

MEETING NOTICE

Regular Meeting

Tuesday April 17, 2018

6:00 pm, Location: Aird & Berlis LLP, Brookfield Place, 181 Bay Street,
Suite 1800

To: Members of the Toronto Lands Corporation

Board Members: David Crombie (Chair), Alexander Brown, Jerry Chadwick,
Michael Fenn, Jennifer Quinn, Gerri Gershon, Avtar Minhas, Brenda Patterson,
Sheerin Sheikh and Steven Zakem

AGENDA

1. Call to Order
2. Approval of Agenda
3. Declarations of Possible Conflict of Interest
4. Approval of Minutes Page 1
 - February 20, 2018 Swim Toronto
 - February 20, 2018 Board Meeting
5. Management Report to Board, April 2018 Page 6
(Rpt. #2018-04-640)
6. TLC's Expanded Mandate Page 8
(Rpt. #2018-04-641)
7. Resolution into Committee of the Whole, In-Camera
8. Committee of the Whole rises and reports and reconvenes in
Public
9. New Business

10. Adjournment

G03 (2018 Board meetings/17 April 2018/public)lp.8000
Updated: April 12, 2018

Swim Toronto Meeting Report No. 11

February 20, 2018

A regular meeting convened at 4:30 pm., Tuesday, February 20, 2018, at the office of Aird & Berlis, 181 Bay Street, with Brenda Patterson presiding as Chair.

The following members were in attendance: Jerry Chadwick and Chris Moise

In attendance from TDSB:

1. Call to Order

The meeting was called to order by Brenda Patterson, Chair, presiding.

2. Approval of the Agenda

J. Chadwick requested an update on the six (6) pools removed from the City-TDSB Pools Lease Agreement be provided to the Committee and be added as an additional agenda item in the public portion of the meeting.

C. Moise seconded by J. Chadwick moved:

That the agenda be approved as amended.

The motion was carried.

3. Declarations of Possible Conflict of Interest

There were no declarations of possible conflict of interest.

4. New Business

None noted.

5. Update on Six School Pools Removed from the City-TDSB Agreement

It was noted that the City of Toronto removed three pools from the City-TDSB lease agreement in 2015 and another three in 2016-17. In fall 2017, on the decision of Toronto City Council, one pool (Duke of Connaught) was reinstated in the two-year pool extension agreement and subsequently in February 2018, an additional pool York Memorial, will also be reinstated for City programming as of April 1, 2018. To date, the

City has provided confirmation that the community based aquatic groups permitting York Memorial put in place by TLC, will retain their permits under the City until their aquatic programming has concluded.

With respect to permits put in place at the other pools released from the Pool Agreement, the following was noted:

Don Mills – approximately 95 percent permitted.

Bendale - The school is being replaced, however the pool has a license agreement on the pool for a 2-year period.

Sir Wilfred Laurier – currently permitted regularly to two groups while a number of others have expressed interest. A large non-profit organization, Scarborough Swim Club has a strong interest in running program from the pool if the Principal would be supportive and allow the group to access the facility earlier. Further follow-up with the school has occurred and there is support for increased pool use.

Brown – It was noted the pool is struggling with after school community use. Although various after school programs are using the facility, the pool temperature is limiting interest in pool use.

6. Adjournment

J. Chadwick seconded by C. Moise moved that the Committee of the Whole rise and report and convene into the in-camera portion of the meeting. At 4:40 p.m. the meeting moved into the in-camera session.

Board Meeting Report No. 50

February 20, 2018

A regular meeting convened at 6:00 pm., Tuesday, February 20, 2018 at the office of Aird & Berlis, 181 Bay Street with David Crombie, Chair of the Board presiding.

The following members were present: J. Chadwick, M. Fenn, G. Gershon, J. Quinn, B. Patterson, S. Sheikh, S. Zakem

Regrets from: A. Brown and A. Minhas

The following from TDSB were in attendance: Carlene Jackson, Associate Director, Finance and Operations

1. Call to Order

The meeting was called to order by David Crombie, Chair of the Board.

2. Approval of the Agenda

The agenda was approved as distributed.

3. Declarations of Possible Conflict of Interest

None noted.

