

RESOLUTION NO. 198- 5

AUTHORIZING AMENDMENT OF THE AGREEMENT
BETWEEN THE GREATER CLEVELAND REGIONAL
TRANSIT AUTHORITY AND TDI-WINSTON NETWORK,
INC PERTAINING TO ADVERTISING ON BUSES,
RAIL CARS AND OTHER PROPERTY

WHEREAS, pursuant to Resolution No. 1978-110, adopted April 25, 1978, the Authority entered into an agreement with Winston Network, Inc. (now known as TDI-Winston Network, Inc.) for advertising, placement and sales on Regional Transit Authority vehicles and properties (except passenger shelters); and

WHEREAS, the term of that agreement was extended for one year pursuant to Resolution No. 1979-279, due to a delay in commencing performance under the agreement due to circumstances beyond the control of the parties; and

WHEREAS, the agreement between the parties requires TDI-Winston Networks, Inc. to invest not less than \$30,000.00 in advertising display equipment; and

WHEREAS, due to the delay in commencing performance and the Authority's revision of its Red Line renovation plans, the advertising displays could not be previously installed; and

WHEREAS, due to these delays, TDI-Winston Network, Inc. cannot amortize its investment over the five year period originally contemplated; and

WHEREAS, in consideration of a two year extension of the existing agreement, TDI-Winston Network, Inc. has offered to establish annual guaranteed payments in excess of the 1983 guaranteed payment and substantially expand its commitment to install new advertising displays, resulting in a potential for increased revenues to the Regional Transit Authority.

NOW THEREFORE, BE IT RESOLVED by the Board of Trustees of the Greater Cleveland Regional Transit Authority, Cuyahoga County, Ohio:

Section 1. That the General Manager be and he is hereby authorized and directed to negotiate and execute an amendment of the agreement between

Authority and TDI-Winston Network, Inc. of May 24, 1978.

Section 2. That said amendment shall permit a two year extension of the agreement in question terminating December 31, 1985, in consideration of the following:

- (a) an increase of the value of displays in a total amount not less than \$75,000.00;
- (b) a guaranteed annual revenue in 1984 of \$403,824.00;
- (c) a guaranteed annual revenue in 1985 of \$433,706.00.

Section 3. That all other provisions of the agreement in question shall remain operative subject to the amendment provisions mentioned above.

Section 4. That this Resolution take effect immediately upon its adoption.

Adopted: January 5, 19 82

Harry Alexander
President

Attest: William C. Schwan
Secretary-Treasurer