

PUBLIC ATTACHMENT 1

Case Nos. PL030412
PL030514

The Ontario Municipal Board has received appeals under subsection 17(36) of the *Planning Act*, R.S.O. 1990, c. P. 13, as amended, from a decision of the Ministry of Municipal Affairs and Housing to approve in part, the new Official Plan for the City of Toronto, as adopted by By-law 1082-2002, to provide policy direction in the six municipalities of the former Metropolitan Toronto

MMAH File No. 20-OP-2002

O.M.B. File No. PL030412

Harbour Remediation and Transfer Inc., Ontario Realty Corporation, Royal Canadian Yacht Club, and others, have appealed to the Ontario Municipal Board under subsection 17(24) of the *Planning Act*, R.S.O. 1990, c. P. 13, as amended, from a decision of the City of Toronto to approve Proposed Amendment No. 257 to the Official Plan of the City of Toronto to redesignate lands identified as the Central Waterfront

O.M.B. File No. O030096 (PL030514)

Queen's Quay Investments Incorporated, Michael Gregg, Tate & Lyle Canada Limited, and others, have appealed to the Ontario Municipal Board under subsection 34(19) of the *Planning Act*, R.S.O. 1990, c. P. 13, as amended, against Zoning By-law 1049-2006 of the City of Toronto

O.M.B. File No. R060297 (PL030514)

MINUTES OF SETTLEMENT dated this 14th day of November, 2011.

B E T W E E N:

REDPATH SUGAR LTD.
(hereinafter referred to as "Redpath")

- and -

TORONTO WATERFRONT REVITALIZATION CORPORATION
(hereinafter referred to as "Waterfront Toronto")

- and -

CITY OF TORONTO
(hereinafter referred to as "City")

WHEREAS Redpath, Waterfront Toronto and the City are hereinafter collectively referred to as the "Parties";

AND WHEREAS Redpath is the registered owner of certain freehold lands and premises and is the tenant of certain other lands and premises, both of which are known municipally as 95 Queens Quay East, in the City of Toronto, which are more particularly described in Schedule "A-1" attached hereto (hereinafter collectively referred to as the "Redpath Lands");

AND WHEREAS Waterfront Toronto is the registered owner of freehold interests in lands situated within the East Bayfront - West Precinct area, north of Queens Quay East and east of Lower Sherbourne Street, more particularly described

in Schedule "A-2" attached hereto (hereinafter referred to as the "Waterfront Toronto Lands");

AND WHEREAS the City is the registered owner of freehold interests in lands situated within the East Bayfront - West Precinct area, north of Queens Quay East and east of Lower Sherbourne Street, more particularly described in Schedule "A-3" attached hereto (hereinafter collectively referred to as the "City Lands");

AND WHEREAS the Waterfront Toronto Lands and the City Lands are referred to as Sherbourne Commons, the Parkside Lands and the Quayside Lands, more particularly shown on Schedule "B" attached hereto, (hereinafter referred to as the Park Lands, the Parkside Lands and the Quayside Lands, respectively, which are collectively referred to herein as the "Park, Parkside and Quayside Lands");

AND WHEREAS in November 2002, City Council adopted a new Official Plan to guide future development of the City of Toronto. The Plan was the subject of 163 appeals to the Ontario Municipal Board ("OMB"). Several landowners in the Central Waterfront area appealed provisions of the Plan to the OMB;

AND WHEREAS on April 16, 2003 City Council adopted the Central Waterfront Secondary Plan, Amendment No. 257 (the "OPA") redesignating lands to permit the development of the various precincts within the Central Waterfront. The adoption of the OPA resulted in a number of appeals of the OPA to the OMB;

AND WHEREAS on September 27, 2006 City Council adopted Zoning By-law 1049-2006 (the "ZBA") to rezone land within the East Bayfront precinct ("East Bayfront") to permit the development of a mixed-use neighbourhood with associated open space. At the same meeting, City Council also adopted modifications to the OPA to ensure consistency between the OPA and the ZBA. The adoption of the ZBA has resulted in a number of appeals of the ZBA to the OMB and these appeals have been consolidated with the appeals of the new Official Plan, as they relate to the Central Waterfront, and the OPA;

AND WHEREAS Redpath, the City and Waterfront Toronto and a number of other parties are all parties to the Central Waterfront OMB hearing dealing with the East Bayfront - West Precinct area, at which appeals of the new Official Plan, the OPA and the ZBA will be considered under OMB Case File No.s PL030412 and PL030514 ("OMB Hearing");

AND WHEREAS the OMB has approved in part the OPA and ZBA, with modifications, as applied to the portions of East Bayfront located south of Queens Quay East, by way of Decision/Order No. 1905 on July 6, 2007 and by way of a subsequent Decision/Order issued on November 27, 2007;

AND WHEREAS Redpath currently operates a refining, processing, packaging, and storage of sugar and sugar related products facility which, among other things includes the operation of an electrical co-generation system on the Redpath Lands (the "Redpath Facility");

AND WHEREAS Redpath raised concerns that, due to the noise, air emissions, vibration, odour, fugitive dust, and light emanating from the Redpath Facility:

- (a) the introduction of certain types of new development that do not currently exist on the Park, Parkside and Quayside Lands on the date of this Agreement may cause undue adverse impacts on Redpath's ability to comply with various regulatory approvals, guidelines and standards relative to its current and future operations; and

- (b) Redpath's current and future operations may adversely impact occupants and visitors to the Park, Parkside, and Quayside Lands with respect to the existing and proposed uses of the Park, Parkside and Quayside Lands;

AND WHEREAS the Parties have, in good faith, attempted to resolve their differences relative to the Park, Parkside and Quayside Lands, and have worked closely with the Ministry of the Environment ("MOE") to that end;

AND WHEREAS modifications to the OPA and ZBA to accommodate development on the Park, Parkside and Quayside Lands were endorsed by City Council on October 25 and 26, 2011;

NOW THEREFORE WITNESSETH THAT in consideration of the sum of two dollars (\$2.00) of lawful money of Canada, now paid by each party to the other (the receipt and sufficiency of which whereof by each party is hereby acknowledged), the Parties hereby agree upon a full and complete settlement in respect of all matters arising from the appeal and addressed in this Agreement (the "Agreement"), on the following terms and conditions:

Article 1

DEFINITIONS

1.1 Definitions

The following terms, whenever used in this Agreement, shall have the meanings set out in this Section:

"Approved Mitigation Features" means the mitigation features approved as a condition of a Development Approval, including any Receptor-based Mitigation and Required Performance Standards;

"Assumption Agreement" means an agreement in the form attached hereto as Schedule "F";

"Building Permit" means a permit to construct a building, or any part thereof, pursuant to Section 8 of the *Building Code Act, 1992, S.O. 1992, c.23*, as amended, superseded or replaced from time to time, including but not limited to, excavation and shoring permits;

"Built-Form Requirements" means the requirements set out in paragraphs 9, 10 and 12 of this Agreement;

"City as Landowner" means the City acting in its capacity as the registered owner of the City Lands and not in any other capacity, and other references to the City in this Agreement are to the City acting in its other capacities;

"Development Approval Application" means any application(s) for and approval of an official plan amendment, rezoning, site plan approval or modification, minor variance, consent, draft plan of subdivision and draft plan of condominium in accordance with the *Planning Act, R.S.O. 1990, c.P.13*, or the *City of Toronto Act, 2006*, each as amended, superceded or replaced from time to time;

"Draft Form of Order" means the draft form of Order attached hereto as Schedule "C";

"Emissions Study" has the meaning ascribed to it in the Modified ZBA, as may be amended from time to time, and as further qualified by paragraphs 8 and 10 of this Agreement, and "Emissions Studies" are the plural of Emissions Study;

"Future Full Capacity" means the capacity of Redpath, as a heavy industrial sugar processing and storage facility, to move goods by ship and truck/tanker, including the operation of outdoor cranes on a 4.3 hectare site, in order to accommodate the processing of approximately 780,000 metric tonnes of raw material annually, and, the future capacity, with reasonable modifications, to process up to approximately 1,000,000 metric tonnes of raw material annually. Future Full Capacity also includes the enhancement or replacement of existing boilers with an electrical co-generation facility or district energy, heating and cooling plant as can reasonably be expected to be implemented in the future and all noise resulting from such activities including emissions from Redpath-related ship manoeuvring/turning and berthing and ship engines when docked;

