

CITY OF TORONTO-ONTARIO GAMING GTA LP COMMUNITY BENEFITS AGREEMENT TERMS SHEET

General:

- The purpose of the CBA is to create a legally binding commitment by Ontario Gaming GTA LP (OGGLP) to the City of Toronto to fulfill Conditions 13 – 21 as set by Council for City consent to the expansion of gaming at Woodbine Racetrack.
- The commitments in the CBA apply to all lands permitting a Gaming Establishment, including Blocks 10, 11, 12 and 14 within the Plan of Subdivision and lands subject to the Draft Zoning By-law Amendment for the Grandstand as identified in Attachment No. 9 to the report dated March 19, 2018 from the Director, Community Planning, Etobicoke York District (Etobicoke York Community Council Item EY29.2).
- Ontario Gaming GTA LP will use all best efforts to ensure that all related companies and subsidiaries will be similarly bound by the requirements of the CBA, and where applicable to contractually require that all third party contractors implement and adhere to the relevant conditions of this CBA.
- The Term of the Agreement will cover the time that OGGLP operates gaming at Woodbine.

Ontario Gaming GTA LP's Commitments:

International Marketing Plan (Condition 13)

- OGGLP will develop and implement an International Marketing Plan by 2022 and then updated upon completion of Blocks 11, 12 and 14, with the following strategic objectives:
 - To position the new integrated casino resort among the top three urban casino/entertainment resorts in North America.
 - To position the integrated casino resort as a powerful, complementary addition to the city's vibrant hospitality industry, augmenting Toronto's overall appeal to visitors from outside Ontario.
 - To drive incremental visitation, extend average stays and increase visitor spending in the city, accelerating job and revenue growth across Toronto's tourism sector.
- The International Marketing Plan will utilize the following tactics to achieve the strategic objectives set out above:
 - The launch of a global brand.
 - Attracting major meetings and conventions to Woodbine.

- Promotion of live events, including collaborating with Woodbine Entertainment Group to promote horse racing.
 - Air travel partnerships.
 - Partnerships in international markets.
 - Editorial and earned media coverage.
 - Direct marketing campaigns.
 - Participating in travel trade programs and events.
 - Leveraging Great Canadian Gaming's existing tourism properties across Canada.
- OGGLP will work with City staff on the International Marketing Plan over the course of the buildout (Blocks 10, 11, 12 and 14) of the entertainment complex at Woodbine, including updated metrics and performance indicators (such as room nights, out of town attendance as a percentage of total attendance, number of media impressions for promotional campaigns, etc.).
- The Plan will be further developed and refined in the lead-up to the opening of the complex to reflect changes in the market and the full range of products and services at Woodbine.

Employment and Labour Market Plan (Condition 14 and 15)

- OGGLP will develop and implement a 20-year Employment and Labour Market Plan to the City's satisfaction and that includes the specific commitments outlined in these Terms and Conditions, and that will address the following 3 streams:
 - Stability for current staff (career laddering).
 - Expanded employment (new recruitment).
 - Employment equity (community engagement, local and social hiring).
- The Employment and Labour Market Plan will be monitored by the Employment and Labour Market Advisory Working Group.
- The Plan will contain key actions (that include a range of recruitment activities, which will include 1 job fair per year), deliverables and high level implementation timelines for the first 5 years (2018-2022) and will be updated as required in accordance with an update schedule to be determined by the Employment and Labour Market Advisory Working Group.
- Timeline: Develop plan in 2018, begin implementation 2019 and ongoing.

Local Employment and Hiring (Condition 14)

General

- OGGLP will dedicate a Community Employment Coordinator role to lead the implementation of the Employment and Labour Market Plan, and lead long-term engagement and collaboration with employment programs and networks in the North Etobicoke, Rexdale and surrounding communities. Timeline: Hire role in 2018.

Employment in Operations

- OGGLP will hire a minimum of 40% new hires (to be tracked by headcount) through local or social hiring, of which at least half must be local hiring. Timeline: Target to be met by 2022 and ongoing.
- In the first two years of operations, at least 40% of total employees shall have full-time employment (>35 hours). After two years of operation, at least 50% of employees shall have full-time employment. Timeline: Target to be met by 2022 and ongoing.
- OGGLP will identify job opportunities for people with criminal records by making information available to local community employment agencies regarding opportunities that are and are not available in light of regulatory and risk management requirements. Timeline: Starting in 2018 and ongoing.

