

MINUTES of the Board of Directors of the Toronto Waterfront Revitalization Corporation held at 20 Bay Street, Suite 1310, Toronto, Ontario on Wednesday March, 25, 2015 at 8:00 a.m. local time.

PRESENT: Mark Wilson, Chair
Jack Cockwell
Joe Pantalone
Janet Graham
David Johnson
Gary Wright
Denzil Minnan-Wong
Ross McGregor
Sheldon Levy
Kevin Garland
Sue Dabarno (by teleconference)

ABSENT: Michael Copeland

The following additional persons were in attendance throughout the meeting, unless otherwise indicated: John Campbell, President and Chief Executive Officer; Chad McCleave, Chief Financial Officer; David Kusturin, Chief Operating Officer; Chris Glaisek, Vice President Planning & Design; Meg Davis, Vice President Development; Ian Beverley, General Counsel; Andrew Hilton, Director Communications and Marketing.

Also in attendance were John Webster, Executive Assistant to Deputy Mayor Denzil Minnan-Wong and Chris Dunn of the Waterfront Secretariat at the City of Toronto.

The Chair, Mark Wilson, took the chair and appointed Ian Beverley to act as secretary of the meeting.

With notice of the meeting having been sent to all Directors in accordance with the Corporation's By-laws and a quorum of Directors being present in person and by teleconference, the Chair declared the meeting duly constituted for the transaction of business.

1. Consent Agenda

ON MOTION duly made, seconded and carried, it was the **RESOLVED** that the Consent Agenda comprising the Minutes from the December 17, 2014 Meeting of the Board of Directors were approved as presented and that the Discussion Notes of the meeting of February 18, 2015 at which a quorum of the Board of Directors was not present, were received. Notes from the February 8, 2015 Annual Strategic Session will be prepared.

2. CEO Report

John Campbell referred to his report for the meeting posted publicly on the Corporation's website and distributed to Directors and highlighted the following matters:

- Queens Quay Construction Progress - a slide presentation showing recent progress provided to the Board. With the difficult construction conditions this winter, a question was asked what assurances Waterfront Toronto has regarding the quality of the workmanship. Management indicated the standard conditions of quality were being maintained and the standard two year warranty period applies to all work.
- Port Lands Flood Protection - Discussions continue with all levels of government and all feel it to be a worthwhile project both from a flood risk mitigation and economic development perspective. The Corporation continues to review and refine the preliminary cost estimates to obtain greater certainty on the expected cost of the project.
- Pan/Parapan American Games Athletes' Village - Turnover of the village to the Toronto Organizing Committee was achieved on February 20, 2015.
- Affordable Housing – In accordance with the Corporation's mandate, significant progress has been made towards ensuring that 20% of the residential units built on the waterfront are affordable rental housing units. Approximately 600 units have been planned or are under construction including those in the Toronto Community Housing (250 units), Fred Victor and Wigwamin (253 units) and Bayside R3/R4 (80 units) projects. An additional 265 units are planned for construction on Bayside site R6 and additional units are also expected to be constructed on the Quayside property.
- East Bayfront LRT Station - Waterfront Toronto has worked with the City to secure space as part of the 45 Bay Street development for an expansion of the LRT station at Union Station. Waterfront Toronto has also asked the City to consider constructing a station at Sherbourne Street as part of the SmartTrack program. It was suggested that a funding request for the Sherbourne station be submitted to the City's SmartTrack program.
- Queens Quay Design and Construction - Work on this project continues. A video of the watermain break at Rees Street and Queens Quay West which occurred in February was shown. The break required Toronto Hydro to temporarily discontinue the installation of their new duct work until repairs are completed, which is expected by the end of March. As a result the works to be undertaken by Waterfront Toronto at the Rees/Queens Quay intersection will be delayed but interim improvements will be in place for the planned June 19, 2015 opening of Queens Quay. Permanent improvements will be completed after the Pan/Parapan American Games are completed.

