# The Alberta Lawyers Insurance Association

Financial Statements
**December 31, 2018**

pwc

# *Independent auditor's report*

To the Directors of the Alberta Lawyers Insurance Association

## *Our opinion*

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Alberta Lawyers Insurance Association (the Association) as at December 31, 2018 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 (ASNPO).

### What we have audited

The Association's financial statements comprise:

- the statement of financial position as at December 31, 2018;
- the statement of revenue, expenses and unrestricted net assets for the year then ended;
- the statement of cash flows for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

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

### Independence

We are independent of the Association in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

## *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 ASNPO, 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 Association'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 Association or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Association'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 the Association's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Association'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 the Association 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.

PricewaterhouseCoopers LLP

Chartered Professional Accountants

Calgary, Alberta
February 25, 2019

# The Alberta Lawyers Insurance Association

Statement of financial position

**As at December 31, 2018**

| | 2018<br>$ | 2017<br>$ |
|---|---|---|
| **Assets** | | |
| Cash and cash equivalents (note 2) | 4,194,368 | 6,300,741 |
| Investments (note 3) | 133,482,773 | 127,786,299 |
| Accounts receivable (note 4) | 2,860,356 | 5,097,112 |
| Prepaid expenses | 2,735,544 | 3,263,400 |
| Accrued interest receivable | 31,040 | 24,346 |
| Total Assets | 143,304,081 | 142,471,898 |
| **Liabilities and Net Assets** | | |
| Accounts payable and accrued liabilities | 366,524 | 220,406 |
| Due to related parties (note 7) | - | 15,483 |
| Unearned premiums | 14,624,003 | 15,650,795 |
| Premium deficiency (note 13) | 1,965,997 | 1,286,205 |
| Pension plan payable (note 11) | 118,283 | 146,722 |
| Provision for claims and related costs – Professional liability (note 6) | 95,938,000 | 98,395,000 |
| Provision for claims and related costs – Trust safety (note 6) | 1,825,000 | 2,454,000 |
| Total liabilities | 114,837,807 | 118,168,611 |
| **Net Assets** | | |
| Unrestricted | 28,466,254 | 24,303,267 |
| Share capital (note 5) | 20 | 20 |
| Total Net Assets | 28,466,274 | 24,303,287 |
| Total Liabilities and Net Assets | 143,304,081 | 142,471,898 |

**Commitments** (note 16)

Approved by the Board of the Association

Original signed by S. Raby, QC Director

Original signed by D. Weyant, QC Director

The accompanying notes are an integral part of the financial statements.

# The Alberta Lawyers Insurance Association

Statement of Revenue, Expenses and Unrestricted Net Assets

**For the year ended December 31, 2018**

| | 2018<br>$ | 2017<br>$ |
|---|---|---|
| **Revenue** | | |
| Premium - Professional liability | 27,153,817 | 25,861,105 |
| Premium - Trust safety | 3,284,533 | 3,359,647 |
| Premium ceded | (1,196,944) | (1,141,387) |
| Net premium | 29,241,406 | 28,079,365 |
| Investment income | 6,613,710 | 7,754,054 |
| Unrealized gain (loss) on the fair market value of investments | (5,339,748) | 1,182,565 |
| Voluntary excess insurance administration fee | 139,811 | 131,341 |
| Management fee (note 7) | 472,600 | 308,000 |
| | 31,127,779 | 37,455,325 |
| **Expenses** | | |
| Provision for claims and related costs – Professional liability (note 6) | 12,141,920 | 25,426,822 |
| Provision for claims and related costs – Trust safety (note 6) | (512,577) | 118,561 |
| Premium deficiency (note 13) | 679,792 | (2,302,424) |
| Premium paid to the Alberta Lawyers Insurance Exchange – Professional liability (note 7) | 4,271,000 | 4,200,000 |
| Premium paid to the Alberta Lawyers Insurance Exchange - Trust safety (note 7) | 531,000 | 560,000 |
| Premium paid to the Canadian Lawyers Insurance Association (note 16) | 635,524 | 635,524 |
| Salaries and employee benefits | 3,034,374 | 2,706,728 |
| Management fee (note 7) | 3,696,000 | 3,040,000 |
| Provision for input tax credits (note 15) | (4,367,841) | 607,997 |
| Investment counsel fees | 290,265 | 303,024 |
| Bank and credit card fees | 418,467 | 398,245 |
| Professional fees | 457,817 | 272,859 |
| Risk management | - | 335,402 |
| Administration | 163,279 | 39,282 |
| Bad debts | 25,772 | 70,563 |
| | 21,464,792 | 36,412,583 |
| **Excess (deficiency) of revenue over expenses for the year** | 9,662,987 | 1,042,742 |
| **Unrestricted net assets – beginning of year** | 24,303,287 | 27,260,545 |
| Less: Contribution to the Alberta Lawyers Insurance Exchange (note 7) | 5,500,000 | 4,000,000 |
| **Unrestricted net assets – end of year** | 28,466,274 | 24,303,287 |

The accompanying notes are an integral part of the financial statements.