"Holding Symbol Removal Application" means an application to remove a holding symbol pursuant to Section 36 of the *Planning Act*, as amended;

"Mitigation Features" means any mitigation and related performance standards recommended in the Emissions Study, Noise Study, Vibration Study, Permit Reports and required by this Agreement, as the case may be, along with all mitigation and related performance standards recommended or required by the MOE and/or the City of Toronto;

"Modified OPA" means the Official Plan Amendment attached to the Draft Form of Order;

"Modified ZBA" means the Zoning By-law Amendment attached to the Draft Form of Order;

"Noise Study" has the meaning ascribed to it in the Modified ZBA, and as further qualified by paragraph 8 of this Agreement, and "Noise Studies" are the plural of Noise Study;

"Permit Reports" means noise and emissions reports to be completed during the development of Building Permit drawings and filed with the City in support of an application for Building Permit. Such reports shall set out the manner in which the Approved Mitigation Features and Built-Form Requirements have been implemented in the Building Permit application, shall provide specificity where necessary in respect of any ambiguities in the Noise Study and/or Emissions Study concerning the implementation of the Approved Mitigation Features and Built-Form Requirements, and, where applicable, shall set out the the updates to the Noise Study and Emissions Study required by paragraph 17(a) of this Agreement;

"Person" means an individual, a corporation, a partnership, a trust, an unincorporated organization, the government of a country or any political subdivision thereof, or any agency or departments of any such government, and the executors, administrators, or other legal representative of an individual in such capacity;

“Receptor-based Mitigation” means the receptor-based mitigation described in paragraphs 9, 10 and 12 of this Agreement;

“Required Performance Standard” means the performance standards identified in the Emissions Study and required by the City as a condition of a Development Approval that will include, but not be limited to, any performance standards for the Approved Mitigation Features and Built-form Requirements, performance standards for the installation and maintenance of Filter Systems (as defined below), including the Filter Specifications (as defined below), and Filter Units (as defined below), including the Filter Unit Specifications (as defined below), where such filters are to be installed, and minimum performance standards for maintaining static positive pressure under normal operating conditions inside the development;

“Sensitive Land Use” has the meaning ascribed to it in the Modified ZBA;

“Site Plan Application” means an application for the approval of plans and drawings pursuant to Section 41(4) of the *Planning Act*, as amended or the *City of Toronto Act, 2006*, as is applicable;

“Site Plan Agreement” means the agreement associated with the approval of a Site Plan Application;

“Site Plan Approval” means the approval by Council of a Site Plan Application pursuant to Section 41(4) of the *Planning Act*, as amended or the *City of Toronto Act, 2006*, as is applicable;

“Warning Clause” has the meaning ascribed to it in the Modified ZBA;

“Zoning By-law” means former City of Toronto Zoning By-law No. 438-86, as amended, re-enacted or substituted from time to time.

1.2 Schedules

The following is a list of the schedules to these Minutes of Settlement which shall form part of this Agreement for all purposes:

Schedule “A-1”	Legal Description of the Redpath Lands
Schedule “A-2”	Legal Description of the Waterfront Toronto Lands
Schedule “A-3”	Legal Description of the City Lands
Schedule “B”	Plan of the Park, Parkside and Quayside Lands
Schedule “C”	Draft Form of Order, including Modified OPA and Modified ZBA
Schedule “D”	Evaluation Method and Matrix of Design Features dated November 11, 2011
Schedule “E”	Letter from MOE to the City and Redpath, dated November 14, 2011
Schedule “F”	Form of Assumption Agreement re: Minutes of Settlement

Article 2

2. The Parties confirm that the foregoing recitals are true and correct.
3. The Parties acknowledge and agree that, to facilitate development on the Park, Parkside and Quayside Lands, the Modified OPA and the Modified ZBA be approved in part by the OMB for the Park, Parkside and Quayside Lands, and that such approvals may precede the OMB's adjudication of the remaining appeals of the OPA and ZBA for the lands in East Bayfront West Precinct.
4. The Parties agree to provide the OMB with a copy of the Modified OPA, Modified ZBA and the Draft Form of Order and to request jointly that the OMB:
 - (a) approve in part the Modified OPA and Modified ZBA for the Park, Parkside and Quayside Lands; and
 - (b) reserve judgement on the parts of the Modified OPA and Modified ZBA identified in the Draft Form of Order as items to be adjudicated at a later date.
5. The Parties agree and acknowledge that this Agreement is conditional on the following:
 - (a) That Redpath, Waterfront Toronto and the City as Landowner execute an agreement under the *Industrial and Mining Lands Compensation Act*; and
 - (b) that the OMB approve the Modified OPA and the Modified ZBA for the Park, Parkside and Quayside Lands substantially in accordance with the Draft Form of Order.

If the foregoing conditions are not satisfied or are not waived in whole or in part by the Parties, this Agreement shall be null and void and have no further force and effect, and the Parties shall consent to the filing of an application to the OMB for a review under section 43 of the *Ontario Municipal Board Act*, R.S.O. 1990, c. O.28 and any replacement or successor legislation and a revocation of the OMB decision to approve a modified Draft Form of Order.

6. The Parties acknowledge and agree that this Agreement shall not prejudice positions taken by any of the Parties and the MOE at the OMB Hearing relative to:
 - (a) the deferred policies and provisions of the OPA and ZBA applicable to the lands located north of Queens Quay East, other than the Park, Parkside and Quayside Lands; and
 - (b) the deferred policies and provisions of the Modified OPA and the Modified ZBA;

any and all of which may be adjudicated by the OMB at a later date.

Development Review and Implementation

7. The Parties agree that any Development Approval Application, Holding Symbol Removal Application and applications for Building Permits for the Parkside Lands and Quayside Lands shall conform and/or comply, as the case may be, with the following provisions, as applicable:
- (a) Site Plan Application drawings submitted to the City for Site Plan Approval shall include express detailed reference and/or illustrations of the Mitigation Features, including any Receptor-based Mitigation;
 - (b) Waterfront Toronto and the City as Landowner agree that they shall require any applicant to give written notice to Redpath and its counsel, Stikeman Elliott LLP, of the filing of any Development Approval, Holding Symbol Removal Application or any applications for a Building Permit and shall require the applicant (excepting in the case of an application for a Building Permit, in so far as it relates to excavation and/or demolition) to provide Redpath, at the time the application is submitted to the City, with a copy of the complete application, including electronic copies of all drawings, and all materials revising or updating any such applications, including electronic copies of all drawings, at the time of submission to the City:
 - (i) the applicant shall deliver the electronic copies of the drawings referred to in paragraph 7(b) of this Agreement to Redpath in CAD and PDF formats on CD, DVD, memory stick, or memory card; and
 - (ii) for clarity, the applicant will not post the drawings referred to in paragraph 7(b) of this Agreement to an FTP site;
 - (c) Waterfront Toronto and the City as Landowner agree that they shall require any applicant to provide copies of any Noise Studies and Emission Studies including all revisions/modifications to said studies, to Redpath and its counsel, Stikeman Elliott LLP, at the time of submission to the City;
 - (d) The City shall use best efforts to give written notice to Redpath of the filing of any application for Site Plan Approval or modification, any request for extension of a Site Plan Approval, or any Holding Symbol Removal Application for the Parkside Lands and Quayside Lands or portion thereof, including any appeals or referrals of the same to the OMB or other adjudicative body;
 - (e) Redpath will have a period of 45 days from the date that it receives the Noise Study and the Emissions Study to subject said studies to peer-reviews by qualified consultants and to provide its written comments to the City's Chief Planner and Executive Director; and
 - (f) Neither the City as Landowner nor Waterfront Toronto shall request a Site Plan Application to proceed to Council for a decision, or alternatively, shall request the Chief Planner and Executive Director to issue Site Plan Approval, until:
 - (i) the 45-day review period required by paragraph 7(e) has expired;
 - (ii) the Chief Planner and Executive Director has had regard for Redpath's comments;

- (iii) the Chief Planner and Executive Director has made recommendations to require certain Mitigation Features as a condition of Site Plan Approval;
- (iv) the drawings and plans submitted as part of the Site Plan Application include express detailed reference to and/or illustrations of the Mitigation Features recommended by the Chief Planner and Executive Director and the Approved Mitigation Features, to the satisfaction of the Chief Planner and Executive Director; and
- (v) that a Site Plan Agreement has been prepared, to the satisfaction of the Chief Planner and Executive Director, requiring: the provision of the Mitigation Features and Approved Mitigation Features; that such features be maintained in good condition or in accordance with a Required Performance Standard; and, that no changes to the Mitigation Features and Approved Mitigation Features that are materially inconsistent with or that otherwise materially detract from the intended purpose of such measures shall be made.

