

MINUTES of the 39th meeting of the Board of Directors of the Toronto Waterfront Revitalization Corporation held at the Radisson Admiral - Toronto Harbourfront, 249 Queen's Quay West, Toronto, Ontario, on Thursday, April 28, 2005, at 8:00 a.m., local time.

PRESENT: Robert Fung, Chairman
 Bill Charnetski
 Murray Chusid
 Kevin Garland
 Marilyn Knox
 Ross McGregor
 John Ronson
 Mark Wilson

ABSENT: Vivien Dzau
 Tony Dionisio
 Peter Smith

In addition to the general public, the following 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; Edward Dato, Chief Financial Officer; Kristin Jenkins, V.P. Public Affairs; Marisa Piattelli, V.P. Government Relations and Special Project Management; Victor Wong, V.P. Legal; Pino DiMascio, Acting V.P. Planning; Christopher Glaisek, V.P. Planning & Design; Allan Leibel, Goodmans LLP; Bruce Bodden and Karen Pitre, Toronto Waterfront Joint Venture; and Ulf Ranhagen and Kerstin Blix, Swedish Review Team.

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

The Chairman 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.

1. Approval of Minutes

The minutes of the 38th meeting of the Board held on March 24, 2005 were tabled, and **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that the minutes of the 38th meeting of the Board held on March 24, 2005 be approved, subject to changes as noted in the meeting.

2. Chairman's Remarks

The Chairman welcomed Board members to the meeting and introduced Christopher Glaisek, the Corporation's new Vice President of Planning and Design. The Chairman thanked Pino DiMascio of Urban Strategies for his support in the interim while the search for a VP Planning was carried out. The Chairman also congratulated Mr. DiMascio on his recent partnership at Urban Strategies.

3. CEO's Report

John Campbell then also thanked Pino DiMascio for his continued support of the Corporation. He then tabled his report on various matters, which included the following subjects and information and on which the following Board comments were made:

- *West Don Lands* – The City Staff Report on the West Don Lands Precinct Plan has been issued and a Councillor briefing has been set up for Monday, May 2nd. The Plan will then go to the Policy and Finance Committee on May 5th. Work on the Site Specific Risk Assessment is underway and the berm schedule is being assessed. Discussions have begun with tenants and the City is involved with Ontario Realty Corporation and the Corporation to look at alternate locations for some tenants such as Foodshare and Absolute Film.

A developer breakfast was held on April 6, 2005 to create interest in the project and to let developers know that the Corporation would be providing "certainty" for them in cost structure of levies, social housing, parks, Section 37, and soil remediation. The presentation was very well received.

Board Comments on West Don Lands - The Chairman advised that he and Mr. Campbell met with Mayor Miller and there was some concern from the Mayor that developers may not respond to the Request for Proposals ("RFP") when it is issued because the Corporation will have set the standards too high. Mr. Campbell advised that a steering committee has been put in place and assured the Board that this will be a competitive process. Mr. Campbell further advised that the Corporation is not just working to develop this area but to also transform the market into one where sustainability is the main objective.

- *East Bayfront* – A task force has been set up to accelerate work on East Bayfront. The Corporation is working with the City of Toronto and the Toronto Economic Development Corporation ("Tedco") to facilitate early starts on public land which is leased. The width of Queen's Quay is still a concern and the City Planners and the Corporation are meeting to resolve this issue. The Corporation continues to meet with private landowners who are expressing some reservations about a "built-form" zoning limitation that they indicate does not give them enough gross floor area or density.

Work is continuing on the Portlands Implementation Plan which is scheduled to be complete by the end of May, 2005. The Plan will allow the Corporation to plan the phasing of implementation and provide guidance to the Corporation on where any interim facilities such as sportsfields can be placed.

The City of Toronto, Tedco and the Corporation are working on an interim land protocol to establish roles and responsibilities until such time as governance is resolved by the three Governments. A memorandum of understanding is being prepared and will be brought to the Board for approval.

- *World Expo 2015* – The first phase of the feasibility study was tabled with the economic development committee listing three potential sites for the Expo. Additional work is needed to price out each of these options before making a final recommendation to City Council on each site in 2006. Tedco has been mandated to fund and manage the second part of this study. The issue has raised some political controversy and the community has questioned the Corporation's position on this. The Corporation has publicly taken the position that it supports any activities that will advance Toronto's preparation to participate in the 21st Century and continues to maintain that if the site selected is one which planned for the waterfront revitalization to be revitalized after 2015, then the selection of such site for the World Expo 2015 will be a great catalyst for the acceleration of other waterfront revitalization development.

