

**MINUTES of the Quayside Committee Meeting of the  
Toronto Waterfront Revitalization Corporation  
20 Bay Street, Suite 1310, Toronto, Ontario  
Monday, November 27, 2017 at 4:40 p.m.**

PRESENT: Susie Henderson  
Ross McGregor  
Mazyar Mortazavi

ABSENT: Steve Diamond

The following additional persons were in attendance throughout the meeting or only for particular business items as noted: Will Fleissig, President and Chief Executive Officer; Meg Davis, Chief Development Officer; Kristina Verner, Vice President, Innovation, Sustainability & Prosperity; Samantha Fernandes, Project Co-ordinator; Marisa Piattelli, Chief Strategy Officer; Ian Beverley, General Counsel; and Kathleen Niccols, Governance Consultant.

Susie Henderson, acted as Chair and called the meeting to order and, with the consent of Committee Members, appointed Ian Beverley to act as Secretary of the meeting.

The Chair declared that a quorum of Committee Members was present and that notice of the meeting had been duly sent to all Committee Members in accordance with the Corporation's By-laws. The meeting was duly called and regularly constituted for the transaction of business.

**1. Meeting Agenda**

The start of the meeting having been delayed, the Committee chose to use the limited time available for items requiring the Committee's immediate attention.

**2. Declaration of Conflicts of Interest**

There were no conflicts declared.

**3. Negotiation Strategy**

Meg Davis advised the Committee of a proposed meeting with KPMG and Sidewalk Labs to begin to identify possible approaches to land valuation. The Committee discussed the importance of developing a negotiation strategy, and was strongly of the view that finalization of such strategy be a precursor to having discussions with Sidewalk Labs.

Management and the Committee then clarified the work involved in the Quayside project that could proceed at the same time as the negotiation strategy was being developed and finalized.

The Chair proposed that management work to develop negotiation principles for the upcoming discussions with Sidewalk Labs as soon as possible for review and consideration by the Committee.

**4. Protocol for Briefing Governments**

The protocol for briefing governments in connection with the Quayside project was identified by management as a matter requiring the Committee's immediate attention. The Committee requested that discussion of such protocols, and government briefings, be deferred until government relations resources were in place, which was expected to be in the near term. Management informed the Committee that Sidewalk Labs would be asked not to meet with government without Waterfront Toronto participation in such meetings.

**5. Termination of the Meeting**

Ross McGregor left the meeting at 5:00 p.m. In the absence of quorum no further business could be conducted, **ON MOTION**, duly made, seconded and carried, it was **RESOLVED** that the meeting be terminated at 5:00 p.m. local time.

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Chair

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Secretary