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October 30, 2017

WITHOUT PREJUDICE AND CONFIDENTIAL

Our File No.: 151253

Delivered Via E-mail

Legal Services, City of Toronto
Metro Hall, 55 John Street, 26th Floor
Toronto, ON
M5V 3C6

Attention: Laura Bisset and Cigdem Iltan, City Solicitors

Dear Sirs/Mesdames:

**Re: OMB Case No. PL160941
117 – 127 Broadway Avenue, City of Toronto**

We are solicitors for 117 Broadway Holdings Ltd., the owner of the lands known municipally as 1117 – 127 Broadway Avenue in the City of Toronto (the “**Subject Property**”). We are writing on a without prejudice basis to propose a settlement of our client’s appeal. This settlement offer is open until the conclusion of the City Council meeting scheduled to commence on November 7, 2017, after which it should be considered as withdrawn.

Without Prejudice Settlement Offer

On September 25, 2015, and after a pre-consultation with City staff, our client submitted a zoning by-law amendment application to the City to facilitate the redevelopment of the Subject Property (the “**Application**”). The Application originally proposed two apartment buildings of 34-storeys and 35-storeys, linked by a 16-storey component, containing 1,036 rental units, including the replacement of the 131 units existing on the Subject Property today. The tower components of the two apartment buildings were proposed to be setback 29 metres from one another.

Through discussions with City staff, the Application was later revised. On August 12, 2016, our client submitted revised materials to respond to comments received from the City and various stakeholders. Key revisions to the Application included: a reduction of the total number of units to 990 units, including the replacement of the 131 units existing on the Subject Property; a reduction in the overall height of the two towers from 106.5 metres and 109.45 metres to 104.0 metres and 106.8 metres, respectively (although through reduced floor-to-floor heights, the

number of storeys increased to 35 and 36 storeys); the reduction in height of the link building from 16 to 8 storeys; removal of private patios from privately owned lands to enable the City's desired Park Street Loop; an increase in the south tower setback from 7.5 metres to 12.5 metres; and the provision of 620 square metres for a child care facility, as requested by the City.

As a result of ongoing discussions with City staff, our client is prepared to make further revisions to the plans submitted in August 2016, as reflected in the attached without prejudice plans dated October 2017. The plans form part of this settlement offer and, in particular, we note the following key aspects of the revised without prejudice plans:

- The height of the south tower has been reduced to 33 storeys with additional sculpting of the 33rd floor and mechanical penthouse to limit shadow impacts on the sidewalk on the north side of Broadway Avenue.
- The height of the north tower is now 114.10 metres, including mechanical, and the height of the south tower is 105.70 metres, including mechanical.
- The height of the linked building has been reduced to 7 storeys.
- The units on the east side of the podium have been reoriented on both towers to remove overlook concerns onto the adjacent property.
- The indoor and outdoor amenity space would be increased, with the details to be worked out between our client and City staff to be secured through the approval of the zoning by-law amendment.
- The north tower loading area within the building has been recessed so that the loading area would be less visible from the street, while allowing better views of the east entry to the two buildings.
- The visitor parking spaces at-grade located at the northeast corner of the south building off the turnaround loop have been moved below-grade and replaced by lay-by parking. The amount of vehicular parking spaces to be provided on the Subject Property would be finalized between the parties and secured through the approval of the zoning by-law amendment.
- Additional landscaping on the center island of the turnaround loop and the east boundary line will be reviewed and secured through the site plan approval process.
- Bicycle parking spaces on the east side of the building have been relocated to the front wall of the north building, intended to provide bicycle parking to individuals accessing the building from Broadway Avenue.

Our client is prepared to proceed to the Ontario Municipal Board with the without prejudice plans dated October 2017, to achieve a complete settlement. In addition to the revisions to the Application described above and illustrated in the attached plans, our client would agree to:

- Fulfill its Section 37 requirement by providing the construction, finishing, furnishing and equipping of a non-profit licensed child care facility on the Subject Property to accommodate 62 children, comprising a minimum of 890 square metres of interior space, if the child care facility is provided on two floors, or 790 square metres if provided on one floor. In addition, our client would provide 290 square metres of exterior space adjacent to the interior space, including outdoor storage, all designed to the satisfaction of the City. The minimum capacity and size of the daycare facility may be reduced at the sole discretion of the City. The details of the lease term in respect of our client's provision of the child care facility community benefit on the Subject Property are to be worked out between our client and the City, substantially in accordance with the City of Toronto's Child Care Term Sheet, as part of drafting the implementing Section 37 Agreement. For the sake of clarity, our client is not prepared to provide a child care facility as part of the redevelopment of the Subject Property if the matter proceeds to a contested Ontario Municipal Board hearing.
- Satisfy its parkland dedication requirement of 564 square metres through the acquisition and dedication of off-site lands (174 – 180 Broadway Avenue) to the City free and clear of all existing buildings and structures for parkland.
- All existing rental housing units to be demolished on the 174 – 180 Broadway Avenue lands would be replaced in either the new building on the Subject Property and/or as part of the redevelopment of 100 Broadway Avenue and 223 - 225 Redpath Avenue (the "Broadway Redpath Property") in the event that these units qualify as rental replacement units. Should these units be required to be replaced, the location of these replacement units would be secured through the Section 37/111 Agreement(s).
- Replace the existing 131 rental units on the Subject Property and secure these replacement units as part of the Section 37/111 Agreement(s). Our client would continue to work with City staff, as part of processing our client's residential rental demolition application, regarding the details of our client's replacement rental proposal, including the finalization of the layouts of the rental housing units and securing appropriate tenant relocation and assistance for any affected tenants residing in the existing rental dwelling units on the Subject Property as well as off-site.
- Implementation of the settlement being conditional upon the following matters, which must be completed prior to issuance of any final order from the Ontario Municipal Board regarding the proposed zoning by-law amendments(s):
 - preparation of zoning by-law amendment(s), in a form acceptable to the parties;

- the execution of a Section 37 Agreement, in a form satisfactory to the City solicitor, for which the City and our client will work cooperatively and in good faith to finalize as soon as possible;
- approval of Rental Housing Demolition Application No. 15-233435 STE 22 RH.
- approval of the rental housing demolition application to be submitted in respect of the 174 – 180 Broadway Avenue lands; and
- City satisfaction of the Functional Servicing Report for the Subject Property.

We believe that this proposal represents a significant effort by our client to address the comments from City staff and our client is hopeful that this without prejudice proposal will be accepted by City Council. As noted above, however, if City Council does not accept this settlement offer at its meeting scheduled to commence on November 7, 2017, this settlement offer should be considered as withdrawn.

Our client appreciates the time and effort expended by City staff on this matter.

Please let us know if any additional information is required.

Yours truly,

Goodmans LLP

for

David Bronskill

DJB/JBH

SCALE:	1:150
JOB-No.:	3843
DATE:	OCTOBER 23, 2017

DWG NO.:



