



Plan Development Agreement, July 31, 2018 Waterfront Toronto and Sidewalk Labs Frequently Asked Questions

1. Who is Waterfront Toronto?

- We are the public advocates and guardians of Toronto's waterfront revitalization. Created by the Governments of Canada and Ontario and the City of Toronto, our mandate is to transform our city's waterfront by creating a vibrant and connected waterfront that belongs to everyone.
- At the heart of everything we do is an unwavering commitment to the public good. We want every Torontonian to play a part in shaping the future of this incredible city.
- Since 2001 we have developed 2.5 million square feet of completed or planned area and catalyzed approximately \$10 billion in private investment.

2. What is your mandate with respect to “revitalizing” the waterfront?

- The Toronto Waterfront Revitalization Corporation Act of 2002 sets out the first objective of the Corporation as:
 - *To implement a plan that enhances the economic, social and cultural value of the land in the designated waterfront area and create an accessible and active waterfront for living, working and recreation, and to do so in a fiscally and environmentally responsible manner.*

3. What is Quayside?

- Quayside is 12-acre area of land situated along Toronto’s waterfront at the intersection of Lake Shore Boulevard East and Parliament Street, within walking distance of the vibrant central business district.

4. Who owns the property in Quayside?

- Waterfront Toronto owns the majority of the lands, the City of Toronto (or City-owned agency) owns a small portion and two small parcels are privately-owned.

5. What are Waterfront Toronto’s objectives for Quayside?

- Our aim is to establish Quayside as a model for 21st century city-building — setting a new standard for delivering sustainable, inclusive, complete community development.
- Through this project Waterfront Toronto also aims to support the local and national technology sectors and creative industries, generating prosperity by growing the emerging industry hubs on the waterfront.
- Create a globally-significant demonstration project that pilots leading sustainability practices while providing a test bed for Canada’s cleantech, building materials and technology sectors so that they can compete in global markets.

6. Who is Sidewalk Labs?

- Sidewalk Labs is an urban innovation organization formed in 2015, as a subsidiary of Alphabet Inc.
- It has a mission of reimagining cities and accelerating innovation to address urban challenges and achieve new standards of sustainability, affordability, mobility and economic opportunity.
- Sidewalk unites urban planners, developers, and experienced engineers and designers to bridge the urbanist/technologist divide to enable more integrated and thoughtful placemaking.

Plan Development Agreement, July 31, 2018 Waterfront Toronto and Sidewalk Labs Frequently Asked Questions

7. How did the relationship between Waterfront Toronto and Sidewalk Labs come together?

- Waterfront Toronto issued a competitive Request For Proposal (RFP) process to find an Innovation and Funding Partner to help create the plan for Quayside. Ultimately Sidewalk Labs was selected, as it brought an integrated approach to urban innovation as well as a commitment to fund up to USD\$50 million in the joint creation of a plan for Quayside.

8. What is a Plan Development Agreement (PDA) and why is it important?

- The Plan Development Agreement (PDA) is the legal agreement between the Waterfront Toronto and Sidewalk Labs that establishes the scope, budget, principles and governing structures for the creation of the Master Innovation and Development Plan (MIDP or plan). It is not a “development plan” in the traditional sense.
- With the PDA’s signing, it becomes the sole governing agreement between Sidewalk Labs and Waterfront Toronto. It replaces the preliminary Framework Agreement, which was signed in October 2017.
- The only commitment at this time is to a process to create a plan for Quayside that will meet the objectives set out in the RFP.

9. Who are the Parties to the PDA?

- Waterfront Toronto and Sidewalk Labs, LLC, a wholly-owned subsidiary of Alphabet Inc.