8. Waterfront Toronto and the City as Landowner agree that:

- (a) any Noise Study and Emissions Study as may be required by the Modified ZBA and any Permit Reports for the Parkside Lands and Quayside Lands shall take the Future Full Capacity of the Redpath Facility into account. To facilitate this obligation, Redpath for its part agrees to provide the qualified consultants undertaking such studies with information of the current and future operations of the Redpath Facility, including any information respecting any potential electrical co-generation facility or district energy, heating and cooling plant, that is relevant to and for the exclusive purpose of preparing a Noise Study, Emissions Study, or Permit Report provided that any subsequent owner or developer of the Park, Parkside, and Quayside Lands (or any part thereof) and any such qualified consultant execute a confidentiality agreement or an assumption agreement to such confidentiality agreement in the forms attached hereto as Schedule "G" or to the satisfaction of Redpath respecting the disclosure of such information. The Parties acknowledge that any information or documentation submitted to the City as part of any Development Approval Application may be made public by the City. The Parties agree and acknowledge that the determination of the Future Full Capacity of the Redpath Facility will be based on the information provided by Redpath for the Noise Study and Emissions Study;
- (b) any Emissions Study as may be required by the Modified ZBA and any Permit Report shall make specific recommendations for maintaining appropriate air quality within any development on the Parkside Lands and Quayside Lands and where such study/report addresses the requirement to provide Filter Systems (as defined below), Filter Units (as defined below) or recommends the provision of carbon or other absorptive filters, and/or addresses the requirement to maintain static positive pressure in the internal building space, it shall include, but not be limited to, recommendations on appropriate maintenance protocol for any Filter Systems and any Filter Units, and minimum performance standards for maintaining a static positive pressure under normal operating conditions inside the development.

9. In addition to the requirements set forth by the Modified OPA and Modified ZBA, Waterfront Toronto and the City as Landowner, agree that any Development Approval Application drawings and Building Permit drawings for the Parkside Lands and Quayside Lands and development constructed on the Parkside Lands and Quayside Lands in accordance with the Modified ZBA, shall comply with, include and maintain the following requirements:
- (a) the internal building space (including individual residential units except where the units have operable windows and at the times when said windows are open) shall maintain a static positive pressure in normal operating conditions in accordance with the Required Performance Standard; and
 - (b) for all permitted Sensitive Land Uses, all vents, air intakes, exhausts and like building elements shall be designed and constructed to maintain the sound isolation of interior spaces from the exterior environment, as provided by the building envelope or other noise mitigation features.
10. In addition to the requirements set out in the Modified OPA and Modified ZBA, Waterfront Toronto and the City as Landowner, agree that any Development Approval Application drawings and Building Permit drawings for the Parkside Lands and development constructed on the Parkside Lands in accordance with the Modified ZBA, shall comply with, include and maintain the following requirements:
- (a) all internal building space (excluding mechanical rooms, service spaces and underground parking garages) shall be supplied exclusively with outdoor air that flows either through a Filter System (as defined below) from a centralized air handling and ventilation system or through a Filter Unit (as defined below) from a unit ventilation system;
 - (b) all air intakes and like building elements on the development will be constructed with a carbon or other odour absorptive filter system, and all building HVAC systems will be constructed with a carbon or other odour absorptive filter system (the "**Filter System**");
 - (c) the Filter System will be designed by a professional engineer having expertise in the removal of odorous contaminants entering building ventilation systems (the "**Air Engineer**"), and will be installed and maintained by a qualified mechanical contractor at the sole expense of Waterfront Toronto and/or the City as Landowner. The centralized air handling and ventilation systems of the Filter System will meet the following minimum specifications (collectively, the "**Filter Specifications**"):
 - (i) all building air supply units will be supplied with 100% outdoor air;
 - (ii) all outdoor air supplied to the air supply units will pass through the filters of the Filter System; and
 - (iii) the Filter System shall be maintained, by the condominium corporation that is the successor or assign of Waterfront Toronto and/or the City as Landowner, in accordance with a maintenance protocol to be developed in accordance with the requirement in paragraph 10(d);

- (d) any Emissions Study as may be required by the Modified ZBA and any Permit Report shall make specific recommendations on a maintenance protocol for each of the Filter Systems in the development of the Parkside Lands, including an appropriate filter change-out protocol. Part of the Filter Systems maintenance protocol shall also include recommendations for a filter testing protocol; requiring an Air Engineer, amongst other things, to: (i) assess filter efficacy in the Filter Systems at regular intervals after installation to confirm optimum filter change frequency; and (ii) prepare a report on his/her findings (the "**Efficacy Report**"). A copy of any Efficacy Report shall be provided to Redpath within ten (10) days of such Efficacy Report being filed with Waterfront Toronto or the City of Toronto as Landowner;
- (e) each individual residential condominium unit in the development shall be provided with outside air by means of a unit ventilation system. Such ventilation systems shall be operated and maintained in accordance with the ventilation system's manufacturer's specifications;
- (f) each unit ventilation system shall be equipped with a filter unit (the "**Filter Unit**") within the unit ventilation system. Each Filter Unit will contain activated charcoal or other absorptive odour control filters (the "**Filters**") and will meet the following minimum specifications (collectively, the "**Filter Unit Specifications**"):
 - (i) all unit ventilation systems will be supplied with 100% outdoor air;
 - (ii) all outdoor air supplied to the unit ventilation systems will pass through the Filters in the Filter Units;
 - (iii) the Filter Unit and Filters will be specified by an Air Engineer and will be installed by a qualified mechanical contractor at the sole expense of Waterfront Toronto and/or the City as Landowner; and
 - (iv) the Filter Units shall operated and maintained, by a condominium corporation that is the successor or assign of Waterfront Toronto and/or the City as Landowner, in accordance with manufacturer's specifications and a maintenance protocol to be developed in accordance with the requirement in paragraph 10(g); and
- (g) any Emissions Study as may be required by the Modified ZBA and any Permit Report shall make specific recommendations on a maintenance protocol for the Filter Units, including an appropriate Filter change-out protocol. Part of the Filter Unit maintenance protocol shall also include recommendations for a Filter testing protocol: requiring an Air Engineer, amongst other things, to: (i) assess Filter efficacy in the Filter Units at regular intervals after installation to confirm optimum Filter change frequency; and (ii) prepare a report on his/her findings (the "**Filter Efficacy Report**"). A copy of any Filter Efficacy Report shall be provided to Redpath within ten (10) days of the final version of such Filter Efficacy Report being provided to Waterfront Toronto or the City of Toronto as Landowner.

11. Waterfront Toronto and the City as Landowner acknowledge that to change the Filter Specifications or Filter Unit Specifications, which includes the filter/Filter change-out protocol, will require applications to modify Site Plan Approval and/or Building Permits, amongst other Development Approval

Applications, and that such processes will invoke the review, commenting, and approval processes outlined in this Agreement.

