

Notes of a Discussion of certain Directors of the Board of Directors of the Toronto Waterfront Revitalization Corporation held at the offices of Toronto Waterfront Revitalization Corporation, 20 Bay Street, Suite 1310, Toronto, Ontario on Wednesday, February 18, 2015 at 8:00 a.m. local time.

PRESENT: Mark Wilson, Chair
Michael Copeland
David Johnson (by telephone)
Ross McGregor
Joe Pantalone
Deputy Mayor, Denzil Minnan-Wong

ABSENT: Jack Cockwell
Sue Dabarno
Kevin Garland
Janet Graham
Sheldon Levy
Gary Wright

The following additional persons were in attendance, unless otherwise noted, throughout the discussion or only for particular items as noted in these notes: John Campbell, President and Chief Executive Officer; Chad McCleave, Chief Financial Officer; David Kusturin, Chief Operating Officer; Marisa Piattelli, Chief Administrative Officer; Meg Davis, V. P. Development; Chris Glaisek, V.P. Planning and Design; and Andrew Hilton, Director Communications and Marketing.

Also in attendance were David Stonehouse of the City Secretariat, Chris Phibbs, Senior Advisor Council & Stakeholder Relations to Mayor John Tory, and John Webster, Executive Assistant to Deputy Mayor Denzil Minnan-Wong.

The Chair, Mark Wilson, took the chair, and with the consent of the Directors, appointed Ann Landry to act as secretary of the discussion.

The Chair declared that although notice of the meeting was duly sent to all Directors in accordance with the Corporation's By-laws, a quorum of Directors was not present due to last minute conflicts and therefore, the meeting could not be regularly constituted for the transaction of business. The Chair advised however, that the meeting would proceed as a discussion among those Directors present but that all required approvals would be deferred to the March 25, 2015 meeting of the Board of Directors.

John Campbell declared a conflict with regards to Artscape. It was agreed that he would remove himself prior to any material discussions regarding Artscape.

1. Consent Agenda

The Consent Agenda comprising of the Minutes from the December 17, 2014 Board of Directors meeting was tabled. Given that quorum was not present, approval of the consent agenda was deferred to the March 25, 2015 meeting of the Board of Directors.

2. CEO Report

John Campbell tabled reports and information on various matters (considered read), which included the following subject matters:

- Construction Progress – a slide presentation of progress to date was provided.
- Don Mouth Naturalization and Port Lands Flood Protection Project (DMNP) - The Notice of Approval to Proceed with the Undertaking for the DMNP Environmental Assessment (EA) was issued by the Minister of Environment and Climate Change on January 28, 2015. This milestone marks the official completion of the EA phase of the project and allows the implementation of the flood protection and naturalization work to proceed in accordance with the conditions of the EA. There are many parts to this project with varying degrees of risk and uncertainty. Preparatory studies will assist with implementation including devising a procurement strategy that provides the optimum balance between risk transfer and cost. Discussions continue with all orders of government regarding funding for this project.

Presently, there are multiple planning tasks underway in the Lower Don Lands. In addition to the flood protection EA, there is work going on to deliver the framework plan and precinct plan for Villiers Island and Film Studio Precinct. Consultation is also underway with stakeholders and land users.

- *West Don Lands*

Toronto Community Housing project at King and River is now fully occupied.

Urban Capital is on track for occupancy of their Phase 2 building in early 2015 and continues to work with the City on their site plan approval application for their Phase 3 building.

The Pan Am Athlete's Village will be turned over to the TO2015 Committee for the Pan Am Games shortly.

- East Bay Front – Building permits have been issued for Aqualina and construction is underway. Aquavista sales are going very well. Construction has commenced on the external infrastructure required to service the East Bayfront developments east of Sherbourne Common. Design of Aitken Place

Park was awarded to Scott Torrance Landscape and Thomas Balsley Associates. Construction of Merchant's Wharf is nearing completion.

- Central Waterfront – Construction of Queens Quay Boulevard continues and the official opening is targeted for the third week of June. Silva cell damage caused by a Hydro contractor is approximately \$750,000 and will be covered by their insurer. New Hydro work at Rees Street will delay our completion of permanent finishes and will likely require temporary finishes until after the Pan Am Games.

The City is providing the funding to extend the Martin Goodman Trail west of Lower Spadina. This project will connect the Martin Goodman Trail from the Queens Quay Revitalization project west to Coronation Park and the previously constructed Martin Goodman Trail at Ontario Place. Construction should be underway in February and work is expected to be complete in advance of the Pan Am Games.

- Construction of the Interim Queens Quay Improvements, including the Martin Goodman trail from Jarvis to Parliament, is nearly complete. A preliminary handover review was held for all areas west of Lower Sherbourne Street at the end of December.
- Health and Safety – no issues held up construction.
- Corporate Social Responsibility & Sustainability Report – The report continues to be updated with new data and new metrics.
- Intelligent Communities – Design of the phase 2 New Blue Edge platform is currently underway with Element Blue. The entire platform has recently been upgraded to all of the latest versions of the IBM tools that are licensed for use in the waterfront. In addition, Element Blue is creating the Apps4TO website to engage the developer community in the process.

