



September 27, 2022

ANNUAL GENERAL MEETING OF MEMBERS

Digital Research Alliance of Canada



Digital Research
Alliance of Canada

Alliance de recherche
numérique du Canada



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LETTER FROM THE CHAIR OF THE BOARD OF DIRECTORS

September 14, 2022

Dear Digital Research Alliance of Canada Member,



Janet M. Davidson
O.C., BScN, MHSA, LLD
(Hons) Chair, Board of
Directors

*Digital Research Alliance of
Canada*

On behalf of the Board of Directors of the Digital Research Alliance of Canada (the Alliance), I am pleased to invite you to our third Annual General Meeting (AGM), taking place virtually on **Tuesday, September 27, 2022, from 1:00 pm to 2:00 pm EDT.**

The Alliance Annual General Meeting package includes the notice of the meeting, event agenda, the minutes of the AGM held in September 2021, and the Alliance's audited financial statements for the financial year ending March 31, 2022.

The meeting will include:

- Welcome and opening remarks from George Ross, Alliance CEO and Nipun Vats, Assistant Deputy Minister of Innovation, Science and Economic Development Canada (ISED).
- Official Business of the AGM, including the election of Directors, presentation of the audited financial statements and the reappointment of external auditors
- Closing comments

The AGM will take place virtually on Zoom. Voting will be managed through SimpleSurvey, and ballots will be emailed to primary representatives on the day of the meeting via SimpleSurvey. Please note all Alliance Members are allowed to attend, only the primary representative of primary member organizations will be permitted to vote. If you need to update your institution's information, an authorized signatory can make the request in writing for approval by emailing us at membership-adhesion@alliancecan.ca. The AGM will be recorded, and portions of it will be available via the Alliance website.

George Ross returned to the Alliance in July 2022 as the Chief Executive Officer, with an important mandate of focusing on the submission of the New Service Delivery Model/Funding Model and the Multi-Year Funding Proposal to ISED. In the past few weeks, under the leadership of Mr. Ross, the organization has remained focused on the delivery of this mandate. The Alliance continues to collaborate with Digital Research Infrastructure (DRI) institutions and



experts across the country to ensure the expectations of researchers, institutions, funders, including ISED, and members are met.

We appreciate the commitment and support of our ecosystem partners in ensuring the mission of the Alliance, on behalf of researchers in Canada, is achieved.

We look forward to seeing you at the AGM.

Thank you and best wishes,

Janet M. Davidson, O.C., BScN, MHSA, LLD (Hons) Chair, Board of Directors
Digital Research Alliance of Canada



LETTER FROM THE CHIEF EXECUTIVE OFFICER

September 14, 2022

Dear Digital Research Alliance of Canada Member,



George Ross
Chief Executive Officer

*Digital Research Alliance of
Canada*

I am pleased to invite you to the Digital Research Alliance of Canada's (the Alliance) third Annual General Meeting (AGM), taking place virtually on **Tuesday, September 27, 2022, from 1:00 pm to 2:00 pm EDT**. The official AGM proceedings include: voting on new Board Directors and the review of the Audited Financial Statements for the fiscal period ended March 31, 2022, and the re-appointment of the external auditors. As a membership-based organization, the Alliances' by-laws stipulate only designated individuals from **Primary Member institutions** are eligible to vote; your attendance at our AGM and your involvement in the work of the Alliance is important. The official activities of the AGM will be followed by some important updates on the work of the Alliance. More details will be forwarded to you in the coming days.

This past year has been one of achievements and challenges for the Alliance. Key functions that provide direct services to researchers have now been incorporated into the Alliance including Advanced Research Computing from Compute Canada, Research Data Management from the Canadian Association of Research Libraries (CARL), and the final transfer of Research Software functions from CANARIE into the Alliance. However, I think it is fair to say the Alliance has struggled to meet other key milestones and build trust among its members and the DRI community.

In July 2022, I returned to the Alliance as the Chief Executive Officer after serving as the Interim Executive Director of the Alliance in its early days (2019 - 2020). Since accepting this role, the Alliance has been focused on developing the New Service Delivery Model/Funding Model and the Multi-Year Funding Proposal, to be delivered to our funder, Innovation, Science and Economic Development Canada (ISED). Under the guidance of a Steering Committee and with significant input from a broad-based team of experts, the goal is to deliver a proposal to ISED that will ensure funding is available to make critical investments in infrastructure and services to support the DRI ecosystem and that researchers across Canada have the necessary support required. Moving forward the Alliance will be focused on engagement with our community and building trust with our members. Our DRI Community Connect following the AGM will be an opportunity to provide an update on this work.



