

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

**Meeting No. 3
June 24, 2016**

The Board of Directors of City of Toronto Economic Development Corporation operating as Toronto Port Lands Company (TPLC), met at 9:30 a.m. on Friday, June 24, 2016, at Citigroup Place, 123 Front Street West, Suite 1610, Main Boardroom, Toronto

*Member	June 24, 2016 9:30 a.m.
Mike Williams, Chair	X
Josie Scioli	Via Teleconference
John Livey, Director	X
Joe Farag, Director	Via Teleconference

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

TPLC

Michael Kraljevic President & CEO
Jerry Prypasniak Corporate Secretary and General Counsel
Winston Young Chief Financial Officer
Judith Nichols Law Clerk/Recording Secretary

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.

20160624-M Confirmation of Minutes

On motion by Josie Scioli seconded by Joe Farag, the Board confirmed the minutes of the previous Toronto Port Lands Company Board meeting held on April 8, 2016.

20160408-V President & CEO's Verbal Report

The President & CEO gave a verbal update on the following:

Financial Highlights

May 2016:

After five months of operations, TPLC is tracking well against its budget.

Revenue:

Rental revenue is tracking as per budget with a small favourable variance against the budget due to a one-time gain in revenue.

Expenses:

Expenses are tracking as planned with no unusual items for the five-month period.

Cash:

Cash reserves at the end of May are as expected.

Consolidated City Wide Real Estate

TPLC staff has been briefed on the Consolidated City Wide Real Estate progress.

Meetings/Initiatives

TPLC received inquiries from various media companies to relocate in the Port Lands for approximately 1,200-20,000 sq. ft. of space. This will enhance the film media sphere in the Port Lands if it comes to fruition.

On motion by Joe Farag, seconded by Josie Scioli, the Board received this verbal report for information purposes.

20160624-1 TPLC 2016 Q1 Financial Update

The Board reviewed a report (June 17, 2016) from Winston Young, Chief Financial Officer and Ashutosh Sanghvi, Controller & Director of Procurement with confidential attachments of the Unaudited Financial Statements for the Three Months ended March 31, 2016 and Variance Report for the Three Months ended March 31, 2016 (with Budget Reforecast for fiscal 2016)

Winston Young gave a brief presentation of the Q1 Financial and answered various queries from the Board

On motion by John Livey, seconded by Joe Farag, the Board received this report for information purposes and requested TPLC Management to submit an update on TPLC's Dividend Policy at the next board meeting.

20160624-2 Invest Toronto Inc. Q3 2016 Grant Request

The Board considered a report (June 17, 2016) from Winston Young, Chief Financial Officer recommending that the TPLC Board authorize TPLC Management to enter into a grant agreement with Invest Toronto Inc. ("Invest") in the amount of \$675,000 covering the period from July 1, 2016 to Sept 30, 2016

On motion by Joe Farag, seconded by John Livey, the Board authorized funding of \$675,000 on the terms set out in the report for the period from July 1, 2016 to September 30, 2016 subject to any City Council's

directions or decisions with TPLC to attempt to recoup TPLC's staff costs and these grants from Invest or its successor agency.

20160624-3 Filing of Resolutions in TPLC Minute Book

- A1 Board's authorization for the awarding of the Parking Lot Resurfacing Contract (RFP 2016-011) to Elia Asphalt Ltd., the lowest qualified bidder;*
- A2 Board's authorization for the awarding of the Roof Replacement at 242 Cherry Street Contract (RFP #2016-002) to Protec Roofing, the lowest qualified bidder*

The Board considered a report (June 1, 2016) Report from Michael Kraljevic, President & CEO, Winston Young, Chief Financial, and Jerry Prypasniak, Corp. Sec. & General Counsel, recommending that the **Resolutions as described in A1 and A2 as noted above** be filed in TPLC minute book in accordance with TPLC's by-law requirements

On motion by Josie Scioli, seconded by John Livey, the Board directed that the Resolutions be recorded in TPLC's minute book as required by By-Law 1.

20160624-4 New Policy on Climate Change Risk Management

The Board considered a report (June 20, 2016) from Michael Kraljevic, President & CEO, Winston Young, Chief Financial Officer, Marian Brennan, Director, Human Resources & Administrative Services recommending that the Board approve and authorize TPLC management adoption of the Climate Change Risk Management Policy as described in the report

On motion by John Livey seconded by Josie Scioli, the Board approved and authorized TPLC Management to adopt the Climate Change Risk Management Policy as described in the report.

20160624-5 TPLC existing Corporate Policies

The Board considered a report (June 14, 2016) from Michael Kraljevic, President & CEO, Winston Young, Chief Financial Officer, Marian Brennan, Director, Human Resources & Administrative Services recommending that the Board ratify, approve and confirm TPLC's management present forms of various Corporate Policies attached as **A1 – A18 inclusive** to the report

On motion by Joe Farag, seconded by John Livey, the The Board deferred this matter for consideration and requested TPLC Management to:

- (i) resubmit these Policies to the Board with reference to, if any, substantive variations compared to City's policies and to be in conformed thereto;**
- (ii) amend the "Expense Policy" (A8 to the report) that CEOs may not 'fly' business class; and**

(iv) Vacation Policy (A17) entitlement from 7 weeks to 6 weeks after 25+ years of service.