4. Approval of the Minutes

- **November 28, 2017**
- **December 12, 2017**

B. Patterson seconded by J. Chadwick moved that the Minutes of November 28th 2017 and December 12, 2017 be approved.

5. Report No. 20 from the Finance Committee

S. Sheikh moved by B. Patterson moved that Report No. 20 from the Finance Committee be approved.

6. Report No. 15 From the Audit Committee

S. Sheikh seconded by J. Quinn moved that Report No. 15 from the Audit Committee be approved.

7. CEO Report, February 2018

D. Sage provided the following highlights of the report:

Baycrest

TLC is currently negotiating an agreement of purchase and sale which includes a market value date of November 2018. TDSB's construction project timeline anticipates that Baycrest will be vacated January 2019 with students being relocated to a renovated Sir Sandford Fleming.

Bloor-Dufferin

TLC is continuing to monitor the progress on the site, the City and the developer continue to work through the planning process, timelines remain on schedule.

Nelson A Boylen

Although TLC has negotiated a purchase and sale agreement with the TCDSB, the TCDSB has elected for binding arbitration. The professional arbitration teams have been established; however a date for the proceedings has not yet been confirmed.

Davisville

TLC is continuing to negotiate a shared-use agreement with the City of Toronto whereby there will be a new school on the site and the City is proposing to build an aquatic centre based on the equitable exchange of value that will form the basis of a 49 year land lease. The City has also identified a grant of \$6.8M towards the new school construction, increased gym size and underground parking providing there is a mutually agreed upon Shared Use Agreement for the gym. Once negotiated, the Agreement must be approved by City Council in order for funding to be released.

Silver Creek and McNicoll

TLC is continuing to work with Infrastructure Ontario (IO) for the exchange of the two TDSB properties Silvercreek and McNicoll for the IO property known as Block 9. TLC has identified that there will be a price differential in the favour of TDSB.

A Director noted that in negotiating an agreement for a land exchange, the TLC should complete due diligence on the site, as there are significant restrictions on the lands and TDSB needs to be aware of the current and future valuation of the site.

Sir Robert Borden

Following the direction of the TDSB to form a Committee consisting of TLC, TDSB, City and the Province, the Committee is assessing the site for the potential of

accommodating a community hub. TLC engaged, Public Interest, a community focused strategy and communications organization who developed a framework report on community needs and services in preparation for a public meeting taking place on February 21, 2018. TLC anticipates that the information gathered from attendees input will form a part of a Request for Offers (RFO) going forward to the open market by June. This information will assist potential purchasers in understanding (1) the needs of the community and (2) what may be needed to support a community hub. TLC will also ensure that TDSB is kept financially whole.

Discussion ensued with respect to the indigenous population in this area and whether they have been involved in the process beyond Public Interest reach. It was noted that the TDSB through its Aboriginal Advisory Community, has initiated contact of local and central indigenous communities to ensure their involvement.

M. Fenn seconded by S. Zakem moved that the Management Report to the Board, February 2018, be received for information and be forwarded to the TDSB Board at its March meeting for information.

The motion was carried.

8. Resolution into Committee of the Whole

On a motion by G. Gershon seconded by S. Sheikh, at 6:35 p.m. the meeting moved into the in-camera portion of the meeting.

9. Committee of the Whole Rises and Reports and Reconvenes in Public

10. Adjournment

S. Zakem seconded M. Fenn, the meeting adjourned at 7:40 p.m.

**TORONTO LANDS CORPORATION
Management Report to the Board, April 2018**

TO Chair and Members of the Toronto Lands Corporation 17 April 2018

RECOMMENDATION **IT IS RECOMMENDED** that the *Management Report to the Board, April 2018*, be received and forwarded to the TDSB Board for information.

RATIONALE **Background**

This report provides an update with regard to key projects in progress within the TLC portfolio as directed by TDSB.

**IMPLEMENTATION
AND REVIEW**

Key Properties Activity Update:

Greenwood Secondary School

The parties finalized the lease agreement with Conseil Scolaire Via monde (CSV) with a start date of April 1, 2018. The lease term is 4 years and 3 months. We have now been advised that TDSB Planning will be bringing forward a proposal to declare the property surplus for sale in order for CSV to acquire, subject to standard public consultation an Ontario Regulation 444/98 protocol.

Lawrence-Midland Lands:

1555 Midland Avenue & 2740 Lawrence Avenue East

TLC has engaged the services of Colliers Realty for the Broker of record for these properties. The property is now listed on the open market and submission deadline for offers is May 30, 2018. The prior circulation under Regulation 444/98 expires February 15, 2019. We have been advised by legal counsel that as long as the property is under conditional contract before that date, recirculation is not required. Closing of any potential transaction will not proceed before demolition of the existing Bendale Technical Institution school which is anticipated by November, 2019.

