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December 3, 2024
File No.: 143655.1013

With Prejudice
By E-mail

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

Attention: Kasia Czajkowski and Ariel Lo-Wong

Dear Ms. Czajkowski and Ms. Lo-Wong:

Re: OLT Case Nos. OLT-24-000440 & OLT-24-000441
1245 and 1285 Dupont Street, 1260 Dufferin Street, and 213 Emerson Avenue
With Prejudice Settlement Offer

We are counsel to 2470347 Ontario Inc. (the “**Applicant**”) in respect of the proposed redevelopment of its property at 1245 and 1285 Dupont Street, 1260 Dufferin Street, and 213 Emerson Avenue, Toronto (collectively, the “**Property**”).

Our client filed appeals of Official Plan and Zoning By-law Amendment applications (collectively, the “**Applications**”), which are currently proceeding before the Ontario Land Tribunal (the “**Tribunal**”) under OLT Case Nos. OLT-24-000440 & OLT-24-000441 (the “**Appeals**”).

On behalf of our client, we are pleased to write this letter to present the With Prejudice settlement offer described herein as the basis for resolving the Appeals (the “**Settlement Offer**”).

Our client and its consultant team have made a concerted effort to address the issues raised by City staff. The proposal set out in the Settlement Offer represents a comprehensive response to City staff's concerns and seeks to resolve the Appeals on the following terms:

1. The Applicant shall revise the development proposal for the Property substantially in accordance with the enclosed drawings, prepared by Hariri Pontarini Architects, dated December 2, 2024, enclosed herewith (the “**Revised Drawings**”), and the particulars of the development proposal as provided in Paragraphs 2-4 herein (together with the Revised Drawings, the “**Revised Development Proposal**”). In the event that there is a conflict between the Revised Drawings and the particulars of the development proposal as listed in Paragraph 2-4 herein, the particulars of the development proposal as listed in Paragraphs 2-4 will take precedence.
2. The Revised Development Proposal for the mixed-use development on the Property (the “**Development**”) will be composed of the following:
 - a. on Development Block 3 and Development Block 4 (as defined in the Section 37 Agreement defined below):

- i. a 48-storey tower on Development Block 3 ("**Tower 3A**") with a maximum height of 154 metres, excluding mechanical penthouse;
 - ii. a 39-storey tower on Development Block 3 ("**Tower 3B**") with a maximum height of 127.5 metres, excluding mechanical penthouse;
 - iii. a 44-storey tower on development Block 4 ("**Tower 4A**") with a height of 142 metres, excluding mechanical penthouse;
 - iv. a 35-storey tower on Development Block 4 ("**Tower 4B**") with a maximum height of 117 metres, excluding mechanical penthouse;
 - v. ground and second floor setbacks as shown in the Revised Drawings, which address the concerns raised by Engineering and Construction Services staff in relation to waste collection and management facilities;
 - vi. parking to be provided in accordance with the rates and standards applicable to a mixed use building in Parking Zone B as set out in Articles 400.5.10, 200.5.200 and 200.15.10, Clauses 200.5.200.40 and 200.15.10.10 and Table 200.5.10.1 of City of Toronto Zoning By-law 569-2013, as amended ("**By-law 569-2013**"), subject to Regulation 900.11.10(185)4(II(v)) of By-law 569-2013, which states that no parking is required for eating establishment, take-out eating establishment or community centres uses; and,
 - b. a minimum non-residential gross floor area for Development Blocks 2, 3, 4, and 5 (as defined in the Section 37 Agreement) of 16,500 square metres.
3. The Section 37 Agreement dated July 15, 2019 between the Applicant and the City of Toronto, which was registered on the Property on December 20, 2019 as Instrument No. AT5326738 (the "**Section 37 Agreement**"), will be amended to provide for an additional thirty-two (32) affordable rental housing dwelling units in the aggregate to be located on Development Block 3, which will have an updated definition of affordable rental housing as defined in the City's Official Plan, and an affordability period of forty (40) years, with all such ancillary amendments as necessary to reflect the same.
 4. In relation to Development Block 2 (as defined in the Section 37 Agreement), Clause 900.11.10(185)(W)(iii) of By-law 569-2019 will be amended to permit that public art features, mechanical equipment, exoskeleton structures, stairs, stair towers and enclosures, enclosures of mechanical equipment, unenclosed heating equipment, may project a maximum of 6.9 metres above the height shown on Diagrams 4 and 5 to By-law 1166-2019.

We appreciate City staff's efforts in working with our client through ongoing discussions to address and resolve the issues related to the proposed development. We are hopeful that with the changes made through the Revised Development Proposal, the Appeals can proceed to a resolution.

This Settlement Offer will remain open until the end of the City Council meeting scheduled to commence on December 17, 2024.

We trust that you will forward the terms of this final settlement offer for City Council's review and consideration at its meeting commencing December 17, 2024.

Yours truly,

A handwritten signature in dark ink, appearing to read 'CL', is positioned above the typed name 'CL/jsc'.