12. In addition to the requirements set out in the Modified OPA and Modified ZBA, the Parties agree that any applications for Development Approval, Holding Symbol removal and Building Permits for Sensitive Land Uses on the Parkside Lands shall comply with the following provisions:
 - (a) implementation and maintenance of the Approved Mitigation Features and Approved Mitigation Details to address exceedances of the MOE Guidelines (LU-131), as amended or replaced from time to time, related to industrial source noise and Future Full Capacity with reference to the Evaluation Method and Matrix of Design Features (hereinafter the "**Matrix**") attached hereto as Schedule "D"; and
 - (b) development of the Parkside Lands shall be consistent with the recommendations of the MOE, if any, regarding:
 - (i) the determination of noise exceedances in the Noise Study and Permit Report prepared in support of such application in accordance with the procedures in the evaluation method set out in the Matrix, and
 - (ii) the technical specifications of the mitigation from the Matrix, as identified in the Noise Study and Permit Report and subject to the approval of the City, in order to ensure that the noise exceedances are appropriately mitigated, using measures described in the Matrix, in accordance with LU-131, as amended or replaced from time to time.
13. The Parties acknowledge and agree that the MOE has advised that within the unique circumstances of the proposed development of the Parkside Lands, the MOE shall accept the more flexible approaches described in LU-131, as amended or replaced from time to time, as set out in the Matrix, as it relates to determining whether or not the Redpath Facility complies with NPC-205, as amended or replaced from time to time, (e.g. for the purpose of responding to complaints and for the purpose of the issuance of approvals and other regulatory approvals) on the terms and conditions set out in the letter from the MOE to the City and Redpath, attached hereto as Schedule "E".
14. The Parties further acknowledge and agree that Redpath will be entitled to rely on both the interpretations and application of the MOE noise guidelines as set out in the MOE letter attached hereto as Schedule "E" for its current and future operations.
15. For further clarity, Redpath's future operations include plant or process modifications or expansions permitted by the existing zoning or by any Development Approval or Building Permit application related to the same.
16. The Parties acknowledge and agree not to make any changes to the Approved Mitigation Features and Built-Form Requirements that are inconsistent with, or otherwise detract from the intended purpose of such Approved Mitigation Features and Built-Form Requirements.
17. The Parties acknowledge and consent to the MOE relying on this Agreement in its review and processing of existing and requested Certificates of Approval/Environmental Compliance Approvals pertaining to the current and future operations at the Redpath Facility.

18. Waterfront Toronto and the City as Landowner agree:

- (a) that as part of any application for a Building Permit for the Parkside Lands and Quayside Lands where the applicable Site Plan Approval has expired, qualified consultants shall update the Noise Study and Emissions Study as necessary, and the Chief Planner and Executive Director shall not extend or renew the Site Plan Approval until he has had regard to the updated Noise Study and Emission Study;
- (b) that as part of any application for a Building Permit for the Parkside Lands and the Quayside Lands, Air Engineer and a professional engineer with expertise in acoustics ("**Acoustical Consultant**"), respectively, shall prepare Permit Reports and an opinion in writing (an "**Opinion**") to the Chief Planner and Executive Director, the Chief Building Official, and to Redpath, that all Building Permit plans submitted for approval have incorporated the: Approved Mitigation Features; Built-Form Requirements; Filter Systems and Filter Specifications; Filter Unit and Filter Unit Specifications and, Mitigation Features outlined in the detailed Permit Reports, if any, as required design features on the drawings even where such measures are not usually required to be shown on Building Permit plans, and:
 - (i) Redpath will have a period of 45 days from the date that it receives a copy of the Permit Reports and the Opinions, together with a copy of any plans, drawings or specifications which have been submitted to the City as part of the application for a Building Permit, including any substantive changes made after the Building Permit is issued, and which are relied upon by the Air Engineer and Acoustical Consultant in accordance with this Section, to provide written comments about the Building Permit application to the Chief Planner and Executive Director.
- (c) Not to demand the issuance of an above-grade Building Permit from the Chief Building Official until:
 - (i) the expiry of the 45-day review period required by paragraph 17(b)(i); and
 - (ii) the Chief Planner and Executive Director has advised the Chief Building Official in writing that, having had regard to Redpath's comments about the Building Permit application:
 - (A) the Building Permit plans submitted for approval have incorporated the: Approved Mitigation Features; Built-Form Requirements; Required Performance Standard, if any; Filter System and Filter Specifications; Filter Unit and Filter Unit Specifications; and detailed and/or additional Mitigation Features outlined in the Permit Reports (collectively the "**Mitigation Details**");
 - (B) the Mitigation Details have been provided to the satisfaction of the Chief Planner and Executive Director, acting reasonably (the "**Approved Mitigation Details**"); and
 - (C) the Building Permit plans submitted for approval incorporate the Approved Mitigation Details or have been modified to incorporate the Approved Mitigation

Details, to the satisfaction of the Chief Planner and Executive Director.

- (d) to have, prior to the first occupancy of any development on the Parkside Lands, an Air Engineer and an Acoustical Consultant, respectively, each provide an opinion in writing to the City and to Redpath that the development as constructed includes the Approved Mitigation Details, and that all such Approved Mitigation Details meet the required specifications for such features and are operating as anticipated in accordance with the Required Performance Standard, Filter Specifications, Filter Unit Specifications, and other requirements as may be applicable.

19. The successors and assigns of Waterfront Toronto or the City as Landowner in respect of the Parkside Lands or Quayside Lands will not oppose any MOE Certificate of Approval, MOE Environmental Compliance Approval or Development Application applied for by Redpath or issued to the Redpath Facility for the continued employment use of the Redpath Lands that would result in noise, air emissions, dust, vibration or odour impacts that are no greater than the least restrictive of:

- (a) what would be generated by the Future Full Capacity of the Redpath Facility;
- (b) the emissions permitted by the MOE in accordance with the MOE's letter attached hereto as Schedule "E"; or
- (c) the noise emissions permitted by NPC-205, as amended or replaced from time to time.

The Parties acknowledge and agree that the provisions of this paragraph shall not apply to Waterfront Toronto or the City as Landowner but shall bind Waterfront Toronto's and the City's successors and assigns, including but not limited to, condominium corporations.

The Parties acknowledge and agree that the provisions of this paragraph shall not operate nor shall they have the effect of operating in any way to fetter the City Council that authorized the execution of this Agreement or any of its successors in the exercise of any of the City's discretionary, regulatory and statutory powers.

20. The Parties agree and acknowledge that any development of the Park Lands that has the effect of substantially increasing the usability of the Park Lands or a portion thereof, or substantially changing the use(s) or the intensity of the use(s) of the Park Lands or a portion thereof, shall be subject to the following:

- (a) The City will require the completion of an Emissions Study and detailed design plans that take into account and acknowledge the environmental constraints in which the open space and park uses are situated and demonstrates that mitigation measures, where appropriate, are implemented; and
- (b) Redpath will be given 30 days to review the Emissions Study and such detailed design plans, in order to provide a response to the City on air emissions, noise and other matters; and the City has regard to such a response, prior to any approval of final designs for such open space or Public Park uses.

The Parties agree and acknowledge that these requirements do not apply to the development of the Park Lands completed or under construction at the time that this Agreement is executed.

21. The Parties agree and acknowledge that none of the provisions of these Minutes of Settlement shall apply to restrict the laying out and dedication of public roads within the Park, Parkside and Quayside Lands.

Agreements

22. Waterfront Toronto and the City as Landowner agree to insert into any agreement of purchase and sale and any lease of land and premises (other than the resale or leases of individual residential condominium units within any condominium existing on the Parkside Lands and Quayside Lands), and any disclosure statement and any declaration for any proposed condominium with respect to the Parkside Lands and Quayside Lands, notice of the terms of this Agreement and of the obligation of any future successor or assign to assume and comply with the obligations herein, in sufficient detail such that any such successor or assign will be fully aware of and cognizant of the obligations contained herein, including those to implement and maintain in good condition the Approved Mitigation Features, Built-Form Requirements and Approved Mitigation Details and not to make any changes that are inconsistent or otherwise detract from the intended purpose of such Approved Mitigation Features, Built-Form Requirements and Approved Mitigation Details.

The Parties agree and acknowledge that purchasers who signed agreements and purchase and sale for residential condominium units on the Parkside Lands prior to the date of execution of this Agreement are bound by the terms of this Agreement, as are their successors and assigns, even if the purchasers' respective agreements of purchase and sale do not include the notice referred to above.

The City agrees to include a clause in the Section 37 Agreement for the Parkside Lands obliging the owner and its successors and assigns to assume and comply with the terms herein, including, inter alia, the obligations to implement and maintain in good condition the Approved Mitigation Features, Built-Form Requirements and Approved Mitigation Details and not to make any changes that are inconsistent or otherwise detract from the intended purpose of such Approved Mitigation Features, Built-Form Requirements and Approved Mitigation Details.