The Apps4TO Appathon in partnership with IBM, the City of Toronto and others is expected to launch in mid-February. This appathon will create solutions to support the citizen use cases for the platform.

Teams will be working on their solutions throughout the spring, with the culmination of the process being the selection of the winning teams during the IDEAS day at the ICF Summit on June 12, 2015.

- Innovation Centre Announcement - On February 6, 2015 Waterfront Toronto held a successful tri-government media event to announce the Waterfront Innovation Centre. The announcement, which was held in partnership with Menkes Developments, Ltd., was featured across all major news outlets and was widely shared via social media.
- Ontario Place Park and Trail – The final design will be unveiled by the Province this spring.
- Lower Yonge – Waterfront Toronto continues to work with the City of Toronto on this precinct.
- Jack Layton Ferry Terminal – Five world-class design teams have been shortlisted to participate in an Innovative Design Competition to revitalize the Jack Layton Ferry Terminal and Harbour Square Park. A kick-off meeting was held in January and a mid-term review was held the second week of February.
- Billy Bishop Toronto City Airport Runway Environmental Assessment (“EA”) – Work continues with A two-part public meeting held on Saturday, January 24th and Monday, January 26, 2015 to provide information on the BBTCA Master Plan and to get feedback on the draft scope of the self-directed environmental assessment. Waterfront Toronto is working with Ports Toronto to ensure a comprehensive analysis is undertaken and that potential impacts outside the immediate area are identified and measured.
- Gardiner Expressway – Work continues on two options – the refinement of the “remove” option and the development of a “hybrid” option.
- Lake Ontario Park – Baseland trails are currently being planned and will be constructed by Toronto and Region Conservation Authority under a Delivery Agreement with Waterfront Toronto.
- Smart Track Plan – At a briefing with Mayor Tory and his staff, Management raised the idea of adding a SmartTrack stop at Lower Sherbourne Street to serve the EBF. Currently in the EBF, there are a number of existing and planned employment generating developments that will rely heavily on transit including. This fits within the priorities identified as part of the review process, reaffirms the provision of transit in the East Bayfront as a top priority and contributes to the overall provincial commitment to improving regional rail, reducing gridlock and advancing city building opportunities.

3. Opening of the Queen's Quay Boulevard

Andrew Hilton provided a brief update on early plans and potential themes for the opening of the Queen's Quay Boulevard including public participation, use of the entire street, participation of residents and businesses, and the celebration of the underground work that has been done. He advised that the opening will be in conjunction and supportive of the Red Path Festival.

The Chair asked, to the degree possible, that a fulsome plan be provided at the March 25, 2015 Board meeting.

4. Committee Chair Reports

Governance Committee

Mark Wilson, the Chair of the Governance Committee, tabled minutes of a meeting dated January 6, 2015 for information purposes only. He tabled as well a revised By-Law No. 2 noting the revisions made with regard to voting at the open portion of the meeting and the posting of agendas and minutes on the Website. Given that quorum was not present, approval of By-Law No. 2 was deferred to the March 25, 2015 meeting of the Board of Directors

Queens Quay Boulevard and Bayside Project Updates

Mark Wilson advised that as part of the review of capital projects currently being conducted by the Risk Oversight Committee, it was established that a quarterly report will be provided to the Board on those projects under review. David Kusturin tabled a report on the following projects and provided a brief overview thereof:

- Queens Quay Revitalization;
- Bayside Phase 1; and
- Bayside External Sanitary and Storm Sewer.

5. Cost Management Report

The Cost Management Report was tabled and received and David Kusturin responded to queries from the Board.

6. Enhanced Public Disclosure Practices

Andrew Hilton presented an update on the enhancements made to Waterfront Toronto's Website in our continued efforts in being open and transparent, highlighting the following:

- Posting materials in advance of Board meetings; and
- Project Status Updates including history (public consultations, procurements, approvals, etc.), schedule and budget.

Deputy Mayor Denzil Minnan-Wong then left the discussion.

7. Environmental Issues

No new environmental issues were reported.

8. Adjournment of the Public Session

There being no further business other than matters to be considered in-camera, **ON MOTION** made, seconded and carried, it was **RESOLVED** that in accordance with Section 190 of the City of Toronto Act, in-camera matters were now to be considered. At 9:30 a.m. the Chair indicated to members of the public present that it was now in order for them to depart and discussions were momentarily reconvened in-camera.

15 Minute Recess

**In Camera Session
9:50 a.m.**

1. CEO Report

John Campbell tabled reports and information on various confidential matters including:

- Operating Line of Credit;
- Port Lands Flood Protection Outreach;
- Private Lands – Ontario Municipal Board Appeals;
- West Don Lands; and
- East Bayfront.

Discussion ensued and Mr. Campbell responded to questions from the Board.

2. **Legal Issues**

Chad McCleave tabled a confidential report and provided a brief overview on the status of the item. Discussion ensued and he responded to questions from the Board.

3. **Deferred Items**

Given the lack of quorum, the Board Portal and Information Technology Security items were deferred to the March 25, 2015 Board of Directors meeting.

4. **Resumption of Public Session and Termination of Discussions**

The Directors present then resumed discussions in the public session and the discussion terminated at 10:10 a.m. local time.

Chairman

Secretary of the Discussion