



Tofino Housing Corporation Inc.

2021 Audit Findings

Report to the Board of Directors

December 31, 2021

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April 14, 2022

Members of the Board of Directors of Tofino Housing Corporation Inc.

Dear Sirs/Mesdames:

We are pleased to submit to you this report for discussion of our audit of the financial statements of Tofino Housing Corporation Inc. (the "Corporation") as at December 31, 2021 and for the year then ended. In this report we cover those significant matters which, in our opinion, you should be aware of as members of the Board of Directors.

We have completed our audit of the financial statements of the Corporation which has been carried out in accordance with Canadian generally accepted auditing standards.

Unless unforeseen complications arise, our Independent Auditor's Report will provide an unmodified opinion to the shareholder of the Corporation. A draft copy of our proposed Independent Auditor's Report is included with this report.

This report is intended solely for the information and use of the Board of Directors and management and should not be distributed to or used by any other parties than these specified parties.

The matters raised in this and other reports that will flow from the audit are only those which have come to our attention arising from or relevant to our audit that we believe need to be brought to your attention. They are not a comprehensive record of all the matters arising, and in particular we cannot be held responsible for reporting all risks in your business or all control weaknesses. This report has been prepared solely for your use and should not be quoted in whole or in part without our prior written consent. No responsibility to any third party is accepted as the report has not been prepared for, and is not intended for, any other purpose.

We would like to express our appreciation for the excellent cooperation we have received from management.

We appreciate having the opportunity to meet with you and to respond to any questions you may have about our audit, and to discuss any other matters that may be of interest to you.

Sincerely,



MNP LLP
Chartered Professional Accountants

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Introduction

As auditors, we report to the shareholder on the results of our examination of the financial statements of Tofino Housing Corporation Inc. (the "Corporation") as at and for the year ended December 31, 2021. The purpose of this Audit Findings Report is to assist you, as members of the Board of Directors, in your review of the results of our audit. To facilitate in your understanding of our findings, Appendix A to this report summarizes our audit process.

Our report will discuss the status of our engagement, as well as communicate to you significant audit, accounting and reporting matters arising from our procedures.

We hope that this report is of assistance to you, and we look forward to discussing our findings and answering your questions.

Engagement Status

We have completed our audit of the financial statements of the Corporation and signed our Auditor's Report on April 14, 2022.

Significant Audit, Accounting and Reporting Matters

Audit and Reporting Matters

The following significant matters arose during the course of audit that we wish to bring to your attention.

Area	Comments
Changes from Audit Service Plan	<p>We previously delivered our proposed Audit Service Plan to you on November 15, 2021. Over the course of our audit, the following deviations were made from this plan:</p> <ul style="list-style-type: none">• Overall materiality was increased from \$25,000 to \$120,000 due to a change in the total assets held by the Corporation.
Final Materiality	<p>Materiality is a concept used to assess the significance of misstatements or omissions that are identified during the audit and is used to determine the level of audit testing that is carried out. The scope of our audit work is tailored to reflect the relative size of operations of the Corporation, and is affected by our assessment of materiality and audit risk.</p> <p>Final materiality used for our audit was \$120,000 for December 31, 2021.</p>
Difficulties Encountered	<p>No significant limitations were placed on the scope or timing of our audit.</p>
Identified or Suspected Fraud	<p>Due to the inherent limitations of an audit and the nature of fraud, including attempts at concealment through forgery or collusion, an audit conducted in accordance with Canadian generally accepted auditing standards cannot be relied upon to detect fraud.</p> <p>While our audit cannot be relied upon to detect all instances of fraud, no incidents of fraud, or suspected fraud, came to our attention in the course of our audit.</p>
Identified or Suspected Non-Compliance with Laws And Regulations	<p>Nothing has come to our attention that would suggest any non-compliance with laws and regulations that would have a material effect on the financial statements.</p>
Matters Arising in Connection With Related Parties	<p>No significant matters arose during the course of our audit in connection with related parties of the Corporation.</p>