23. Waterfront Toronto and the City as Landowner acknowledge that they have read the Warning Clause and agree that any Assumption Agreement required by paragraph 25 of this Agreement shall include an acknowledgement that the successor or assign has read the Warning Clause.
24. The Parties agree that the covenants, easements, restrictions, rights, duties, provisos, conditions and obligations herein contained shall enure to the benefit of and be binding upon each Party and their successors and assigns. Without limiting the generality of the foregoing, the Parties agree that the Parties and their successors and assigns (with respect to all or any portion of the Park, Parkside and Quayside Lands) shall be entitled to enforce the provisions of this Agreement against each other and their respective successors and assigns. In the event that the City acquires any part of the Park, Parkside and Quayside Lands for any purpose, the City shall not be bound by this Agreement as an owner except as is otherwise set out in this Agreement.

25. It is intended that Redpath, Waterfront Toronto and the City as Landowner shall be bound by and shall perform the obligations set out in this Agreement and that such obligations shall run with and bind the Park, Parkside Lands, Quayside Lands and the Redpath Lands. The Parties each covenant and agree, on behalf of themselves and their respective successors or assigns, that each shall enter into an Assumption Agreement (excluding the resale or lease of individual residential condominium units) wherein its respective successor or assign acknowledges in writing that it assumes the obligations relating to this Agreement of the Party from which it acquired the interest in land and shall provide a copy of such Assumption Agreement to all of the Parties. In the event that all of a Party's obligations under this Agreement are assumed by another party, the Party whose obligations are assumed shall be relieved of any obligations under this Agreement.
26. The Parties agree that, should any party to this Agreement allege that another party (the "Notified Party") has failed to comply with the obligations pursuant to this Agreement, then such party shall give written notice to the Notified Party of such alleged non-compliance. If the Notified Party acknowledges the allegation, it shall have 30 days or other such time as the Parties may agree to cure the alleged non-compliance.
27. In the event that the Notified Party refuses to cure the alleged non-compliance, and/or fails to cure the alleged non-compliance, and/or fails to cure the alleged non-compliance within the timeframe provided pursuant to paragraph 26 of this Agreement, the Parties agree that all Parties are contractually bound and that the provisions of this Agreement are immediately enforceable by civil action, subject to the paragraph above, should a party be in breach of this Agreement.
28. The Parties agree that if:
- (a) the City, in its full discretion, enacts a by-law to repeal the Modified ZBA for any portion of the Park, Parkside and Quayside Lands (the "Repealed Lands"), such that the zoning for the Repealed Lands reverts to the zoning that existed prior to the City's enactment of the ZBA; and
 - (b) no Sensitive Land Uses have been developed on the Repealed Lands,
- then this Agreement no longer applies in any capacity to the Repealed Lands and shall be released from the Repealed Lands. In such event, the Parties agree to forthwith execute a partial release, in registerable form, and any other necessary acknowledgement and direction, in order to release this Agreement from title to the Repealed Lands.
29. The Parties agree that should the industrial operations on the Redpath Lands permanently close, the Parties, successors and assigns, including, but not limited to, condominium corporations, shall be released of the obligations under this Agreement.
30. In the event that Redpath makes physical enhancements to the Redpath Facility resulting in a permanent reduction in noise, air emissions, dust, vibration and/or odour impacts from the Redpath Facility on the Park, Parkside and Quayside Lands, any Party may, with notice to the other Parties, consult with the MOE. In the event that the MOE agrees in writing that any of the requirements of paragraphs 8, 9, 10, 12, 13, 14, 15, 16 and 17 may be changed as a result of the said reduction in emissions from the Redpath Facility, the Parties agree that they will amend this Agreement to reflect the changes approved by the MOE provided that the MOE agrees to

take such changes into account in its review and processing of existing and requested Certificates of Approval or Environmental Compliance Approval pertaining to the current and future operations at the Redpath Facility such that Redpath may rely on such an interpretation by the MOE in the application of applicable MOE regulations and guidelines, including all relevant provisions of the *Environmental Protection Act*.

31. The Parties acknowledge that in this Agreement, words importing the singular include the plural and vice versa as may be required for the context.
32. The Parties acknowledge that in this Agreement, words importing gender include all genders as may be required for the context.
33. The Parties acknowledge that in this Agreement, the headings contained herein form no part of this Agreement but shall be deemed to be inserted for convenience of reference only.
34. The Parties acknowledge that a reference to a City official in this Agreement shall be deemed to include a reference to the official of the City who performs the duties of such referenced person from time to time.
35. The Parties acknowledge and consent to this Agreement, once executed by all the Parties, being filed with the OMB at the OMB Hearing.
36. Each of the Parties hereto agrees not to request the OMB to order an award of costs against any party arising from these proceedings as they relate to the Park, Parkside and Quayside Lands.
37. The Parties hereto agree that all of the covenants, rights, duties, provisions, conditions and obligations herein contained shall enure to the benefit of and be binding upon each party and their respective successors and assigns.
38. This Agreement and all other documents to be executed and delivered pursuant to this Agreement constitute the entire Agreement between the Parties as to the matters dealt with herein and supersede all prior negotiation and understandings. Any amendment to this Agreement or waiver of any provision of this Agreement must be in writing and signed by the Parties hereto.
39. The Parties agree that should the employment use of the Redpath Lands permanently cease, the Parties, and their successors and assigns, including, but not limited to, condominium corporations, shall be released from their obligations under this Agreement.
40. Waterfront Toronto and the City as Landowner hereby consent to the registration of this Agreement by Redpath against the title to the Park, Parkside and Quayside Lands.
41. If any provision or portion thereof in this Agreement is held by any court of competent jurisdiction or administrative tribunal to be invalid or unenforceable, such holding will not affect the remainder hereof, and the remaining provisions shall continue in full force and effect to the same extent as would have been the case had such invalid or unenforceable provision or portion never been a part hereof.
42. Any notice required by this Agreement shall be sent by registered mail or by facsimile to:

Redpath Sugar Ltd.
95 Queens Quay East

Toronto ON M5E 1A3

Attention: Jonathan Bamberger
Phone No: (416) 933-8309
Fax No: 416-956-4972
E-mail: Jonathan.Bamberger@redpathsugar.com

With a copy to:

Stikeman Elliott LLP
5300 Commerce Court West
199 Bay Street
Toronto, ON M5L 1B9

Attention: Calvin Lantz
Phone No: (416) 869-5669
Fax No: (416) 947-0866
E-mail: clantz@stikeman.com

Waterfront Toronto
20 Bay Street, Suite 1310
Toronto, Ontario
M5J 2N8

Attention: Vice President, East Bayfront
Phone No: (416) 214-1344
Fax No.: (416) 214-4591

With a copy to:

Goodmans LLP
250 Yonge Street, Suite 2400
Toronto, Ontario
M5B 2M6

Attention: Allan Leibel
Phone No.: (416) 979-2211
Fax No: (416) 979-1234
E-mail: aleibel@goodmans.ca

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

Attention: Rob Balfour
Phone No: (416) 392-7225
Fax No: (416) 397-4420
E-mail: rbalfour@toronto.ca

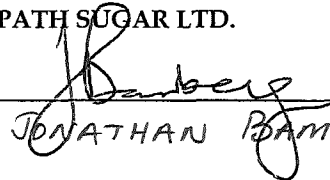
43. This Agreement may be executed in several counterparts, each of which so executed will be deemed to be an executed original copy of these Minutes of Settlement and such counterparts together will constitute one and the same instrument. Counterparts may be executed either in original or electronically transmitted form and the parties adopt any signatures received by facsimile

machine or other means of electronic communication as original signatures of the parties; provided, however, that any party providing its signature in such manner shall promptly forward to the other party an original of the signed copy of this Agreement which was so delivered.

IN WITNESS WHEREOF THE PARTIES HAVE SIGNED THIS AGREEMENT AS OF THE DATE FIRST ABOVE WRITTEN:

REDPATH SUGAR LTD.

Per:



JONATHAN BAMBERGER

I have authority to bind the corporation.

CITY OF TORONTO

Per:

We have authority to bind the corporation

Per:

We have authority to bind the corporation

**TORONTO WATERFRONT
REVITALIZATION CORPORATION**

Per:

We have authority to bind the corporation

Per:

We have authority to bind the corporation

machine or other means of electronic communication as original signatures of the parties; provided, however, that any party providing its signature in such manner shall promptly forward to the other party an original of the signed copy of this Agreement which was so delivered.


IN WITNESS WHEREOF THE PARTIES HAVE SIGNED THIS AGREEMENT AS OF THE DATE FIRST ABOVE WRITTEN:


REDPATH SUGAR LTD.