# The Alberta Lawyers Insurance Association

Statement of Cash Flows

**For the year ended December 31, 2018**

| | 2018<br>$ | 2017<br>$ |
|---|---|---|
| **Cash provided by (used in)** | | |
| **Operating activities** | | |
| (Deficiency) excess of revenue over expenses for the year | 4,162,987 | (2,957,258) |
| Items not affecting cash | | |
| Gain on sale of investments | (2,020,000) | (4,226,441) |
| Unrealized loss (gain) on fair market value of investments | 5,339,748 | (1,182,565) |
| Provision for claims and related costs – Professional liability (note 6) | 12,141,920 | 25,426,822 |
| Provision for claims and related costs – Trust safety (note 6) | (512,577) | 118,561 |
| | 19,112,078 | 17,179,119 |
| (Decrease) increase in pension plan payable (note 11) | (28,439) | (64,588) |
| Changes in non-cash working capital items | 2,541,553 | (211,578) |
| Claims and related costs paid Professional liability – net of recoveries (note 6) | (14,598,920) | (14,039,822) |
| Claims and related costs paid Trust safety– net of recoveries (note 6) | (116,423) | 33,439 |
| | 6,909,849 | 2,896,570 |
| **Investing activities** | | |
| Sale of investments | 88,740,948 | 90,179,552 |
| Purchase of investments | (97,757,170) | (91,111,714) |
| | (9,016,222) | (932,162) |
| **Increase in cash** | (2,106,373) | 1,964,408 |
| **Cash – beginning of year** | 6,300,741 | 4,336,333 |
| **Cash – end of year** | 4,194,368 | 6,300,741 |
| Cash and cash equivalents include: | | |
| Cash | 3,344,409 | 3,067,487 |
| Treasury bills | 849,959 | 3,233,254 |
| | 4,194,368 | 6,300,741 |
| Interest received | 2,145,813 | 2,041,269 |

The accompanying notes are an integral part of the financial statements.

## 1 Nature of operations

The Alberta Lawyers Insurance Association (the Association) is a wholly owned subsidiary of the Law Society of Alberta (the Law Society). Pursuant to section 99(1) of the *Legal Profession Act of Alberta*, the Association administers a program under which active members of the Law Society in private practice (insured lawyers) are required to purchase coverage under the Alberta Lawyers' Professional Liability and Trust Safety Insurance Group Policy (the Policy).

The Association is incorporated in Alberta and is an entity domiciled in Canada and the address of its registered office is Suite 500, 919 11th Avenue, SW, Calgary, Alberta, T2R 1P3.

The financial statements were authorized for issue by the Board of the Association on February 25, 2019.

### Professional Liability Insurance

Under the Professional Liability section (or Part A) of the Policy, insured lawyers have coverage for claims and potential claims arising from negligent acts, errors or omissions for $1,000,000 per occurrence, with an annual aggregate limit of $2,000,000 per insured lawyer.

Prior to July 1, 2014 the Association contracted with the Canadian Lawyers Insurance Association (CLIA) for group Professional Liability coverage subject to a group deductible of $500,000 for each claim. The Association was subject to premiums and other assessments that arose from the agreement with CLIA. The Association withdrew from CLIA effective June 30, 2014. In its place, the Alberta Lawyers Insurance Exchange (the Exchange) was created effective July 1, 2014. The Exchange is a reciprocal insurance exchange through which the Law Society, the Association and insured lawyers entered into agreements of mutual indemnification. The Exchange provides the Association with group coverage subject to a deductible of $500,000 for each claim.

For the 2018 and 2017 policy years (for the period July 1 to June 30 annually), the Association and Exchange have obtained stop-loss reinsurance in the amount of $10,000,000 to cover annual aggregate payments over $26,000,000 to a maximum of $36,000,000.

### Trust Safety Insurance

Effective July 1, 2014, the Trust Safety Insurance section (or Part B) of the Policy provides defined insurance coverage for misappropriation of money or other property entrusted to and received by insured lawyers in their capacity as barristers and solicitors and in relation to the provision of professional services. For the 2017 and 2018 policy years, there is a $5,000,000 per misappropriation limit and a $25,000,000 profession-wide annual aggregate limit. This coverage is subject to a $3,000,000 group deductible with the Association paying the first $500,000 of a misappropriation claim and the Exchange paying the next $2,500,000.

For the 2018 and 2017 policy years, the Association and the Exchange have purchased excess insurance in the amount of $22,000,000 to cover aggregate payments over $3,000,000.

Claims for trust misappropriation arising before July 1, 2014 were covered under the provisions of the Law Society's Assurance Fund.

## 2 Summary of significant accounting policies

The principal accounting policies applied in the presentation of these financial statements are set out below. These policies have been consistently applied to the periods presented.

### a) Basis of preparation

These financial statements are prepared in accordance with Canadian Accounting Standards for not for profit organizations (ASNPO) as issued by the Canadian Accounting Standards Board.

