

REPORT FOR ACTION

Audit Results and Financial Statements for the Year Ended December 31, 2022

Date: May 25, 2023
To: The Board of Governors of Exhibition Place
From: Don Boyle, Chief Executive Officer
Wards: All

SUMMARY

This report presents for the information of the Board, the KPMG Draft Audit Report and Financial Statements (Appendix A), Management Representation Letter (Appendix B) and KPMG Audit Findings Report (Appendix C) for the year ended December 31, 2022. The auditor of record for the Board, KPMG, audits these financial statements in accordance with Canadian public sector accounting standards and summarizes issues of audit significance, and provides the communications required by their professional standards.

The Audit Findings in Appendix C is the section of the audit results where the auditors make their suggestions and recommendations based on audit findings to improve the accounting and internal control procedures. As noted in the attached Audit Findings (Appendix C), during the 2022 audit, the auditors are proposing to issue an unqualified report on the financial statements and have no significant internal control recommendations to report on. This report summarizes the auditor's comments.

A representative of KPMG will be at the Board meeting on June 8, 2023, to respond to any questions of the Auditor.

As reported on the Statement of Operations and Accumulated Deficit, the Deficit before City funding is (\$1,218,427). Due to the cash impact of Covid-19 the City advanced the Board \$4,900,000 to meet its operating needs resulting in a Transfer Surplus of \$4,113,291 back to the City.

RECOMMENDATIONS

The Chief Executive Officer recommends that:

1. The Board approve the KPMG Draft Audit Report and Financial Statements attached as "Appendix A", KPMG 2022 Year-End Audit Report to the Board of Governors of Exhibition Place.
2. The Board direct the transfer of the 2022 operating surplus of \$4,113,391 to the City of Toronto.

FINANCIAL IMPACT

There are no financial implications to this report.

DECISION HISTORY

The Exhibition Place 2022 – 2026 Strategic Plan has a goal to Ensure Competitively Priced Services and Sustainable Operations; includes reviewing current systems, agreements, practices, and processes to assess opportunities and be open to change including future enhancements that are required to support growth in our events, conventions, and tradeshow business.

Audited financial statements for Exhibition Place are required to be submitted on an annual basis to the Board, City of Toronto Audit Committee, and City Council.

http://www.toronto.ca/legdocs/municode/1184_063.pdf

At its meeting of December 12, 2007, City Council approved of a recommendation to deposit any annual surplus over budget into the Exhibition Place Conference Centre Reserve Fund (CCRF) to provide a source of funding for any cash shortfalls with respect to the Beanfield Centre loan repayment.

<http://app.toronto.ca/tmmis/viewAgendaItemHistory.do?item=2007.EX4.2>

On November 27, 2012, City Council approved of a recommendation to expand the purpose of the Exhibition Place CCRF to provide a source of funding for both Beanfield Centre loan repayments and maintaining Enercare Centre and Beanfield Centre in a state of good repair.

<http://app.toronto.ca/tmmis/viewAgendaItemHistory.do?item=2012.EX24.19>

At its meeting on November 23, 2020, Budget Committee approved without amendment an in-year budget adjustment to withdraw the Conference Centre Reserve Fund for any shortfalls in loan payments to the City.

<https://www.toronto.ca/legdocs/mmis/2020/bu/bgrd/backgroundfile-158404.pdf>

COMMENTS

Audit Findings Report are required to be submitted on an annual basis to the Board, City of Toronto Audit Committee, and to City Council.

Exhibition Place Accounting Services Division is responsible for the preparation of the annual financial statements of the Board of Governors of Exhibition Place. These financial statements reflect the financial position and include the results of operations for Enercare Centre, Exhibition Place, and Beanfield Centre for the year ended December 31, 2022.

As part of KPMG's audit engagement, they provide a year-end report to the Board to assist in its review of the financial statements. This document is a direct communication from the auditors to the Board. It summarizes the scope of the audit work, describes the audit objectives, identifies issues of audit significance discussed with management, and provides the communications required by Canadian Generally Accepted Auditing Standards, and designed to express an opinion on the financial statements of the Board.

The Audit Findings Report from KPMG are divided into various sections. These sections cover a wide variety of topics such as (1) Audit Highlights; (2) Materiality; (3) Audit Risks and Results; and 4) Other Matters.

Communications to the Board

Overview

KPMG has completed their audit, except for certain subsequent procedures as reported on page 5 of Appendix C under "Status of the audit". The audit report will remain as draft until adoption after the Board meeting and completion of any remaining subsequent audit procedures as outlined. KPMG highlighted the change in materiality level to \$1,650,000 (2021 - \$900,000) an increase of \$750,000. In 2022, Materiality for the Board is calculated based on preliminary expenses consistent with 2021.

There were no disagreements between KPMG with management on financial accounting and reporting matters; and KPMG noted that there were no significant internal control recommendations to report on. The financial statements are free of material misstatement.

KPMG did identify one (1) adjustment/misstatement for \$132,156 that was corrected in the financial statements. The adjustment was an income statement adjustment entry between bad debt accounts which reduced net income (Appendix B, page 5). As well, KPMG did not identify any control deficiencies that they determined to be significant deficiencies in internal controls over financial reporting.

Audit Risks and Results

- Fraud risk from management - KPMG has not identified any specific risks of management override. Specifically, they did not note any significant deficiencies in design and implementation of our controls over financial reporting. KPMG did not identify any unusual transactions.
- KPMG utilized Data and Analytics ("D&A") to improve the quality and effectiveness of the audit, specifically as relating to testing of journal entries. They used "D&A" to assess the Boards approval controls and processes.

Other Significant Finding and Results

KPMG focused on:

- Valuation of receivables. Given the estimation uncertainty regarding collectability, KPMG procedures included reviewing and evaluating management's analysis, obtaining direct confirmation from customers and subsequent cash receipts testing. KPMG concurs with management's assessment.
- Employee future benefits. Given the estimation uncertainty due to assumptions used by the actuary to calculate the liability for employee future benefits. KPMG procedures included reliance on actuaries, assessing the method, data, and assumptions used by the actuary and management.
- Contingent liabilities. Given estimation uncertainty exists related to the likelihood and measurement of the contingent liability; however, KPMG believes that estimation uncertainty does not result in a risk of material misstatement.

Conference Centre Reserve Fund

The balance as at December 31, 2022, in the CCRF held by the City is \$3,894,550 (2021 - \$3,880,102). This reserve is a source of funding for both state of good repair, as well as, for the loan repayment of the Beanfield Centre. As disclosed in note nine to the financial statements, the Beanfield Centre outstanding loan is \$28,701,968 (2021 - \$29,749,054) with a loan repayment term until 2040.

At this point in time, the funds in the CCRF are sufficient to cover approximately two (2) consecutive years of loan repayments if the Board only meets its budgetary targets. In prior years staff have worked towards exceeding annual budget targets to build up this reserve to an amount at a minimum of at least \$10.0 Million which we believe is a conservative direction to take so as not to require any City property tax base funding for the Exhibition Place operations.

CONTACT

Hardat Persaud, Chief Financial Officer & Corporate Secretary, 416-263-3031,
hpersaud@explace.on.ca

Steven N. Nushis, Director, Accounting Services, 416-263-3039,
snushis@explace.on.ca

SIGNATURE

Don Boyle
Chief Executive Officer

ATTACHMENTS

- Appendix A - KPMG Draft Audit Report and Financial Statements
- Appendix B - Management Representation Letter
- Appendix C - KPMG Audit Findings Report