Per: _____

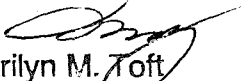
I have authority to bind the corporation.

CITY OF TORONTO

APPROVED AS TO FORM

For ANNA KINASTOWSKI
City Solicitor

Per:  _____

G. CARBONE
TREASURER
We have authority to bind the corporation

Per:  _____
Marilyn M. Toft
for Jill S. Watkins
City Clerk

We have authority to bind the corporation



TORONTO WATERFRONT
REVITALIZATION CORPORATION

Per: _____

We have authority to bind the corporation

Per: _____

We have authority to bind the corporation


Confidential Report CC13.6 as adopted by
City of Toronto Council on October 24 and
25, 2011.

Marilyn M. Toft
City Clerk

machine or other means of electronic communication as original signatures of the parties; provided, however, that any party providing its signature in such manner shall promptly forward to the other party an original of the signed copy of this Agreement which was so delivered.

IN WITNESS WHEREOF THE PARTIES HAVE SIGNED THIS AGREEMENT AS OF THE DATE FIRST ABOVE WRITTEN:

REDPATH SUGAR LTD.

Per: _____

I have authority to bind the corporation.

CITY OF TORONTO

Per: _____

We have authority to bind the corporation

Per: _____

We have authority to bind the corporation

**TORONTO WATERFRONT
REVITALIZATION CORPORATION**

Per: _____

John W. Campbell
President & CEO

We have authority to bind the corporation

Per: _____

Victor S. Wong
Vice President, Legal

We have authority to bind the corporation

SCHEDULE "A-1"

LEGAL DESCRIPTION OF THE REDPATH LANDS

Freehold Lands:

PIN 21384-0060(LT) comprising PT LT 19-20 PL649E TORONTO PT 1 63R3268; S/T RIGHT IN ES33656; TORONTO, CITY OF TORONTO

Leasehold Lands:

PIN 21384-0104(LT) comprising PART OF LOTS 19 AND 20, PLAN 694E, TORONTO, DESIGNATED AS PART 2 ON REF. PLAN 63R3268. CITY OF TORONTO

SCHEDULE "A-2"

LEGAL DESCRIPTION OF THE WATERFRONT TORONTO LANDS

PARKSIDE

OWNER: TORONTO WATERFRONT REVITALIZATION CORPORATION

PIN 21384-0129 (LT)

Part of Block 12, Plan E694, designated as Part 4 on Plan 66R-24081, City of Toronto, being the whole of the PIN.

QUAYSIDE

OWNER: TORONTO WATERFRONT REVITALIZATION CORPORATION

PIN 21384-0005 (LT)

Parcel 11-1, Section A694E, being Part Block 11, Plan E694 Toronto, designated as Part 1 on Plan R-396, City of Toronto, being the whole of the PIN.

PIN 21384-0082 (LT)

Part Lot 11, Plan 694E, Toronto, designated as Part 1 on Plan 64R-15767, City of Toronto, being the whole of the PIN.

PIN 21384-0083 (LT)

Part Lot 11, Plan 694E, Toronto, as in CA474853 and Part 2 on Plan 64R-15767, City of Toronto, being the whole of the PIN.

PIN 21384-0085 (LT)

Part of Lot 11, Plan 694E Toronto, designated as Parts 1 to 3 on Plan 63R-2862, City of Toronto, being the whole of the PIN.

PIN 21384-0084 (LT)

Part of Lot 11, Plan 694E Toronto, designated as Part 2 on Plan 63R-982 and Part 3 on Plan 64R-15767, City of Toronto, being the whole of the PIN.

SCHEDULE "A-3"

LEGAL DESCRIPTION OF THE CITY LANDS

SHERBOURNE COMMON

OWNER: CITY OF TORONTO

PIN 21384-0157 (LT)

Part of Block 12, Plan E694, designated as Part 1 on Plan 66R-24081, City of Toronto.

Part of PIN 21384-0127 (LT)

Part of Lot 12, Plan 694-E, designated as Part 2 on Plan 66R-24081, City of Toronto.

Part of PIN 21384-0128 (LT)

Part of Lot 12, Plan 694E, designated as Part 3 on Plan 66R-24081 and Part 1 on Plan 66R-24967, City of Toronto.

PARKSIDE

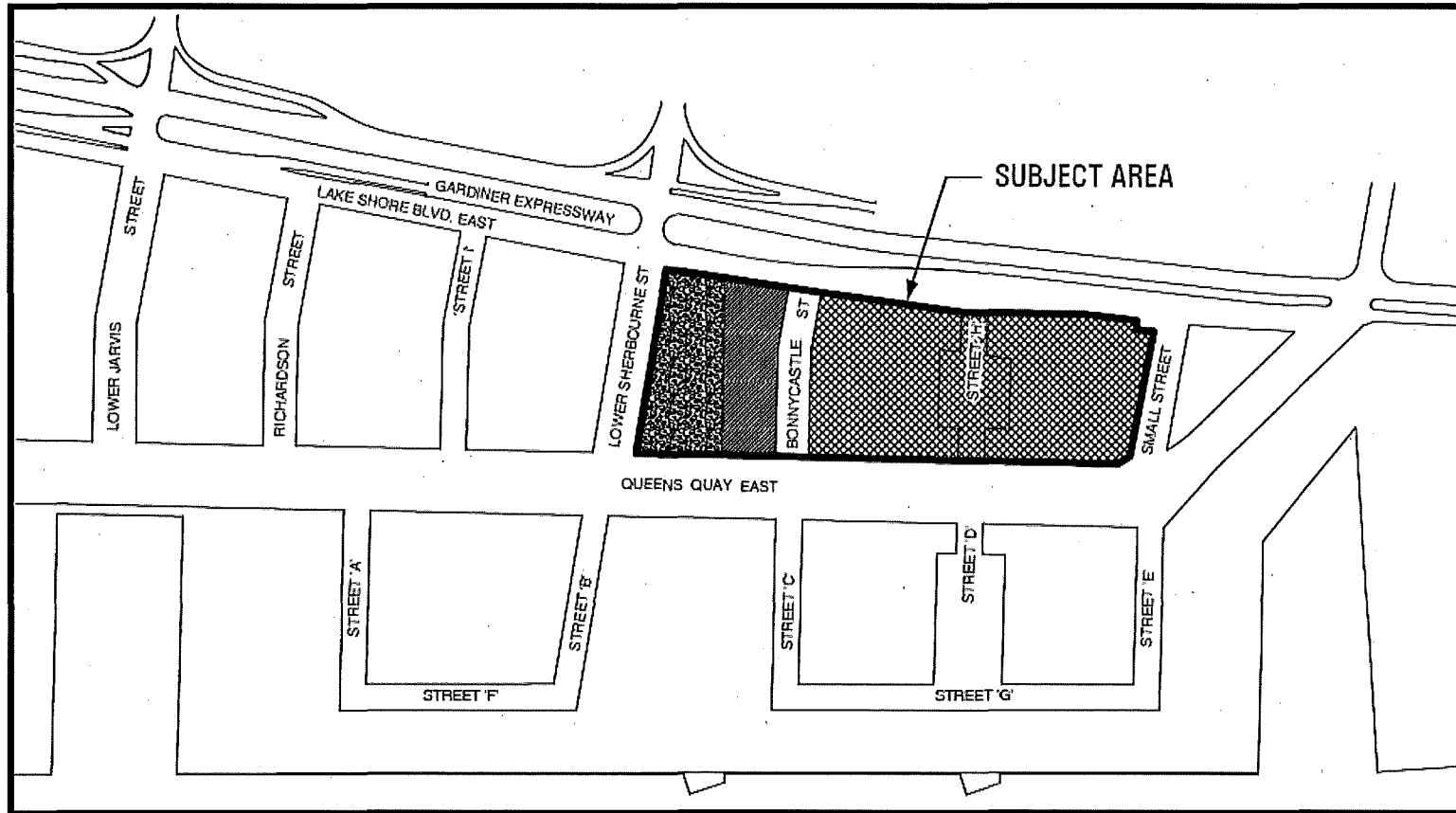
OWNER: CITY OF TORONTO

Part of PIN 21384-0127 (LT)

Part of Lot 12, Plan 694-E, designated as Part 5 on Plan 66R-24081, City of Toronto.