The statement of financial position is presented on a non-classified basis. Assets expected to be realized and liabilities expected to be settled within the Association's normal operating cycle of one year would typically be considered as current, including the following balances: cash and cash equivalents, treasury bills included in investments, prepaid expenses, accrued interest receivable, accounts receivable, due to related parties, accounts payable and accrued liabilities, and unearned premiums.

The following balances are generally comprised of current and non-current amounts: bonds and equity investments included in investments, and the provision for claims and related costs. The current and non-current portions of such balances are disclosed, where applicable, throughout the notes to the financial statements.

### b) Use of estimates and judgment

The preparation of the financial statements in conformity with ASNPO requires management to make estimates and assumptions that affect the reported amount of assets and liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting periods. Actual results could differ from these estimates.

Information about judgments, estimates and assumptions that have the most significant effect on the amounts reflected in the financial statements is included in note 6 – Provision for claims and related costs.

### c) Functional and presentation currency

The financial statements are presented in Canadian dollars, which is also the Association's functional currency.

### d) Financial instruments

The Association initially measures financial assets and financial liabilities at cost. It subsequently measures its investments at fair value. The financial assets subsequently measured at amortized cost include cash and cash equivalents, accounts receivable and accrued interest receivable. The financial liabilities subsequently recorded at amortized cost include accounts payable and accrued liabilities.

The Association's investments consist of equity securities, corporate bonds, municipal government bonds, provincial government bonds and federal government bonds. The investment in equity securities which are traded on active markets are recorded at fair value. The Association has elected to record the investments in corporate bonds, municipal government bonds, provincial government bonds and federal government bonds at fair value. Changes in fair value of the investments are recorded on the statement of revenue, expenses and unrestricted net assets.

Financial assets are tested for impairment at the end of each reporting period and when there are indications that the assets may be impaired.

### e) Revenue recognition

The Association follows the deferral method for revenue recognition. Amounts received or receivable from insured lawyers that pertain to the period subsequent to fiscal year end are recorded as unearned premiums and recorded as revenue in the next fiscal year.

### f) Premium income

Premiums are determined annually prior to July 1st, the commencement of the policy year, and amounts are due from insured lawyers prior to that date. Premium revenue is recorded evenly throughout the policy year as the services are rendered.

### g) Investment income

Investment income comprises interest, dividends, fund distributions, and gains and losses realized on the disposal of investments. Interest and dividends earned on investments are included as revenue on an accrual basis. The change in fair value of investments is recorded in the statement of revenue, expenses and unrestricted net assets as an unrealized gain (loss) on the fair market value of investments.

### h) Provision for claims and related costs

The provision for claims and related costs is based upon the change from year to year in the reserve for claims and related costs. The reserve amount is the actuarially determined discounted cost of possible claims and related costs as at the end of the fiscal year.

The Association has engaged a third-party actuary to provide an annual valuation of the reserve for claims and related costs in accordance with the standards of practice adopted by the Canadian Institute of Actuaries. For the purpose of the actuarial valuation, the actuary uses information contained in the Association's financial records.

### i) Premium ceded

The Association enters into reinsurance contracts with coverage in excess of certain maximum amounts. Estimates of any amounts recoverable from reinsurers on unpaid claims will be recorded separately from other estimated amounts payable. Amounts recoverable from reinsurers are estimated in a manner consistent with the liabilities associated with the reinsurance policy.

Ceded reinsurance arrangements do not relieve the Association from its obligations to policyholders.

Reinsurance assets and liabilities are derecognized when the contractual rights are extinguished or expire, or when the contract is transferred to another party.

As of December 31, 2018, no reinsurance assets have been recorded.

### j) Recoveries

Recoveries for claims and related costs from insurers and other third parties are recorded when they can be reasonably estimated, and collectability is reasonably assured. Otherwise, the recovery is recorded when received.

### k) Cash and cash equivalents

Cash includes cash on deposit with banks and other highly liquid short-term investments comprised of treasury bills with an original term to maturity of three months or less.

### l) Donated services

A portion of the Association's work is dependent on the services of volunteers, in particular the significant contribution of the Benchers of the Law Society, the Advisory Board of the Exchange and committees of the Advisory Board. These services are not normally purchased by the Association and, due to the difficulty in determining their fair value, donated services are not recognized in these financial statements.

### m) Unearned premiums

Insurance premiums for each fiscal year are billed in advance and recognized as revenue on a monthly basis during the fiscal year. Unearned premiums represent the portion of premiums remaining to be earned at the reporting date.

### n) Income taxes

The Association meets the qualifications of a non-profit organization as defined in the *Income Tax Act* and, as such, is exempt from income taxes.

## 3 Investments

The Association's investments are governed by a Statement of Investment Policies and Goals as approved by the Board of the Association and managed under contract with an investment manager. The Association's investments are carried at fair market value and the statement of revenue, expenses and unrestricted net assets reports both realized and unrealized gains and losses on investments. The Association's investments, which are denominated in Canadian dollars, consist of T-bills, pooled bond funds, and individual and pooled equity investments.