I look forward to speaking with you at the AGM.

A handwritten signature in black ink, appearing to read "George Ross".

George Ross
Chief Executive Officer
Digital Research Alliance of Canada



Meeting Agenda

TIME (PM)	#	ITEM	SPEAKER
OPENING SESSION			
5 min.	1.	Chief Executive Officer Welcome Remarks and Update	G. Ross
5 min.	2.	Chair's Opening Remarks	J. Davidson
5 min.	3.	ISED Remarks	ADM N. Vats
OFFICIAL BUSINESS			
1 min.	4.	Call to Order	J. Davidson
1 min.	5.	Chair, Secretary and Scrutineer of the Meeting	J. Davidson
1 min.	6.	Notice of Meeting	J. Davidson
2 min.	7.	Confirm Quorum	J. Davidson
3 min.	8.	Approval of the Minutes	J. Davidson
15 min.	9.	Election of Directors	J. Davidson
7 min.	10.	Receive and Consider Financial Statements	J. Davidson
3 min.	11.	Re-Appointment of the External Auditors	J. Davidson
3 min.	12.	Other Business	J. Davidson
2 min.	13.	Concluding Remarks	J. Davidson
1 min.	14.	Conclusion of Official Business	J. Davidson
CLOSING SESSION			
5 min.	15.	Closing Remarks	D. Barnard
1 min.	16.	Adjournment	J. Davidson



Approval of the Minutes

The minutes of the Annual General and Special Meetings of the Members of the Corporation held on September 28, 2021, have been circulated to the Members for approval.

RECOMMENDATION

BE IT RESOLVED THAT:

The (Class A) Primary Members approve the minutes of the Digital Research Alliance of Canada's Annual General Meeting of Members held on September 28th, 2021.



APPENDIX 1

Minutes of the Annual General Meeting of Members (September 28th, 2021)

**11593765 CANADA ASSOCIATION
(the "Corporation")**

Annual General and Special Meeting of the Members

**Held entirely by electronic means using the ZOOM Platform
Tuesday, September 28, 2021, at 1:30 PM (Eastern Time)**

OPENING REMARKS

The annual general meeting (the "**Meeting**") of the Members of the New Digital Research Infrastructure Organization (11593765 Canada Association) (the "**Corporation**") was called to order. J. M. Davidson, Chair of the Board of Directors (the "**Board**") of the Corporation, introduced the members of the Board and the Corporation's management team present at the Meeting and provided an overview of the ZOOM meeting best practices and the voting procedures for the Meeting.

J. M. Davidson acted as Chair and E. Mailloux acted as Recording Secretary and Scrutineer of the Meeting.

NOTICE OF MEETING

The Chair confirmed that the notice of the Meeting (the "**Notice**") was sent on Thursday, September 2, 2021, to all the Members of record as of September 1, 2021.

QUORUM

The Chair received the Scrutineer's report on attendance at the Meeting and informed the Meeting that she was satisfied that a quorum was present and declared that the Meeting was duly constituted for the transaction of business. The Chair asked the Scrutineer to submit the final attendance reports soon as it is available. The final attendance report is attached as Schedule "A" hereto.

AGENDA

The Chair explained that there were four (4) formal items of business before the Meeting, specifically:

- I. approval of the minutes for the special meeting of the Members of the Corporation held on September 24, 2020;
- II. the election of directors;
- III. confirmation of the amended and restated general operating by-law of the Corporation.
- IV. presentation of the audited financial statements of the Corporation for the year ended March 31, 2021;
- V. appointment of the Corporation's auditor for the financial year ending March 31, 2022.

APPROVAL OF MEETING MINUTES

The Chair introduced the first item of business: approval of the minutes of the meeting of the Members of the Corporation held on September 24, 2020; the Chair advised that a copy of the meeting minutes was delivered to the Members with the meeting package. The Chair requested a motion to approve the meeting minutes. The motion was duly moved and seconded. There being no discussion on the motion, the Chair advised that the motion would be voted on during the designated voting period and moved to the next item of business.

