

WATERFRONTToronto

Board of Directors Meeting

Agenda and Meeting Book

THURSDAY, AUGUST 27, 2020 FROM 9:00 AM TO 12:00 PM

WATERFRONT TORONTO

MICROSOFT TEAMS TELECONFERENCE MEETING



WATERFRONTToronto

Meeting Book - Board of Directors Meeting

Agenda - August 27, 2020 Board Meeting

9:00 a.m.	1. Motion to Approve Meeting Agenda	Approval	S. Diamond
9:05 a.m.	2. Declaration of Conflicts of Interest	Declaration	All
9:05 a.m.	3. Consent Agenda		
	Draft - Minutes of Open Session of the June 25, 2020 Board Meeting - Page 3	Approval	All
9:10 a.m.	4. Chair's Opening Remarks	Information	S. Diamond
9:15 a.m.	5. CEO Update	Information	G. Zegarac
9:20 a.m.	6. Port Lands Flood Protection (PLFP) Update	Information	D. Kusturin
	Presentation - Page 8		
9:25 a.m.	7. Quayside Timeline	Information	G. Zegarac & M. Davis
	Timeline - Page 22		
9:30 a.m.	8. Motion to go into Closed Session	Approval	All
	Closed Session Agenda		
	The Board will discuss item 9(a), 10, 11 and 12 being consideration of the Draft Minutes of the Closed Session June 25, 2020 Board meeting, Introduction of Facilitator & Identification of goals for Quayside Visioning Session, Quayside Visioning Session and Board Closed Session Discussion in a Closed Session as permitted by By-Law No.2 of the Corporation. The exception relied for the discussion of item 9(a) in Closed Session is provided in the minutes of the Open Session June 25, 2020 Board Meeting contained in item 3(a) of this agenda, for items 10 and 11 is Section 6.1.1 (c) & (l) and for item 12 is Section 6.1.1(b) of By-Law No. 2. The Board will continue in Open Session at the end of the Closed Session to discuss and vote on any resolutions pertaining to the Closed Session.		
11:55 a.m.	13. Motion to go into Open Session	Approval	All
	Public Session Agenda		
11:55 a.m.	14. Resolution Arising from the Closed Session		
	Draft - Resolution(s) Arising from the Closed Session - Page 23	Approval	All
12:00 p.m.	15. Motion to Terminate the Meeting	Approval	All

**MINUTES of the Open Session Meeting of the Board of Directors of the
Toronto Waterfront Revitalization Corporation
Via Microsoft Teams Teleconference
Thursday, June 25, 2020 at 8:30 a.m. local time.**

PRESENT: Steve Diamond (Chair)
Mazyar Mortazavi
Jeanhy Shim
Andrew MacLeod
Kevin Sullivan
Patrick Sheils
Wende Cartwright
Jack Winberg
Michael Galego
Christopher Voutsinas
Sevaun Palvetzian

REGRETS: Councillor Joe Cressy

IN ATTENDANCE WATERFRONT TORONTO

George Zegarac (Chief Executive Officer)
David Kusturin (Chief Project Officer)
Lisa Taylor (Chief Financial Officer)
Chris Glaisek (Chief Planning and Design Officer)
Meg Davis (Chief Development Officer)
Leslie Gash (Senior Vice President, Development)
Rose Desrochers (Vice President, Human Resources and Administration)
Cameron MacKay (Vice President Communications and Engagement)
Kristina Verner (VP Innovation, Sustainability and Prosperity)
Kathleen Niccols (Senior Vice President, Corporate Strategy)
Pina Mallozzi (Vice President, Planning and Design)
Catherine Murray (Senior Legal Counsel)
Kevin Greene (Project Management Director)
Ian Ness (Acting General Counsel)
Ed Chalupka (Director, Government Relations)
Aina Adeleye (Board Administrator and Legal Assistant)

Also in attendance for part or all of the meeting were:

- Tom Davidson, Director, Waterfront Initiatives, Office of Councillor Joe Cressy Project Manager, City of Toronto
- David Stonehouse, Director, Waterfront Secretariat, Infrastructure & Development Services, City of Toronto
- Wendy Ren, Director, Policy and Planning, Ontario Ministry of Infrastructure

