

MINUTES of the Chairs Committee Meeting of Toronto Waterfront Revitalization Corporation held at the offices of Toronto Waterfront Revitalization Corporation, 20 Bay Street, Suite 1310, Toronto, Ontario on Monday, September 11, 2017 at 10:00 a.m., local time.

## Item 3.a)

PRESENT: Helen Burstyn, Chair  
Susie Henderson  
Julie Di Lorenzo (via telephone)  
Ross McGregor  
Janet Rieksts-Alderman  
Mazyar Mortazavi

ABSENT:

The following additional persons were in attendance, unless otherwise noted, throughout the meeting or only for particular business items as noted in these minutes: Will Fleissig, President and Chief Executive Officer; Marisa Piattelli, Chief Strategy Officer; Lisa Taylor, Chief Financial Officer; David Kusturin, Chief Project Officer; Meg Davis, Chief Development Officer; Chris Glaisek, Senior V.P. Planning & Design; Kristina Verner, V.P. Innovation, Sustainability & Prosperity; Rose Desrochers, Director, Human Resources and Administration; Chris McKinnon, Manager, Digital and Social Media; Ann Landry, Corporate Secretary; and Ian Beverley, General Counsel.

The Chair, Helen Burstyn, took the chair and with the consent of the Committee Members, appointed Ann Landry to act as Secretary of the meeting.

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

### 1. Motion to Approve Agenda

**ON MOTION** duly made by Susie Henderson, seconded by Janet Rieksts-Alderman and carried, it was **RESOLVED** that the Meeting Agenda was approved.

### 2. Declaration of Conflicts of Interest

There were no conflicts declared.

### 3. Chairs Remarks

The Chair welcomed the members of the Committee advising that there was a great deal of material to discuss and remarks were not necessary.

#### 4. Minutes – June 8, 2017

Janet Rieksts-Alderman requested an amendment be made to Item #10 of the draft Minutes of the June 8, 2017 meeting which indicated that she moved and Ross McGregor seconded the resolution that the performance assessment and compensation recommendation for the CEO for the period April 1, 2016 to March 31, 2017 be approved for recommendation to the Board of Directors. Ms. Rieksts-Alderman noted that it was Helen Burstyn that moved this resolution and that Ross McGregor seconded it. **ON MOTION** duly made by Janet Rieksts-Alderman, seconded by Susie Henderson and carried, it was **RESOLVED** that the Minutes of the June 8, 2017 meeting of the Chairs Committee were approved as amended by Ms. Rieksts-Alderman.

#### 5. Updated Revitalization Context – Transition to Waterfront 2.0

Will Fleissig provided the context for the discussion regarding the next phase of waterfront revitalization, including the strategic priorities of the organization, the organizational resiliency plan and the strategy for the next phase of revitalization.

Mr. Fleissig's presentation highlighted the following:

- Waterfront Toronto has been working on the foundational pieces to create a culture that includes purpose, values, priorities, execution and measures;
- The Board last saw a first draft of strategic priorities that reflected the context at the time (December 2016), which was pre-Port Lands Flood Protection funding and uncertainty regarding market traction for a Quayside deal;
- The Snowballs have evolved within the updated context of the Corporation's purpose, envisioned future and resources, and now focus on complete communities, public realm, strategic initiatives, and cross-functional teams;
- The 2017/18 Corporate Plan ("the Plan") was adopted on December 2016 and reaffirmed the broad goals contained in the original 2001 legislative mandate.

The Plan:

- Identified the core purpose and updated context for the 2016 waterfront which includes a vibrant market, completed infrastructure, Waterfront Toronto execution, continued community buy-in and support, governments' alignment in terms of our response to climate change, affordable housing, enhanced mobility, job creation focused on green technologies and production;
- Highlighted five "pluses"; and
- Prioritized projects and strategic initiatives with associated staffing, budgets and anticipated schedules;
- There have been many changes since the fiscal year began in April 2017, including the Port Lands funding announcement, Bayside milestones, Quayside RFP responses, the private sector interest in the waterfront, and organizational optimization;
- The capital investment plan and funding plan to 2024;
- The next stage in Waterfront Toronto's 2.0 rollout, including:

- An Organizational Resiliency Plan that includes managing the delivery of the Port Lands project;
- Completing the Business Implementation Plan for the Port Lands;
- A Quayside announcement and Phase I work commencement; and
- Waterfront Toronto’s role and governance changes, including:
  - MOU and CA’s with three levels of government;
  - Extending Waterfront Toronto’s term to 2028 (automatic) and beyond (legislative);
  - Private sector revenues;
  - Borrowing term and amount; and
  - The creation of corporate affiliates or subsidiaries;
- Ongoing organizational enhancements including:
  - Refining the priority project pipeline and strategic initiatives;
  - Identifying internal capacity and partnership opportunities; and
  - Board action on governance changes, updated Waterfront Toronto narrative, Committee roles and alignment, and interface between the Board and Management team;
- Government shareholders - enhanced coordination with Ministries, IGSC and Secretariats;
- Integrated Strategic, Long Term Plans, and Corporate Plans;
- Organizational initiatives including:
  - Human Resource support & enhancements;
  - The coordination of Core Functions within the CEO Office;
  - Project governance, reporting and risk resilience;
  - Broader design vision;
  - Board interaction and a review of Committee structures; and
  - Waterfront Toronto narrative and engagement+ framework.