ELECTION OF DIRECTORS

The Chair introduced the second item of business; the election of directors of the Corporation. The Chair highlighted members of the Board currently within their existing terms and advised that members of the Corporation were provided information on proposed candidates by the Nominating Committee of the Board. Candidates were selected through a review process that included consideration of the skill gaps of the Board, needs of the Board and principles of equity, diversity, and inclusion. The Chair requested a motion that the number of directors be fixed at 16 and that the below proposed nominees be elected as directors, to hold office until the end of their respective terms;

- Dale Askey, for a two-year term ending at the AGM in 2023;
- Randall Sobie, for a one-year term ending at the AGM in 2022;
- Jennifer Doyle, for a one-year term ending at the AGM in 2022;
- Sina Shahandeh, for a one-year term ending at the AGM in 2022;
- Jeffery Taylor, for a one-year term ending at the AGM in 2022; and
- Denis Thérien, for a one-year term ending at the AGM in 2022.

The motion was duly moved and seconded. There being no discussion on the motion, the Chair advised that the motion would be voted on during the designated voting period and moved to the next item of business.

BYLAW AMENDMENTS

The Chair introduced the third item of business: the ratification and confirmation of the amended and restated general operating by-law of the Corporation. The Chair advised that the amendments were adopted based on feedback from Members and ongoing review by the Board. The Chair noted that the first amendment to the Bylaw was:

- Amendments to the election of the Researcher Council Chair and their nomination to the Board of Directors to align with Section 128(8) of the Canada Not-for-Profit Corporations Act for the appointment of directors (Section 4.14, Researcher Council).

The Chair invited a primary member to move the motion for the resolution. The motion was duly moved and seconded. The Chair advised that the motion would be voted on during the designated voting period.

The Chair introduced the next amendment to the Bylaw requiring member special resolution as:

- Approval of the Amendment to Section 2.1 (Classes and Conditions of Membership) of the General Operating By-Laws of 11593765 Canada Association. An additional clause requiring a special resolution approved by the (Class A) Primary and (Class B) Associate Members to be designated as non-profit organizations or qualified donees in Canada. (Section 2.1, Classes and Conditions of Membership).

The special resolution will be voted on by both Primary and Associate members of the Corporation. The Chair invited a primary member to move the motion for the resolution. The motion was duly moved and seconded. The Chair further requested an Associate member to move the motion. The motion was duly moved and seconded.

The Chair advised that the final member resolution, which finalizes the amendments to the Bylaws will be approved by both the Primary and Associate members. The Chair invited a primary member to move the motion for the resolution. The motion was duly moved and seconded. The Chair further requested an Associate member to move the motion. The motion was duly moved and seconded.

The Chair welcomed Associate members to vote on the special resolutions moved and seconded, using the Simple Survey ballot.

PRESENTATION OF FINANCIAL STATEMENTS

The Chair introduced the fourth item of business: the presentation of the Corporation's annual financial statements and the auditor's report for the year ended March 31, 2021. The Chair advised that copies of the financial statements and auditor's report were provided to the Members. The Chair invited the Corporation's Vice President, Corporate Services and Chief Financial Officer, Narinder Dehal, to provide an overview of the financial statements. The Corporation's Chief Financial Officer presented an overview of the Corporation's annual financial statements and the auditor's report to the Meeting.

RE-APPOINTMENT OF AUDITORS

The Chair introduced the fifth item of business: appointment of the Corporation's auditor until the next annual meeting of Members or until a successor is appointed and authorizing the Board to fix the auditor's remuneration. The Chair advised that KPMG LLP was selected as the Corporation's auditor and the Board recommended that KPMG be re-appointed as auditor for the forthcoming year. The Chair requested a motion to re-appoint KPMG as the Corporation's auditor and to authorize the Board to fix the auditor's remuneration. The motion was duly moved and seconded. The Chief Financial Officer responded to a member's question on whether there is an expected period to consider a replacement of the auditors. The Corporation signed a 5-year contract with KPMG, but KPMG is still required to be reappointed by members, annually. After the expiration of the 5-year contract, the Corporation will go into an RFP process, to ensure that there is value for services rendered. The Chair advised that the motion would be voted on during the designated voting period and moved to the next item of business.

VOTING PERIOD

The Chair requested a vote on the following three motions which were previously moved and seconded. For the Primary members, voting will be required on:

- I. the motion to approve the minutes for the Annual General Meeting of Members of the Corporation held on September 24, 2020;

- II. the election of directors and fixing of the directors at 16 members
- III. Motion to approve the Amendment to Section 4.14 (Researcher Council) of the General Operating By-Laws.
- IV. Special Resolution to approve the Amendment to Section 2.1 (Classes and Conditions of Membership) of the General Operating By-Laws
- V. Special Resolution to ratify and confirm the amended and restated general operating By-Laws of the Corporation adopted by the Board of Directors of the Corporation on August 31, 2021.
- VI. Re-appoint KPMG as the Corporation's auditor until the next annual meeting of members or until a successor is appointed and to authorize the board of directors to fix the auditor's remuneration.

