

## MOTION WITHOUT NOTICE

### **Amendment to Retainer Agreement Purchase Order 6057271 with Borden Ladner Gervais LLP for Legal Services Related to Quayside Phase 1**

**Moved by:** Deputy Mayor Malik

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**Seconded by:** Councillor Morley

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#### **SUMMARY:**

The purpose of this motion is to increase the existing retainer amount with the law firm of Borden Ladner Gervais LLP (BLG).

In the spring of 2025, the City Solicitor, in consultation with the Executive Director, Housing Secretariat and the Executive Director, Housing Development Office issued an Invitation to Provide Legal Services for external legal services to support the development of affordable housing at Quayside (the "Project") with particular expertise in complex integrated construction development and financing. On June 16, 2025, a retainer agreement with Borden Ladner Gervais LLP ("BLG") as the successful proponent was entered under Purchase Order Number 6057271, with an initial amount of \$500,000 to support the City in negotiations with Waterfront Toronto, the site developer, the development manager, the affordable housing providers and Canada Mortgage and Housing Corporation on completing the acquisition of property interests and securing the financing, construction, delivery and operation of the purpose-built and affordable rental buildings being constructed as part of Phase 1 of Quayside. The term of the retainer is until December 31, 2026.

To date, the first phase of negotiations among the City, Waterfront Toronto, the site developer, the development manager and the affordable housing providers of a comprehensive framework agreement for the Project has been completed and the agreement has been executed. Given the unique nature of the Project and the significance of the City's role, it has been challenging to adequately estimate the value of the legal services required. Given the complexity of this integrated development structure, the broad scope of the framework agreement, and the significant role the City has played in drafting agreements to date to move negotiations forward on tight project timelines, the initial retainer amount of \$500,000 (exclusive of HST) will not be sufficient to carry out ongoing work.

The proposed increase to the City's existing retainer with BLG is required to allow the drafting and negotiation of a suite of Project agreements and financing documents that flow from the framework agreement to continue.

This motion seeks City Council approval of a Purchase Order Amendment of an additional \$250,000 net of HST from \$500,000 to \$750,000 net of HST funded from the 2025-2034 Capital Budget and Plan for the Housing Secretariat.

City Council approval is required in accordance with Toronto Municipal Code Chapter 195, Procurement, where the current request exceeds the Chief Procurement Officer's authority of the cumulative five-year commitment for each vendor under Article 7, Section 195-7.3(D) of the Purchasing By-law, or exceeds the threshold of \$500,000 net of HST allowed under staff authority as per Toronto Municipal Code Chapter 71, Financial Control, Section 71-11.1C.

**Reason for Urgency:**

The approval of the increase to the existing retainer with BLG is necessary on an urgent basis to allow work to continue on project agreements under negotiation that are needed to advance the development of affordable housing in Phase 1 of Quayside to meet approaching project and funding deadlines.

**RECOMMENDATIONS:**

1. City Council, in accordance with Section 71-11.1C of the City of Toronto Municipal Code Chapter 71 (Financial Control) authorize the City Solicitor to amend the retainer with Borden Ladner Gervais LLP on Purchase Order Number 6057271, by increasing the value by \$250,000 from \$500,000 to \$750,000, net of HST.

December 16-18, 2025