Recess

On motion by Josie Scioli, seconded by Joe Farag, the Board recessed at 10:10 a.m. to meet in-camera to discuss the following matters:

- M. [ACTION]**
Approval of the In-Camera Minutes of the Board Meeting of April 8, 2016
**(Confidential – Security of the Corporation's Property)*
- 1. [ACTION]**
TPLC Office Lease
**(Confidential – Security of the Corporation's Property)*
- 2. [ACTION]**
A Towing Service Ltd. Licence - 105 Villiers Street, Toronto
**(Confidential – Security of the Corporation's Property)*
- 3. [ACTION]**
Proposed sale of portion of 20.6 acres of lands – 260 8th Street, Toronto
**(Confidential – Security of the Corporation's Property)*
- 4. [ACTION]**
The Canada Salt Ltd. Leases - 236R, 240 and 320 Unwin Avenue, Toronto
**(Confidential – Security of the Corporation's Property)*
- 5. [ACTION]**
Telesat Canada Lease – 6 Leslie Street, Toronto
**(Confidential – Security of the Corporation's Property)*
- 6. [INFORMATION]**
Disposition of Surplus Rail Spurs located north of Queens Quay, between Freeland and Jarvis
**(Confidential – Security of the Corporation's Property)*
- 7. New/Other Business, if any.**

Confirmation of Minutes

On motion by Josie Scioli seconded by Joe Farag, the Board confirmed the minutes of the previous Toronto Port Lands Company Board meeting held on April 8, 2016.

20160624-6 TPLC Office Lease

The Board considered a confidential report (May 19, 2016) Michael Kraljevic, President & Chief Executive Officer and Winston Young, Chief Financial Officer requesting authorization of a Lease Extension on the terms and conditions as set out in the report

On motion by John Livey, seconded by Joe Farag, the Board moved to delegate approval of the term of the Lease Extension for further discussion between Josie Scioli and Michael Kraljevic as the outstanding issue to be resolved for the final approval of the Lease Extension.

20160624-7 A Towing Service Ltd. Licence - 105 Villiers Street, Toronto

The Board considered a confidential report (June 14, 2016) from Nik Chatterjee, Director of Property Management requesting authorization of a License for three years with the Tenant on the terms and conditions as set out in the report

On motion by Josie Scioli, seconded by Joe Farag, the Board approved the Licence based on the terms as set out in the report.

20160624-8 Proposed sale of portion of 20.6 acres of lands – 260 8th Street, Toronto

The Board received a confidential report (May 9, 2016) from Michael Kraljevic, President & CEO, Jerry Prypasniak, Corporate Secretary & General Counsel and Winston Young, Chief Financial Officer requesting that the Board (i) ratify, approve and authorize the terms of the Agreement of Purchase & Sale as recommended by the Real Estate Investment & Development Committee of the Board of Directors of Build Toronto Inc.; (ii) the concerns and qualifications set out in the conclusion of the report; and (iii) the net proceeds to TPLC from the transaction completed pursuant to the Agreement of Purchase and Sale at least in the amount shown in the financial analysis attached to the report

On motion by John Livey, seconded by Joe Farag, the Board ratified, approved and authorized the terms of the Agreement of Purchase & Sale based on the terms as set out in the report.

20160624-9 The Canada Salt Ltd. Leases - 236R, 240 and 320 Unwin Avenue, Toronto

The Board considered a confidential report (June 14, 2016) from Nik Chatterjee, Director of Property Management recommending that the Board of TPLC approve the report and authorize finalization of a Lease Extension and Amending Agreement for five (5) years with a five (5) year option to extend with Canada Salt pursuant to the general terms and conditions contained in the report

On motion by Josie Scioli, seconded by John Livey, the Board approved the Lease Extension and Amending Agreement based on the terms as set out in the report.

20160624-10 Telesat Canada Lease extension, 6 Leslies Street, Toronto

The Board considered a confidential report (June 14, 2016) from Nik Chatterjee, Director of Property Management recommending that the Board of TPLC approve the report and authorize the finalization of a five (5) year Lease extension with Telesat Canada pursuant to the general terms and conditions contained in the report

On motion by Joe Farag, seconded by Josie Scioli, the Board approved the Lease based on the terms as set out in the report with the wording “The termination can only be exercised after the fourth year of the extension term” be deleted in the report.

20160624-11 Disposition of Surplus Rail Spurs located north of Queens Quay, between Freeland and Jarvis

The Board received a confidential report for information purposes (June 9, 2016) from Michael Kraljevic, President & Chief Executive Officer, Jerry Prypasniak, Corporate Secretary & General Counsel and Winston Young, Chief Financial Officer on the sale of the Surplus Rail Spurs located north of Queens Quay

On motion by Josie Scioli, seconded by John Livey, the Board received this report for information purposes.


20160624-12 New/Other Business

None.

The Board resumed in public session at 10:50 a.m. to report on the actions taken at the in-camera session.

Adjournment

The meeting adjourned at 10:45 a.m.



Chair