



STAFF REPORT ACTION REQUIRED

Exemption from Audit Requirements

Date:	May 31, 2016
To:	Toronto Coach Terminal Inc. Meeting of the Shareholders
From:	Chief Executive Officer

Summary

The attached report requests the Shareholder to exempt the Toronto Coach Terminal Inc. (TCTI) from an external financial audit for the fiscal year ending December 31, 2016.

Recommendations

It is recommended that the Shareholder

1. Consent, by signing the attached resolution, to exempt the Toronto Coach Terminal Inc. from an external financial audit for the fiscal year ending December 31, 2016.

Financial Summary

The recommendations in this report have no funding implications.

Accessibility/Equity Matters

This report and its recommendations have no accessibility/equity issues or impact.

Decision History

At the annual general meeting held on June 24, 2013¹, the Shareholder first approved the discontinuance of the external financial audit of TCTI effective January 1, 2013. Approval was also obtained for fiscal years 2014² and 2015³.

¹ See Item 3e at:

[http://www.ttc.ca/About the TTC/Subsidiaries/Toronto Coach Terminal Inc/2013/June 24 2013/Meeting of Shareholders June 24 2013/Agenda/index.jsp](http://www.ttc.ca/About%20the%20TTC/Subsidiaries/Toronto%20Coach%20Terminal%20Inc/2013/June%2024%202013/Meeting_of_Shareholders_June_24_2013/Agenda/index.jsp)

² See Item 3b at:

[https://www.ttc.ca/About the TTC/Subsidiaries/Toronto Coach Terminal Inc/2014/June 24 2014/Meeting of Shareholders/Agenda/index.jsp](https://www.ttc.ca/About%20the%20TTC/Subsidiaries/Toronto%20Coach%20Terminal%20Inc/2014/June%2024%202014/Meeting_of_Shareholders/Agenda/index.jsp)

³ See Item 3b at:

[https://www.ttc.ca/About the TTC/Subsidiaries/Toronto Coach Terminal Inc/2015/June 22 2015/Meeting of Shareholders/Agenda/index.jsp](https://www.ttc.ca/About%20the%20TTC/Subsidiaries/Toronto%20Coach%20Terminal%20Inc/2015/June%2022%202015/Meeting_of_Shareholders/Agenda/index.jsp)

Issue Background

Effective July 8, 2012, TCTI entered into a lease agreement with Greyhound and Coach Canada Toronto Operations Ltd. (GACCTO) for the use of the entire terminal including the retail space, lockers, and parking facilities. Since that date, the terminal has been solely staffed and operated by GACCTO.

The change to TCTI's operations has eliminated the need for an audit as the multiple revenue streams have been replaced with primarily one source of revenue, namely the lease. At the same time, most of TCTI's expenses have been eliminated except for depreciation (which is a non-cash expense) and interest expense payable to TTC.

The TCTI by-laws do not specify or require an audit of the annual financial statements and, according to Section 148 of the Business Corporations Act, a corporation is exempt from the audit requirements of the Act if the shareholders consent in writing to the exemption in respect of that year.

Comments

There will be annual savings of approximately \$6K in 2016 from discontinuing the TCTI audit.

Staff will continue to prepare and report unaudited financial statements annually for TCTI and the external financial audit of TCTI's subsidiary, Toronto Transit Commission Insurance Company Limited, will continue.

Contact

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Attachments

1. Resolution of the shareholders of Toronto Coach Terminal Inc.

RESOLUTION OF THE SHAREHOLDERS OF
TORONTO COACH TERMINAL INC.

BE IT RESOLVED THAT Toronto Coach Terminal Inc. (TCTI) is exempt from the external audit requirement as approved by the shareholders at the Annual General Meeting held on Monday, May 31, 2016.

The UNDERSIGNED, having the authority to vote on behalf of the Shareholder as per the proxy approved by the TTC Board at its meeting on December 16, 2015, hereby signs the foregoing resolution which is in accordance with Section 148 of the Business Corporations Act, wherein the Corporation is exempt from the audit requirements of the Act if the shareholder consents in writing to the exemption in respect of that year.

DATED this 31st day of May, 2016

Vincent Crisanti (pursuant to the proxy)