Employment in Construction

- OGGLP will use all reasonable commercial efforts to require its construction contractors to ensure that a minimum of 10% of the overall trade and craft working hours will be worked by apprentices or journeypersons from the Woodbine Local Area or equity seeking groups. Timeline: Target to be met by 2022 and ongoing.
- OGGLP's direct construction hiring will be primarily focused on project technicians, project coordinators, administrative staff and project managers - otherwise referred to as Professional, Administrative and Technical (PAT) jobs. OGGLP commits to working with technical schools and local employment services networks as part of that hiring process.

Supply Chain Diversity (Condition 16)

- OGGLP will ensure that a minimum 10% of annual operational procurement will be through local suppliers or diverse suppliers. This target excludes specialized items used in the gaming industry, such as gaming devices and technology. Timeline: Target to be met annually starting in 2019 and ongoing.
- OGGLP will develop and implement a Supply Chain Diversity Policy and Procedures for operations procurement that will include, the following elements (Timeline: Start implementing policy in 2019 and ongoing):
 - To increase equitable access for diverse suppliers to bid on operations procurement opportunities with a value of under \$100,000 OGGLP procurement staff will include at least one quote from a local or diverse supplier as part of the bidding process, where such suppliers can reasonably be identified through certification organizations or other such means.

- For contracts with a value of over \$100,000, the OGGLP may give additional consideration to vendors who have local or diverse supplier programs within their organizations when evaluating bids.
- In the event that all bids are equal, tied bids may be awarded preferentially to local or diverse suppliers.
- As part of the development and implementation of the Supply Chain Diversity Policy and Procedures, OGGLP will conduct the following supporting activities:
 - Work with the City of Toronto and with Supplier Councils to generate lists of diverse suppliers and match them against the procurement needs of different divisions of the company. Timeline: Starting in 2018 and ongoing.
 - Conduct purchasing trends analyses for ongoing and periodic purchasing needs and promote anticipated purchasing trends with local business communities as far in advance as possible where sharing such information has the potential to enable development of local businesses. Timeline: Starting in 2018 and ongoing.
 - Conduct training and capacity building with OGGLP staff on new supply chain diversity policy and procedures, in conjunction with supplier diversity organizations where possible. Timeline: Training begins 2019 and ongoing.
 - Develop templates, evaluation guidelines and resources to integrate supplier diversity into competitive procurement processes. Timeline: Implement in 2019 and ongoing.
 - Conduct education and outreach activities in the Woodbine Local Area, in collaboration with local business networks, local business improvement areas, community organizations, ethnic media, and other bodies to ensure procurement opportunities are promoted through local and diverse supplier networks. Outreach events will include conducting one local business opportunity fair per year timed to align with procurement cycles. Timeline: Starting 2019 and ongoing.
- OGGLP will dedicate sufficient procurement staff time to oversee the development and implementation of the Supply Chain Diversity Policy and Procedures. Timeline: Dedicate staff in 2018 and ongoing.

Labour Peace (Condition 17)

- OGGLP will respect the role of organized labour and will not engage in coercion, intimidation, threats, promises or undue influence, and will continue to comply with its contractual obligations to OLG and its applicable statutory labour obligations.

Community Access to Space (Condition 18)

- OGGLP will make space available to the community for at least 1 large-scale event per month, or 12 per year, at the entertainment venue, for little to no cost. Timeline: First year of opening (approximately 2022) and ongoing.
- OGGLP will develop and implement a Community Access to Space Policy and Procedures to guide community access to, at a minimum, the following spaces identified by OGGLP: Entertainment venue, training centre and other spaces available to OGGLP which may include elsewhere at 555 Rexdale Blvd. Timeline: Community Access to Space Policy and Procedures to be developed prior to the completion of Phase 1 (approximately 2021).
- The Community Access to Space Policy and Procedure will include the following:
 - Clear, consistent policies and procedures that address guidelines for registration and accessing space, fee guidelines to access spaces, weekly, monthly, and/or annual targets for each venue or space, and number and type of spaces available.
 - A plan for community engagement to identify community priority space needs, social and economic implications for policies and procedures and gather community input on entertainment venue program of events.
 - Methods to minimize or eliminate incidental costs associated with large-event planning such as insurance, audio-visual equipment, catering, event planning and coordination.