For Associate members, the following motions will be voted on:

- I. Special Resolution to approve the Amendment to Section 2.1 (Classes and Conditions of Membership) of the General Operating By-Laws
- II. Special Resolution to ratify and confirm the amended and restated general operating By-Laws of the Corporation adopted by the Board of Directors of the Corporation on August 31, 2021.

Following the vote, the Chair declared all motions carried. The Scrutineer's report on the vote is attached as Schedule "B" hereto.

CONCLUSION

There being no further business, the Chair requested a motion to conclude the Meeting, which was duly moved and seconded. The Chair then requested a vote on the motion. Following the vote, the Scrutineer reported the results of the vote to the Chair. The Chair declared the formal portion of the Meeting concluded.

**ANNUAL GENERAL MEETING OF MEMBERS OF
11593765 CANADA ASSOCIATION**

Held on the 28th day of September, 2021

SCRUTINEER'S FINAL REPORT ON VOTE

MOTION #1

Approval of Minutes from the September 24, 2020, Members' Meeting

I, the undersigned scrutineer, hereby report that the result of the vote with respect to the above matter is as follows:

	Number of Votes	
FOR	<u>31</u>	96.88%
AGAINST	<u>0</u>	0%
ABSTAIN	<u>1</u>	3.13%
Total	<u>32</u>	

E. Mailloux, Board Secretary

**ANNUAL GENERAL MEETING OF MEMBERS OF
11593765 CANADA ASSOCIATION**

Held on the 28th day of September, 2021

SCRUTINEER'S FINAL REPORT ON VOTE

MOTION #2

Election of the Directors

I, the undersigned scrutineer, hereby report that the result of the vote with respect to the above matter is as follows:

Number of Votes:

FOR	31	96.88%
	<hr/>	
AGAINST	0	0%
	<hr/>	
ABSTAIN	<u>1</u>	3.13%
	<hr/>	
TOTAL:	<u>32</u>	

E. Mailloux, Board Secretary

**ANNUAL GENERAL MEETING OF MEMBERS OF
11593765 CANADA ASSOCIATION**

Held on the 28th day of September, 2021

SCRUTINEER'S FINAL REPORT ON VOTE

MOTION #3(A)

Ratification of Amended and Restated By-Laws:

Approval of the Amendment to Section 4.1 (Researcher Council) of the General Operating By-Laws of 11593765 Canada Association (Class A: Primary Members):

I, the undersigned scrutineer, hereby report that the result of the vote with respect to the above matter is as follows:

Number of Votes:

FOR	31	96.88%

AGAINST	0	0%

ABSTAIN	<u>1</u>	3.13%

TOTAL:	<u>32</u>	100%

E. Mailloux, Board Secretary

**ANNUAL GENERAL MEETING OF MEMBERS OF
11593765 CANADA ASSOCIATION**

Held on the 28th day of September, 2021

SCRUTINEER'S FINAL REPORT ON VOTE

MOTION #3(B)

Ratification of Amended and Restated By-Laws:

Approval of the Amendment to Section 2.1 (Classes and Conditions of Membership)
of the General Operating By-Laws of 11593765 Canada Association (Class A: Primary Members):

I, the undersigned scrutineer, hereby report that the result of the vote with respect to the above matter is as follows:

Number of Votes:

FOR	28	93.3%
AGAINST	0	0%
ABSTAIN	<u>2</u>	6.67%
TOTAL:	30	100%

E. Mailloux, Board Secretary

**ANNUAL GENERAL MEETING OF MEMBERS OF
11593765 CANADA ASSOCIATION**

Held on the 28th day of September, 2021

SCRUTINEER'S FINAL REPORT ON VOTE

MOTION #3(C)

Confirming the Amended and Restated General Operating By-Law of the Corporation

Approval of the Amended By-Law of the Corporation be approved, ratified, and confirmed as presented to the Members.

