PURPOSE

This policy defines the authorities delegated by the Board of Directors of Toronto Parking Authority (TPA) to TPA staff to make various forms of binding commitments, and execute associated documents. Delegated authorities to bind the TPA to enter into various forms of commitments vary by staff position and are set out in the Table 1 below.

DEFINITIONS

Commitments - arrangements where the primary purpose is to bind third parties to provide goods or services to the TPA in return for the payment of funds by the TPA, can be in a variety of documentary forms (i.e. Purchase Order, etc.) depending on the value of the obligations.

Contract Amendments – an arrangement which modifies the terms of an existing agreement, in any fashion.

Commercial Management Agreements – arrangements where the primary purpose is to bind the TPA to provide goods or services to a third-party including, but not limited to, revenue contracts, commercial agreements, parking management agreement, parking equipment services agreement, etc. All such arrangements are restricted to the scope of authority provided to the TPA under Municipal Code Chapter 179. The total of the net operating income for the entire term, including any options, shall be used to determine the level of signing authority required. The total net operating income shall be calculated as the sum of the annual net operating income for each 12-month period and the annual net operating income on a prorated basis for any remainder.

Licenses and Leases of Lands or areas of land under the jurisdiction of TPA - transactions involving lands or facilities under TPA operational jurisdiction are subject to the Delegated Real Estate Authority under Chapter 179-8.1 of the Municipal Code.

Parking Equipment Service Agreements – arrangements for the maintenance, operation and management of parking facilities as per Municipal Code Chapter 179, s.179-13, where the primary function of the arrangement is the provision, maintenance or operation of equipment utilized in the operation of a parking facility.

Parking Management Agreements – arrangements for the maintenance, operation and management of parking facilities as per Municipal Code Chapter 179, s.179-13, where the primary function of the arrangement is the overall operation and management of a parking facility.

Table 1: Delegated Authorities

Agreement Type	President (Maximum Value)	Vice President (Maximum Value)	Director (Maximum Value)	Manager (Maximum Value)
Commitments	$500,000	$100,000	$50,000	$10,000
Commercial Management Agreements	$500,000 and term of the agreement not to exceed 5 years	$100,000 and term of the agreement not to exceed 5 years	$50,000	$10,000
Contract Amendments				
For Agreements originally approved in an amount less than $500,000	Greater of 20% or $500,000 in total commitments	Greater of 20% or $100,000 in total commitments	Nil	Nil
For Agreements originally approved in an amount greater than $500,000	Lesser of 15% or $500,000 in further commitments	Nil	Nil	Nil
Acquisition of Lands or an Interest in Lands (Ch 179-7)	Nil	Nil	Nil	Nil
Licenses and Leases of Lands or areas of land under the jurisdiction of TPA (Ch 179-8.1)	$50,000 and term of arrangement not to exceed S. 179-8.1 B. (1)	Nil	Nil	Nil
See Notes 1-8 Below:				
Note 1: All amounts are in Canadian dollars and exclude HST.				
Note 2: Total commitments being the sum of the value of the original contract amount and the value of all contract amendments related thereto.				
Note 3: The value shall be calculated as follows: • **Commitments -** total amount expended over the term of the agreement. Contract Amendments shall equal the greater amount of either the change in value of total amount expended or value of goods/services received in relation total amount expended. • **Licenses and Leases of Lands or areas of land under the jurisdiction of TPA** – total amount received over the term of the agreement. Contract Amendments shall equal the greater amount of either the change in value of total amount received or, the increase in the value of the lease/license provided. • **Commercial Management Agreements -** total of net operating income over the term of the agreement. Contract Amendments shall equal the greater amount of either the change in value of net operating income over the term of the agreement or the increase in the value of the goods/services provided by the TPA in relation to the agreement.				

Note 4: Written delegation by the President of their delegated authority is permitted.
Note 5: Delegated authority in respect of Licenses and Leases of Land or Commercial Management Agreements shall not apply where such proposed agreement is for a period of more than two years and one or more counterparties is Her Majesty the Queen in right of Ontario or Canada, a Ministry or Department of Ontario or Canada, or an agency, board or commission of a level of government (including, for avoidance of doubt, a municipality).
Note 6: The above delegations of authority shall not apply in respect of any proposed Commitment that requires approval by City Council.
Note 7: Delegated authority to the President shall not apply to any proposed agreement that: (i) Is proposed to be sole-sourced; (ii) Arises out of a tender, request for proposals, or similar outreach to the market to which only one respondent met all stated requirements; (iii) Is proposed to be entered into with a bidder who was not either the lowest-cost proponent or the highest-rated proponent on the stated ranking criteria.
Note 8: Notwithstanding anything herein, the President shall have the right to determine that a matter ought to be brought to a more senior level of responsibility for approval, including being brought before the Board.

