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April 27, 2021

Matter No. S855-04

CONFIDENTIAL AND WITHOUT PREJUDICE

VIA EMAIL

City of Toronto, Legal Services
Planning & Administrative Tribunal Law
Metro Hall
26th Floor, 55 John Street
Toronto, ON M5V 3C6

Attention: Matthew Longo and Amanda Hill, Solicitors

Dear Mr. Longo and Ms. Hill:

RE: 90 and 100 Simcoe St., 130 Pearl St., and 203, 207 and 211 Adelaide St. West
- City File No. 16 192792 STE 20 OZ
- LPAT Case No. PL171103
- Without Prejudice Settlement Offer

We are solicitors for Sun Life Assurance Company of Canada (the “**Owner**”), the owner of the lands municipally known as 90 and 100 Simcoe Street, 130 Pearl Street, and 203, 207 and 211 Adelaide Street West, in the City of Toronto (the “**Site**”).

Enclosed hereto as Appendix “A” are architectural plans, dated March 19, 2021 and prepared by Hariri Pontarini Architects, and, as “Appendix “B” and “C”, respectively, draft Zoning By-law Amendments respecting Zoning By-law Nos. 569-2013 and 438-86, (collectively, with the above-noted architectural plans, the “**Settlement Materials**”), intended to form the basis of the Owner’s Without Prejudice Settlement Offer respecting the Zoning By-law Amendment Application for the Site. We anticipate this Without Prejudice Settlement Offer to be presented to City Council at its meeting scheduled to commence on May 5, 2021. We note that the Toronto Preservation Board, at its meeting held April 14, 2021, recommended approval of the requested alterations to the heritage property located on the Site, as contemplated by the Settlement Materials, pursuant to Section 33 of the *Ontario Heritage Act*.

On the basis of the foregoing, set out below are the Owner's proposed terms of settlement (the "**Terms of Settlement**"):

1. The agreed upon built form shall be substantially in accordance with the architectural plans prepared by Hariri Pontarini Architects, dated March 19, 2021, and substantially in accordance with the draft Zoning By-law Amendments respecting Zoning By-law No. 569-2013 and Zoning By-law No. 438-86, each attached to the Without Prejudice Settlement Offer from Devine Park LLP, dated April 27, 2021, and subject to further review and refinement by the City.
2. The heritage building located on the property municipally known as 100 Simcoe Street, shall be conserved substantially in accordance with architectural plans prepared by Hariri Pontarini Architects, dated March 19, 2021, substantially in accordance with the Heritage Impact Assessment, dated March 1, 2021, prepared by ERA Architects, and in accordance with the recommendations adopted by the Toronto Preservation Board at its meeting held April 14, 2021.
3. The Owner shall provide a Section 37 contribution in the amount of \$10,200,000 to be allocated as follows:
 - a. \$4,000,000 towards one or more of the following
 - i. capital improvements for new or existing cultural and/or community space in Ward 10, to be determined and announced at a later date;
 - ii. local streetscape and/or public realm improvements located within Ward 10 and within the vicinity of the subject lands; and
 - iii. the provision of affordable housing within the vicinity of the subject lands.
 - b. the provision of affordable housing on and distributed through the subject lands to a value not exceeding \$6,200,000.
4. Should the Local Planning Appeal Tribunal approve the Zoning By-law Amendment Application, the following conditions are agreed to be imposed prior to the issuance of the final order of the Local Planning Appeal Tribunal:
 - a. the final form and content of the Zoning By-law Amendment shall be to the satisfaction of the Chief Planner and Executive Director, City Planning and the City Solicitor, in consultation with the Senior Manager, Heritage Planning;
 - b. the Owner has entered into a Section 37 Agreement satisfactory to the Chief Planner and Executive Director, City Planning to secure the Section 37 matters substantially in accordance with item 3 above;
 - c. the Owner has obtained approval for the requested alterations pursuant to Section 33 of the *Ontario Heritage Act*, and
 - d. the Owner has entered into and registered on title to the property a Heritage Easement Agreement pursuant to Section 37 of the *Ontario Heritage Act* to the

satisfaction of the Senior Manager, Heritage Planning, the Chief Planner and Executive Director, City Planning and the City Solicitor.

5. Upon issuance of the Local Planning Appeal Tribunal's final order approving the Zoning By-law Amendment Application, the Owner shall withdraw its appeal of:
 - a. Official Plan Amendment No. 352 (being TOcore: Tall Building Setbacks in the Downtown and associated By-laws 1106-2016 and 1107-2016);
 - b. The King-Spadina Heritage Conservation District Plan; and
 - c. Official Plan Amendment No. 486 (being the King-Spadina Secondary Plan).

In the event this Without Prejudice Settlement Offer is accepted by City Council, the Settlement Materials will be presented to the Local Planning Appeal Tribunal on June 3-4, 2021, and the Tribunal will be asked to allow the appeal and approve the Zoning By-law Amendment Application in principle, subject to the Terms of Settlement. Accordingly, we ask that you seek the instructions of City Council at its meeting scheduled to commence on May 5, 2021.

Should you have any questions or require additional information, please contact the undersigned, or my colleague Michael Cook who can be reached at 416.645.4514 or michael.cook@devinepark.com.

Yours very truly,

Devine Park LLP



Patrick Devine
PJD/MAC/sf

Encl.

cc. Sun Life Assurance Company of Canada c/o BentallGreenOak