Part of PIN 21384-0128 (LT)

Part of Lot 12, Plan 694-E, designated as Part 6 on Plan 66R-24081 and Part 2 on Plan 66R-24967, City of Toronto.



East Bayfront - West Precinct - NE Quadrant

 Park  Parkside Lands  Quayside Lands



SCHEDULE "C"

**DRAFT FORM OF ORDER, INCLUDING MODIFIED OPA AND MODIFIED
ZBA**

Attachment "3" for the Attachment 1 lands, except those portions of the By-law for which approval is noted in the attachment as being deferred withheld;

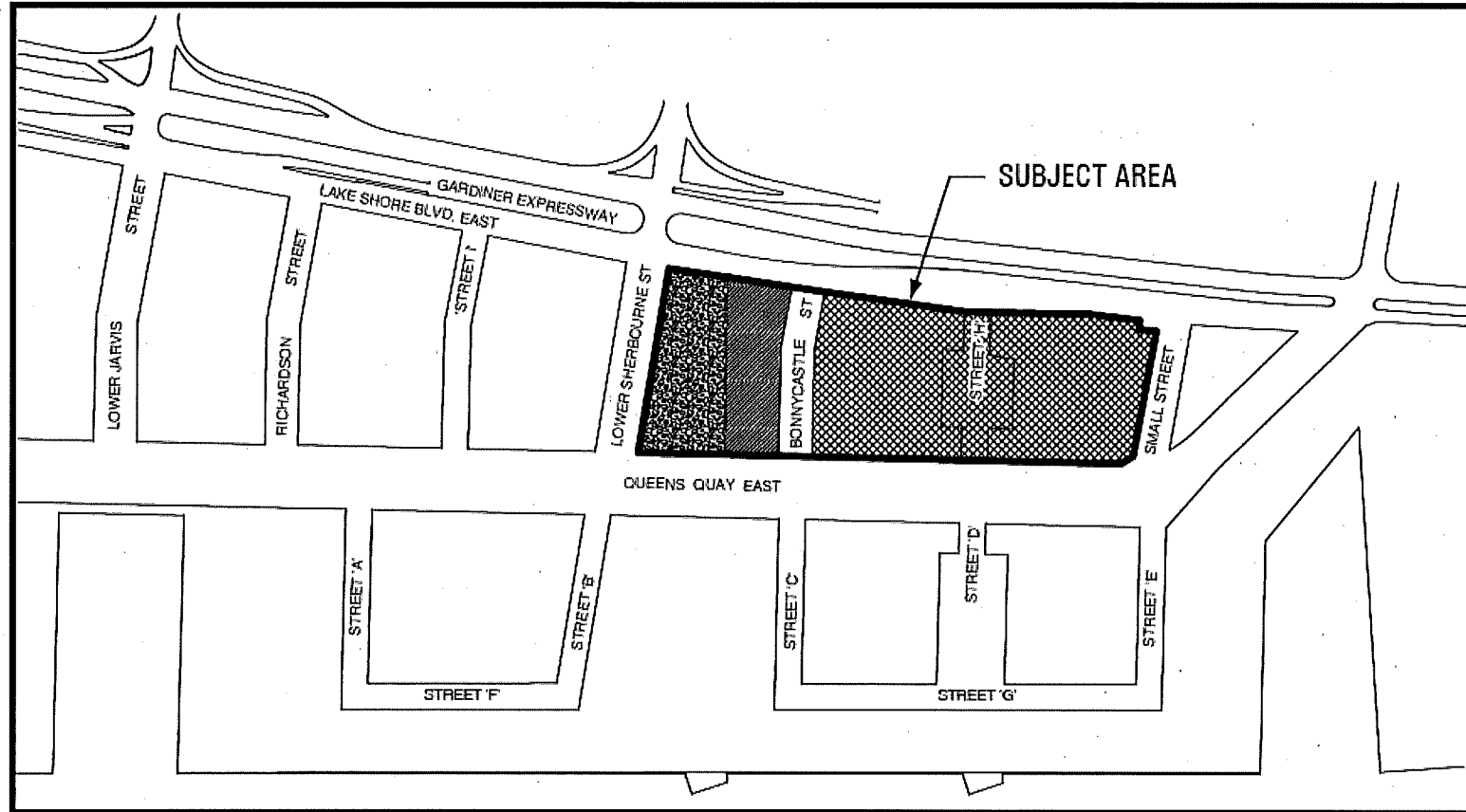
The Board so Orders

"D. R. Granger"

D. R. GRANGER

MEMBER

\6023254



East Bayfront - West Precinct - NE Quadrant

█ Park █ Parkside Lands █ Quayside Lands



Central Waterfront Secondary Plan

“OPA 257 Adopted by Toronto City Council on April 16, 2003; further approved in part as modified for the West Don Lands in 2005 by OMB Decision/Order No. 3227; further approved in part as modified for the First Waterfront Place lands in 2007 by OMB Decision/Order No.1905, further approved in part as modified for the lands south of Queens Quay by the OMB Decision/Order delivered on November 16, 2007, issued on November 27, 2007, and further approved in part as modified for the Parkside, Quayside and Sherbourne Common North lands by OMB Decision/Order delivered on ●, 2011, issued on ●, 2011.”

SECTION ONE: CORE PRINCIPLES

Waterfront renewal will not be treated as a specific project with a defined finishing point. Rather, it will be managed as an ongoing, phased effort, part of the much larger city-wide context, that will carry on over decades. The principles of this Plan will act as a framework for the renewal activities and will be as valid 30 years from now as they are today.

The Central Waterfront Plan is built on four core principles. These are:

- A. Removing Barriers/Making Connections
- B. Building a Network of Spectacular Waterfront Parks and Public Spaces
- C. Promoting a Clean and Green Environment
- D. Creating Dynamic and Diverse New Communities

The Plan expands on these core principles. Each principle is divided into two parts: the “Big Moves” that will define the new Central Waterfront and the “Policies” that will bring the vision to life.

In describing the planning framework for the Central Waterfront, words such as “will” and “must” are used in the Plan. It is recognized that the implementation of this Plan will take place over time and the use of these words should not be construed as Council’s commitment to proceed with all of these undertakings immediately. This will be done in a phased manner, subject to budgeting and program availability and the active participation of other stakeholders and all levels of government.

A) REMOVING BARRIERS/MAKING CONNECTIONS

If waterfront renewal is to be truly successful, the waterfront will have to feel like and function as part of the city fabric. The first principle of the Plan is to remove barriers and reconnect the city with Lake Ontario and the lake with the city. This is the key to unlocking the unrealized potential of Toronto’s waterfront. The new connections will be north/south and east/west. They are functional, thematic and symbolic in nature. The following “Big Moves” will support the removal of barriers and the creation of new connections across the Central Waterfront:

A1_REDESIGNING THE GARDINER CORRIDOR

The elevated Gardiner Expressway is a major physical barrier that cuts off the city from the waterfront. To ensure the success of a redesigned Gardiner Corridor, funding for major improvements to the road system and GO Transit/TTC services including Union Station must be in place. The final configuration of the Gardiner/Lake Shore Corridor will depend on the outcome of detailed study.

A2_A NEW WATERFRONT TRANSIT NETWORK

Public transit will be a top priority for connecting people and places to and within the renewed waterfront. An extended Waterfront Light Rapid Transit line will stretch across the Central Waterfront from Exhibition Place to the Port Lands with excellent connections into the city as generally illustrated on Map B. Expanding GO Transit rail services and upgrading Union Station will be critical elements of the new waterfront transit plan.

A3_LAKE SHORE BOULEVARD, AN URBAN WATERFRONT AVENUE

Lake Shore Boulevard will be transformed into an urban avenue through the Central Waterfront to accommodate its function as an arterial road. The new boulevard will be generously landscaped; will maximize the opportunities for pedestrian crossings through frequent intersections with streets connecting into the downtown core; and will provide ample room for commuter cycling and pedestrians.

A4_QUEENS QUAY, TORONTO'S WATER VIEW DRIVE

Queens Quay will become a scenic water view drive and an important component of the Toronto street network from Bathurst Street to Cherry Street providing ready access to the public activities on the waterfront and pedestrian connections to the water's edge. It will be designed to meet the diverse needs of motorists, transit users, cyclists and pedestrians as well as providing opportunities for vistas to the harbour and lake.