**Nelson A. Boylen – 155 Falstaff Avenue
Buttonwood Hill- 100 Allanhurst Drive**

TLC continues to negotiate the purchase price in order to complete the transaction as all other terms and conditions have been agreed on. However, the TCDSB has opted for binding arbitration and as such, both counsels have met with the appointed Arbitrator and have agreed to schedule dates in December to commence the process

should the parties not reached a settlement.

New Davisville Public Elementary School

TLC has been negotiating the shared-use agreement and has now reached an agreement in principle. TLC has instructed counsel to draft a formal agreement which will be presented to the City for review and consideration by all parties. Pending approval of the shared use agreement, TLC will also be developing a land lease that will permit the construction of a City owned and operated aquatic centre.

Sir Robert Borden – 200 Poplar Road

TLC continues to complete due diligence activities to prepare the property for a market offering by the end of May, 2018. In accordance with the Shareholder’s Direction, TLC has engaged brokerage services through CBRE for this project.

As previously advised, a stakeholder meeting was held on February 21, 2018, sponsored by the Province, to further consider community hub interests and potential funding partners. TLC awaits the results of the consultation process to determine if partners are available for a capital contribution to a new community hub facility which would be integrated into a redevelopment scheme. To facilitate and advance the community hub concept, identified community partners and all community consultation reports will be provided to potential bidders in the Request for Offers packages. Should there be capital contributor participants, the RFO will enable a due diligence period for the partner(s) to finalize negotiations with a bidder that would result in community benefit, subject to City Planning approvals.

As a further project update, last October 2017 TLC made application to the Province seeking offsetting operational funding given the extended period that the Province was requesting in order to further evaluate their interest in the Borden site. Through an executed agreement with the Province, approximately \$250K for eight months is being paid to TDSB.

FROM

Daryl Sage, Executive Officer, Toronto Lands Corporation, at dsage.tlc@tdsb.on.ca or at 416-393-0575.

ROUTING

TLC Board

17 April 2018

TORONTO LANDS CORPORATION
TLC's New Mandate

TO Chair and Members of the Toronto Lands Corporation 17 April 2018

RECOMMENDATION **IT IS RECOMMENDED THAT** the report be received for information.

RATIONALE **Background**

TLC staff last reported to the Board that following parallel reviews of the PwC report on its review of TLC, both TDSB and TLC staff were working together to form recommendations that would be presented by TDSB staff to the TDSB's Planning and Priorities Committee (P&P) on February 28, 2018 and subsequently to the TDSB Board meeting on March 21st, 2018. As a result, at its March meeting, trustees endorsed the good work of TLC and the continuation of the corporation as a separate agency of TDSB. TDSB also made a decision to broaden TLC's mandate to include Board wide responsibility for all matters involving real-estate, land use planning, leasing, partnerships, community hubs and re-development projects. With approximately 600 sites in TDSB's inventory, TLC will now manage one of the largest public asset portfolios located in Canada's most dynamic and development impacted cities.

IMPLEMENTATION AND REVIEW TLC and TDSB staff have assembled a transition team and are currently undertaking a resource mapping exercise to identify cross organizational strengths, roles and responsibilities and staffing supports. With a concerted effort, full implementation of TLC's broaden mandate will be operational by September 1, 2018 fiscal year end.

In collaboration with the Associate Director of Operations and Service Excellence, TDSB and General Counsel, TDSB, TLC's Senior Management Team will represent the first step in restructuring functions with assigned responsibility. Specifically, TDSB will be transferring two legal positions to TLC, *Senior Legal Counsel, Municipal Land Use Planning* and *Legal Counsel – Capital*, that will support key responsibilities relating to duties of General Counsel, Land Use Planning, Real-Estate and Leasing. Both legal staff are well versed and experienced in the related areas and will have significant impact on managing reliance on external services.

To compliment the legal team, three (3) Senior Managers will

oversee all aspects of real-estate, leasing and partnerships and land use planning. Specifically, the current roles of Manager, Real Estate and Property Portfolio Manager, Leasing and Sales will be restructured to absorb the added system wide responsibilities. Lastly, there will also be a need for a third senior manager in land use planning. Attached as *Appendix A* is a Structural Framework identifying key areas of responsibility.

