

**TORONTO LANDS CORPORATION
60 ST. CLAIR AVENUE EAST
TORONTO, ONTARIO**

**MINUTES OF THE BOARD OF DIRECTORS MEETING
HELD AT AIRD & BERLIS LLP
181 BAY STREET, SUITE 1800
TORONTO, ONTARIO**

NOVEMBER 12, 2019, 6:00 P.M.

BOARD MEMBERS:

David Crombie	Chair
Steven Zakem	Vice-Chair
Alexander Brown	Director
Michael Fenn	Director
Dan McClean	Director (via teleconference)
Brenda Patterson	Director
Sheerin Sheikh	Director
Jennifer Story	Director

TLC STAFF:

Daryl Sage	Chief Executive Officer
Anita Cook	Senior Manager, Real Estate
Michael Tenenbaum	Senior Manager, Leasing and Partnerships
Bianca Bielski	Senior Manager, Land Use Planning
Robert Thompson	Manager, Corporate Communications
Denise McGroddy	Administrative Support
Tina Kraljevic	Administrative Liaison, Corporate Services/Land Use Planning

ABSENT:

Chris Moise	Director
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GUESTS:

Nancy Stewart	Recording Secretary, Minutes Solutions
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1. CALL TO ORDER

There being a quorum present, and the Directors having been given adequate and proper notice of the meeting, the meeting was called to order at 6:14 p.m.

2. **APPROVAL OF AGENDA**

The Chair proposed that “Scheduling” be added to the agenda under “Item 11, New Business.”

On a motion duly made, it was resolved to approve the agenda, as amended. Motion carried.

3. **DECLARATION OF POSSIBLE CONFLICTS OF INTEREST**

No conflicts of interest were declared.

4. **APPROVAL OF MINUTES**

On a motion duly made, it was resolved to approve the minutes from the board meeting held on September 26, 2019, as presented. Motion carried.

On a motion duly made, it was resolved to approve the minutes from the Nominating and Governance Committee meeting held on October 29, 2019, as presented. Motion carried.

5. **MANAGEMENT REPORT TO THE BOARD**

Items that required elaboration during the meeting are summarized below.

Quarterly Management Report: It was noted that the Management Report is a quarterly communication to provide the directors of the Toronto District School Board (TDSB) and the Toronto Land Corporation (TLC) with the status of TLC’s progress on key initiatives. Of the fifteen reports presented at the previous TLC meeting, nine were requests for approval. All nine reports were subsequently approved by the TDSB.

Online Information Reports: Management advised that all new information reports will be posted on the TLC website. The TDSB Director of Education will be provided with a brief on each report so that the information, along with a direct link to the TLC website, can be included in the Director’s weekly Trustee newsletter.

Child-Care Leases: The Board is interested in developing a better understanding of the communities that have before- and after-school programs provided by third-party operators with TDSB lease agreements. This would include information on the number of third-party leases in a designated area, the rental rates for each lease, and the quantity and age of the children in attendance.

Laird in Focus: The Board questioned the advantage to TLC of Councillor Robinson’s proposed motion for the city to monitor development applications in the Laird in Focus planning area. Management reported that this establishes a policy contract for the city’s planning team to maintain a dialogue with TLC around the pace of development, school capacity, and coordination. The onus is on TLC to monitor the progress of the development plans and ensure that the school-accommodation issues are addressed.

On a motion duly made, it was resolved that the Management Report to the Board be received and forwarded to the TDSB Board for information. Motion carried.

6. DEVELOPMENT APPLICATION SUMMARY REPORT

This information report summarizes TLC's review of and response to the city's development applications to ensure that the interests of the TDSB are protected. Management reported that between August 1, 2019 and October 31, 2019, TLC reviewed 70 development applications and submitted comments on pupil accommodation, and potential construction and land-use concerns that could affect nearby TDSB sites.

Management noted that the volume of work generated by the city planning department will likely continue to increase, putting additional strain on TLC's resources to complete the increasing volume of reviews. Management is exploring opportunities to charge back some operational costs to the organizations that benefit from the information that is generated from these reviews.

On a motion duly made, it was resolved that the Development Application Summary Report be received and forwarded to the TDSB Board for information. Motion carried.

7. TDSB PROPERTY – MEMORIAL PARK REPORT

Management reported that the city approached the TDSB to request consideration of permitting city access to the site at Memorial Park as part of its basement-flooding program. The TDSB reviewed and rejected the initial request. The city proposed alternate solutions and asked the TDSB to reconsider. The TLC and TDSB reviewed the second request and concluded that the city's proposal could not be approved due to the impact it would have on the school property and students' ability to access programs.

On a motion duly made, it was resolved that the TDSB Property – Memorial Park Report be received and forwarded to the TDSB Board for information. Motion carried.

8. REAL ESTATE GUIDELINE – TEMPORARY ACCESS AGREEMENTS

Management reported that a new guideline has been developed to manage adjacent property-owners' requests to access TDSB property for three months or less. The guideline outlines the responsibilities and processes for a property owner to obtain temporary access to a TDSB site.

On a motion duly made, it was resolved that the Real Estate Guideline – Temporary Access Agreements be received and forwarded to the TDSB Board for information. Motion carried.

9. UPDATE FROM THE CEO

Daryl Sage provided an update on TLC's strategic plan. Key elements of the plan are summarized below.

