

**MINUTES of the Open Session of the  
Finance Audit and Risk Management Committee Meeting of the  
Toronto Waterfront Revitalization Corporation  
Via Hybrid: In-Person and Microsoft Teams Teleconference  
Thursday, September 19, 2024 at 9:00 a.m.**

**PRESENT:** Kevin Sullivan (Chair)  
Michael Braithwaite  
Drew Fagan  
Laurie Payne

**REGRETS:** None

**ATTENDANCE: WATERFRONT TORONTO**

George Zegarac - Chief Executive Officer  
Ian Ness - General Counsel  
Lisa Taylor - Chief Financial Officer  
David Kusturin – Chief Project Officer  
Meg Davis - Chief Development Officer  
Chris Glaisek – Chief Planning and Design Officer  
Kevin Greene - Chief Operating Officer  
Joe Cressy – Chief of Staff  
Julius Gombos - SVP, Project Delivery  
Pina Mallozzi - SVP, Design  
Kristina Verner - SVP, Strategic Policy & Innovation  
Cameron MacKay - VP, Communications & Public Engagement  
Rose Desrochers - VP, Human Resources & Administration  
Ed Chalupka - Director, Government Relations  
Sampada Chandane - Director, Financial Management  
Alma Pjetra – Director, Procurement and Cost Management  
Mary Anne Santos - Director, Financial Planning  
Chris Shiers - Director, Information Technology  
Catherine Murray - Associate General Counsel  
Rina Patel - Accounting Manager  
Suraj Gupta - Senior Financial Analyst  
Ella Liu - Senior Analyst, Corporate and ESG Reporting  
Vicky Ma - Senior Analyst, Risk Management and Data Analytics  
Parmit Chhasiya - Program Reporting Analyst  
Charmaine Miller - Executive Assistant to the CEO & Board Administrator  
Kathleen Pollard - Board Administrative Assistant

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

- Vania Emerson, Anamika Srivastava, Stephanie Alessi, Jasmine Haghighi – Housing, Infrastructure and Communities Canada

- Cory MacDonald, Jonathon Vita. Courtney Childs, Jennifer Liu - Ontario Ministry of Infrastructure
- Jay Paleja - Waterfront Secretariat, City of Toronto
- Louis Castillo - BTY Consulting

Ian Ness acted as secretary of the meeting. The Chair welcomed everyone to the meeting of the Finance Audit and Risk Management (FARM) Committee (the “Committee”) of the Toronto Waterfront Revitalization Corporation (“Waterfront Toronto” or the “Corporation”).

With notice of the meeting having been sent to all members of the Committee in accordance with the Corporation’s By-laws and a quorum being present, the Chair called the meeting to order at 9:00 a.m. and declared the meeting was duly constituted for the transaction of business.

### 1. Land Acknowledgement

Kevin Sullivan acknowledged Indigenous Peoples’ presence and connections to lands under revitalization by Waterfront Toronto.

### 2. Meeting Agenda

**ON MOTION** duly made by Laurie Payne, seconded by Michael Braithwaite, and carried, it was **RESOLVED** that the Meeting Agenda be approved as presented.

### 3. Declaration of Conflicts of Interest

There were no conflicts declared.

### 4. Consent Agenda:

a) **Highlights of the Key Messages were taken as read.**

b) **Draft Minutes of Open Session June 6, 2024 FARM Committee Meeting**

**ON MOTION** duly made by Laurie Payne, seconded by Drew Fagan, and carried, it was **RESOLVED** that the Minutes of the June 6, 2024 FARM Committee meeting be approved as presented.

### Items 4c through 4f

#### **Q4 2023/24 Corporate & Project Reporting Dashboards**

Lisa Taylor, Chief Financial Officer, reported two orange (caution) areas on the FARM Committee macro dashboard this quarter (with the rest being green, including the Corporation’s 2024/25 corporate plan performance which is largely tracking to plan).