Investments are as follows:

| | 2018<br>$ | 2017<br>$ |
|---|---|---|
| T-Bills | 14,509,259 | 14,711,296 |
| Bonds | 71,906,173 | 65,857,288 |
| Equities | 47,067,341 | 47,217,715 |
| | **133,482,773** | **127,786,299** |

## 4 Accounts Receivable

Accounts receivable consists of the following amounts:

| | 2018<br>$ | 2017<br>$ |
|---|---|---|
| Premiums due from insured lawyers | 1,815,354 | 2,207,448 |
| Reinsurance recoverables due from CLIA | 1,018,731 | 2,880,091 |
| Expenses due from ALIEX | 4,457 | 9,573 |
| Expenses due from LSA | 21,814 | |
| | **2,860,356** | **5,097,112** |

## 5 Share capital

On January 30, 2006, the Association was converted from a company limited by guarantee to a company limited by shares. As a result of this conversion, share capital of $20 was issued representing four common shares; three shares issued to the Law Society and one common share issued to the person from time to time holding the office of Executive Director of the Law Society, as bare trustee for the Law Society.

## 6 Provision for claims and related costs

The change in the Professional liability provision for claims and related costs is summarized as follows:

| | 2018<br>$ | 2017<br>$ |
|---|---|---|
| **Provision for claims and related costs, Professional liability – beginning of year** | 98,395,000 | 87,008,000 |
| Claims paid and accrued | (12,721,814) | (13,412,666) |
| Related costs paid and accrued | (6,694,370) | (6,987,397) |
| Recoveries | 4,817,264 | 6,360,241 |
| | (14,598,920) | (14,039,822) |
| Increase due to claims experience | 12,141,920 | 25,426,822 |
| **Provision for claims and related costs, Professional liability – end of year** | 95,938,000 | 98,395,000 |
| Case reserves | 64,903,000 | 65,998,000 |
| Provision for adverse deviation | 14,159,000 | 11,837,000 |
| Provision for incurred but unreported claims | 16,876,000 | 20,560,000 |
| **Provision for claims and related costs, Professional liability** | 95,938,000 | 98,395,000 |

The change in the Trust safety provision for claims and related costs is summarized as follows:

| | 2018<br>$ | 2017<br>$ |
|---|---|---|
| **Provision for claims and related costs, Trust safety – beginning of year** | 2,454,000 | 2,302,000 |
| Claims paid and accrued | (93,080) | 53,141 |
| Related costs paid and accrued | (23,343) | (19,702) |
| | (116,423) | 33,439 |
| (Decrease)/increase due to claims experience | (512,577) | 118,561 |
| **Provision for claims and related costs, Trust safety – end of year** | 1,825,000 | 2,454,000 |
| Case reserves | 283,000 | 887,000 |
| Provision for adverse deviation | 223,000 | 249,000 |
| Provision for incurred but unreported claims | 1,319,000 | 1,318,000 |
| Provision for claims and related costs, Trust safety | 1,825,000 | 2,454,000 |

Included in the Provision for claims and related costs on the statement of revenue, expenses and unrestricted net assets is the increase due to claims experience of $12,141,920 for Professional liability (2017 - $25,426,822) and ($512,577) for Trust safety (2017 - $118,561).

The discount rate applied by the actuary at December 31, 2018 is 3.10% (2017 – 1.85%) which is based on the expected market yield of the Association's investment portfolio. The Professional liability undiscounted provision balance at December 31, 2018 is $89,464,000 (2017 – $91,434,000) and the Trust safety undiscounted provision balance at December 31, 2018 is $1,745,000 (2017 - $2,322,000).

**Actuarial analysis**

The process of determining actuarial liabilities necessarily involves the risk that actual results may vary from assumed results. The risk varies in proportion to the length of period covered by each assumption and the potential volatility of the actual results.

The provision for incurred but not reported claims has been estimated for the period using actuarial methods and is based on expected claims development patterns and expected losses.

**Claims development tables**

A review of the historical development of the Association's insurance estimates provides a measure of the Association's ability to estimate the ultimate value of claims. The top half of the following tables illustrates how the Association's estimate of total undiscounted claim costs for each year has changed at successive year-ends. The bottom half of the tables reconcile the cumulative claims to the amount appearing in the statement of financial position.

Historical Estimate of Ultimates – Part A
Net of Reinsurance ('000$)