I, the undersigned scrutineer, hereby report that the result of the vote with respect to the above matter is as follows:

100

FOR	28	93.33%

AGAINST	0	0%

ABSTAIN	<u>2</u>	6.67%

TOTAL:	30	100%

E. Mailloux, Board Secretary

**ANNUAL GENERAL MEETING OF MEMBERS OF
11593765 CANADA ASSOCIATION**

Held on the 28th day of September, 2021

SCRUTINEER'S FINAL REPORT ON VOTE

MOTION #3(D)

Ratification of Amended and Restated By-Laws:

Approval of the Amendment to Section 2.1 (Classes and Conditions of Membership)
of the General Operating By-Laws of 11593765 Canada Association (Class B: Associate Members):

I, the undersigned scrutineer, hereby report that the result of the vote with respect to the above matter is as follows:

100

FOR	38	97.44%
	<hr/>	
AGAINST	0	0%
	<hr/>	
ABSTAIN	<u>1</u>	2.56%
	<hr/>	
TOTAL:	39	100%

E. Mailloux, Board Secretary

**ANNUAL GENERAL MEETING OF MEMBERS OF
11593765 CANADA ASSOCIATION**

Held on the 28th day of September, 2021

SCRUTINEER'S FINAL REPORT ON VOTE

MOTION #3(E)

Confirming the Amended and Restated General Operating By-Law of the Corporation

Approval of the Amended By-Law of the Corporation be approved, ratified, and confirmed as presented to the Members.

I, the undersigned scrutineer, hereby report that the result of the vote with respect to the above matter is as follows:

100

FOR	39	100%

AGAINST	0	0%

ABSTAIN	<u>0</u>	0%

TOTAL:	39	100%

E. Mailloux, Board Secretary

**ANNUAL GENERAL MEETING OF MEMBERS OF
11593765 CANADA ASSOCIATION**

Held on the 28th day of September, 2021

SCRUTINEER'S FINAL REPORT ON VOTE

MOTION #4

Reappointment of the External Auditors

I, the undersigned scrutineer, hereby report that the result of the vote with respect to the above matter is as follows:

Number of Votes:

FOR	31	96.88%
AGAINST	0	0%
ABSTAIN	<u>1</u>	3.13%
TOTAL:	<u>32</u>	100%

E. Mailloux, Board Secretary



Election of Directors

The Nominating Committee of the Digital Research Alliance of Canada's Board of Directors has nominated the following director candidates, for approval:

RECOMMENDATION

The following directors are currently within their existing terms:

- Gail Murphy, for a three-year term ending at the AGM in 2023.
- Dale Askey, for a two-year term ending at the AGM in 2023.

BE IT RESOLVED THAT:

The Primary Members approve that the number of directors be fixed at 16, and;

That the following nominees be elected as directors, to hold office until the end of their respective terms:

- David Barnard, restarting a new three-year term ending at the AGM in 2025
- Chris Lumb, for a two-year term ending at the AGM in 2024.
- Donna Bourne-Tyson, for a one-year term ending at the AGM in 2023
- David MaGee, for a two-year term ending at the AGM in 2024.
- Martha Whitehead, for a two-year term ending at the AGM in 2024.
- Jeffrey Taylor for a two-year term ending at the AGM in 2024
- Jennifer Doyle, for a two-year term ending at the AGM in 2024
- Randall Sobie, for a one-year term ending at the AGM in 2023
- Denis Thérien, for a one-year term ending at the AGM in 2023.
- Melissa Just, for a three-year term ending at the AGM in 2025.
- Guillaume Bourque, for a three-year term ending at the AGM in 2025.
- Connie Bonello, for a two-year term ending at the AGM in 2024.
- Kelley McKinnon, for a three-year term ending at the AGM in 2025.
- Roya Rezaie, for a three-year term ending at the AGM in 2025.



APPENDIX 1 Director Candidate Biographies

DIRECTOR CANDIDATE BIOGRAPHIES



APPENDIX 1

DAVID T. BARNARD

Dr. David Barnard is President Emeritus of the University of Manitoba. He was previously at the University of Regina as President and Vice-Chancellor after being Vice-President (Administration) and Controller.

[BIOGRAPHY](#)



CONNIE BONELLO

Connie Bonello is a seasoned management consultant with several years of global executive-level experience. She has provided consulting services to financial service organizations across Europe, the Americas and Asia.

[BIOGRAPHY](#)



DONNA BOURNE-TYSON

Donna Bourne-Tyson is the former Dean of Libraries at Dalhousie University. During two terms in this role, Ms. Bourne-Tyson led the team responsible for libraries, learning commons and archives, amongst other DRI initiatives.

[BIOGRAPHY](#)





GUILLAUME BOURQUE

Dr. Guillaume Bourque is a Professor in the Department of Human Genetics, a Canada Research Chair in Computational Genomics and Medicine and the Director of Bioinformatics at the McGill Genome Center.

[BIOGRAPHY](#)



JENNIFER DOYLE

Jennifer Doyle is the Vice-President, Finance and Administration at the University of Ottawa in Ottawa, Ontario.

