



WATERFRONTToronto

Investment, Real Estate and Quayside Committee Meeting

MONDAY JULY 23, 2018 8:00AM TO 10:00AM

WATERFRONT TORONTO

20 BAY STREET, SUITE 1310

TORONTO, ON, M5J 2N8



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Meeting Book - Investment, Real Estate and Quayside Committee Meeting

Investment, Real Estate and Quayside Committee July 23, 2018

8:00 a.m.	1. Motion to Approve Meeting Agenda	Approval	All
8:05 a.m.	2. Declaration of Conflicts of Interest	Declaration	All
8:05 a.m.	3. Consent Agenda a) Minutes of June 27, 2018 Meeting	Approval	All
	DRAFT Minutes IREQ Committee meeting June 27, 2018 - Page 3		
8:10 a.m.	4. Motion to go into Closed Session	Approval	All
	<p>Closed Session Agenda The Committee will discuss the matters outlined in Items 5 and 6, being an update on the negotiations on the Plan Development Agreement and Plan Development Agreement Communications Strategy respectively, in a Closed Session as permitted by By-Law No.2 of the Corporation. The exception relied for the discussion of Items 5 and 6 in Closed Session is Section 6.1.1(l) of By-Law No. 2 (a position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the Corporation). The Committee will continue in Open Session at the end of the Closed Session to discuss and vote on any resolutions pertaining to the Closed Session.</p>		
9:50 a.m.	7. Motion to go into Open Session	Approval	All
9:55 a.m.	8. Resolutions Arising from the Closed Session	Approval	All
	IREQ Committee - Resolution approving PDA for Board Approval - Page 5		
10:00 a.m.	9. Motion to Adjourn the Meeting	Approval	All

**MINUTES of the Investment, Real Estate and Quayside Committee Meeting
Of Toronto Waterfront Revitalization Corporation
20 Bay Street, Suite 1310, Toronto, Ontario
held on Wednesday, June 27, 2018 at 9:00 a.m.**

PRESENT: Mazyar Mortazavi, Co-Chair
Michael Nobrega
Steve Diamond

ABSENT: Susie Henderson, Co-Chair
Meric Gertler

ATTENDANCE **IN PERSON**
Will Fleissig (President & CEO, Waterfront Toronto (WT))
Meg Davis (Chief Development Officer, WT)
Julius Gombos (VP Project Delivery, WT)
Cameron McKay (VP Communications, WT)
Kristina Verner (VP, Innovation, Sustainability and Prosperity, WT)
Erik Cunnington (Director Development, WT)
Ian Beverley (General Counsel, WT)
Catherine Murray (Senior Legal Counsel, WT)
Michael Bernstein (Special Investment Advisor, WT)
Aina Adeleye (Board Administrator, WT)

Also, in attendance, for part or all of the meeting, were Gordon F. Willcocks, Legal Adviser, McCarthy Tétrault LLP, Abraham Costin, Legal Adviser, McCarthy Tétrault LLP, George S. Takach, Legal Adviser, McCarthy Tétrault LLP, Godyne Sibay, Legal Adviser, McCarthy Tétrault LLP, Phillip Dewan, President, Counsel Public Affairs, Bob Lopinski, Principal, Counsel Public Affairs, Alissa Von Bargen, VP Public Relations and Campaigns, Counsel Public Affairs and Bianca Wylie, member of public.

Mazyar Mortazavi acted as Co-Chair of the meeting. Mazyar Mortazavi called the meeting to order at 9:06 a.m. and, with the consent of Investment, Real Estate and Quayside Committee (“IREQ” or the “Committee”) members, appointed Ian Beverley to act as Secretary of the meeting.

Mazyar Mortazavi declared that a quorum of Committee Members was present and that notice of the meeting had 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. Meeting Agenda

ON MOTION duly made by Michael Nobrega, seconded by Steve Diamond and carried, it was **RESOLVED** that the Meeting Agenda be approved.

2. Declaration of Conflicts of Interest

There were no conflicts declared.

3. **Consent Agenda-** Minutes of Committee meeting held June 7, 2018.

ON MOTION duly made by Michael Nobrega and seconded by Steve Diamond and carried, it was **RESOLVED** that the Minutes of the IREQ committee meeting held June 7, 2018 were approved as tabled.

4. **Closed Session**

ON MOTION duly made by Michael Nobrega, seconded by Steve Diamond and carried, the Committee **RESOLVED** to go into a closed session to discuss agenda item 5, as permitted by By-Law No.2 of the Corporation. The exception relied for the discussion of these items in closed session is Section 6.1.1(l) of By-Law No. 2, which is that the discussion will concern a position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the Corporation. Susie Henderson indicated to members of the public present that it was in order for them to depart the meeting. The meeting continued in Closed Session.

5. **Plan Development Agreement Negotiations Update**

6. **Motion to Resume Open Session**

In accordance to By-Law No. 2 of the Corporation, and the Closed Session discussion having been completed, **ON MOTION** duly made by Michael Nobrega and seconded by Steven Diamond and carried, the Committee **RESOLVED** to go into Open Session.

7. **Resolutions Arising from the Closed Session (if any)**

ON MOTION, duly made by Michael Nobrega, seconded by Steven Diamond and carried, it was **RESOLVED** that the draft Plan Development Agreement is approved for the purpose of briefing the three government stakeholders as required in the Board Protocol for Briefing Government dated March 29, 2018 **SUBJECT TO** the amendments of the Committee at the day's meeting and prior sign off of these amendments by the Committee Co-Chairs.

8. **Termination of the Meeting**

There being no further business, **ON MOTION**, duly made by Steve Diamond, seconded by Michael Nobrega and carried, it was **RESOLVED** that the meeting be terminated at 11:10 a.m. local time.

Chair

Secretary



Investment, Real Estate and Quayside Committee
July 23, 2018
Item 7 – Plan Development Agreement Negotiation
Resolution of the Committee

ON MOTION, duly made by [●], seconded by [●] and carried, it was **RESOLVED** that the draft Plan Development Agreement (PDA) is approved for recommendation to the Board of Directors for approval.

It is further **RESOLVED** that the Communications Strategy for the PDA be approved, as presented, for recommendation to the Board of Directors for approval.