| Fund Year | 2009 | 2010 | 2011 | 2012 | 2013 | 2014 | 2015 | 2016 | 2017 | 2018 | 2019 | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| After 6 months | 7,864 | 8,110 | 8,044 | 7,807 | 6,153 | 7,596 | 7,460 | 7,747 | 9,553 | 9,238 | 8,915 | |
| One year later | 18,384 | 19,083 | 14,325 | 15,582 | 12,855 | 17,392 | 16,102 | 18,984 | 23,124 | 18,335 | | |
| Two years later | 19,730 | 19,427 | 15,047 | 16,715 | 12,754 | 18,002 | 17,169 | 21,626 | 22,878 | | | |
| Three years later | 20,295 | 20,764 | 15,733 | 19,731 | 12,930 | 20,833 | 15,481 | 21,173 | | | | |
| Four years later | 20,189 | 20,814 | 15,784 | 20,300 | 15,917 | 19,996 | 13,556 | | | | | |
| Five years later | 20,182 | 20,768 | 16,327 | 19,538 | 16,178 | 19,286 | | | | | | |
| Six years later | 20,185 | 20,779 | 16,143 | 19,717 | 15,460 | | | | | | | |
| Seven years later | 20,173 | 20,846 | 16,110 | 20,352 | | | | | | | | |
| Eight years later | 20,214 | 20,577 | 14,799 | | | | | | | | | |
| Nine years later | 20,073 | 20,569 | | | | | | | | | | |
| Ten years later | 20,090 | | | | | | | | | | | |
| Current Estimate of Cumulative Claims | 20,090 | 20,569 | 14,799 | 20,352 | 15,460 | 19,286 | 13,556 | 21,173 | 22,878 | 18,335 | 8,915 | 195,414 |
| Cumulative payments to date | (20,140) | (20,722) | (13,661) | (15,686) | (11,795) | (11,882) | (6,884) | (6,505) | (4,829) | (2,516) | (244) | (114,864) |
| Net Liability | (49) | (153) | 1,138 | 4,666 | 3,665 | 7,404 | 6,671 | 14,668 | 18,050 | 15,819 | 8,671 | 80,550 |
| Net Liability in Respect of Prior Years | | | | | | | | | | | | 1,380 |
| Net Liability - Internal Claims Admin. Expenses | | | | | | | | | | | | 7,534 |
| Net Liability - Effect of Discounting and PfAD | | | | | | | | | | | | 6,473 |
| Liability recoverable from reinsurers | | | | | | | | | | | | - |
| Total Net Liability | | | | | | | | | | | | 95,937 |

Historical Estimate of Ultimates – Part B
Net of Reinsurance ('000$)

| Reported/Calendar Year | 2014 | 2015 | 2016 | 2017 | 2018 | Total |
|---|---|---|---|---|---|---|
| End of year | - | 1,591 | 373 | 489 | 349 | |
| One year later | - | 1,423 | 319 | 299 | | |
| Two years later | - | 979 | 241 | | | |
| Three years later | - | 442 | | | | |
| Four years later | - | | | | | |
| Current Estimate of Cumulative Claims | - | 442 | 241 | 299 | 349 | 1,330 |
| Cumulative payments to date | - | (330) | (43) | (45) | (3) | (422) |
| Net Liability | - | 111 | 198 | 254 | 345 | 908 |
| Net Liability in Respect of Prior Years | | | | | | - |
| Net Liability - Internal Claims Admin. Expenses | | | | | | 837 |
| Net Liability - Effect of Discounting and PfAD | | | | | | 80 |
| Liability recoverable from reinsurers | | | | | | - |
| Total Net Liability | | | | | | 1,825 |

**Sensitivity analysis**

The sensitivity analysis below is based on a change in assumption while holding all other conditions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may not be correlated. The table below provides the impact on net income of the most significant assumption changes.

| **Assumption** | **Income and equity impact December 31, 2018** | **Income and equity impact December 31, 2017** |
|---|---|---|
| | $ | $ |
| 10% increase in incurred but not reported claims | (3,208,000) | (3,345,000) |
| 10% decrease in incurred but not reported claims | 3,208,000 | 3,345,000 |
| 1% increase in discount rate impact on claims provision | 2,680,000 | 2,789,000 |
| 1% decrease in discount rate impact on claims provision | (2,837,000) | (2,954,000) |
| 1% increase in interest rate impact on bond values | (5,105,000) | (4,756,000) |
| 1% decrease in interest rate impact on bond values | 5,105,000 | 4,756,000 |

## 7 Related party transactions

As described in note 4 the Association is a wholly owned subsidiary of the Law Society. During the year, the Association paid the Law Society $3,696,000 (December 2017 – $3,040,000) for management fees and $0 (2017 - $300,475) for risk management fees. The balance payable to the Law Society at December 31, 2018 of $21,814 is non-interest bearing and due on demand (2017 - $15,483).

Prior to the July 1, 2014 commencement of the operations of the Exchange, the Association provided $5,000,000 in contributed capital to the Exchange. The Association contributed an additional $5,500,000 in 2018 (2017 - $4,000,000). During 2018, the Association paid the Exchange $4,184,000 (2017 - $5,420,000) for insurance premiums of which $2,092,000 (2017 - $2,710,000) was expensed during the year with the balance of $2,092,000 recorded as prepaid expense. The Exchange paid the Association $472,600 (2017 - $308,000) for management fees during the year. The Association provides and performs certain management, claims management and administrative duties and services to the Exchange as outlined in a management agreement.

The elected Benchers of the Law Society and members of the Advisory Board include lawyers drawn from law firms across the province. These law firms may at times be engaged by the Association in the normal course of business. During the year ended December 31, 2018, expenses of $3,077,721 (2017 - $3,200,900) were incurred with these law firms. The Benchers and Advisory Board members are not involved in retaining these firms.

## 8 Financial instruments

The Association recognizes financial instruments at fair value upon initial recognition, plus transaction costs in the case of financial instruments measured at amortized cost. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and the Association has transferred substantially all risks and rewards of ownership. Financial liabilities are derecognized when the obligation is discharged, cancelled, or has expired.