In addition to the above, the President shall have the following authority:

a) to commence any litigation, except where one or more proposed defendants is Her Majesty the Queen in right of Ontario or Canada, a Ministry or Department of Ontario or Canada, or an agency, board, or commission of a level of government; and

b) to resolve any legal claim (i) with a resolved value of no more than the Small Claims Court limit in the province of Ontario, or (ii) that relates to alleged personal injury which claim is covered (except for any deductible) by one or more insurance policies in place from which the TPA would benefit.

ADDITIONAL EXPLANATORY NOTES

Acquisition of Lands or an Interest in Lands – Under Chapter 179-7 of the Municipal Code, land and buildings where vehicles may be parked shall be acquired and owned by the City and shall be used by TPA only where designated by by-law of Council for that purpose. Only Council shall pass by-laws regulating the parking of vehicles and imposing penalties for the contravention of such by-laws. Accordingly, the City's acquisition of lands, or any form of interest in land (regardless of the form of the agreement) for the purposes of TPA's operation of municipal parking will require the approval of both TPA Board of Directors and City Council or by City Council's delegated authority where such delegated authority is applicable. Final real estate transactions are to be executed by the President and a Board member on behalf of TPA.

Contract Amendments - Where an agreement has been authorized by TPA Board of Directors, the President, TPA, may authorize an amendment to the contract not exceeding the lesser of 15 percent or a further $500,000 in commitments.

> *Example 1: if a contract is awarded for $600,000 by TPA Board of Directors, the President may authorize amendments to the contract by up $90,000 (15%) for a total commitment not exceeding $690,000.*
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> *Example 2: if a contract is awarded for $3,500,000 by TPA Board of Directors, amendments to the contract may be authorized by the President in an amount not exceeding a further $500,000 (approx. 14.3 percent) in commitments.*

Where an agreement has been authorized and is less in value than $500,000, the President, TPA, may authorize an amendment to the contract not exceeding the greater of 20 percent or $500,000 in total commitments.

> *Example 1: if a PO is issued for $200,000 by the President TPA, amendments to the contract may be approved by the President up to a cumulative total of $500,000 in total commitments. Any further amendments to the contract exceeding a total commitment value of $500,000 require authority from the TPA Board of Directors.*

Amendments exceeding the President's authorities outlined above shall require further authorization from TPA Board of Directors.

Execution Responsibilities – The individual with the delegated purchase authority identified above shall have the authority to execute the documents that commit TPA to within the stated delegated limits as set out under Table 2 below. Alternatively, documents may be executed by the TPA Board, if otherwise authorized by a delegated authority. (Execution by the TPA Board of an agreement authorized by a delegated authority requires the signature of a member of TPA Board, as well as a corresponding signature of the TPA President).

Table 2: Execution Responsibility						
Agreement Type	**TPA Board (See Note 1)**	**President**	**Vice President**	**Director**	**Manager**	**Supervisor**
Commitments	Greater than $500,000	$500,000	$100,000	$50,000	$10,000	$2,000
Commercial Management Agreements	Greater than $500,000	$500,000 and term of the agreement not to exceed 5 years	$100,000 and term of the agreement not to exceed 5 years	Nil	Nil	Nil
Contract Amendments						
For Agreements originally approved in an amount less than $500,000	No limit	Greater of 20% or $500,000 in total commitments	Greater of 20% or $100,000 in total commitments	Nil	Nil	Nil
For Agreements originally approved in an amount greater than $500,000	No limit	Lesser of 15% of the original contract value or $500,000 in further commitments	Nil	Nil	Nil	Nil
Holdback Release Payments	Any in excess of Approved Budget	Approved Budget	$50,000	$25,000	Nil	Nil
Acquisition of Lands or an Interest in Lands (S. 179-7)	Only where execution on the part of the TPA is specifically required by the City	Nil	Nil	Nil	Nil	Nil
Licenses and Leases of Lands or areas of land under the jurisdiction of TPA (S. 179-8.1)	$50,000 and term of arrangement not to exceed S. 179-8.1 B. (1) limits	$50,000 and term of arrangement not to exceed S. 179-8.1 B. (1) limits	Nil	Nil	Nil	Nil
All Other Arrangements and Agreements Authorized directly by TPA Board	All (See note 2)	Nil	Nil	Nil	Nil	Nil
Note 1: All documents to be executed by the TPA Board, require signature by one member of the TPA Board member, as well as a corresponding signature by the President.						
Note 2: TPA Board may, by decision at a meeting of the TPA Board specifically designate the responsibility of executing an agreement or other arrangement to specific TPA staff on behalf of the Board.						