- Port Lands Planning - Planning work continues for the Port Lands area and Waterfront Toronto is preparing to begin preliminary studies for the necessary flood protection. These studies will advance the plans for the flood protection and will also provide a higher degree of certainty on the potential flood protection costs.
- Intelligent Communities - Work continues to prepare for the ICF Summit in Toronto in June and Mayor Tory has confirmed that he will participate.
- Billy Bishop Toronto City Airport - PortsToronto (which is the new business style for the Toronto Port Authority) has requested that Waterfront Toronto conduct a peer review of the environmental study and Waterfront Toronto is working with PortsToronto, the City and other stakeholders to get agreement on the scope of the review.
- Lower Yonge Precinct - The Lower Yonge Precinct Transportation Master Plan was endorsed by the City's Public Works and Infrastructure Committee in February and Waterfront Toronto and the City are preparing to retain consultants to undertake a servicing analysis and further transportation analysis as part of the Municipal Class Environmental Assessment.
- Gardiner East EA - Work continues on this project with a view to completing the Environmental Assessment this spring. City staff will then analyze the results and present a recommendation to City Council in late spring.
- Park & Trail at Ontario Place - Final drawings are being prepared and an unveiling of the final design is expected to be provided by the Province later this spring.
- Jack Layton Ferry Terminal - The results of the design competition were presented on March 16, 2015 at Toronto City Hall. Mr. Glaisek will provide an overview of the design proposals to the Board at this meeting.
- Lake Ontario Park - Work continues to progress on the design of the network of trails in the Baselands of the Park.
- Captain John's - PortsToronto will be restarting the sale process this spring with the objective of having the vessel removed from the harbour by late spring or early summer.

3. Jack Layton Ferry Terminal and Harbour Square Park Design Competition

Chris Glaisek provided an overview of the competition process and the five Design Proposals. The five proposals were unveiled to the public at Toronto City Hall on March 16 with a large audience of about 300 people in attendance. Mr. Glaisek mentioned that a key impetus for the competition has been the leadership and interest of Deputy Mayor Pam McConnell in transforming the terminal.

The design competition is funded by Section 37 funding which has been earmarked from the local ward by Deputy Mayor McConnell. Mr. Glaisek indicated that the goals of the competition were to create a long term vision for the transformation of the Ferry Terminal area and to identify short term landscape enhancements for the area that can be completed as Phase 1 of the process. The five proposals are currently being reviewed by the jury and a recommendation is expected from the jury by April 10, 2015.

Discussion ensued and questions were raised regarding the proposals. It was noted that the Ferry Terminal attracts the second largest number of visitors in the City with 1.3 million visits annually, second behind only the CN Tower. A question was raised as to whether, if there are elements of several proposals that are desirable, it would be possible to have them combined into a final design. Mr. Glaisek confirmed that this would be possible. A question was raised as to whether the competition required proponents to consider potential future increases in the Ferry Terminal usage in the future. Mr. Glaisek advised that it did not as there is no data for anticipated future usage. However, Mr. Glaisek mentioned that the jury may consider the adaptability of the design proposals to future changes in ferry technology and capacity.

4. Committee Chair Reports

- *Communications, Marketing & Government Relations Committee* - Ross McGregor, the Committee Chair, noted that the Committee wished to alter its name to more accurately reflect its actual function which is to engage with the public and governments. The Committee therefore recommends that the name be changed to the Public & Government Engagement Committee. **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that the name of the Marketing & Communications Committee of the Board of Directors be changed to the Public & Government Engagement Committee.

Mr. McGregor also tabled the Minutes of the October 14, 2014 and January 22, 2015 Meetings of the Committee.