- Glenn Campbell, Assistant Deputy Minister, Shawn Tippins, Senior Analyst, and Kira Heymans, Analyst, from Investment, Partnership and Innovation Branch of Infrastructure Canada
- William Sutter, Senior Policy Advisor, Melissa Pasquali, Lead Senior Advisor and Breanne Bateman and James Andre, Policy Advisors, Agency Oversight Unit, Infrastructure Policy Division Ministry of Infrastructure at Ontario Ministry of Infrastructure
- Catalina Manning, Policy Analyst, Treasury Board Secretariat, Province of Ontario

The Chair, Stephen Diamond, appointed Ian Ness 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, the Chair called the meeting to order at 8:32 a.m. and declared that the meeting was duly constituted for the transaction of business.

1. Motion to Approve Agenda

ON MOTION duly made by Andrew MacLeod, seconded by Jack Winberg and carried, it was **RESOLVED** that the Agenda for the June 25, 2020 meeting be approved, as presented.

2. Declaration of Conflicts of Interest

There were no conflicts of interest declared.

3. Chair's Remarks

Stephen Diamond welcomed and thanked everyone for joining the meeting remotely. Mr. Diamond explained that, due to the ongoing COVID 19 Pandemic and precautions recommended by public health official on physical distancing, meetings continue to be held remotely and the day's meeting would be recorded and made available to the public afterwards.

Mr. Diamond highlighted the key agenda items for the meeting, including approval of Waterfront Toronto's year end financial statements, the Corporation's 2019/20 Integrated Annual Report and the Capital Approval - York Street Park capital project. Mr. Diamond commented on recent developments globally regarding diversity and opportunity, and he explained that discussions are ongoing on how best the Corporation can move forward in relation to this subject matter.

4. Consent Agenda

The Chair noted the addition of the Highlight of Key Messages document to the materials.

ON MOTION duly made by Chris Voutsinas, seconded by Jack Winberg and carried, it was **RESOLVED** that the Minutes of the May 27, 2020 meeting of the Board of Directors be approved as presented.

The CEO Report, Human Resources, Governance and Stakeholder Relations (HRGSR) Committee Chair's Open Session Report, Finance Audit and Risk Management (FARM) Committee Chair's Open Session Report, Investment and Real Estate and Quayside (IREQ) Committee Chair's Open Session Report were received and taken as read for information.

ON MOTION duly made by Patrick Sheils, seconded by Michael Galego and carried, it is **RESOLVED** that the Board of Directors approves the audited financial statements for the year ended March 31, 2020, as presented.

5. Review of Mandate of the IREQ Committee

Stephen Diamond presented the revised mandate, which was taken as read, reflecting his proposed changes to the duties and responsibilities of the committee in relation to the Quayside project as well as changing the committee to its former name "Investment and Real Estate Committee".

ON MOTION duly made by Wende Cartwright, seconded by Sevaun Palvetzian, and carried, be it **RESOLVED** that the Board of Directors approves the revised mandate of the Committee in the form presented to the meeting.

6. Waterfront Toronto Priority Projects - Construction Update

David Kusturin provided a presentation, which was taken as read, updating the Board on the priority projects undertaken by the Corporation. Mr. Kusturin responded to questions from members of the Board and the presentation was noted for information.

7. 2019/20 Integrated Annual Report

George Zegarac presented the Corporation's first Integrated Annual Report (IAR), which was taken as read. The 2019/20 IAR, which reports back against the Corporation's 2019/20 Corporate Plan objectives and is themed on "resilience", is an integration of the Corporation's biennial Corporate Social Responsibility and Sustainability report (which focused on environmental and social impacts) and the Annual Report (which included financial impacts). Lisa Taylor and Cameron MacKay responded to questions from members of the Board on the contents of the report.

ON MOTION duly made by Wende Cartwright, seconded by Sevaun Palvetzian and carried, be it **RESOLVED** that the Board of Directors approves the 2019/20 Integrated Annual Report as presented.

The Board agreed that any final comments on the report be forwarded to Management

before forwarding same to government stakeholders.