CL/jsc

Enclosures

cc. Caroline Jordan, *Stikeman Elliott LLP*
Client

December 02, 2024

WITH PREJUDICE

GALLERIA

**Non Res Density Addition &
City Commment Revisions**

Hariri Pontarini Architects

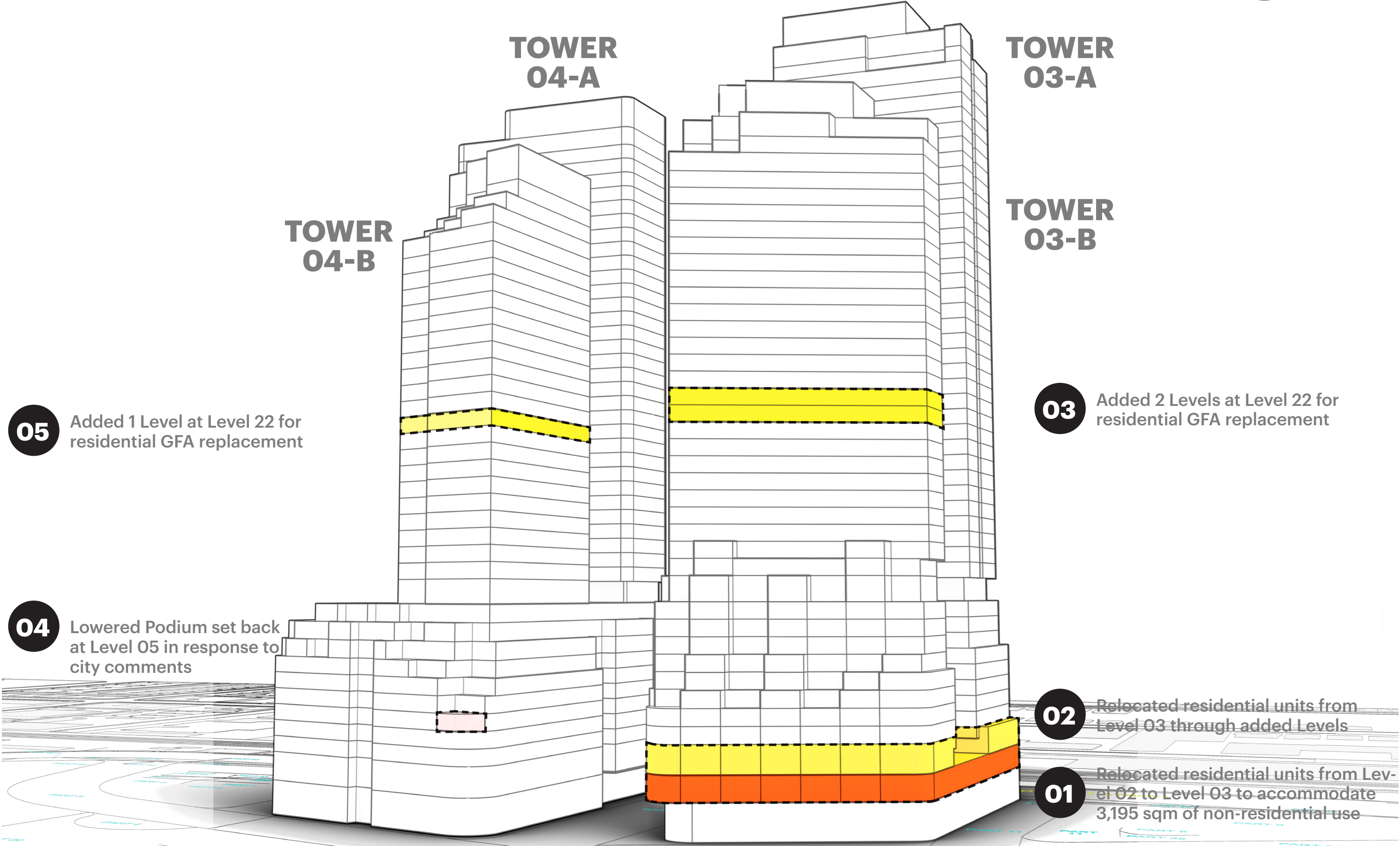
GALLERIA REDEVELOPMENT

Revised project statistics in response to City request for additional non-residential GFA, residential GFA replacement, and other City comments