[BIOGRAPHY](#)



MELISSA JUST

Melissa Just is Dean, University Library at the University of Saskatchewan (USask), and for an 18-month period served as the institution's Interim Provost and Interim Deputy Provost.

[BIOGRAPHY](#)





CHRIS LUMB

Chris Lumb, P.Eng., ICD.D, is an experienced technology company CEO and Board Director.

[BIOGRAPHY](#)



DAVID MAGEE

Dr. David MaGee is Vice-President, Research at the University of New Brunswick (UNB).

[BIOGRAPHY](#)



KELLEY MCKINNON

Kelley McKinnon, BA, LLB, Senior Fellow 2021 and Fellow 2020, Harvard University (Advanced Leadership Initiative). She had over a 30+ year career as an executive at BMO Financial Group with global regulatory and compliance roles.

[BIOGRAPHY](#)





ROYA REZAIE

Roya Rezaie, CPA, CMA, is a corporate executive with more than 20 years of extensive experience in governance, business planning, corporate strategy, vendor management and financial management in digital, technology and operation areas.

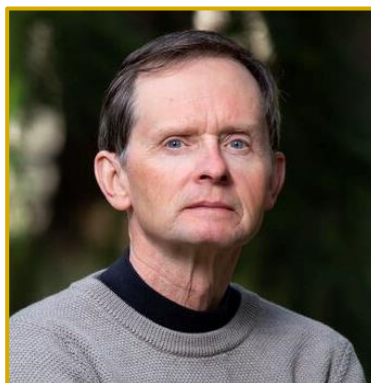
[BIOGRAPHY](#)



RANDALL SOBIE

Dr. Randall Sobie is an Institute of Particle Physics Research Scientist, Professor and Director of the Subatomic Physics and Accelerator Research Centre at the University of Victoria.

[BIOGRAPHY](#)



JEFFREY TAYLOR

Dr. Jeffrey Taylor is the Associate Vice-President of Applied Research and Innovation at the Nova Scotia Community College, the only publicly funded college in Nova Scotia.

[BIOGRAPHY](#)

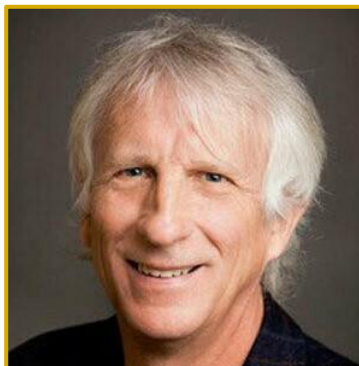




DENIS THÉRIEN

Dr. Denis Thérien is Vice-President of Research and Partnerships at ServiceNow, a Montreal start-up that helps organizations operationalize AI by connecting business and the research community.

[BIOGRAPHY](#)



MARTHA WHITEHEAD

Martha Whitehead is Vice-President for the Harvard Library and University Librarian, Harvard University. She leads Harvard University's library system, comprising over 700 staff and more than 25 libraries and archives.

[BIOGRAPHY](#)





Receive and Consider Financial Statements

The Digital Research Alliance of Canada's Audited Financial Statements for the year ended March 31, 2022, have been provided to the members for information.



APPENDIX 1

KPMG LLP Independent Auditor's Report: Digital Research Alliance of Canada Audited
Financial Statements (March 31, 2022)

Financial Statements of

**DIGITAL RESEARCH ALLIANCE
OF CANADA**

(FORMERLY 11593765 CANADA ASSOCIATION)

And Independent Auditors' Report thereon

Year ended March 31, 2022



KPMG LLP
150 Elgin Street, Suite 1800
Ottawa ON K2P 2P8
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Tel 613-212-5764
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INDEPENDENT AUDITORS' REPORT

To the Directors of Digital Research Alliance of Canada

Opinion

We have audited the financial statements of Digital Research Alliance of Canada (the "Entity"), which comprise:

- the statement of financial position as at March 31, 2022
- the statement of operations and changes in net assets for the year then ended
- the statement of cash flows for the year then ended
- and notes to the financial statements, including a summary of significant 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 the Entity as at March 31, 2022, and its results of operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

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 "***Auditors' Responsibilities for the Audit of the Financial Statements***" section of our auditors' report.

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

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



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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian accounting standards for not-for-profit organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Entity'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 Entity or to cease operations, or has no realistic alternative but to do so.

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

Auditors' 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 auditors' report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the 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.



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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 Entity'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 Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Entity 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.
- 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.