- *Governance Committee* - Mark Wilson, the Committee Chair, reported that the Governance Committee met on January 6, 2015 and recommended that certain technical amendments be made to By-Law No. 2 of the Corporation to reflect the open meeting processes of Board Committees and in making information publicly available on the website. The proposed changes to By-Law No. 2 were included in the materials distributed to Directors for the meeting. **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that the recommended amendments to By-Law No.2 were approved as presented.
- *Finance, Audit & Risk Management Committee* - Janet Graham, the Committee Chair, presented the unaudited interim Financial Statements for the period ended December 31, 2014. **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that the unaudited interim Financial Statements of the period ended December 31, 2014 were approved as presented.

5. Environmental Issues

Ian Beverley advised that there were no new environmental issues to report.

6. Adjournment of the Public Session

There being no further business other than the matters to be discussed in the in-camera portion of the agenda, **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that in accordance with Section 190 of the City of Toronto Act, the in-camera matters were now to be considered. The Chair indicated to the members of the public present that it was now in order for them to depart from the meeting. Members of the public then left the meeting. The meeting was adjourned for 15 minutes to be reconvened in the in-camera session.

In-Camera Session

11:15 a.m.

7. CEO Report

John Campbell tabled reports and information on various confidential matters including:

- City Strategic Review of Waterfront Toronto
- Certain Pending Land Transfers in the West Don Lands from the Province to the City and from Waterfront Toronto to the City
- Urban Capital/River City Phase 3 and associated land conveyances
- Bayside environmental issues for the Phase 2 subdivision
- Innovation Centre and marketing efforts with potential tenants
- Parkside transaction closing acceleration arrangements
- Status of OMB Appeals in East Bayfront and North Keating
- Potential Litigation Related to the Parking Management of the 7 Queens Quay East Parking Lot
- Potential Litigation relating to certain tour boat operators
- Claims from TTC for additional funds related to Union Station

8. Board Portal

A business case was presented for the establishment of a portal for Directors to access Board related materials and to provide Directors with tablets to access such information. With 42 Board and Board Committee Meetings last year, it is believed that a portal will significantly reduce staff time in preparation for meetings. Alternately Board members would be able to use their own devices, provided appropriate security is installed. It was agreed that the cost for a portal be found within the existing limits of the corporate cost budget and not in addition to it.

Motion to be tabled during the public session of the meeting.

9. West Don Lands Land Disposition Strategy

Meg Davis presented a strategy for the disposition of lands in the West Don Lands. The strategy was presented on February 18, 2015 but quorum was not present and so it was presented again for approval at this meeting.

Motion to be tabled during the public session of the meeting.

10. Resolutions Arising from the In-Camera Session

Following the in-camera discussion the meeting was opened to the public and the following resolutions arising from the in-camera discussion were proposed and voted on:

ON MOTION duly made, seconded and carried, it was **RESOLVED** that Management’s recommendation regarding the Board Portal be accepted with the condition that the tablets purchased by the Corporation remain the property of the Corporation.

ON MOTION duly made, seconded and carried, it was **RESOLVED** that the Board hereby supports the West Don Lands Disposition Strategy that delivers on public policy objectives and reconfirms Waterfront Toronto’s role as Master Developer in the West Don Lands as set out in the 2005 Memorandum of Understanding between the Ministry of Public Infrastructure Renewal (now MEDEL), Ontario Realty Corporation (now Infrastructure Ontario) and Waterfront Toronto for the West Don Lands Revitalization Phase One Implementation Strategy.

11. Other Business

Deputy Mayor Minnan-Wong proposed that the open meeting procedures of the Corporation as reflected in the most recent three meetings of the Corporation be reviewed by the Corporation’s Open Meeting Investigator. **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that the open meeting procedures of the Corporation as reflected in the most recent three meetings of the Corporation be reviewed by the Corporation’s Open Meeting Investigator, the Honourable Mr. Coulter Osborne with a report to be presented to the Board.

12. Termination of the Meeting

There being no further business, **ON MOTION**, duly made, seconded and carried, it was **RESOLVED** that the meeting be terminated at 12:30 p.m. local time.

Chairman

Secretary of the Meeting