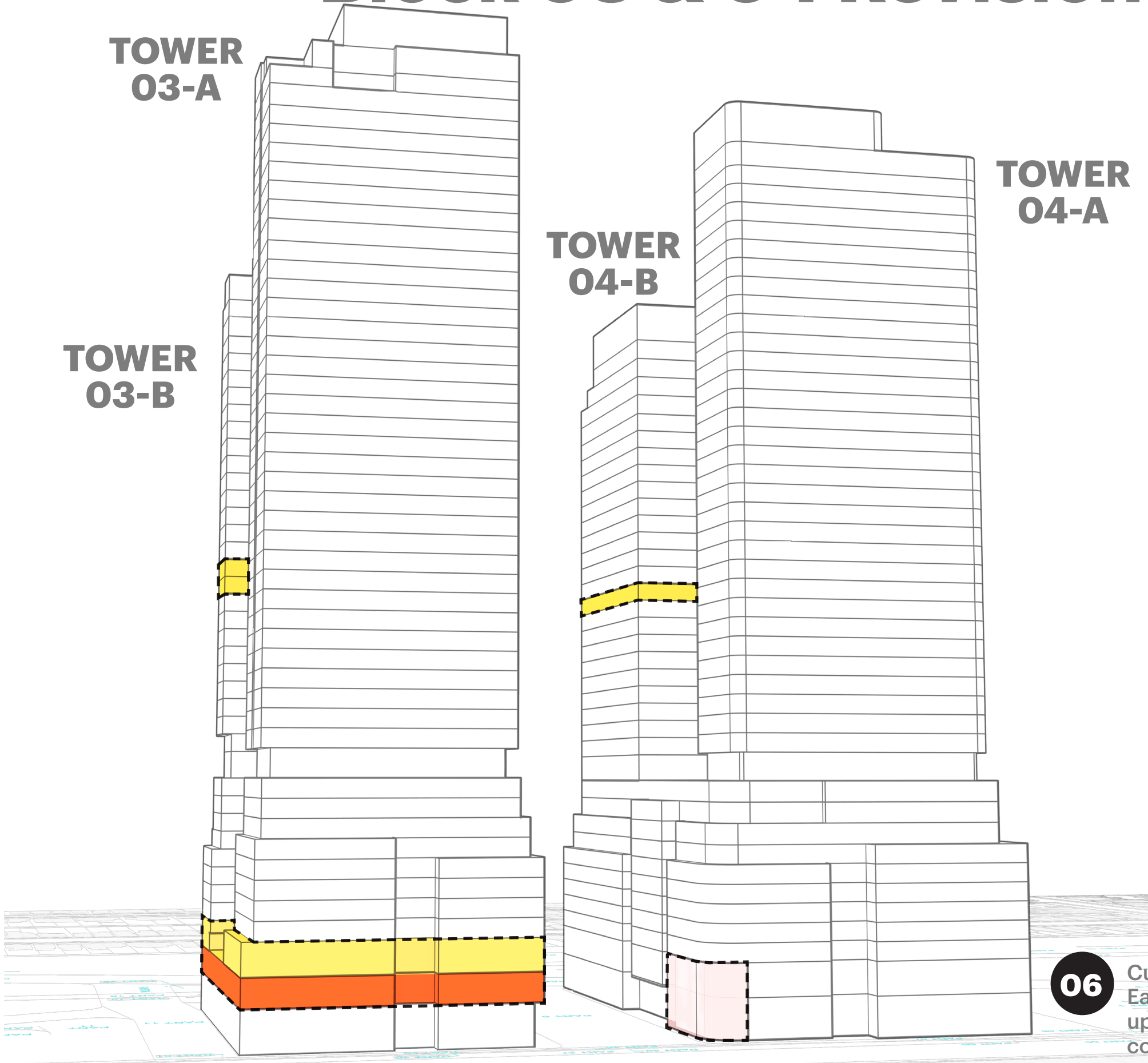
27-Nov-24

	Comparison of January 2024 Resubmission and November 2024 Without Prejudice Proposal									
	January 2024 Resubmission					November 2024 Proposal				
	Block 2	Block 3	Block 4	Block 5	Total (Blocks 2-5)	Block 2	Block 3	Block 4	Block 5	Total (Blocks 2-5)
Storeys	31	48; 37	44; 34	29; 24	-	31	48; 39	44; 35	29; 24	-
Total GFA (sqm)	36,470	69,334	72,920	49,618	228,342	36,470	71,598	73,405	49,618	231,091
Residential	30,979	67,521	69,677	46,073	214,250	30,979	66,544	70,432	46,073	214,028
Non-Residential	5,491	1,813	3,242	3,546	14,092	5,491	5,040	2,972	3,546	17,049
Community	0	0	407	0	407	0	0	382	0	382
Total Units	427	969	982	634	3,012	427	959	994	634	3,014
Studio; 1BR	190 (45%)	516 (53%)	542 (55%)	341 (54%)	1,589 (53%)	190 (45%)	515	549	341 (54%)	1,595 (54%)
2 BR	193 (45%)	352 (36%)	337 (34%)	231 (36%)	1,113 (37%)	193 (45%)	344	341	231 (36%)	1,109 (37%)
3 BR	44 (10.3%)	101(10.4%)	103 (10.4%)	62 (9.7%)	310 (10%)	44 (10.3%)	100	104	62 (9.7%)	310 (10%)
Condo	427	412	982	484	2,305	427	419	994	484	2,324
Rental	0	557	0	150	707	0	540	0	150	690
Market Rental	0	525	0	0	525	0	508	0	0	508
Affordable Rental	0	32	0	150	182	0	32	0	150	182

Block 03 & 04 Revisions Diagram



Block 03 & 04 Revisions Diagram



06 Curved in 1.5 m Setback at North East corner of Block 04 podium up to level 2 in response to city comments

Updated Angular Plane Study based on HPA massing (November 29, 2024)

WITH PREJUDICE