KPMG LLP

Chartered Professional Accountants, Licensed Public Accountants

Ottawa, Canada

June 29, 2022

DIGITAL RESEARCH ALLIANCE OF CANADA

(FORMERLY 11593765 CANADA ASSOCIATION)

Statement of Financial Position

March 31, 2022, with comparative information for 2021

	2022	2021
Assets		
Current assets:		
Cash	\$ 7,441,777	\$ 2,938,533
Accounts receivable	108,567	–
HST recoverable	90,118	207,973
Prepaid expenses	119,379	50,470
	<u>\$ 7,759,841</u>	<u>\$ 3,196,976</u>

Liabilities and Net Assets

Current liabilities:		
Accounts payable and accrued liabilities	\$ 1,417,198	\$ 557,555
Deferred funding (note 2)	5,121,311	2,132,664
	<u>6,538,509</u>	<u>2,690,219</u>
Net assets	1,221,332	506,757
	<u>\$ 7,759,841</u>	<u>\$ 3,196,976</u>

See accompanying notes to financial statements.

On behalf of the Board:

DIGITAL RESEARCH ALLIANCE OF CANADA

(FORMERLY 11593765 CANADA ASSOCIATION)

Statement of Operations and Changes in Net Assets

Year ended March 31, 2022, with comparative information for 2021

	2022	2021
Revenue:		
Ministry of Innovation, Science and Industry/ISED funding	\$ 11,247,353	\$ 6,345,045
Membership fees	635,000	476,500
Interest income	40,518	20,097
Other revenue	39,056	–
	<u>11,961,927</u>	<u>6,841,642</u>
Expenses:		
Program:		
Program expenses	2,201,700	–
Operating, general and administration:		
Salaries and wages	5,815,740	1,455,674
Benefits	853,573	104,544
Transportation and communication	85,371	51,284
Services	2,247,694	4,733,543
Supplies	42,358	–
Other expenses	916	–
	<u>9,045,652</u>	<u>6,345,045</u>
Total expenses	<u>11,247,352</u>	<u>6,345,045</u>
Excess of revenue over expenses	714,575	496,597
Net assets, beginning of year	506,757	10,160
Net assets, end of year	<u>\$ 1,221,332</u>	<u>\$ 506,757</u>

See accompanying notes to financial statements.

DIGITAL RESEARCH ALLIANCE OF CANADA

(FORMERLY 11593765 CANADA ASSOCIATION)

Statement of Cash Flows

Year ended March 31, 2022, with comparative information for 2021

	2022	2021
Cash provided by (used in):		
Operating activities:		
Excess of revenue over expenses	\$ 714,575	\$ 496,597
Net change in non-cash working capital:		
Accounts receivable	(108,567)	–
HST recoverable	117,855	(111,478)
Prepaid expenses	(68,909)	(25,446)
Accounts payable and accrued liabilities	859,643	246,176
Deferred funding	2,988,647	1,491,455
Increase in cash	4,503,244	2,097,304
Cash, beginning of year	2,938,533	841,229
Cash, end of year	\$ 7,441,777	\$ 2,938,533

See accompanying notes to financial statements.

DIGITAL RESEARCH ALLIANCE OF CANADA

(FORMERLY 11593765 CANADA ASSOCIATION)

Notes to Financial Statements

Year ended March 31, 2022

The Digital Research Alliance of Canada (the “Organization”) is a not-for-profit organization that was federally incorporated on August 28, 2019 as a member-based organization with an agreement between Innovation, Science and Economic Development Canada (ISED) and the Organization. The Organization legally changed its name on October 1, 2021 and was formerly known as 11593765 Canada Association.

The Organization’s mandate is to play a critical role in helping advance the establishment of a researcher-focused, accountable, agile, strategic and sustainable Digital Research Infrastructure ecosystem for Canadian researchers.

1. Significant accounting policies:

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

(a) Basis of presentation:

The Organization follows the deferral method of accounting for contributions for not-for-profit organizations.

(b) Revenue recognition:

Contributions and funding designated for the Organization’s mandate are recorded as deferred funding and are recognized as revenue when the related expenditure is incurred. Unrestricted contributions are recorded as revenue in the year received.

Membership fees are recognized in the period to which they relate, providing collection is reasonably assured.

(c) Expenses:

In the statement of operations, the Organization presents its expenses by function. Expenses are recognized in the year incurred and recorded in the function to which they are directly related.

(d) Employee benefit plans:

The Organization is a member of the Colleges of Applied Arts and Technology Pension Plan, which is a multi-employer, defined benefit pension plan. The Organization has adopted defined contribution plan accounting principles for this plan because insufficient information is available to apply defined benefit plan accounting principles.