The two orange areas (enterprise risk management and capital projects – complete communities) were explained using Waterfront Toronto’s enterprise risk dashboard of top

10 risks (assessed by impact and likelihood before and after mitigation), which indicates two high residual risks (up one from last quarter), namely:

- Real estate risk due to current market uncertainty (new this quarter, previously covered under Quayside risk, now more broadly reflected under real estate risk); and
- Project delivery risk for WTs non-PLFP projects (largely Quayside) due to unprecedented escalation previously discussed at the last several FARM Committee meetings.

The CFO highlighted that management's mitigation plans for these and all 20 risks being tracked were included as a confidential attachment. Management answered questions of the Committee.

Highlights from the audit dashboard, June 30, 2024 quarter end financial statements, and major project dashboards were also provided to the Committee by management.

The remaining consent agenda item dashboards (namely liquidity, procurement, regulatory compliance, and ESG) were taken largely as read and there were no questions from the Committee.

## **5. Port Lands Flood Protection Update**

### **a) PLFP Project Update**

David Kusturin, Chief Project Officer, provided a visual progress report for the PLFP project and reported that while the next Construction Cost Forecast & Risk Update and Quantification is not due until next quarter (last quarter reported in May 2024 was 96.5%), interim results continue to be positive, with the forecast probability of completing the project on budget still exceeding 90%.

### **b) Report of the Independent Capital Monitor**

BTY Consulting LLP (BTY) presented their 24th report as Independent Capital Monitor for the PLFP project and noted that:

- The project remains on budget (\$1.354 million) comprising:
  - a) Port Lands Flood Protection: \$1,272.9M, and
  - b) Parks Finishes: \$81.1M
- The remaining contingency is \$27.38M (comprising \$24.76M for PLFP and \$2.62M for Park Finishes), which reflects approx. 10.53% of remaining budget.
- A schedule update was issued by EllisDon in June 2024 with a substantial completion date of January 27, 2025 (vs. January 16, 2025, reported last quarter) for flood protection, and project completion on June 30, 2025 (no change).

- Overall “green” risk level indicating low likelihood of risks impacting the project budget or schedule.
- No material scope changes have been made to the project this quarter.
- The risk management process implemented by WT continues to be robust and in line with industry best practices.
- BTY reports no concerns regarding the project as a whole.

## 6. Motion to go into Closed Session

In accordance with By-Law No. 2 of the Corporation and **ON MOTION** duly made by Michael Braithwaite, seconded by Drew Fagan and carried, the Committee **RESOLVED** to go into Closed Session to discuss items 7 through 12 and 16 of the agenda. The exception relied upon for the discussion for item 7 is provided in the minutes of the Open Session June 6, 2024 FARM Committee meeting under item 4(b) of this agenda, for item 8 is Section 6.1.1(a), for items 9, 10, 11 and 12 is Section 6.1.1(k) and for item 16 is Section 6.1.1 (l) of By-Law No. 2. The Committee will continue in Open Session at the end of the Closed Session to vote on any resolutions pertaining to the Closed Session.

## 7. Consent Agenda

**Draft Minutes of the Closed Session – June 6, 2024 Committee Meeting**

### 8. Cybersecurity Update

### 9. Fundraising Strategy Update

### 10. Business Case and Tri-Government Engagement – Next Phase of Waterfront Revitalization

### 11. Rolling Five Year Strategic Plan/ Annual Business Plan 2025/26 Update

### 12. PLFP SDMA Gardiner Ramp Structure Update

### 13. Motion to go into Open Session

**ON MOTION** duly made by Laurie Payne, seconded by Drew Fagan and carried, the committee **RESOLVED** to go into Open Session.

The meeting continued in Open Session.

## 14. Resolution(s) Arising from the Closed Session

**Item 7 Draft Minutes of the Closed Session – June 6, 2024 FARM Committee Meeting**

**ON MOTION** duly made by Laurie Payne, seconded by Drew Fagan and carried, it was **RESOLVED** that the Minutes of the Closed Session of the Finance, Audit and Risk Management Committee held on June 6, 2024 be approved as tabled.

**15. Termination of the Meeting**

There being no further business, **ON MOTION** duly made by Laurie Payne, seconded by Drew Fagan and carried, it was **RESOLVED** that the meeting be terminated at 10:31 a.m. local time.

**16. Directors Only Discussion**

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Committee Chair

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Secretary