

**MINUTES of the Quayside Committee Meeting of the  
Toronto Waterfront Revitalization Corporation  
20 Bay Street, Suite 1310, Toronto, Ontario  
Thursday, March 8, 2018 at 2:00 p.m.**

PRESENT: Susie Henderson, Co-Chair (by phone)  
Steve Diamond  
Mazyar Mortazavi, Co-Chair

The following additional persons were in attendance throughout the meeting or only for particular business items as noted: Helen Burstyn, Chair; Will Fleissig, President and Chief Executive Officer; Meg Davis, Chief Development Officer; Carol Webb, Manager, Project Communications; Erik Cunningham, Director Development; Jeff Ross, Development Specialist; Kathleen Niccols, Governance Consultant; Sameer Aktar, Senior Legal Counsel; Catherine Murray, Senior Legal Counsel; Michael Bernstein, Special Investment Advisor; Josh Sirefman, Head of Development, Sidewalk Labs; and Godyne Sibay, George Takach, and Bram Costin, all of whom are partners at McCarthy Tetrault.

The Co-Chair, Mazyar Mortazavi, acted as Chair of the meeting. The Chair called the meeting to order and, with the consent of Committee Members, appointed Kathleen Niccols to act as Secretary of the meeting.

The Chair 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 Steve Diamond, seconded by Susie Henderson 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 the meeting on February 15, 2018

**ON MOTION** duly made by Steve Diamond, seconded by Susie Henderson and carried, it was **RESOLVED** that the minutes be approved.

**4. Motion to go into Closed Session**

Item 5 on the agenda, Update on Plan Development Agreement (PDA) Negotiations and related matters, constitutes discussion of a position, plan, procedure, criteria or

instruction to be applied to negotiations carried on or to be carried on by or on behalf of the Corporation. Section 190(2)(k) of the City of Toronto Act (COTA) and s. 6.1.1(l) of By-Law No. 2 of the Corporation permits such discussion to be undertaken in a Closed Session.

In accordance with Section 190 of COTA and By-Law No. 2 of the Corporation, **ON MOTION** duly made by Steve Diamond and seconded by Susie Henderson and carried, the Committee **RESOLVED** to go into Closed Session. The Chair indicated that it was in order for members of the public to leave the meeting.

## **Closed Session**

### **5.a Update on PDA Negotiations**

Michael Bernstein provided an update on PDA negotiations, including a description of the negotiation activities, and summarizing progress made. Michael Bernstein and Meg Davis engaged with the Committee in a discussion of key aspects of the PDA that have been resolved and the matters that remain outstanding.

3:15 p.m. Members of McCarthy Tetrault departed the meeting.

### **5.b Master Innovation and Development Plan Scope**

The Master Innovation and Development Plan (MIDP) Scope is an Initial Plan Milestone to be included in the PDA. Josh Sirefman, Head of Development, Sidewalk Labs, joined the meeting for the discussion of this item and made a presentation to the Committee on the approach to developing, and proposed content of, the MIDP Scope. Following the presentation, Josh Sirefman and Committee members discussed the PDA and MIDP, the process and timelines, and other matters related to the Corporation's work with Sidewalk Labs.

4:00 p.m. Josh Sirefman departed the meeting.

Michael Bernstein gave a short presentation pertaining to options under consideration for the MIDP. The Committee asked questions regarding the options and then requested that management continue developing the options for future discussion of them by the Committee.

### **5.c MIDP Budget**

The Framework Agreement describes the parties' expectations regarding the MIDP Budget. Meg Davis provided an update on the status of the MIDP budget that is being developed, and the items it is expected to cover. Meg Davis informed the Committee regarding key considerations in developing the budget and next steps in the process.

## **6. 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 Steve Diamond and seconded by Susie Henderson and carried, at 4:45 p.m. the Committee **RESOLVED** to go into Open Session. The Chair indicated that it was now in order for members of the public to return to the meeting.

**Open Session**

**7. Motions Arising during the Closed Session**

There were no resolutions passed by the Committee relating to discussions in the Closed Session.

**Public session**

**8. Update on Project Matters**

Carol Webb presented an update on Public Engagement activities relating to Quayside, and she noted that public response reflects a very high level of interest and engagement.

Catherine Murray informed the Committee that McCarthy Tetrault was chosen following the recent Request for Proposals process for legal services. The key legal advisors from the firm will be Godyne Sibay, Bram Costin and Gord Willcocks, joining George Takach, who already is retained.

Meg Davis indicated that information regarding the public relations and government relations advisors for the Quayside project and the Digital Strategy Advisory Panel would be provided to the Committee at a subsequent meeting.

Meg Davis informed the Committee that the first of the Quayside Committee Update Memos for the Board was in the process of being reviewed and revised and would be available shortly.

**10. Termination of the Meeting**

There being no further business, **ON MOTION**, duly made by Steve Diamond, seconded by Susie Henderson and carried, it was **RESOLVED** that the meeting be terminated at 5 p.m. local time.

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Chair

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Secretary