DIGITAL RESEARCH ALLIANCE OF CANADA

(FORMERLY 11593765 CANADA ASSOCIATION)

Notes to Financial Statements (continued)

Year ended March 31, 2022

1. Significant accounting policies (continued):

(e) Use of estimates:

These financial statements have been prepared by management in accordance with Canadian accounting standards for not-for-profit organizations and accordingly, require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenue and expenditures during the reporting period. Actual results could differ from these estimates. The significant estimates in the financial statements include the collectability of receivables, deferred contributions, and the amount of certain accrued liabilities in the year they become known.

2. Deferred funding:

The Organization received funding from ISED as follows:

	2022	2021
Balance, beginning of year	\$ 2,132,664	\$ 641,209
Contributions received	14,236,000	7,836,500
Recognized as revenue	(11,247,353)	(6,345,045)
Balance, end of year	\$ 5,121,311	\$ 2,132,664

3. Contribution agreement:

The Contribution Agreement between the Organization and ISED was signed on October 31, 2019 and is to fund the Organization's activities. The Agreement ended on March 31, 2022, but subject to conditions as outlined in the Agreement can be extended to March 31, 2024. The Organization has received approval from ISED for funding of approximately \$38 million for fiscal 2022-2023 and an extension for future years is currently being negotiated.

DIGITAL RESEARCH ALLIANCE OF CANADA

(FORMERLY 11593765 CANADA ASSOCIATION)

Notes to Financial Statements (continued)

Year ended March 31, 2022

4. Employee benefit plans:

Starting on May 1, 2021, the Organization became members of the College of Applied Arts and Technology (“CAAT”) Pension Plan, which is a multi-employer defined benefit pension plan available to all eligible employees of the participating members of the CAAT. Plan members will receive benefits based on the length of service and on the average of annualized earnings during the highest five consecutive years prior to retirement, termination or death.

The Organization does not recognize any share of the Plan’s pension surplus or deficit as insufficient information is available to identify the Organization’s share of the underlying pension assets and liabilities. The most recent actuarial valuation filed with pension regulators as at January 1, 2022 indicated an actuarial surplus of \$4.37 billion.

Employer contributions to the Plan during the year by the Organization amounted to \$332,552 and are included in benefits expense on the Statement of Operations.

5. Financial risks:

The Organization's financial instruments consist of cash, accounts receivable, and accounts payable and accrued liabilities.

(a) Credit risk:

Credit risk refers to the risk that a counterparty may default on its contractual obligations resulting in a financial loss. The Organization is exposed to this risk relating to its cash and accounts receivable. The Organization holds its cash accounts with a federally regulated chartered bank who are insured by the Canadian Deposit Insurance Corporation.

The Organization assesses, on a continuous basis, accounts receivable and provides for any amounts that are not collectible in the allowance for doubtful accounts. At year-end, there were no amounts allowed for in accounts receivable.

(b) Liquidity risk:

Liquidity risk is the risk that the Organization will not be able to meet all cash outflow obligations as they come due. The Organization mitigates this risk by monitoring cash activities and expected outflows through extensive budgeting and keeping accounts payable current throughout the year. The Organization is continuously monitoring its cash flow in order to maintain its liquidity moving forward.

DIGITAL RESEARCH ALLIANCE OF CANADA

(FORMERLY 11593765 CANADA ASSOCIATION)

Notes to Financial Statements (continued)

Year ended March 31, 2022

5. Financial risks (continued):

(c) Market risk:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate as a result of market factors.

(i) Foreign currency risk:

Foreign currency risk results from the fluctuation and volatility of exchange rates. The Organization is not exposed to foreign exchange risk.

(ii) Interest rate risk:

Interest rate risk is the risk that the fair value of future cash flows or a financial instrument will fluctuate because of changes in the market interest rates. The Organization is not subject to significant interest rate risk.

(iii) Other price risk:

Other price risk is the uncertainty associated with the valuation of assets arising from changes in equity markets. The Organization is not exposed to other price risk.

6. Comparative information:

Certain comparative information has been reclassified to conform to the financial statement presentation adopted in the current year.



Re-Appointment of the External Auditors

The Alliance Board of Directors has approved and recommends to the Membership the re-appointment of KPMG LLP as the Corporation's auditor.

RECOMMENDATION

BE IT RESOLVED THAT:

The (Class A) Primary Members approve the re-appointment of KPMG LLP as the Corporation's auditor until the next annual meeting of Members or until a successor is appointed and to authorize the Board of Directors to fix the auditor's remuneration.



Conclusion of Business

