



January 25, 2016

**ACTION REQUIRED**

To: The Board of Governors of Exhibition Place

From: Dianne Young  
Chief Executive Officer

Subject: **Agreement Extension for Automated Teller  
Machines Services within the Enercare Centre**

## Summary:

This report recommends approval of a three-month extension to March 31, 2016 to the existing agreement which was set to expire on December 31, 2015, between the Board and Direct Cash Management Inc. (Direct Cash) for the for the provision of Automated Teller Machines within the Enercare Centre.

## Recommendation:

**It is recommend that the Board approve a three-month extension to the agreement with Direct Cash Management Inc. commencing January 1, 2016, on the same terms and conditions outlined in this report and other such terms and conditions satisfactory to the Chief Executive Officer of the Board and the City Solicitor.**

## Financial Impact:

Approval of the agreement between the Board and Direct Cash will result in a positive income stream. There are no financial implications as the revenue stream is provided for in the 2016 Operating Budget

## Decision History:

At its meeting of April 28, 2011 the Board awarded an RFP to Direct Cash for provision of ATM services for Direct Energy Centre and the Canadian National Exhibition for a term of four years commencing commencing June 1, 2011 and expiring May 31, 2015.

On April 24, 2015, the Board approved a seven month extension to the agreement with Direct Cash, commencing June 1, 2015, given staff concerns respecting the logistics and market opportunity during the Toronto 2015 Pan American/Parapan games and in bringing a new ATM services provider in the circumstances on board at that time.

<http://www.explace.on.ca/database/rte/files/Item%207-ATM.pdf>

## Issue Background:

The Board's current agreement with Direct Cash Management was set to expire on December 31, 2015 and under normal circumstances staff would be issuing a RFQ to establish a new agreement through the City of Toronto in September of 2015. In advance of issuing a Request for Proposals Call in order to establish a new agreement, Exhibition Place staff, as part of due diligence reached out to the CNEA concerning the CNEA participation, in a joint agreement for ATM services.

As a result of this delay a RFP was finally issued on December 18, 2015 with a closing on January 28, 2016 and the recommendation reported to the Board at its meeting of March 24, 2016.

Comments:

Direct Cash Management Inc. has confirmed that it would agree to extend the current ATM services agreement, substantially on the same terms and conditions, with the same fee/commission structure, for the ATM machines located in the Enercare Centre for the period January 1, 2016 to March 31, 2016.

By extending the existing agreement by three months to expire at the end of March 2016, it will allow staff time to evaluate the submission received and seek approval for a new agreement at the Board's next meeting.

Staff are recommending approval of a three-month extension to the existing agreement with Direct Cash Management Inc. on the following terms and conditions:

- (a) Term: Three months commencing January 1, 2016 and expiring on March 31, 2016. Rights: To be the supplier of ATM Services providing top quality ATM services in the Enercare Centre.
- (b) Fees: The Board will receive fees based on monthly transactions volume.
- (c) Reporting /Auditing Requirements: As required to allow the Board to determine and confirm amounts payable under the agreement.
- (d) Taxes: Direct Cash Management Inc. shall be responsible for payment of all taxes, rates and assessments levied with respect to its activities and presence on the grounds.
- (e) Equipment/Expenses: Direct Cash Management Inc. shall provide and maintain all equipment and materials required for its purposes and are solely responsible for the payment of all expenses and costs associated with its operations, including telecom costs.
- (f) Rates: The per transaction service fee rate for machines in the DEC will be \$2.40, or a higher negotiated surcharge.
- (g) Assignment: The agreement shall not be assigned by Direct Cash Management Inc. without written consent of the Board.
- (h) Indemnity/Insurance: Direct Cash Management Inc. shall indemnify the Board and the City of Toronto with respect to any and all expenses, costs or claims as a result of Direct Cash Management Inc. exercise of its rights under the agreement of use of the grounds. Direct Cash Management Inc. shall provide sufficient insurance in such for and amount as required by the CEO, in consultation with the City's Insurance & Risk Management Group.
- (i) Union Obligations: Direct Cash Management Inc. shall comply with all trade union/association agreements affecting work done on the grounds.
- (j) Staffing: Direct Cash Management will be required to have on-site personnel during high volume events at the Enercare Centre as determined in conjunction with Enercare Centre Show Management.
- (k) Other Commercial Terms: The agreement shall include other standard commercial terms respecting termination and other matters in a form satisfactory to the City Solicitor and the CEO.

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