Throughout the presentation, Mr. Fleissig responded to questions from the Committee and noted comments.

## 6. Motion to go into Closed Session

**ON MOTION** duly made by Helen Burstyn, seconded by Janet Rieksts-Alderman and carried, the Committee **RESOLVED** to go into a closed session in accordance with Section 190.2(b) of the City of Toronto Act (“COTA”) and Section 6.1.1(b) of By-Law No. 2 of the Corporation (*personal matters about an identifiable individual, including employees of the Corporation*).

The Chair requested that members of the public present, as well as Chris McKinnon and Ann Landry, depart the meeting. The meeting then resumed in a closed session with Ian Beverley acting as the Secretary of the meeting.

**Closed Session**  
**11:15 a.m.**

## 7. Organizational Structure

Will Fleissig led a discussion regarding proposed organizational changes necessary to undertake current and proposed projects, in accordance with Section 190.2(b) of COTA and Section 6.1.1(b) of By-Law No. 2 of the Corporation.

## 8. Motion to Resume Open Session

In accordance with Section 190 of COTA and By-Law No. 2 of the Corporation, and the closed session discussion having been completed, **ON MOTION** duly made by Julie Di Lorenzo, seconded by Susie Henderson and carried, the Committee **RESOLVED** to go into Open Session. The Chair indicated that it was now in order for staff and members of the public to return to the meeting. Staff and members of the public returned to the meeting at 12:10 p.m.

The meeting then resumed in open session with Ann Landry once again acting as the Secretary of the meeting.

**Public Session**  
**12:10 a.m.**

## 9. Resolutions Arising during the Closed Session

There were no resolutions tabled following the closed session discussion.

## 10. 2017/18 Corporate Plan Amendment

Lisa Taylor presented the 2017/18 Corporate Plan Amendment and provided a high-level overview, highlighting the following:

- When the original plan was approved in December 2016, it was acknowledged that the plan was in transition and that our strategy was evolving.
- Management committed to presenting an updated plan in 2017.
- Three significant events in 2017 have a material impact on the original plan:
  - Tri-government funding commitment of \$1.185 billion to the Port Lands Flood Protection project;
  - The successful Quayside funding and innovation partner selection process; and
  - The development of an organizational resiliency plan – a comprehensive project prioritization and capacity/skill set gap review to ensure that Waterfront Toronto continues as a functional and effective organization.
- These changes are material (more than 10% of the approved budget or \$5 million, whichever is less) and require Board approval as they exceed Waterfront Toronto's threshold.

- The key components of the Plan include the five priority initiatives, the organizational resiliency plan, the amended project deliverables and the amended capital investment plan.
- The amendment is about building scale – people, processes and technology.
- The five priority initiatives include: the Port Lands Flood Protection and Enabling Infrastructure, Quayside Development, Waterfront Precincts and Complete Communities, Public Realm, and Eastern Waterfront Transit.
- The new Organizational Resiliency Plan which builds scale internally, manages risk and delivers on expectations through project delivery, operational effectiveness, governance and accountability, and strategic initiatives.
- Project deliverables progress report on the 10 key project deliverables in the original plan.
- The Capital Investment Plan, including: Revised Funding Plan; Revised Corporate Operating Budget; Corporate Capital Budget; Corporate Operating Budget – 2018/19 and 2019/20.
- The key messages include:
  - The amended plan will take the next 6 months to implement and is about building scale;
  - The investments will serve the Corporation for the next 5-10 years;
  - The corporate operating costs are low, and are decreasing, in terms of the percentage of the capital investment plan;
  - The corporate operating budget has been constant at \$12.4 million for the last 5 years; and
  - There will be additional initiatives in 2018/19 and 2019/20.

Ms. Taylor responded to questions from Committee members and noted their comments and suggestions. Management was encouraged to be strategic when presenting the amended Plan and the resultant increase in the corporate operating budget. The amended Plan responds to the government's query regarding the Corporation's capacity to complete projects undertaken.

There being no further questions, **ON MOTION** duly made by Ross McGregor, seconded by Helen Burstyn and carried, be it **RESOLVED** that the Committee hereby approves the 2017/18 Corporate Plan Amendment, for recommendation to the Board of Directors.

## 11. 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 12:45 p.m. local time.

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Committee Chair

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Secretary