The Association's investments are classified as held for trading or designated at fair value through profit or loss (FVTPL) at inception. A financial asset or financial liability is classified as held for trading if it is acquired or incurred principally for the purpose of selling or repurchasing in the short term; or if, on initial recognition, it is part of a portfolio of identifiable financial investments that are managed together and for which there is evidence of a recent actual pattern of short-term profit taking.

Gains and losses arising from changes in the fair value of FVTPL financial instruments are presented in the statement of revenue, expenses and unrestricted net assets as net changes in unrealized gain (loss) on fair market value of investments in the period in which they arise.

All other financial assets and liabilities are measured at amortized cost. Under this method, financial assets and liabilities reflect the amount required to be received or paid, discounted, when appropriate, at the contract's effective interest rate.

### Fair value hierarchy

A fair value hierarchy presented below distinguishes the significance and objectivity of the inputs used in determining the fair value measurements of financial instruments. The hierarchy contains the following levels based on the nature of the pricing inputs:

Level 1 – Inputs that reflect unadjusted quoted prices in active markets for identical assets or liabilities that are publicly available at the measurement date.

Level 2 – Inputs other than quoted prices that are observable for the assets or liabilities either directly or indirectly, including inputs in markets that are not considered to be active.

Level 3 – Inputs that are largely unobservable. Fair value requires significant management estimate and judgment.

The following table illustrates the fair value classification of the Association's financial instruments within the fair value hierarchy as at December 31, 2018:

| | Estimated fair value (2018) | | | Estimated fair value (2017) | | |
|---|---|---|---|---|---|---|
| | Level 1 | Level 2 | 2018 Total | Level 1 | Level 2 | 2017 Total |
| | $ | $ | $ | $ | $ | $ |
| T-Bills | 14,509,259 | - | 14,509,259 | 14,711,296 | - | 14,711,296 |
| Bonds | - | 71,906,173 | 71,906,173 | - | 65,857,288 | 65,857,288 |
| Equities | 11,110,020 | 35,957,321 | 47,067,341 | 11,589,322 | 35,628,393 | 47,217,715 |
| Total Investments | 25,619,279 | 107,863,494 | 133,482,773 | 26,300,618 | 101,485,681 | 127,786,299 |

Investments classified as Level 2 are held in pooled funds, the underlying assets of which are traded in active markets. The pooled funds are valued based on the net asset value per share of the pooled fund. The Association did not have any transfers between levels and no level 3 investments in the years ended December 31, 2018 and December 31, 2017.

## 9 Reinsurance

The Association and the Exchange have entered into stop loss reinsurance and excess insurance contracts as described in Note 1.

As of December 31, 2018, there were no claims above the Exchange's Professional Liability and Trust Safety coverage of $26,000,000 and $3,000,000 respectively and no claims above these levels considered to be incurred but not reported as determined by the appointed actuary (2017 - NIL). As such, no assets for the reinsurance or excess insurance contracts have been recognized in the statement of financial position.

## 10 Insurance and financial risk management

In the normal course of business, the Association enters into contracts that transfer insurance risk or financial risk or both. The Association monitors and manages these risks relating to the operations of the Association through internal risk reports which analyze exposures by degree and magnitude of risk.

### Insurance risk

The insurance risk under any one insurance contract is the possibility that the insured event occurs and the uncertainty of the amount of the resulting claim. By the very nature of an insurance contract, this risk is random and therefore unpredictable. The key risk related to insurance is that the actual claims payment amounts or timing are different from expectations.

The Association manages insurance risk rating within an overall risk management framework that includes a focus on rating, use of reinsurance and surplus management. Reinsurance is purchased to mitigate the effect of potential loss to the Association from individual large events. Reinsurance policies are written with reinsurers who meet the Association's standards for financial strength. Reinsurers and reinsurer security is monitored on a continuous basis.

**Financial risk**

The Association is exposed to a range of financial risks. The key financial risk is that in the long term its investment proceeds are not sufficient to fund the obligations arising from its insurance contracts. The most important components of this financial risk are market risk, credit risk and liquidity risk.

**Market risk**

Market risk is the risk that the fair value of financial instruments will fluctuate due to changes in market prices. The Association separates market risk into three categories: foreign exchange risk, price risk, and interest rate risk.

**Foreign exchange risk**

Foreign exchange risk arises from the possibility that changes in the price of foreign currencies will result in losses. The Association holds assets and liabilities, including cash and investments, in Canadian dollars. The Association is exposed to foreign exchange risk through its investments in pooled funds.

**Price risk**

General economic conditions affect the market value of equity investments and currency exchange rates impact the market value of the investments denominated in currencies other than the Canadian dollar. The risk is managed by engaging an investment manager for the long-term portfolio investments and by investing other funds in short term fixed rate products with high credit ratings. The Association's investment policy specifies limits to the exposure to equity markets.

