4. Long-Term Investment

Funds are invested in a guaranteed investment certificate (GIC) with an annual interest rate of 2.55%. The GIC has a five year term and matures in April 2022.

5. Related Party Transactions

The related party balances on account of trade in the Statement of Financial Position are listed below:

	2021	2020
Accounts receivable	\$ 1,515,450	\$ 994,508
Accounts payable and accrued liabilities	3,470,687	1,560,085

The accounts receivable amount is the receivables from the four member municipalities for 2021 water flows that have not been received by year end. The accounts payable and accrued liabilities amount is the Due to Learnington balance that arises from Union Water Supply System 2021 purchases that have not been paid by year end.

Notes to the Financial Statements for the years ended December 31

5. Related Party Transactions (Cont'd)

The related party transactions on the Statement of Financial Activities are listed below:

	2021	2020
Wholesale billings revenue (note 8)	\$ 13,316,113	\$12,276,778
Administration fee expense	30,000	30,000

Wholesale billings revenue balance is 2021 sales of water flows to the four member municipalities and is detailed in Note 8. Administration fee expense is the fee paid to the Municipality of Learnington for annual bookkeeping services. These transactions are measured at exchange amounts, which are the amounts of consideration established and agreed to by the related parties.

6. Long-Term Debt

As beneficial owners, Leamington, Kingsville, Essex and Lakeshore (collectively "the Municipalities") had become indebted to OCWA for work performed by OCWA in developing the System. The Municipal Water and Sewage Transfer Act provided that the Municipalities to whom the System was transferred were liable for such indebtedness.

In anticipation of the pending transfer order, the Municipalities jointly refinanced the indebtedness to OCWA. A financing agreement for \$18,492,167, dated March 8, 1999, with Sun Life Assurance ("Sun Life"), requires a monthly repayment based on projected flows of the facility for a term ending on December 31, 2026. The effective interest rate is 10.55% per annum.

The Union Water Supply System Joint Board of Management has assumed the responsibility for all payments pertaining to the obligation detailed above.

The balance of long-term debt reported on the Statement of Financial Position is:

		2021		2020
Outstanding principal at the end of the year for:		Arrist and		1
Net long-term debt, end of year	\$	9,375,773	\$	10,678,260
The estimated future principal payments required in the next	five years	s are as follow	vs:	
202			\$	1,466,829
202	3			1,649,492
202	4			1,852,503
202	5			2,078,116
202	6		_	2,328,833
			\$	9,375,773

Notes to the Financial Statements for the years ended December 31

7. Tangible Capital Assets/Inventories

	Net Bo	ok Value
	2021	2020
Land	\$ 487,382	\$ 133,634
Buildings	20,666,053	17,066,263
Machinery and equipment	9,227,499	8,216,073
Linear assets	16,088,329	16,306,900
Land improvements	207,650	211,601
otal tangible capital assets 46,676,9		41,934,471
Inventories	2,412,427	255,153
	\$ 49,089,340	\$ 42,189,624

For additional information, see the Consolidated Schedule of Tangible Capital Assets (Schedule 1).

8. Wholesale Billings Revenue

The member municipalities are invoiced on a monthly basis for their recorded flows.

	Revenues		Flo	ws
	2021 \$	2020 \$	2021 m ³	2020 m ³
Municipality of Leamington	\$ 7,550,388	\$ 6,683,690	11,242,389	10,349,473
Town of Kingsville	4,725,824	4,554,985	7,036,664	7,053,244
Town of Essex	591,433	572,202	880,633	886,036
Town of Lakeshore	448,468	465,901	667,761	721,433
	\$ 13,316,113	\$ 12,276,778	19,827,447	19,010,186

9. Investment Income

Investment income includes bank and GIC interest income as follows:

	2021	2020
Bank interest	\$ 205,105	\$ 201,261
Interest on long-term investment - GIC	279,889	 273,434
	\$ 484,994	\$ 474,695

Notes to the Financial Statements for the years ended December 31

10. Accumulated Surplus

	_	2021	2020
Opening Fund Balance		-	
Funds:			
Operating fund	\$	10,683,768	\$ 7,411,574
Capital financing reserve fund		11,958,621	11,662,372
Total Fund Balance		22,642,389	19,073,946
Long-term debt obligations		(10,678,260)	(11,832,898)
Tangible capital assets (including inventory)	_	42,189,624	43,392,904
Accumulated Surplus, beginning of year		54,153,753	50,633,952
Contributions to operating fund		(3,042,519)	3,272,195
Contributions to reserve fund		299,763	296,249
Tangible capital assets purchased		8,418,838	645,130
Loss on sale of work in progress		-	(430,487)
Loss on sale of tangible capital assets		(11,996)	(2,838)
Proceeds on sale of tangible capital assets		(10,000)	+
Amortization of tangible capital assets		(1,497,126)	(1,415,085)
Debt repayment		1,302,487	1,154,638
Accumulated Surplus, end of year	\$	59,613,200	\$ 54,153,754

