

MINUTES of the 105th meeting of the Board of Directors of the Toronto Waterfront Revitalization Corporation held at the offices of Toronto Waterfront Revitalization Corporation, 20 Bay Street, Suite 1310, Toronto, Ontario on Wednesday, October 30, 2013 at 8:00 a.m. local time.

PRESENT: Mark Wilson, Chair
Jack Cockwell
Michael Copeland
Sue Dabarno (via teleconference)
Kevin Garland
Janet Graham
David Johnson
Ross McGregor
Joe Pantalone
Gary Wright

ABSENT: Councillor Jaye Robinson
Sheldon Levy

The following additional persons were in attendance, unless otherwise noted, throughout the meeting or only for particular business items as noted in these minutes: John Campbell, President and Chief Executive Officer; Chad McCleave, Chief Financial Officer; David Kusturin, Chief Operating Officer; Marisa Piattelli, Chief Administrative Officer; Meg Davis, V.P. Development; Chris Glaisek, V.P. Planning and Design; Ian Beverley, Legal Counsel.

Also in attendance was Fiona Chapman and Chris Dunn of the City Secretariat.

The Chairman, Mark Wilson, took the chair, and with the consent of the Directors, appointed Ann Landry to act as secretary of the meeting.

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

Jack Cockwell declared a conflict with regard to Enwave and it was agreed that he would leave the meeting prior to any material discussions regarding this organization.

1. Approval of Consent Agenda

ON MOTION duly made, seconded and carried, it was **RESOLVED** that the Consent Agenda for the 105th meeting of the Board, held on Wednesday, October 30, 2013 be and is hereby accepted and approved.

2. CEO Report

John Campbell tabled reports and information on various matters, which included the following subjects and information and on which the following Board and Management comments were made:

- *Construction Progress* – A slide presentation of progress to date was provided.
- *West Don Lands (“WDL”)*

Construction – The dry side of Corktown Common will now remain open for the winter months instead of closing in October as previously reported. Construction of the wet side continues and once completed, the park (wet and dry side) will be turned over to the City for operation.

Urban Capital - Urban Capital has presented their schematic designs for Phase 3 to Waterfront Toronto’s Design Review Panel (“DRP”). The proposed design includes a tower that is approximately six storeys taller and with a smaller floorplate than what was contemplated in the WDL Block Plan. The DRP provided support for the project to proceed to the next phase of design and Waterfront Toronto will work with Urban Capital to further review the proposal, including any associated applications for municipal development approvals.

Toronto Community Housing (“TCH”) – TCH’s construction schedule was impacted by weather (severe rain) over the summer, as well as labour disruptions with certain trades. As a result, occupancy of the TCH buildings is now anticipated in early 2014.

- *Pan Am Athlete’s Village* - Progress on the Village continues.
- *East Bayfront (“EBF”)*

Servicing - Waterfront Toronto and City staff are producing a delivery agreement for the funding and construction of the long term sanitary and stormwater servicing to Cherry Street that will service both the EBF and North Keating Precincts. The engineering and design consultant will be selected this month and design will commence in November. Construction is scheduled to commence in the Spring of 2014.

Bayside - Waterfront Toronto continues to work towards registration of the final Plan of Subdivision which is required to transfer lands to Hines. Construction of the local municipal services have commenced on site.

Hines/Tridel have opened their on-site sales office for the first phase residential building in Bayside “Aqualina” with a very successful launch.

Dockside - Waterfront Toronto issued a Request for Qualifications on October 21, 2013 seeking a developer for the Waterfront Innovation Centre (a physical hub of academics, innovators and entrepreneurs in fields as diverse as digital media, advanced visualization, healthcare and clean technology) on Blocks 1 and 2 in Dockside. The Innovation Centre will serve as the focal point of the larger Intelligent Community initiative and Waterfront Toronto is drafting a press release to highlight the Innovation Centre's effective introduction to stakeholders in the real estate, development, planning, architecture, urban design and related fields. The release will also work to further define the workings and benefits of the Intelligent Community and the role it plays in Waterfront's larger economic development approach. Submissions are due to Waterfront Toronto on December 2, 2013 and once a short list of proponents is selected, a Request for Proposals will be issued to that list early in 2014.

- *Central Waterfront ("CWF")*

Queens Quay Construction - Construction and re-construction of utilities is well underway on Queens Quay Boulevard and remains a very complicated and highly organized endeavour. The Corporation continues to work with residents and the Business Improvement Area ("BIA") to support their ongoing business requirements and resolve issues.

- *Health and Safety* - There have been a number of incidents since the previous report however none have resulted in injury or lost time.
- *Lower Don Lands ("LDL") / Port Lands* - Waterfront Toronto, the City of Toronto and Toronto and Region Conservation ("TRCA") continue to work towards the implementation of Phase 2 of the Port Lands Acceleration Initiative ("PLAI") with project activities currently underway.