Board Comments on World Expo 2015: It was agreed that the Corporation must ensure that work for the World Expo 2015 does not derail any current initiatives of the Corporation. There is also some concern that funds meant for waterfront revitalization could be used for World Expo 2015.

- *Program Managers Report* – The Program Manager's report was tabled and there were no questions from the Board members.
- *Annual General Meeting* – The Annual General Meeting has been scheduled for the evening of June 13, 2005 where year end results will be addressed as well as the 2005/06 Business Plan.
- *Sustainability* – Two project teams have been set up: one to assemble the Corporation's "green building" specification and one to look at the Corporation's district heating plan. A sustainability event was held on April 27, 2005, at which the Swedish Review Team reported on their findings. The Corporation's intentions regarding "green building" were also reviewed as well as various other sustainability initiatives the Corporation is exploring. The event was very well received.

4. 2005/06 Business Plan and Budget Forecast

John Campbell presented the 2005/06 Business Plan. He began by highlighting the Corporation's accomplishments in 2004/05 and then addressed the 2005/06 objectives, being the implementation of precinct developments, the creation of new parks and recreation projects, advancing sustainability and design excellence integral to all work and continuing to consult and engage the public. Mr. Campbell went on to explain that each project is assigned a colour code of green, amber or red which indicates the status of each project. Each project is also given a class of estimate (Class A, B, C or D) which advises the status of the cost estimates for each individual project. He then explained the particular significance of a colour coding approach, what they represent and the relevant class of estimates:

Project Status:

Green - applies to projects which are either currently underway, or for which no substantial obstacles stand in the way of initiation in the current year's Business Plan.

Amber - applies to projects which have issues requiring resolution before the project or work can be initiated; but there is an expectation that the issues will be resolved and the project will proceed in the budget period.

Red - applies to projects which are locked in issues that are unlikely to be resolved within the current year.

Class of Estimate:

Class D - initial planning/budget number placeholder - minimum project scope available.

Class C - preliminary estimate based on level of design 5 to 15%

Class B - definitive estimate reflecting advanced design work 50% or more

Class A - tender cost estimate - design complete, project tendered or awarded

Mr. Campbell then updated the Board on the various projects in which the Corporation is engaged and on the status and class of estimate for each individual project.

The Board commended management's approach regarding the Business Plan and the way in which projects are being reported. The Board suggested that a change in status on a project (for example from green to amber or amber to red) be brought to the Board so that they may potentially help to resolve any issues. Mr. Campbell indicated that management will use its good judgment in such situations. The Board agreed to such approach.

Edward Dato then presented a detailed 2005/06 Budget Forecast and referenced the Contribution Agreements that have been signed, committed funding and proposed funding commitment. He advised the Board that there are two Contribution Agreements for West Don Lands and that there may be a potential funding problem in this latter respect due to the timing of the Provincial Budget.

Discussion ensued, with Mr. Dato and Mr. Campbell answering questions from the Board; and **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that the 2005/06 Business Plan be approved.

5. Chief Financial Officer's Report, Quarter Ended March 31, 2005, Unaudited Interim Financial Statements, Funding Update and Procurement Update

Edward Dato presented his financial report and tabled unaudited interim financial statements for the current quarter ended March 31, 2005. He responded to questions from the Directors and provided, among other things, current month and year to date actuals and budget figures for various projects, a procurement update and an update on corporate finance related matters. He advised that a detailed variance report will be provided once approved by the Audit and Finance Committee.

John Ronson, Chairman of the Audit and Finance Committee ("the Committee"), tabled the draft Audit and Finance Committee meeting minutes dated March 22, 2005 and advised the Board that Deloitte & Touche LLP are assisting the Committee in addressing and reporting on the best practices for the Committee.

Mr. Dato then requested approval of the Board to issue a Request for Qualifications ("RFQ") which will lead to a Request for Proposals ("RFP") in the amount of \$1.5 million for the design of the Don River Park. He advised that the Park is located in the first district slated for development in the West Don Lands ("WDL") and is on the critical path for the WDL. He advised that construction of the berm is one of the first items to be completed in the development of the WDL and that as the Park will be built on top of the berm, it is important to have the design team for the Park onboard at this early stage to provide input while the engineering elements of the design and construction of the berm (such as earth fill) are being discussed.

Further discussion ensued, and **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that the request to issue a Request for Qualifications leading to a Request for Proposals in the amount of \$1.5 million for the design of the Don River Park be approved.

6. Sustainability Review

John Campbell in presenting a Sustainability Review reminded Board members of the Executive Summary of the Swedish Team's Sustainability Review, tabled at the last Board meeting and introduced Professor Ulf Ranhagen and Kerstin Blix of the Swedish Team to give a verbal presentation of their Review. Professor Ranhagen presented the Review, highlighting the following:

- The purpose of the review was to identify possible ways to strengthen the integration of sustainability in all phases of revitalization; to provide an audit of the West Don Lands and East Bayfront Precinct Plans; to review sustainability opportunities across the waterfront from the perspective of integrated land use and infrastructure planning and to transfer relevant Swedish experiences and best practice advice to the Corporation.
- The review focused on five areas, namely:
 - sustainable precinct planning,
 - municipal infrastructure,
 - building design,
 - implementation, and
 - exemplary initiatives.
- A brief synopsis of the strengths (e.g. cultural heritage) and weaknesses (e.g. barriers to the waterfront) for both the West Don Lands and East Bayfront Precinct Plans.
- A Toronto Waterfront Eco-Cycle Model and Infrastructure Network featuring a sewage treatment facility; deep lake water cooling; PV (solar) cells and wind turbines on buildings; integrated coordinated pipes for district heating, district cooling, waste collection and electrical circuits and broadband; other green electricity wind turbines offshore.
- The Swedish Team concluded that the Precinct Plans appear to support the type of sustainability policy outlined in the Corporation's draft Sustainability Framework. The Team recommends that sustainability principles be integrated into all phases of revitalization, the barriers between the areas and the waterfront be removed, and the Toronto waterfront eco-cycle model be realized.

Professor Ranhagen then asked Kerstin Blix to speak about Hammarby Sjostad (Sea City) in Stockholm which is a waterfront area developed/revitalized with sustainability as the key driving force behind the project. Ms. Blix described the project and highlighted the many features which make it a success story, namely:

- The area has approximately 20,000 people living there and 30,000 people working there and this mixed-use feature has been very important to the development of the area.
- An eco-cycle model featuring a combined power and heating plant, a thermal power plant, local sewage and treatment plant (bio-gas reproduction), and storm water cleaned on site. This allows for biogas reproduction, waste to energy and burnable waste. The area has an automated underground vacuum waste system.

- Architecture - plastic products were not used anywhere in the area - not on the outside or inside of any building.
- Transportation - car sharing system in place, light rail system in place and ferry service (boats will eventually be fuelled by bio-gas). It's proximity to the main downtown core allow for people to bike or walk to work and underground parking is the main source of parking in the area.
- Retail - in the beginning with less density it was a problem getting retailers to the area but as the area becomes more popular, it is the area of choice for businesses. Businesses are strategically located along the light rail stops.

John Campbell advised the Board that all of the recommendations made by the Swedish Team are being carefully considered by management and the Program Manager. He advised that the Corporation must push to transform the market and to promote the implementation of these systems through education and training of the public, landowners, developers and trades people.

7. Affordable Housing

John Campbell reported that the Corporation has been working with the Toronto Community Housing Corporation ("TCHC") on the development and delivery of an affordable housing implementation strategy for phase one of the West Don Lands development and is asking the Board's support in formalizing a partnership with them. He advised that with the current uncertainty around government funding for affordable housing, a partnership with TCHC can provide the resources to start work now on implementation. He further advised that the development of this housing can achieve the Corporation's affordable housing commitments and can advance the revitalization of Regent Park. He stated that the Corporation is providing building sites but is not providing social assistance or subsidies for housing.

The Board members cautioned management to ensure that a high level of integration between affordable housing (rent geared to income, affordable rental and affordable ownership) and regular housing is established so that social clusters do not develop.

Further discussion ensued, and **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that management's request for the Corporation to formalize a partnership with TCHC through a Memorandum of Understanding, be and is hereby approved.

8. Adjournment of the Meeting

There being no further business other than matters to be considered in-camera, the Chairman indicated that in-camera matters involving land assembly and advice from legal counsel were then to be considered. He 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 continued as an in-camera meeting.

Chairman

Secretary of the Meeting