10. What’s in the PDA?

- The agreement makes clear and highlights key areas of interest to the public, including:
 - Clear roles and responsibilities, with Waterfront Toronto in its traditional role as revitalization lead and Sidewalk Labs providing urban innovation and digital technology expertise
 - Clarity that there is no sale or transfer of land provided for in the agreement
 - A September 30, 2019 timeline within which the completed MIDP must be approved by the Board of Directors of both Waterfront Toronto and Sidewalk Labs
 - Project objectives and the scope of the MIDP
 - Budget and process for spending the US \$50 million funding commitment by Sidewalk Labs to support the MIDP
 - Termination rights
 - Digital Governance Framework Principles to ensure critical issues including privacy, data security and ethical use of technology are addressed and informed by experts
 - Ability for Canadian companies to compete for procurement opportunities
 - A commitment to ongoing public consultation and engagement led by Waterfront Toronto
 - Multiple points of approval by Waterfront Toronto’s Board of Directors and accountability to its government stakeholders.

11. What is a Master Innovation and Development Plan (MIDP or the plan), and what does it do?

- The MIDP will be the roadmap for the design and development of Quayside.
- The MIDP will present the most promising ideas for sustainable development, infrastructure, public realm, and technology platforms, that support the future development of an inclusive mixed-use community, and meet the shared objectives set out in the PDA.

Plan Development Agreement, July 31, 2018
Waterfront Toronto and Sidewalk Labs
Frequently Asked Questions

- The MIDP will also describe how the ideas will be implemented and the financial model that supports implementation.
- The MIDP will include plans for Quayside and may also bring forward proposals that work best at scale. For this purpose, the context area for scale explorations during the planning process is the Designated Waterfront Area, as set out in the Toronto Waterfront Revitalization Corporation Act. Any ideas proposed more broadly than Quayside must be in service of achieving the shared goals of the project and be supported by a business case demonstrating the need for scale to achieve the objectives.
- The plan will be subject to the approval of the Board of Directors of both Waterfront Toronto and Sidewalk Labs.
- The results of the plan will be presented to City Council and our government shareholders.

12. What will the community engagement process look like during the MIDP?

- Community engagement and consultation is essential to the success of this project and will be led by Waterfront Toronto with support from Sidewalk Labs.
- Waterfront Toronto has a proven track record of community engagement and will continue our commitment to consult as the MIDP evolves.
- We have a comprehensive engagement plan that includes a range of opportunities for the community to participate, ranging from large format roundtables to smaller scale community engagements.
- We've extended the planning process and the consultation timelines into next spring (2019), allowing more time for creating the MIDP and providing more opportunities for public input.

13. Does the ownership of any land transfer as a part of this agreement?

- No. No land is being sold to Sidewalk Labs or any other entity or person under the PDA.

14. How will the public benefit from this project?

- Combined with the flood protection measures now underway, Quayside will raise the value of the City's land and create the inclusive, sustainable community that will meet the needs of future generations, deliver affordable housing, local employment and economic growth together with the public space amenities that will make this part of Toronto a showcase for the world and a place where people want to be.
- The innovations created there can hopefully be used in neighbourhoods and cities across Canada and around the world. It will also serve as a testbed for our local cleantech and urban innovation sectors, generating local economic benefits and jobs by growing the existing hubs on the waterfront and helping companies grow globally.

15. How will you know this project has been successful?

- Success to us would mean meeting the goals that both Waterfront Toronto and Sidewalk Labs share:
 - Creating a neighbourhood that truly reflects the incredible diversity of Toronto, not a place that feels exclusive, like a high-tech dorm for tech workers, but a mixed community that is open to all.
 - Making the waterfront a global hub of urban innovation that makes Toronto and Canada a world leader in this new sector, and that inspires cities around the world to apply the lessons we learn here and the ideas that are generated.

Plan Development Agreement, July 31, 2018 Waterfront Toronto and Sidewalk Labs Frequently Asked Questions

- Earning the support of the community, government stakeholders and our Board of Directors.
- Building excitement for the waterfront.