Responsible Gambling (RG) Measures (Condition 19)

- OGGLP will maintain all existing RG measures in place at Casino Woodbine as required by Ontario Lottery and Gaming Corporation (OLG) and the standards enforced by the Alcohol and Gaming Commission of Ontario (AGCO). In addition, OGGLP must implement and maintain in a timely manner the RG measures being planned and required by the Ontario Lottery and Gaming Corporation for Casino Woodbine as of January 23, 2018. Should these requirements differ from provincial regulatory requirements, the regulatory requirements shall prevail.
- OGGLP will, in an ongoing manner consistent with OLG and AGCO policies, work with City staff and the Toronto Medical Officer of Health (MOH) to implement harm mitigation measures to address the negative impacts of problem gambling. The primary mechanism for collaboration with City staff and the MOH in the identification of negative impacts and harm mitigation measures shall be through the Casino Woodbine Responsible Gambling Oversight Committee established by the Ontario Lottery and Gaming Corporation.
- Consistent with OLG direction, OGGLP commits to providing information and working with City staff (including Toronto Public Health) to use evidence-based

research from the facility at Woodbine Racetrack to assess performance of and/or measure compliance with RG programs beginning by Q4 2018 as follows:

- Completion of PlaySmart training for site staff;
 - Customer Care Survey Results;
 - Completion of RG Code of Conduct;
 - Self-Exclusion Registrations, Reinstatements and Breaches;
 - Testing of the Facial Recognition Program;
 - Responsible Gambling Interactions;
 - Prize Disentitlement;
 - RG Marketing Complaints;
 - Game and Venue Design Complaints;
 - Customer Access to Money;
 - RG Check Completion; and
 - Other information as identified by the Casino Woodbine Responsible Gambling Oversight Committee.
- OGGLP commits to providing information and working with City staff (including Toronto Public Health) in an ongoing manner and to use evidence-based research from the facility at Woodbine Racetrack to measure impact and determine if there has been an increase in vulnerability to Toronto residents due to expanded gambling, as per the requirements of OLG and the Casino Woodbine Responsible Gambling Oversight Committee.

Negative Impact of Expanded Gaming (Condition 20)

- This condition will be met through OGGLP's commitments to the requirements of conditions 14 to 19 as otherwise set out in these Terms and Conditions, and through the Monitoring and Reporting and Governance process set out below through which OGGLP will, in an ongoing manner, work with the City and a variety of stakeholders to identify any negative impacts of expanded gaming at Woodbine and identify and implement mitigation measures to address such negative impacts.

Monitoring and Reporting

Employment – Operations

- OGGLP will report quarterly on a number of variables including source of candidates (such as City employment program), total number of hours worked, total number of employees, total number of employees hired locally and/or socially, total number of hours worked by employees hired locally and/or socially, employees by equity-seeking group, and social impact longitudinal analysis. Reports will go to the Employment and Labour Market Advisory Working Group.

Employment – Construction

- OGGLP will report at least quarterly on a number of variables including source of apprenticeship candidates (such as City employment program), total number of

project hours completed by contractors and subcontractors, total number of employees hired by type of employer, total project hours completed by employees from equity-seeking groups, and social impact longitudinal analysis. Reports will go to the Employment and Labour Market Advisory Working Group.

Supply Chain Diversity and Local Procurement

- OGGLP will report quarterly on supply chain diversity and local procurement for the first 2 years of implementation starting in 2019, and semi-annually from year 3 on.
- Reports will include the total value of annual procurement, total value of annual procurement awarded to locally based or diverse suppliers, total number and value of purchases that invited local or diverse suppliers to bid, total number of purchases that received local or diverse suppliers bids, total number and value of purchases awarded to local or diverse suppliers, and all of the above, where possible, broken down by equity-seeking group and supplier council affiliation. OGGLP will not be unreasonably expected to provide commercially sensitive information. Reports will go to the Community Steering Committee.

Community Access to Space

- Within 1 year of the first facility being built, OGGLP will report quarterly in the first 2 years, and semi-annually beginning in year 3. The report will include the number and type of spaces available for community access, number of bookings by space type, type of group or organization accessing the space, and reports on the specific community space targets once they are finalized. Reports will go to the Community Steering Committee.