8. Capital Approval (York Street Park (Love Park) Design & Construction)

Pina Mallozzi provided a presentation, which was taken as read, for capital approval of the York Street Park (Love Park) Design & Construction project. Ms. Mallozzi reported that the project was presented to the FARM Committee and the committee recommended its approval by the Board. Ms. Mallozzi responded to questions from members of the Board regarding details of the project. The Board discussed the project and passed a resolution as follows:

WHEREAS the Corporation is the Project Delivery Agent for the York Street Park Design and Construction (the “Project”) on behalf of City of Toronto (the “City”);

WHEREAS the Project was approved as part of the 2020/21-2024/25 Rolling Five-Year Strategic Plan with a planned expenditure totaling \$12.71 Million;

ON MOTION duly made by Patrick Sheils, seconded by Chris Voutsinas and carried, it is **RESOLVED** that the Board of Directors hereby approves:

- a) the proposed capital investment in the Project of \$15.04 Million, which represents an additional \$2.33 Million from that which was previously approved as part of the 2020/21-2024/25 Rolling Five-Year Strategic Plan **SUBJECT TO** execution of an amended Delivery Agreement with the City in form and substance satisfactory to Management; and
- b) Management’s recommendation that the Project be tendered using the General Contractor – Lump Sum Tender method due to cost certainty, overall cost and schedule compliance.

9. Motion to go into Closed Session

In accordance with By-Law No. 2 of the Corporation and **ON MOTION** made by Christopher Voutsinas, seconded by Patrick Sheils and carried, the Board **RESOLVED** to go into Closed Session to discuss items 10(a) & (b), 11, 12 and 13. The exception to the Open Meeting Law relied on for the discussion of item 10(a) in Closed Session is provided in the minutes of the open session of the May 27, 2020 meeting of the Board of Directors contained in item 4(b) of the day’s agenda, for item 10(b) is Section 6.1.1(I), for item 11 is Section 6.1.1(c) and for items 12 and 13 is Section 6.1.1(b).

10. Consent Agenda

- a) **Draft Minutes of the Closed Session May 27, 2020 Meeting**
- b) **FARM Committee Chair's Closed Session Report**

11. IREQ Committee Chair’s Closed Session Report

12. HRGSR Committee Chair’s Closed Session Report

13. Board Closed Session Discussion

14. Motion to go into Open Session

ON MOTION made by Sevan Palvetzian, seconded by Jack Winberg and carried, the Board **RESOLVED** to go into Open Session.

15. Resolutions Arising from the Closed Session

A. **ON MOTION** duly made by Jack Winberg, seconded by Andrew MacLeod and carried, it was **RESOLVED** that the Minutes of the Closed Session of the Board of Directors meeting held on May 27, 2020 be approved, as tabled.

B. **ON MOTION** duly made by Jack Winberg, seconded by Andrew MacLeod and carried, it was **RESOLVED** that the Year-end Performance Assessments for the Chief Executive Officer – August 19, 2019 – March 31, 2020 and compensation for April 1, 2020 to March 31, 2021 be approved, as tabled.

16. Chair’s Closing Remarks

The Chair thanked everyone for attending the meeting.

17. Termination of the Meeting

There being no further business, **ON MOTION** made by Andrew MacLeod and seconded by Jack Winberg and carried, it was **RESOLVED** that the meeting be terminated at 10:54 a.m. local time.

