



**Minutes of the Board of Directors
City of Toronto Economic Development Corporation
o/a Toronto Port Lands Company**

**Meeting
Tuesday, June 29, 2010**

The Board of Directors of the City of Toronto Economic Development Corporation operating as Toronto Port Lands Company (TPLC), met at 3:35 p.m. on Tuesday, June 29, 2010, Suite 200, 200 King Street West, Toronto.

*Member	June 29 3:35 p.m.
Mike Williams, Chair	X
Bruce Bowes, Vice Chair	X
Richard Butts, Director	X
Joe Farag, Director	X

* Members were present for part or all of the meeting.

Others

Michael Kraljevic President, TPLC
Don Logie Vice President, Development, TPLC
Jerry Prypasniak Corporate Secretary and General Counsel, TPLC
Yvonne Davies Recording Secretary, City Clerk's Office
Derek Ballantyne COO & Executive VP, Operations, Build Toronto Inc.

Mike Williams, Chair, called the meeting to order.

Declarations of Interest under the Municipal Conflict of Interest Act and the Ontario Business Corporations Act

None declared.

Confirmation of Minutes

On motion by Joe Farag, seconded by Bruce Bowes, the Board confirmed the Minutes of the meeting held on April 14, 2010.

The President and Chief Executive Officer provided a verbal report on the activities of the Toronto Port Lands Company (TPLC) since the last meeting on April 14, 2010.

The Directions Report for the Lower Don Lands Official Plan Amendment and Keating Channel Precinct West Zoning By-law has been considered by the Toronto and East York Community Council and submitted, with a recommendation for approval, to City Council for its meeting on July 6, 2010.

TPLC has entered into a 6 month licence agreement with Waterfront Toronto for an interim remediation facility on Unwin Avenue. WT will pay a nominal fee. A pilot project is being conducted remediating soil brought in from the West Don Lands.

The employment study is in progress. The consultant has met with stakeholders.

Her Majesty the Queen will be visiting Pinewood Studios and the area along Commissioners Street will be cleaned up for the royal drive-by. Deputy City Manager Richard Butts offered assistance with the clean up.

On motion by Richard Butts, seconded by Joe Farag, the Board received the update for information.

20100629-2 Area Wide Initiative Monitoring Program – Amendment of Purchase Order

The Board considered a report (May 3, 2010) from the President and Chief Executive Officer and the Manager, Urban Environmental Services, seeking authorization to amend the Purchase Order to Stantec Consulting Limited for the Area Wide Initiative monitoring program to carry out additional work to complete the recommendations outlined in the 2009 Annual Report.

On motion by Joe Farag, seconded by Bruce Bowes, the Board adopted the staff recommendation in the report and authorized TPLC Management to amend the Purchase Order (T363) to Stantec Consulting Limited for the Area Wide Initiative monitoring program in the amount of \$47,860.00.

**20100629-3 Update to Environmental Roster 2010-005
Professional Environmental Engineering Service**

The Board considered a report (June 15, 2010) from the President and Chief Executive Officer and the Manager, Urban Environmental Services, advising of the results of the Request for Proposal issued for the professional services

necessary for Environmental Engineering for various locations throughout the City for Toronto Port Lands Company (TPLC) and Build Toronto (BT) for the period May 15, 2010 through May 14, 2011, with an option to renew for two additional one-year periods under the same terms and conditions and seeking authority to award contracts to the recommended bidders.

On motion by Richard Butts, seconded by Joe Farag, the Board amended the staff recommendation in the report and, in so doing, authorized management to amend the Environmental Roster 2010-005 to include the following consultants who scored the highest on the evaluation for the professional environmental engineering services:

**Amec Earth and Environmental;
AECOM Canada Ltd;
SNC-Lavalin Inc.;
Santec Consulting Ltd.;
Terrapex Environmental for TPLC Environmental Ltd.;
Conestoga-Rovers and Associates;
Coffey Geotechnics Inc.;**

for the period May 15, 2010 through May 14, 2013.

20100629-4 Toronto Port Lands Company – Draft Business Plan 2010-2015

The Board considered a draft business plan for the TPLC for 2010 through 2015. The President and Chief Executive Officer advised that the document was for information and input only at this point. Financial information is still being prepared in consultation with the auditors and will be provided to the Members as soon as possible. Members were requested to give their feedback to the President within a week of receiving the financials.

On motion by Richard Butts, seconded by Bruce Bowes, the Board received the draft business plan for information.

Recess

On motion by Bruce Bowes, seconded by Joe Farag, the Board recessed at 4:20 p.m. to meet in-camera to discuss the following matters:

20100629-5 Litigation Matters
(Litigation or potential litigation)

**20100629-6 Property Management Agreement with
Morguard Investments Ltd. (“Morguard”) for Corus
Building – 25 Dockside Drive, Toronto**
(Security of the Corporation)

20100629-7 Update on Corus Quay Project
(Security of the Corporation)

20100629-5 Litigation Matters

The Board considered the following confidential reports from the Corporate Secretary and General Counsel:

- a. (June 14, 2010) reporting on new litigation matters matters being:
 - (i) Jiri Jancarek v. Rider Training Institute, City of Toronto Economic Development Corporation and Castan Waterfront Development Inc.; and
 - (ii) Estate of Mason MacPhail v. TPLC et al.
- b. (June 14, 2010) providing an update on recent developments in various litigation matters being:
 - (i) David Ritchie;
 - (ii) Gregory Bruce Daprato; and
 - (iii) Graeme Gossage.
- c. (June 14, 2010) providing an update on Toronto Waterfront Revitalization Corporation v. 1337194 Ontario Inc. And Quantex Technologies Inc. – counterclaimed by 1337194 Ontario Inc. And Quantex Technologies Inc. V. Toronto Waterfront Revitalization Corporation, City of Toronto Economic Development Corporation and Build Toronto Holdings One Inc.

On motion by Bruce Bowes, seconded by Richard Butts, the Board received the reports for information.

**20100629-6 Property Management Agreement with Morguard Investments Ltd.
 (“Morguard”) for Corus Building – 25 Dockside Drive, Toronto**

The Board considered a confidential report (June 14, 2010) from the President and Chief Executive Officer and the Corporate Secretary and General Counsel, submitting a draft form of the Property Management Agreement (“PMA”) that TPLC and Morguard have settled and advising that the City as Lender has already approved the terms of the draft PMA and is satisfied that it is a commercially

reasonable agreement, and recommending that the Board authorize the TPLC management to execute the PMA.

On motion by Richard Butts, seconded by Bruce Bowes, the Board:

1. **Authorized any two officers of the TPLC to execute the PMA with Morguard for the Corus Building on the general terms and conditions set out in the report (June 14, 2010) from the President and Chief Executive Officer and Corporate Secretary and General Counsel, with such minor amendments as may be reasonably required by TPLC management.**

20100629-7 Update on Corus Quay Project

The Board considered confidential charts:

- a. (June 22, 2010) providing an update on the status of the Corus Quay Project; and
- b. (June 23, 2010) presenting the Corus Development budget and total project cost as of June 15, 2010.

On motion by Joe Farag, seconded by Richard Butts, the Board received the reports for information.

Resume The Board resumed in public session at 5:45 p.m. to report on certain actions taken at its in-camera session.

Adjournment The meeting adjourned at 5:55 p.m.



Chair



President and Chief Executive Officer