A 10% increase in the market value of equities would result in an increase in the excess of revenue over expenses for the year ended December 31, 2018 of $4,706,734 (2017 - $4,721,772). A 10% decrease in the market value of equities would result in a decrease in the excess of revenue over expenses for the year ended December 31, 2018 of $4,706,734 (2017 - $4,721,772).

**Interest rate risk**

Interest rate risk is the risk of financial loss arising from changes in interest rates. Fluctuations in interest rates will impact the market value of the fixed income portion of the investment portfolio. The Association is exposed to interest rate risk if the cash flows from investments are not matched to the liabilities they support. The Association manages the interest rate risk on fixed income bonds by engaging an investment manager who operates subject to investment parameters designed to mitigate this risk.

An interest rate sensitivity analysis is provided in Note 6.

**Credit risk**

Credit risk is the risk that a counterparty will be unable to pay amounts in full when due. The Association's financial assets exposed to credit risk consist of investments in bonds, accrued interest receivable and accounts receivable. The maximum exposure of the Association to credit risk is the carrying amount of these financial instruments as disclosed in the financial statements at December 31, 2018.

The Association manages credit risk by maintaining bank accounts with reputable financial institutions, only investing in securities that are highly rated and traded in active markets. Accounts Receivable are from insured lawyers for their annual assessments.

The credit quality of the Association's investment in bonds, which is held in a pooled fund, is described in the following table:

| **Securities:** | **2018** $ | **2017** $ |
|---|---|---|
| Bonds – AAA rating | 28,115,315 | 27,882,616 |
| Bonds – AA rating | 23,362,315 | 16,186,789 |
| Bonds – A rating | 12,295,955 | 14,303,047 |
| Bonds – BBB rating | 7,974,394 | 7,341,963 |
| T-Bills | 158,194 | 142,873 |
| | 71,906,173 | 65,857,288 |

### Liquidity risk

Liquidity risk is risk that the Association will be unable to meet its obligations when they fall due, or that it may be required to settle its obligations on terms that are disadvantageous. The Association engages an investment manager to administer the investments it plans to hold for a long period of time. These investments are subject to liquidity risk if the Association is required to sell at a time the market for these investments is unfavourable or the investments are illiquid.

The maturity dates and interest rate ranges of the underlying bond holdings are as follows:

| | **2018** | | **2017** | |
|---|---|---|---|---|
| **Maturity dates (from balance sheet date)** | **Interest rate range** | **Market value** $ | **Interest rate range** | **Market value** $ |
| Within five years | 1.25-7.56% | 29,093,238 | 1.25-7.56% | 20,662,689 |
| Greater than five years but less than ten years | 1.00-4.29% | 20,119,347 | 1.00-4.86% | 30,364,271 |
| Greater than ten years | 2.50-6.50% | 22,693,588 | 2.80-4.65% | 14,830,328 |
| | | 71,906,173 | | 65,857,288 |

The following tables present a comparison of the estimated maturities of the assets and liabilities of the Association as at December 31, 2018:

| *Terms to maturity of assets* | Less than 1 year | From 1 to 5 years | Over 5 years | No specific maturity | Total |
|---|---|---|---|---|---|
| Cash and cash equivalents | 4,194,368 | | | | 4,194,368 |
| Investments | 14,509,259 | 29,093,238 | 42,812,935 | 47,067,341 | 133,482,773 |
| Accounts receivable | 2,860,356 | | | | 2,860,356 |
| Prepaid expenses | 2,735,544 | | | | 2,735,544 |
| Accrued interest receivable | 31,040 | | | | 31,040 |
| Capital assets | - | | | | - |
| **Total** | 24,330,566 | 29,093,238 | 42,812,935 | 47,067,341 | 143,304,081 |

| *Terms to maturity of liabilities and equity* | Less than 1 year | From 1 to 5 years | Over 5 years | No specific maturity | Total |
|---|---|---|---|---|---|
| Accounts payable and accrued liabilities | 366,524 | | | | 366,524 |
| Unearned premiums | 14,624,003 | | | | 14,624,003 |
| Premium deficiency | 1,965,997 | | | | 1,965,997 |
| Pension plan payable | | | | 118,283 | 118,283 |
| Claims liabilities - Professional liability | 25,423,000 | 53,766,000 | 16,749,000 | | 95,938,000 |
| Claims liabilities - Trust safety | 524,000 | 1,004,000 | 297,000 | | 1,825,000 |
| Equity | | | | 28,466,274 | 28,466,274 |
| **Total** | 42,903,524 | 54,770,000 | 17,046,000 | 28,584,557 | 143,304,081 |

## 11 Pension Plan

### a. Pension plan payable

| | 2018 $ | 2017 $ |
|---|---|---|
| Pension accrued liability | 118,283 | 146,722 |

Prior to June 1, 2006, the Association provided a non-contributory defined benefit pension plan (the Plan) to eligible management employees based on earnings and years of service. The Plan is closed to new members and there were no active members of the Plan at December 31, 2018. Effective January 1, 2014 the Association adopted CICA 3463 and decided to use accounting valuation results.