Board Chair

Secretary

Priority Projects: Construction Update



Cherry Street Stormwater Management Facility



Cherry Street Stormwater Management Facility



Lake Shore Boulevard East – Sidewalk Pilot Project



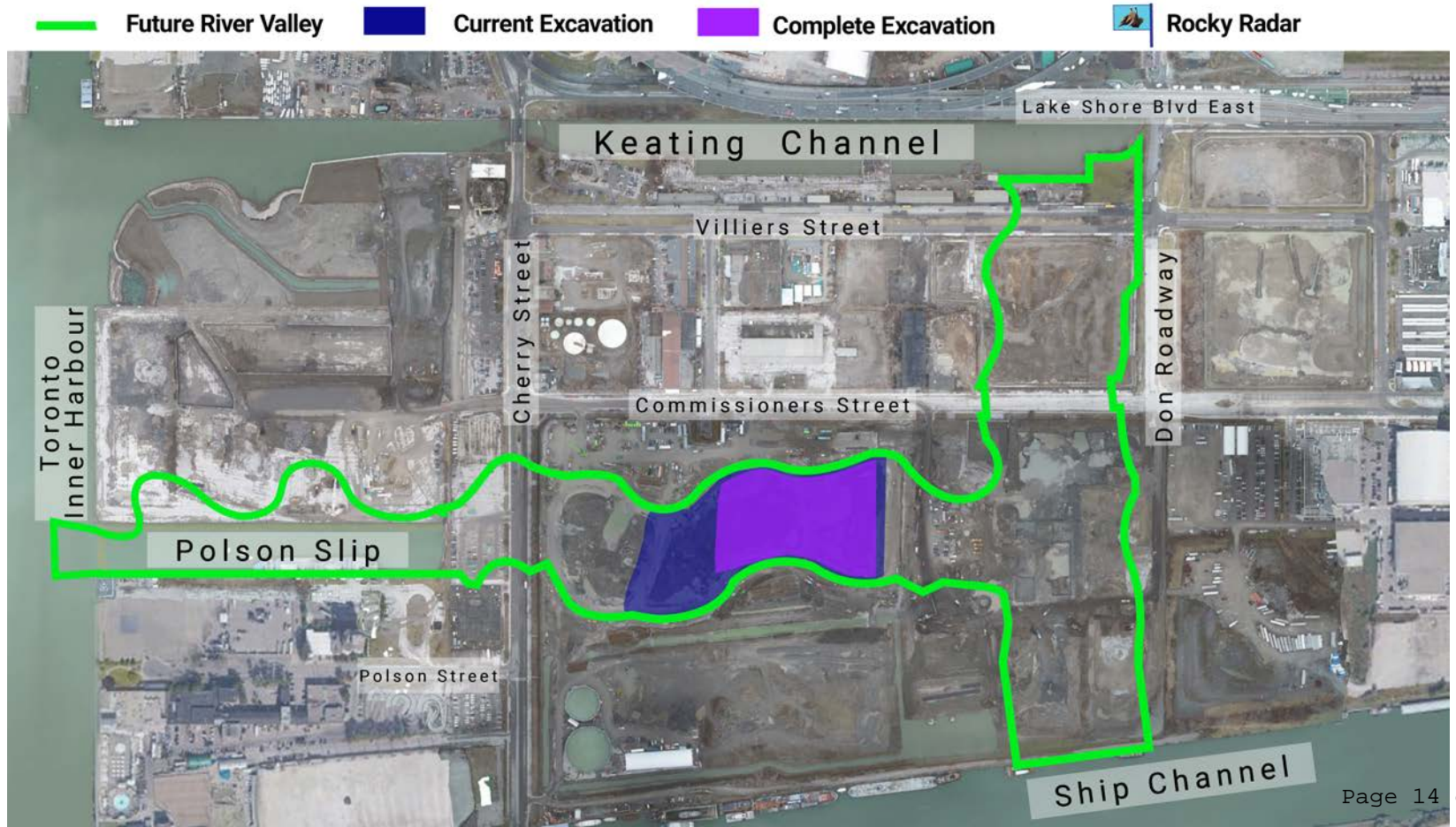
Bonnycastle Public Realm: Complete



Bayside Phase II



Port Lands Flood Protection: First Section of River Valley 50% Complete



Port Lands Flood Protection: First Section of River Valley 50% Complete



Port Lands Flood Protection: Excavation and Dewatering



Port Lands Flood Protection: Archeological Monitoring



Port Lands Flood Protection: Secant Walls



Port Lands Flood Protection: Soil Treatment & Reuse



Port Lands Flood Protection: Cherry Street & Cherry Street North Bridge



Port Lands Flood Protection: Site Tour with Minister Catherine McKenna



Quayside Timeline



Item	Target Date
Board approval to resume study of Quayside	Approved June 2020
Board Meeting (Quayside Visioning Session)	August 27, 2020
Community Engagement and Market Sounding	July 2020 - September 2020
Board Meeting (Quarterly update meeting)	October 8, 2020
Public Consultation on Vision for Quayside and RFP	October 2020
Board meeting (decision on RFP)	December 10, 2020
RFP Release	Late 2020/ Early 2021
Target Date for Short List	Early Spring 2021
Target for Proponent Selection	Summer of 2021

ON MOTION duly made by [●] and seconded by [●] and carried, it was **RESOLVED** that the Minutes of the Closed Session of the Board of Directors meeting held on June 25, 2020 be approved, as tabled.