Milestones Achieved to Date

- Expansion of the TLC mandate
- Transition of roles and responsibilities
- TLC and TDSB approval of shareholder's direction
- TLC and TDSB approval of mission, vision, goals, and core principles

- TLC approval of the operating budget and annual plan
- TLC's office reconsolidation at 60 St. Clair Avenue East
- TDSB approval of TLC's annual plan and 2019-2020 budget

Current Focus

- Collecting information about the TDSB's updated long-term pupil accommodation plan and secondary school review
- Evaluating all TDSB non-instructional facilities
- Working with the city's parks and recreation departments to identify their need to access TDSB properties
- Creating a SWOT analysis with CreateTO

Management reported that new software has been developed to support TLC's approach for identifying optimal school sites. The metrics are based on an area's student and community demographics as well as an analysis of the viability of the existing school facilities.

Resource Requirements

The Board discussed the finances, staffing, and systems that will be required to create and implement the strategic action plan while also managing TLC's day-to-day operations. It was suggested that the Board assist Management in attracting additional resources on a minimized cost basis through public- and private-sector partnerships with universities, consultants, and organizations such as the Vector Institute. Management informed the Board that partnering discussions are currently underway with a select number of universities and professional organizations.

Management noted that TLC's staff are enthusiastic about the strategic direction. All are focused on working toward a common goal and operating as efficiently as possible.

Action Plans

The development of detailed action plans to support TLC's strategic direction was discussed. Management informed the Board that the goal is to create a plan that is practical, manageable, and deliverable. It was acknowledged that action plans generally require several iterations and a significant amount of staff time to create.

The Board's role in helping to co-create, review, and support the action planning process was discussed. It was noted that the Board performs an important governance role in reviewing the plans and guiding Management to ensure that the plans support TLC's strategic direction. Management advised the Board that TLC staff are working closely with TDSB planning to ensure that TLC's plans are aligned with TDSB's strategic direction.

Planning Partnerships

Management informed the Board that one of the strategic goals is to transform student learning by modernizing school facilities. This will be achieved by forming partnerships with agencies such as CreateTO and by implementing methods to reduce the deferred maintenance on TDSB properties.

TLC is currently investigating 600 sites with CreateTO to identify areas of common interest. The goal is to create coordinated development strategies for a select number of sites that would include both schools and community facilities. The Board encouraged Management to ensure that all TDSB plans and plans that have been approved by City Council, such as the parks, recreation and childcare plans, are reflected in the site reviews with CreateTO.

The Board emphasized the importance of community engagement and working in partnership with multiple stakeholders to achieve TLC's desired results. This includes bringing together the TDSB, TLC, City of Toronto, and the Province of Ontario to achieve common goals.

10. RESOLUTION INTO COMMITTEE OF THE WHOLE

On a motion duly made, it was resolved to proceed with an in-camera meeting of the committee of the whole at 7:20 p.m. Motion carried.

11. NEW BUSINESS

No new business items were discussed.

12. NEXT MEETING

The next Board of Directors meeting will be held on November 28, 2019 at 6:00 p.m.

13. ADJOURNMENT

On a motion duly made, the meeting adjourned at approximately 8:00 p.m.

DISCLAIMER

The above minutes of the Board of Directors meeting should be used as a summary of the motions passed and issues discussed at the meeting of the members of the Corporation. This document shall not be considered a verbatim copy of every word spoken at the meeting.

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ABSENT:

Chris Moise	Director
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GUESTS:

Nancy Stewart	Recording Secretary, Minutes Solutions
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1. CALL TO ORDER

The Chair called the in-camera meeting of the committee of the whole to order at 7:20 p.m.

2. APPROVAL OF AGENDA

On a motion duly made, it was resolved to approve the agenda, as presented. Motion carried.

3. DECLARATION OF POSSIBLE CONFLICTS OF INTEREST

No conflicts of interest were declared.

4. APPROVAL OF MINUTES

On a motion duly made, it was resolved to approve the in-camera minutes from the board meeting held on September 26, 2019, as presented. Motion carried.

On a motion duly made, it was resolved to approve the in-camera minutes from the Nominating and Governance Committee meeting held on October 29, 2019, as presented. Motion carried.

5. BLOORDALE MIDDLE SCHOOL – CITY OF TORONTO BASEMENT FLOODING PROGRAM

The City of Toronto has submitted a request to the TLC to acquire a strip of TDSB land for the city's basement-flooding program. Toronto Water plans to upgrade an existing storm sewer on TDSB property at the northwest corner of the Bloordale Middle School.

TLC has discussed the proposal with city staff to understand the scope of the project and determine the potential real estate, land-use planning, and student accommodation impact. A public meeting was held and the Trustee and City Councillor were consulted. A negotiated agreement was reached in which TDSB will declare the land that is required by the city as surplus for sale. The city will replace removed or damaged trees and will improve the drainage around the school property.

On a motion duly made, it was resolved that:

- 1. TDSB, in accordance with Section 194 subsection (3) of the Education Act, declare approximately 422 square metres (4,542 square feet) of the Bloordale Middle School at 10 Toledo Road, surplus for sale, as outlined in Appendix 1; and**
- 2. Authority be granted for TLC to enter into a temporary easement agreement with the City of Toronto for a portion of the Bloordale Middle School site of approximately 1,126 square metres (12,120 square feet) of abutting land area, as outlined in Appendix 1, for a term commencing July 1, 2020 not to exceed 18 months with key business terms and conditions as specified herein; and**
- 3. Upon satisfactory completion of Ont. Regulation 444/98, TLC be granted the authority to execute all agreements and documentation as required to give effect thereto in a form and content satisfactory to its legal counsel; and**
- 4. The report be forwarded to the TDSB Board for approval**

Motion carried.

6. **UPDATE FROM THE CHAIR**

On a motion duly made, it was resolved to adjourn the committee of the whole in-camera meeting at 7:28 p.m. and to reconvene the members of the Board in a private session. Motion carried.

7. **ADJOURNMENT**

On a motion duly made, the meeting was adjourned at approximately 8:00 p.m.

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