As of December 31, 2018, and on advice of the actuary, the details of the Plan are as follows:

| | 2018 $ | 2017 $ |
|---|---|---|
| **Reconciliation of fair value of plan assets** | | |
| Fair value of plan assets – beginning of year | 1,166,142 | 1,025,526 |
| Actual return on plan assets | (9,068) | 164,536 |
| Less benefits paid during year to retirees | (24,142) | (23,920) |
| **Fair value of plan assets – end of year** | 1,132,932 | 1,166,142 |

| | 2018<br>$ | 2017<br>$ |
|---|---|---|
| **Reconciliation of the accrued benefit obligation** | | |
| Accrued benefit obligation – beginning of year | 1,312,864 | 1,236,836 |
| Interest on accrued benefit obligation | 43,577 | 45,320 |
| Actuarial loss (gain) during year | (81,084) | 54,628 |
| Less benefits paid during year to retirees | (24,142) | (23,920) |
| **Accrued benefit obligations – end of year** | 1,251,215 | 1,312,864 |
| **Plan deficit** | (118,283) | (146,722) |
| **Pension cost** | | |
| Interest cost on accrued benefit obligation | 43,577 | 45,320 |
| Actual return on plan assets | 9,068 | (164,536) |
| Net actuarial (gains) losses | (81,084) | 54,628 |
| **Pension cost recognized during year** | (28,439) | (64,588) |
| **Accrued benefit asset** | | |
| Beginning balance – Accrued benefit liability | (146,722) | (211,310) |
| Less pension cost during year | 28,439 | 64,588 |
| **Ending balance – Accrued benefit liability** | (118,283) | (146,722) |
| **Reconciliation of accrued benefit liability** | | |
| Funded status (plan deficit) | (118,283) | (146,722) |
| **Accrued benefit liability** | (118,283) | (146,722) |

**Plan assets**

The plan assets are invested in a balanced fund that consists of the following asset mix:

| | 2018 | 2017 |
|---|---|---|
| Fixed income | 32.7% | 30.5% |
| Foreign equities | 44.7% | 44.0% |
| Canadian equity | 17.3% | 16.5% |
| Cash and cash equivalents | 5.3% | 8.7% |
| Other | 0.0% | 0.3% |
| | 100% | 100% |

**Assumptions**

The actuary used the following rates in their calculations:

| | 2018 | 2017 |
|---|---|---|
| Discount rate – beginning of period | 3.35% | 3.70% |
| Discount rate – end of period | 3.80% | 3.35% |
| Expected long-term rate of return on plan assets | 3.80% | 3.35% |
| Rate of compensation increase | 3.50% | 3.50% |

## 12 Equity in Canadian Lawyers Insurance Association

Effective June 30, 2014, the Association withdrew as a subscriber to the Canadian Lawyers Insurance Association (CLIA), a reciprocal insurance exchange through which the law societies of ten provinces and territories (or their associated liability insurance entities) entered into agreements of mutual indemnification. Separate reserves are maintained by CLIA with respect to risks assumed by each member of the exchange. The Association will maintain an interest in surpluses in these reserves until such time that the Association and CLIA reach mutually agreeable terms of winding up claims that existed prior to July 1, 2014. CLIA prepares annual Subscriber Accounts, as at the end of CLIA's fiscal year (December 31), which are approved by the CLIA Advisory Board. These accounts include a reserve for claims liabilities on a discounted basis. On that basis, the Subscriber Accounts of CLIA as at December 31, 2017 show the Association's equity to be approximately $10.0 million (December 31, 2016 – $10.2 million). The Association's equity in CLIA is not reflected in these financial statements.

## 13 Premium deficiency

The premium deficiency as at December 31, 2018 of $1,965,997 (December 31, 2017 - $1,286,205) represents the difference between the projected costs of the insurance program from January 1, 2019 to June 30, 2019 and unearned premiums recorded at December 31, 2018 as determined by the actuary. The premium deficiency does not include offsetting investment income that will accrue to the Association from January 1, 2019 to June 30, 2019.

## 14 Equity management

As at December 31, 2018 the Association's equity was $28,466,274 (December 31, 2017 - $24,303,287). The Association's objectives for managing the equity are for the prudent operation of the Association and to provide relatively stable premiums for insured lawyers over time.

## 15 Input tax credit

The Canada Revenue Agency (CRA) had ruled the Association was not entitled to collect Goods and Services Tax (GST) or claim input tax credits (ITCs) for GST paid on expenses. The Association appealed this ruling to the Tax Court of Canada. Pending resolution of this issue with CRA, the Association had recorded ITCs including interest and penalties, in the amount of $4,359,730 as an expense from February 1, 2009 to December 31, 2017. Subsequent to the 2017 year-end, CRA notified the Association that it did not intend to contest the Association's appeal in Tax Court and the Association received a refund during 2018 for the full amount.

## 16 Commitments

The Association is committed to paying a retroactive-assessment to CLIA in the amount of $5,084,188. One half (or $2,542,094) of this assessment was paid on July 1, 2014 and the final of four equal annual installments of $635,523 was paid on July 1, 2018 (2017 - $635,523).

The ultimate amount of the assessment is uncertain.