Area	Comments
<p>Significant Deficiencies in Internal Control</p>	<p>Our audit process focuses on understanding the controls utilized in management's reporting systems, including for estimates, to the extent necessary to identify overall and specific financial reporting risks. This risk assessment allows us to concentrate our audit procedures on high risk areas and, where possible, place reliance on controls within the financial reporting system to reduce the extent of our testing.</p> <p>It is important to note that our assessment was not, nor was it intended to be, sufficient to comment or conclude on the sufficiency of internal controls.</p> <p>We are required under Canadian generally accepted auditing standards to communicate all significant deficiencies identified during an audit to the Board of Directors on a timely basis. However, we may not be aware of all significant deficiencies that do, in fact, exist.</p> <p>While our review of controls was not sufficient to express an opinion as to their effectiveness or efficiency, no significant deficiencies in internal control have come to our attention</p>
<p>Matters Arising from Discussions With Management</p>	<p>We would like to formally acknowledge the cooperation and assistance we received from the management and staff of the Corporation.</p> <p>There were no significant matters discussed, or subject to correspondence, with management that in our judgment need be brought to your attention.</p>
<p>Significant Differences</p>	<p>A few significant differences were proposed to management with respect to the December 31, 2021 financial statements. A summary of significant differences has been included as Appendix B to this report.</p>
<p>Prior period correction</p>	<p>During the year it was determined that land improvements that had been capitalized in prior years were not capital assets of the Corporation, but were part of the cash contribution requirement in the Sharp Road Development Agreement.</p> <p>Also, amounts recorded as deferred revenue/contributions had been spent and should have been recognized in revenue.</p> <p>A prior period adjustment has been recorded as a result of the above.</p>

Auditor's Views of Significant Accounting Practices

The application of Canadian accounting standards for not-for-profit organizations allows and requires the Corporation to make accounting estimates and judgments regarding accounting policies and financial statement disclosures.

As auditors, we are uniquely positioned to provide open and objective feedback regarding your Corporation's accounting practices, and have noted the following items during the course of our audit that we wish to bring to your attention.

Area	Comments
Accounting Policies	The accounting policies used by the Corporation are appropriate and have been consistently applied.
Accounting Estimates	Fair value of contributed land Fair value of contributed land has been estimated based on BC Assessment 2022 Properties Assessment Notices which represent the value of the contributed land as of July 1, 2021.
Financial Statement Disclosures	The disclosures made in the notes to the financial statements appear clear, neutral and consistent with our understanding of the entity and the amounts presented in the financial statements.

Other Matters

Representations

We have requested certain written representations from management, which represent a confirmation of certain oral representations given to us during the course of our audit. This letter, provided by management, has been included as additional material to this report.

Appendix A - MNP Audit Process

Our audit was carried out in accordance with Canadian generally accepted auditing standards, and included a review of all significant accounting and management reporting systems, with each material year end balance, key transaction and other events considered significant to the financial statements considered separately.

Our audit process focused on understanding the controls utilized in management's reporting systems to the extent necessary to identify overall and specific financial reporting risks. This risk assessment enabled us to concentrate our audit procedures on the areas where differences were most likely to arise. Our assessment was not, nor was it intended to be, sufficient to conclude on the effectiveness or efficiency of internal controls.

During the course of our audit, we have:

- Examined, on a test basis, evidence supporting the amounts and disclosures in the financial statements;
- Assessed the accounting principles used and significant estimates made by management;
- Obtained an understanding of the Corporation and its environment, including management's internal controls (regardless of whether we relied on them for the purpose of the audit), sufficient to identify and assess the risks of material misstatement of the financial statements and to design and perform audit procedures;
- Reviewed and assessed those accounting systems deemed necessary to support our audit opinion;
- Evaluated the overall financial statement presentation;
- Performed a subsequent events review with management;
- Reviewed and assessed the status of contingencies, commitments and guarantees; and
- Reviewed and assessed exposure to environmental liabilities.

We have obtained written representations from management, included as additional materials following this report, in order to confirm oral representations given to us and reduce the possibility of misunderstanding. Specifically, we have obtained written confirmation of significant representations provided on matters that are:

- Directly related to items that are material, either individually or in the aggregate, to the financial statements;
- Not directly related to items that are material to the financial statements, but are significant, either individually or in the aggregate, to the engagement; and
- Matters relevant to management judgments or estimates that are material, either individually or in the aggregate, to the financial statements.