11.Post Employment Benefits

Post employment benefits are future obligations of UWSS to its employees and retirees for benefits earned but not yet taken. Retiring full time employees hired prior to August 1, 2011 continue to receive paid health and dental benefits and life insurance coverage. All coverage continues for the lifetime of the retiree and spouse. In accordance with public sector accounting standards, the projected unit credit actuarial cost method has been used to determine the future cost of these benefits at the end of the year. The most recent actuarial valuation is dated February 4, 2021 and is effective December 31, 2020. Assumptions used are as follows:

- (a) a discount factor of 2.40% was used:
- (b) an increase of 6.42% for health in 2021 (2020 6.54%), linearly decreased to an ultimate rate of 4.0% in 2041, and an annual increase of 4% for dental benefits was used;
- (c) an employee will retire when they meet the criteria for an unreduced pension from OMERS, but not later than 65; and
- (d) all employees will remain employed by UWSS until retirement.

The liability, based on the above assumptions, at year-end is \$205,400 (2020 - \$172,300) and is included in accounts payable and accrued liabilities. An additional expense of \$33,100 (2020 - \$22,500) is reported in the Statement of Financial Activities and is reflected in wages and benefits.

Notes to the Financial Statements for the years ended December 31

12.Budget Figures

The 2021 Budget approved by the UWSS Board on December 16, 2020 was prepared on a modified cash basis. This budget was revised on September 22, 2021. The budget has been restated and is reported on a full accrual basis, in accordance with PSAB reporting requirements, in relation to the actual results in these financial statements.

The following summary outlines adjustments made to the approved budget (modified cash basis) to derive the restated based budget (full accrual basis) as presented in the financial statements:

	2021
Financial Plan (Budget) deficit for the year	\$ (7,133,654)
Add:	
Accumulated surplus, beginning of the year	54,153,754
Principal payments on long term debt	1,302,486
Capital expenditures reallocated to tangible capital assets	13,117,170
Less:	
Amortization expense on tangible capital assets	(1,497,126)
Budget Surplus per Statement of Financial Operations	\$ 59,942,630

13. Contingency - Liability Valuation

The Sun Life long-term debt obligation requires a monthly repayment based on projected flows of the facility over the term of the agreement ending on December 31, 2026. The annual valuation of the remaining obligation has been based on the present value of the remaining payment stream according to the cancellation provisions of the financing agreement.

In order to reflect the obligation in a manner similar to a traditional serial debt instrument, an amortization schedule allocating the required monthly payment stream between principal and interest has been created utilizing an effective monthly interest rate, as adopted in fiscal 2005 for the reporting of the remaining obligation.

14.Subsequent Events

As a result of the COVID-19 pandemic that began on March 17, 2020, certain elements of the operations of UWSS have changed to protect the employees and management. It is not known when the pandemic will be lifted or when operations will return to normal. The economic impact of the continuing pandemic on UWSS's operations cannot be reliably estimated at this time.

15.Comparative Figures

Comparative information on the Statement of Cash Flow has been updated to correct errors in the subtotals presented.

Schedule of Tangible Capital Assets - Schedule 1 as at December 31

					Infrastructure	iure							Totals	als	
		Land Improvements	dml	Land rovements	Buildings		Machinery & Equipment	Line	Linear Assets	Inv	Inventories	2021	11		2020
Cost Balance, beginning of year Add: New acquisitions during the year Add: Additions during the year Less: Disposals during the year	69	133,634 353,748 -	- 50	235,499 3,615	\$ 28,635,051 2,635,177 1,605,562 (52,809)	051 \$ 177 562 809)	13,361,803 1,314,063 176,630 (127,528)	\$ 2	26,070,423 172,770 -	\$	255,153 - 4,147,104 1,989,830)	\$ 68,69 4,47 5,92 5,92 (2,17	68,691,563 4,479,373 5,929,296 (2,170,167)	s	68,535,873 4,117,717 109,346 (4,071,373)
Balance, end of year		487,382		239,114	32,822,981	186	14,724,968	2(26,243,193		2,412,427	76,93	76,930,065	•	68,691,563
Accumulated Amortization Balance, beginning of year Add: Amortization Less: Accumulated amortization on disposals				23,898 7,566	11,568,788 623,241 (35,101	788 241 101)	5,145,730 474,979 (123,240)		9,763,523 391,341 -			26,50 1,49 (15	26,501,939 1,497,127 (158,341)	14	25,142,969 1,415,084 (56,114)
Balance, end of year		4		31,464	12,156,928	928	5,497,469	I	10,154,864			27,84	27,840,725		26,501,939
Net Book Value of Tangible Capital Assets Including Inventories	59	487,382 \$	69	207,650 \$ 20,666,053 \$	\$ 20,666,0)53 \$	1.	\$ 10	0.088.329	ŝ	9,227,499 \$ 16,088,329 \$ 2,412,427 \$ 49,089,340 \$ 42,189,624	\$ 49.08	9.340	69	42.189.624

See accompanying notes to financial statements

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