Appointing a TLC senior team that is knowledgeable and experienced, will allow many of the immediate operational matters to be coordinated and addressed. It will then be incumbent on each senior TLC manager to participate in building the resource team that is necessary to become fully operational, cross functional and with a focus on succession planning. A more detailed implementation resource management plan and budget will be developed and will form a part of the June TLC Board meeting.

It is also anticipated staff will present the following at the June Board meeting:

- Proposed amendments to the Shareholder's Direction
- Proposed amendments to the Service Agreement
- Key Policy considerations

APPENDIX TLC Structural Framework: Appendix A

FROM Daryl Sage, Executive Officer, Toronto Lands Corporation, at dsage.tlc@tdsb.on.ca or at 416-393-0575.

ROUTING TLC Board 17 April 2018

TORONTO LANDS CORPORATION
Structural Framework

TLC Board of Directors

Office of the Executive Officer

- Corporate Governance & Operations
- Corporate Communications
- Corporate and Operational Policies

General Counsel & Legal Services

- Provide proactive and strategic legal advice, opinions and services to the TLC Board
- Provide ongoing support to the TLC team with respect to all real estate matters including, municipal/land use planning, partnerships, all real estate agreements and all other contractual and legal matters
- Responsible for the compliance of internal governance policies and any applicable government regulations, i.e., FOI, FINTRAC, ON Education Act, Regulations, ON Business Corporation Act, etc.
- Prepare applications, submissions and representation at OMB, LPAT, Tribunals, Appeals, Arbitration, Mediation and Committee of Adjustment and any litigation on behalf of TLC.
- Oversee the provision of legal advice and services from external legal counsel.
- Shareholder Direction and Service Agreement.

Real Estate

Leasing & Partnerships

Land Use Planning

- Negotiation of all real estate dispositions and acquisitions which includes:
 - easements (surface-sub-surface), partial-takings, severance and exchanges, Expropriations, permission to enter and all other property interest agreements
- Real estate activity related to property Title, survey, environmental, geotechnical, planning, archeology and arborist studies
- Appraisals, various valuation and feasibility studies
- Attendance and preparation with legal counsel for arbitration, mediation and/or tribunal hearings.
- Community Hubs.
- Redevelopment Projects, including mixed-use facilities
- Shared-use Agreements.
- Agreements (shared-use) with City of Toronto for funding playground/interior improvements to TDSB property from Planning Funding.
- Provincial Regulation 444/98 for property circulation and disposition.
- Policy and process review of all real estate activities.
- Asset management of all TDSB real estate holdings.

- Negotiation of all lease and license agreements impacting TDSB property, (land and buildings)
- Lease activity related to property Title, survey, environmental, geotechnical, planning, archeology and arborist studies
- Market rent appraisals, feasibility studies
- Attendance and preparation with legal counsel for arbitration, mediation and/or tribunal hearings
- Provincial Regulation 444/98 for circulation for lease
- Policy and process review of all real estate activities related to leasing
- Management of leased surplus space and property and Tenant relations
- Responsible for all Planning & Partnership Agreements in response to TDSB Policy and procedures including reviewing and assessing potential tenants, space and *finalizing* agreements
- Liaison for active leases with TDSB staff and third party providing conflict resolution
- Negotiation and management of Master Leases with third parties, i.e.. City of Toronto Child care leases, shared use and pools
- Major external infrastructure leasing projects, i.e. professional fields, and domes.
- Co-ordinate with TDSB facilities with regards to tenant request for capital improvements, upgrades or renovations.

- Provide planning analysis, advice, strategic direction and develop new opportunities for consideration on TDSB property.
- Provide expert opinion on Planning applications as it may impact on TDSB property and offer planning solutions.
- Review and respond to all City of Toronto planning applications to determine impact on TDSB property and propose and facilitate solutions to mitigate impact.
- Attendance and preparation with legal counsel for any OMB, LPAT, Tribunal, Committee of Adjustment, Arbitration, Mediation Hearings.
- Review all legislation and potential policies related to planning issues to determine effect on TDSB.
- Consider planning policies and internal process for delivery of coordinated and effective planning at TLC. I.e, development charges, research projects.
- Proposals to consider schools in mixed use facilities and/or development of joint facilities.
- Develop standards and protocols.
- Manage and respond to zoning & OP amendments.
- Advancing TDSB interests, rights, and obligations under the Municipal Planning and Education Act.