Appendix B - Summary of Significant Differences

Significant Adjusted Differences

Differences Noted	Statement of Financial Position	Statement of Operations
To record receipt of proceeds from the sale of Gibson St from the District of Tofino.	\$ (189,171)	\$ 189,171
To record accrual for Road costs per Certificate of Payment as of Dec 31, 2021.	\$ (45,395)	\$ 45,395
To adjust the increase in net assets in prior year to the opening balance net asset account (retained earnings).	\$ 420,000	\$ -
To adjust opening retained earnings to match prior period closing for deferred revenue prior period adjustment.	\$ 354,069	\$ -
To record assumption of loan by Catalyst per BC Housing letter.	\$ 336,933	\$ (336,933)
To adjust capital additions from expenses.	\$ 105,565	\$ (105,565)
To record decrease in opening balance of land improvements.	\$ (92,000)	\$ -
Aggregate of all other adjusted differences.	\$ 14,325	\$ (14,325)
Total Adjusted Differences (Income Effect)		\$ (222,257)

Appendix B - Summary of Significant Differences (continued from previous page)

Significant Unadjusted Differences

Differences Noted	Statement of Financial Position	Statement of Operations
To propose adjustment for understated expenses in the current year and understated opening net assets due to amounts due from Catalyst expensed in the prior year.	\$ (16,387)	\$ 16,387
To propose adjustment for amounts receivable from Catalyst (paid by THC in excess of contractual cash contribution).	\$ 18,997	\$ (18,997)
Total Unadjusted Differences (Income Effect)		\$ (2,610)

Canadian generally accepted auditing standards require that we request of management and the Board of Directors that identified unadjusted differences be corrected. We have made this request of management, however based on both quantitative and qualitative considerations management has decided not to correct those identified differences that remain unadjusted. They have represented to us that in their judgment the unadjusted differences are, both individually and in the aggregate, not material to the financial statements.

We concur with management's representation that the unadjusted differences are not material to the financial statements and, accordingly, these unadjusted differences have no effect on our Independent Auditor's Report.

Independence Communication

April 14, 2022

Board of Directors
Tofino Housing Corporation Inc.
P.O. Box 637
Tofino, BC V0R 2Z0

Dear Sirs/Mesdames:

We have been engaged to audit the financial statements of Tofino Housing Corporation Inc. (the "Corporation") as at December 31, 2021 and for the year then ended.

CAS 260 *Communication With Those Charged With Governance* requires that we communicate with you matters that are significant to our engagement. One such matter is relationships between the Corporation and its related entities or persons in financial reporting oversight roles at the Corporation and MNP LLP and any affiliates ("MNP") that, in our professional judgment, may reasonably be thought to bear on our independence. In determining which relationships to report, the Standard requires us to consider relevant rules and related interpretations prescribed by the appropriate professional accounting body and applicable legislation, covering such matters as:

- (a) Holding a financial interest, either directly or indirectly, in a client;
- (b) Holding a position, either directly or indirectly, that gives the right or responsibility to exert significant influence over the financial or accounting policies of a client or a related entity;
- (c) Personal or business relationships of immediate family, close relatives, partners or retired partners, either directly or indirectly, with a client or a related entity;
- (d) Economic dependence on a client; and
- (e) Provision of non-assurance services in addition to the audit engagement.

We are not aware of any relationship between the Corporation and MNP that, in our professional judgment, may reasonably be thought to bear on our independence, which have occurred from January 1, 2021 to the date of this letter.

We hereby confirm that MNP is independent with respect to the Corporation within the meaning of the Code of Professional Conduct of the Chartered Professional Accountants of British Columbia as of the date of this letter.

This report is intended solely for the use of Board of Directors, management and others within the Corporation and should not be used for any other purposes.

We look forward to discussing with you the matters addressed in this letter as well as other matters that may be of interest to you. We will be prepared to answer any questions you may have regarding our independence as well as other matters.

Sincerely,



MNP LLP
Chartered Professional Accountants

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And proud of it!

At MNP we're proud to be the national accounting, consulting and tax firm that is 100% Made in Canada.

Our history defines who we are and our approach to business. Being a Canadian firm has helped shape our values, our collaborative approach, and the way we work with our clients, engaging them every step of the way.

We have a unique perspective. Our decisions are made here – decisions that drive Canadian business and help us all achieve success — and we know the impact that our choices have on the cities and towns we call home.

Throughout our six decades of work, we've seen our communities are more than just a place we do business in. They're a place where our families live, play, and thrive, and we work to make them the best places they can be.

Being 100% Canadian is something we wear proudly. This country provides us with great opportunities, and we're here to help our clients seize the opportunities so we can create a brighter future for the generations to come.



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