Governance

- Two governance tables and one Community Steering Committee will be collectively responsible for the accountability, transparency, and overall, delivery of CBA requirements. These tables are: Employment and Labour Market Advisory Working Group; Casino Woodbine Responsible Gambling Oversight Committee; and a Community Steering Committee. The Terms of Reference for each group will be finalized once the working group or committee is convened.

Employment and Labour Market Advisory Working Group (Condition 15)

- An Employment and Labour Market Advisory Working Group will be convened by OGGLP and will also be comprised of the City of Toronto, Casino Woodbine management, and community employment stakeholders including Humber College, YMCA and local employment service organizations. The Employment and Labour Market Advisory Working Group will receive reports on local and social hiring for operations and construction as per reporting frequency requirements. Regular updates will be provided to the Community Steering Committee.
- The Employment and Labour Market Advisory Working Group will report publically annually on key activities and progress against targets.

Casino Woodbine Responsible Gambling Oversight Committee (Condition 21)

- OGGLP will participate in a Casino Woodbine Responsible Gambling Oversight Committee, to be convened by Ontario Lottery and Gaming Corporation, and will also be comprised of the City of Toronto (Toronto Public Health), Ministry of Health and Long-Term Care, Centre for Addiction and Mental Health, and relevant research and community-based stakeholders. Regular updates will be provided to the Community Steering Committee.

Community Steering Committee

- A Community Steering Committee will be convened by the City of Toronto, and will be initially comprised of OGGLP, Casino Woodbine management, Humber College, the City of Toronto, Toronto Community Benefits Network, United Way Greater Toronto, Atkinson Foundation, Kingsview Village Local Planning Table, Rexdale Local Planning Table. Ontario Lottery and Gaming Corporation and Woodbine Entertainment Group will be invited observers.

Accountability

Public Reporting

- OGGLP will annually post a holistic progress report on how it is meeting its commitments under the CBA on a publically accessible website, either as a standalone report or as part of a broader corporate social responsibility report.

Reports to City Council

- City staff will publicly report to City Council in 2020 and then at least once per year thereafter on OGGLP's progress in meeting its commitment under the CBA.
- If issues regarding OGGLP's compliance with the CBA arise, City staff will publicly report to City Council more frequently than once per year.

Definitions

In this Term Sheet, the following terms have the following meaning:

Casino Woodbine means the gaming facility currently located at 555 Rexdale Boulevard which is operated by OGGLP and includes any successor brands for the facility.

Diverse Supplier means a business that is 51% or more owned or operated by persons from an equity-seeking group, veteran-owned businesses, or social enterprises.

Equity-seeking group means Aboriginal peoples, persons with disabilities, racialized groups and visible minorities, women, lesbian, gay, bisexual, trans, queer, two-spirit communities (LBGTQ2S), undocumented individuals, newcomers, immigrants and refugees, and persons with low income and youth.

Full-Time means 35 or more hours per week.

Local means the geographic area within the City of Toronto referred to as the Woodbine local area.

Local Business or Local Supplier means a business located in the Woodbine Local Area.

Local hiring means the hiring of people who live in the Woodbine Local Area.

Social Enterprise means a for-profit or non-profit entity that is directly involved in the production and/or selling of goods and the provision of services with a clear mission for achieving social, cultural and/or environmental value and impact. This includes social enterprises where the majority of employees participating in transitional employment training are from equity-seeking groups.

Social Hiring means hiring of people who self-identify with an equity-seeking group or people who face unique barriers to employment, including Ontario Works clients.

Supplier Council means a non-profit organization that certifies businesses and enterprises as diverse suppliers by assessing them using established, consistent criteria.

Woodbine Local Area means the area bounded by Steeles Avenue to the north, the Humber River to the east, Census Tract¹ boundaries along or below Dixon Road to the south, and Renforth Drive to the west. The area slightly exceeds the federal Etobicoke North riding, by including an area south of Dixon down to The Westway, between Kipling Avenue and Royal York Road.

¹ The "Census Tract" is an area roughly equivalent to a neighborhood established by the Bureau of Census for analyzing populations. They generally encompass a population between 2,500 to 8,000 people.