The Don Mouth Environmental Assessment ("EA") will be submitted in draft to the Ministry of Environment in November with a formal submission targeted for January, 2014.

City Council directed that development of recreational and ecological opportunities in parks, including Lake Ontario Park and Tommy Thompson Park be initialized. The RFP for design and cost consulting required in order to initiate the development of recreational and ecological opportunities in Lake Ontario Park and Tommy Thompson Park, is being prepared and will be issued in November.

A suggestion was made regarding the animation of the public realm and potential revenue sources from restaurants, bars, etc. as well as grade related housing within the Port Lands. It was agreed that Management would look into this and build these ideas into the planning framework exercise and provide the Board with a briefing on the planning exercise at the appropriate time.

- *Development Charges* - On October 10, 2013 Toronto City Council approved the City Wide Development Charge (“CWDC”) Background study and the new CWDC By-Law that will take effect in early 2014. The approved CWDC background study includes approximately \$1.575 billion in funding for a variety of Waterfront related projects including \$1.14 billion for a portion of Waterfront 2.0 projects. David Kusturin provided the Board with an overview of the projects affected and the potential revenues associated with each project. He noted that the City is also considering the application of an Area Specific Development Charge for a portion of the Phase 2 Flood protection that is not included in the CWDC charge. He further noted that the approved Development Charge revenues will now be factored into the development of the Waterfront 2.0 funding and financing plans.

- *Environment and Innovation*

Waterfront Toronto continues to work with the University of Ontario, Institute of Technology and the University of Toronto, to establish a collaborative research project to collect real time data for analysis to support sustainability performance. The first phase of the project is focused on energy data collected from existing residents and commercial buildings, driven through the Waterfront Toronto Data Portal for analytics. This component of the project has been submitted to Ontario Power Authority for funding.

Waterfront Toronto has supported a proposal, led by Quadrangle Architects Limited, responding to an RFP for funding from Natural Resources Canada (“NRCAN”) and the Canadian Wood Council, to design and build a high-rise (10-storey) wood building demonstration project. There is no financial implication in supporting this and funding will be directed to Quadrangle. The intent is to highlight market interest in green building technologies such as this. The funding is for the design but not construction of the building. The proposal does not commit Waterfront Toronto to build the building but rather can make the design available through the Waterfront Toronto RFP development process at a future time.

Waterfront Toronto has applied for grant funding through the Federation of Canadian Municipalities (“FCM”) “Green Municipal Fund” to support the construction and monitoring of a hydraulic barrier wall on the Bayside Phase 1 lands - a possible technique for risk mitigation. The application was submitted October 1, 2013 and is currently being reviewed by FCM.

Waterfront Toronto’s sustainability efforts have resulted in several awards over the past few months. Both corporate-wide sustainability reporting, as well as specific projects with a sustainability focus, have been recognized.

- *Intelligent Communities*

Waterfront Toronto’s continued involvement with the Intelligent Community movement is a key aspect of the marketing strategy to support the

development of the Innovation District and thereby meet the objectives outlined in the East Bayfront employment strategy, supporting job growth in innovative industries such as the information and communication technology sector. As part of this strategy, the 2014 submission to the Intelligent Community Award Cycle was submitted on September 23, 2013 (at minor cost and effort). On October 21, 2013 Toronto was announced as one of the Smart21 of 2014.

Waterfront Toronto, Beanfield Metroconnect, Element Blue and IBM launched the intelligent community portal/platform on September 18, 2014 with a media event at Corus Quay. The infrastructure is now available to share with companies interested in developing and hosting smart applications that enhance the waterfront neighbourhoods. In addition, the solution is also available to serve as a sandbox environment for other communities that are exploring smart city solutions.

- *Communications and Marketing* - Waterfront Toronto has had ongoing significant positive exposure in both traditional and social media.

3. Billy Bishop Toronto City Airport (“BBTCA”)

The Chair noted that the potential expansion of the BBTCA is an important public issue that Waterfront Toronto is expected to have an opinion on. He noted that no decisions were being made at the current meeting but that a special Board meeting would be convened in late November to discuss Waterfront Toronto’s position on the issue. He asked that Fiona Chapman and Chris Dunn provide a brief update on the City of Toronto’s process along with an overview of the studies/analyses that have been undertaken on behalf of the City.

Ms. Chapman and Mr. Dunn then provided an overview and responded to questions from the Board. An extensive discussion followed. The Chair invited Ms. Chapman and Mr. Dunn to attend the Special Board meeting as well.

4. By-Law No. 2 and Procedures for In-Camera Board Sessions

The Chair advised that in Waterfront Toronto’s continued efforts to ensure that Board/Committee meetings are open, transparent and consistent with legal requirements, Management undertook a review of the Corporation’s By-Law No. 2 and procedures in conducting in-camera Board sessions. He advised that the Governance Committee met twice on this issue and reconfirmed the Corporation’s approach is sound. He tabled Management’s recommendations, discussion ensued and **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that the Board of Directors approves By-Law No. 2 as revised and that the The Honourable Mr. Justice Coulter Osborne be appointed to act as the Corporation’s Investigator to investigate complaints (if any) regarding the Corporation’s in-camera meeting procedures.

5. Sponsorship Marketing and Philanthropy Assessment

Marisa Piattelli advised that in 2009 Waterfront Toronto commissioned Wakeham and Associates to assess opportunities to augment government funding via sponsorship marketing and philanthropic initiatives thereby enabling Waterfront Toronto to carry out its parks and public spaces program and to contribute to the operation and maintenance of those spaces. She advised that Wakeham undertook a situational analysis, a value assessment and prospect development analysis and concluded that there was significant potential for Waterfront Toronto to generate philanthropic gifts from individuals and corporations as well as to sponsor marketing initiatives. She advised that the report queried whether the critical mass of existing projects was at the time sufficient, whether enough visible transformation of the waterfront had occurred and noted that campaign timing was critical and confirmed the then challenging economic climate. She further advised that the report also raised the key issue of Waterfront Toronto's partnership with the City of Toronto noting that any philanthropic effort should be done in tandem with the City given that the parks and public spaces being developed by Waterfront Toronto will eventually be assumed and operated by Parks, Forestry and Recreation.

Ms. Piattelli advised that the issued was discussed at two separate meetings of the Communications and Marketing Committee and tabled a report with an overview of considerations and recommendations. She responded to questions from the Board and **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that the Board of Directors approves Management's recommendation to update the 2009 Sponsorship Marketing and Philanthropy Assessment done for Waterfront Toronto.

6. Gardiner Expressway Update

Chris Glaisek provided the Board with a presentation and update on the Gardiner Expressway Environmental Assessment, highlighting the following:

- Public meeting (October 16th) feedback;
- The study area and goals;
- The next steps;
- The four alternatives studied including maintain, improve, replace and remove;
- Traffic volumes and patterns;
- Transportation model results and summary;
- Cost summary;
- Land value unlocked; and
- Evaluation criteria.

7. Lower Yonge Update

Chris Glaisek provided the Board with a presentation and update on the Lower Yonge Urban Design Guidelines and the Transportation Master Plan highlighting the integration with the Gardiner EA process from a transportation planning perspective.

8. Procurement Policy Amendment

Janet Graham, the Chair of the Finance, Audit and Risk Management (“FARM”) Committee, tabled a report regarding a procurement policy amendment and provided a brief overview of the proposed amendment. She advised that the FARM Committee reviewed the amendment and responded to questions from the Board. Further discussion was not required and **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that the Board of Directors hereby approve the FARM Committee’s recommendation that the Procurement Policy be amended such that extensions beyond five years to design, build and construction contracts, be authorized by the CEO and no longer require the authorization of the Board of Directors.

9. June 30, 2013 Interim Financial Statements

Janet Graham tabled the June 30, 2013 unaudited Interim Financial Statements along with a report highlighting the statement of financial position and statement of financial activities. She advised that the Interim Financial Statements were reviewed by the FARM Committee and responded to questions from the Board. Further discussion was not required and **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that the Board of Directors hereby approves the unaudited, Interim Financial Statements for the period ended June 30, 2013.

10. 2014/15 Annual Corporate Plan

Janet Graham tabled the 2014/15 Annual Corporate Plan along with a brief report and overview. She advised that the Plan was reviewed by the FARM Committee and noted suggested revisions from the Board. She responded to questions and **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that the Board of Directors hereby approves the 2014/15 Annual Corporate Plan with suggested revisions.

11. Environmental Issues

Ian Beverley advised that there were no environmental issues to be reported.

12. Adjournment of the Public Session

There being no further business other than matters to be considered in-camera, **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that in accordance with Section 190 of the *City of Toronto Act*, in-camera matters were now to be considered. The Chair indicated to members of the public present that it was now in order for them to depart from the meeting. Members of public then left the meeting. The meeting then adjourned at 11:30 a.m. local time, to be momentarily reconvened as an in-camera meeting.

10 Minute Recess

In Camera Session

1. Approval of Consent Agenda

ON MOTION duly made, seconded and carried, it was **RESOLVED** that the Consent Agenda for the in-camera session of the 105th meeting of the Board, held on Wednesday, October 30, 2013 be and is hereby accepted and approved.

2. CEO Report

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

- West Don Lands – Corktown Common, Flood Protection Landform, Underpass Park, Re kai Centre;
- East Bayfront – Bayside, Private Lands and Ontario Municipal Board Appeals, George Brown College, Blocks 1&2 – Innovation Centre;
- East Bayfront Transit;
- Essroc Property;
- Captain John; and
- Ontario Place.

3. 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 12:00 noon local time.

Chairman

Secretary of the Meeting