16. How is this project going to meet the climate positive objectives set out in the RFP?

- Waterfront Toronto has a long-standing commitment to making the city's waterfront an international leader in sustainable development, first through our Minimum Green Building Requirements supported by our Sustainability Framework, then further advanced through the Resilience and Innovation Framework for Sustainability.
- The aim of our work with Sidewalk Labs is to make Quayside a place that encourages innovation around mobility, energy use, water management and conservation, building materials, pollution, waste, recycling, and other environmental challenges.
- Our aspiration for the waterfront is to create vibrant, connected, climate positive, resilient and prosperous communities that will inspire cities around the world.

17. What is the benefit to the public from an affordable housing perspective?

- We believe new technology, building materials and methods can help lower the cost of living in cities like Toronto by building more affordably, optimizing operations and maintenance, and using space more efficiently.
- We are also exploring innovative financing options, and how to incentivize the creation of new affordable units and encourage collaboration between the public, private, and non-profit sectors to produce more affordable housing.

18. When will construction begin?

- At the present time, Waterfront Toronto and Sidewalk Labs are focused on the creation of the MIDP, as outlined in the PDA.
- There is currently no set timeline for construction to begin. Any timeline for construction must necessarily follow the completion and approval of the MIDP, as well as any other necessary governmental approvals.

19. What are the key differences between the PDA and the Framework Agreement?

- **Geography:** The PDA clearly differentiates between the type of planning that can be considered for Quayside and planning opportunities that can be considered at a larger scale in the MIDP. For this purpose, the context area for scale explorations during the planning process is defined by the Designated Waterfront Area, as set out in the *Toronto Waterfront Revitalization Corporation Act*.
- **Governance and Approvals:** The PDA makes it clear that Waterfront Toronto is the steward of the public interest and the revitalization lead for the Designated Waterfront Area. Waterfront Toronto must approve the MIDP and Implementation Agreements before any implementation can occur. The role of Sidewalk Toronto as "Master Developer" – effectively a project and development lead with some governance input from Waterfront Toronto – as originally conceptualized in the Framework Agreement is no longer included. The PDA also now includes the Project Management Committee which has a clear role in jointly overseeing the work and key issues and budget.

Plan Development Agreement, July 31, 2018
Waterfront Toronto and Sidewalk Labs
Frequently Asked Questions

- **No Sale of Land:** The PDA makes clear that there is no sale or transfer of land contemplated in the agreement. The PDA clearly defines the opportunity for Waterfront Toronto to participate in the development or co-creation of Intellectual Property, the ability to benefit from the potential for value with infrastructure, and should there be in the future any transaction regarding land, it is to be based on fair market value - with appropriate adjustments. These valuation considerations are only valid should Waterfront Toronto enter into Implementation Agreements, at Waterfront Toronto's sole discretion.
- **Data and Privacy:** The PDA provides a set of Digital Governance Framework Principles outlining the values that will underpin the design and development of the MIDP. These principles speak to how digital innovations will protect personal privacy and civil liberties while providing shared benefits. The PDA also references Waterfront Toronto's Digital Strategy Advisory Panel, a group of subject-matter experts to help advise on the ethical use of new technologies. The Framework Agreement was less clear on issues of privacy and data-sharing.
- **Community Consultation / Engagement:** The PDA acknowledges the instrumental nature of public engagement and consultation. It outlines the specific ways in which Waterfront Toronto will, alongside Sidewalk Labs, engage and consult with stakeholder and the community to inform the creation of the MIDP. The Framework Agreement provided no specifics on how the community was to be engaged in the development of the MIDP or any other aspect of Quayside.
- **Procurement:** The PDA outlines principles for procurement conducted by Sidewalk Labs throughout the MIDP planning process, ensuring that these are accountable, fair and competitive (where practical). Procurement rules during Implementation will be set out in the MIDP. The Framework Agreement did not define these matters or accountabilities.
- **Intellectual Property:** The PDA defines how rights and responsibilities related to the creation of intellectual property as a result of this project will be handled, with the potential for public benefit through WT clearly established. The FA provided only general comments on intellectual property.