

Exemption from Audit Requirements

Date: June 17, 2020

To: Toronto Coach Terminal Inc. Meeting of the Shareholders

From: Treasurer of TCTI

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, 2020.

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, 2020.

Financial Summary

The recommendations in this report have no funding implications.

Equity/Accessibility 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 obtained for fiscal year 2019².

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 \$10K in 2020 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

Alex Cassar, Treasurer of TCTI
Tel: (416) 393-3647
Email: Alex.Cassar@ttc.ca

¹

http://www.ttc.ca/About_the_TTC/Subsidiaries/Toronto_Coach_Terminal_Inc/2013/June_24_2013/Meeting_of_Shareholders_June_24_2013/Reports/Discontinuance_of_Ex.pdf

²

http://www.ttc.ca/About_the_TTC/Subsidiaries/Toronto_Coach_Terminal_Inc/2019/Jun_12_2019/Shareholders/Reports/3_Exemption_from_Audit_Requirements.pdf

Signature

Richard Leary
President and General Secretary, Toronto Coach Terminal Inc.

Attachments

Attachment 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 Wednesday, June 17, 2020.

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 January 27, 2020, 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 17th day of June, 2020

Denzil Minnan-Wong (pursuant to the proxy)