A5_COMPLETING THE WATERFRONT TRAIL

The Martin Goodman/Waterfront Trail will be completed through the Central Waterfront and connected to the city-wide trail or pathway system, including the Garrison Creek, Humber Valley and Don Valley trails as generally illustrated on Map C. Upgrades to various parts of the trails or pathways will ensure a high standard throughout. Floating boardwalks may provide public access along the head of slips and water's edge in areas where access cannot be achieved in other ways.

A6_WATERFRONT CULTURAL AND HERITAGE CORRIDORS

Key cultural and heritage corridors will link the assets of the city with the water's edge. Central Waterfront corridors extend north/south and east/west to form a waterfront cultural grid. Each of these corridors has a unique identity that will be promoted and reinforced.

POLICIES

(P1) The redesign of the Gardiner Expressway Corridor with a modified road network is one of the most important ingredients in revitalizing the Central Waterfront. Modifications to the road and transit infrastructure outside this corridor will be required to ensure the success of any expressway redesign. These

modifications will have to be identified and substantially in place prior to reconfiguring the corridor.

(P2) Required rights-of-way to accommodate the proposed waterfront road and transit network over time appear on Schedule A of this Plan. The rights-of-way will be sufficient to accommodate travel lanes, transit, pedestrian and cycling requirements as well as landscaping and other urban design elements. The exact location of road alignments will be refined through further detailed study.

(P3) Union Station will be redeveloped to maximize its capacity as a transportation centre and restore its historic grandeur. The rail corridors will be upgraded to provide more GO Transit rail service and a possible rail link to Pearson Airport. As a separate, but related project, Union Subway Station will be enlarged by adding a new platform.

(P4) New streetcar and some bus routes will operate in exclusive rights-of-way on existing and proposed streets to ensure efficient transit movement.

(P5) Waterfront streets will be remade as "places" with distinct identities. Streets will act as lively urban connections as well as traffic arteries. The needs of motorists will be balanced with efficient transit service and high-quality amenities for pedestrians and cyclists.

(P6) A water-based transportation system utilizing water taxis and ferries will become another way of moving people from one end of the waterfront to the other. The Ferry Docks will be revitalized as the hub of water-based transportation activities.

(P7) Physical connections between the Central Waterfront, the downtown core and adjacent neighbourhoods will be enhanced through high-quality urban design and landscaping on the north/south connector streets.

(P8) Railway underpasses will be transformed into more pedestrian-friendly corridors.

(P9) Streets that extend to the water's edge will create opportunities to see the lake from the city and the city from the lake. The design of buildings and public and private spaces that frame these streets will be of high architectural quality and take advantage of these views. New streets will be laid out to reinforce visual connections between the city and the water. Among these, Basin Street would be extended with minor modification to its current alignment, as the main street of the new Port Lands community from the eastern side of the inner harbour to the turning basin.

B) BUILDING A NETWORK OF SPECTACULAR WATERFRONT PARKS AND PUBLIC SPACES

The second principle of the Plan recognizes the significance of the public realm in transforming the Central Waterfront into a destination for international tourism, national celebration and local enjoyment. The Plan promotes the remaking of the Central Waterfront as a special place imbued with spectacular waterfront parks and plazas and inviting natural settings that pleases the eye and captures the spirit. The following "Big Moves" will help transform the Central Waterfront into an area renowned for its outstanding waterfront parks and public spaces (see Map C):

B7_ RESERVING THE WATER'S EDGE FOR PUBLIC USE

As renewal takes place, a continuous and highly accessible public water's edge promenade will connect a series of parks, open spaces, squares and plazas, at times intimate and at times generous, which are linked back to the city along existing and extended street corridors. The public promenade will be of varying width and design such that a variety of primarily pedestrian activities can be accommodated and be integrated with a range of parks and public spaces which would allow for outdoor cafes, areas of respite, play areas, public art, gatherings and celebrations. Key objectives in designing the public water's edge promenade will include: the creation of a diversity of spaces in scale, form and character, that respond to their distinct context; the creation of accessible and marvelous places designed to encourage year round use and the creation of a remarkable public realm. This band of public space will be reserved as an amenity and legacy for future generations. To this end, the Plan designates a series of Inner Harbour Special Places.

B8_ FOOT OF YONGE - SPECIAL STUDY AREA

The foot of Yonge Street should be treated as a special place on the waterfront, as the place where Yonge Street meets the lake, and be designed to include major public amenities of high quality containing distinctive cultural buildings, appropriate tourist facilities and a range of public uses and other development that will contribute to the special nature of this area. A dramatic new pier should be built at the foot of Toronto's historic main street, recognizing and celebrating this area as the centre of Toronto's waterfront. The Yonge Street Slip, a new public plaza and the pier will draw residents, tourists, boaters and cruise ships to the Central Waterfront and become a waterfront icon, visible from both land and water. This distinctive gateway to the city will accommodate a major cultural, entertainment and tourist destination, possibly including ancillary hotel uses. Further detailed study will be required as a special study at the precinct implementation stage to review the lands available and the relationship between the proposed uses.

B9_ HARBOURFRONT CENTRE, AN EVEN STRONGER DRAW

Harbourfront Centre will continue to be recognized as an area for the arts, education, recreation and entertainment in a magnificent waterfront setting. New public squares will be created between Queens Quay Terminal and York Quay Centre removing surface parking lots and replacing them with underground parking. The public water's edge will be improved and expanded. New year-round pavilion structures will be introduced in a number of locations expanding the range of cultural and commercial uses. An integrated nautical centre for marine activities may be established.

B10_ CREATING NEW EAST BAYFRONT PARKS AND PUBLIC SPACES

A bold new system of connected waterfront parks and public spaces will be developed, reflecting the industrial heritage and dockwall legacy of the area and anticipating its extraordinary future. Public spaces at the foot of Jarvis, Sherbourne and Parliament Streets will include both intimate and active public plazas, designed to preserve views towards the lake. The reuse of the existing Marine Terminal buildings should be investigated as a link to the industrial heritage of the area.

B11_ THE DON GREENWAY, A NATURAL HERITAGE CORRIDOR

A new green, Natural Heritage corridor will be created in the centre of the Port Lands, functioning as an important open space connection linking the Don Valley, Tommy Thompson Park and Lake Ontario. The corridor will be a key component of the Centre for Creativity and Innovation offering a unique amenity attractive to knowledge-based industries of all types. In addition to providing local open space and subject to its Natural Heritage designation in the Official Plan, the corridor will be able to fulfill a variety of functions, including neighbourhood recreation, compatible community uses, multi-use pathways, a wildlife corridor and habitat, and a receptor for stormwater from adjacent communities.

B12_ A NEW LAKE ONTARIO PARK

A new Lake Ontario Park will give Toronto a much enhanced continuous urban park system in the tradition of the city's great parks like High Park and Edwards Gardens. Extending from Clarke (Cherry) Beach to Balmy Beach, the new park will encompass a considerably improved North Shore Park, Tommy Thompson Park and the Base Lands, and will incorporate upgrades to the Martin Goodman/Waterfront Trail system in this area. Through judicious lakefilling, new parkland may be created south of the Ashbridges Bay Treatment Plant and on the shores of the Outer Harbour, subject to an environmental assessment and taking into consideration comments from interested parties, including the recreational boating community. The parks will be designed to serve the diverse recreational needs of the emerging waterfront communities. The lakefilling will help stabilize the Lake Ontario shoreline, reduce siltation and establish new aquatic and terrestrial habitats. The requirements of recreational boating will continue to be met within the new park system.

B13_ THE SHIP CHANNEL, A UNIQUE URBAN WATERFRONT AMENITY

The Ship Channel, which extends from the Inner Harbour to the east end of the Port Lands, will become a powerful focal point around which new mixed-use communities will be built. The needs of existing industries for dockwall space and use of the channel will be balanced with the opportunity to capitalize on the channel as a unique amenity. New north/south canals could expand the use of the channel for activities such as boating or skating.

B14_ A NEW FORT YORK PARK

A new park of national prominence (Fort York Park) will be created with a larger and more visible public space, thereby regaining the Fort's status as Toronto's most significant heritage resource. The new Fort York Park will be a national, regional and local draw for public events and for the celebration of its military history central to the story of Toronto.

B15_ AN EXPANDED MARILYN BELL PARK

Almost three hectares will be added to Marilyn Bell Park by carefully consolidating the road network at the west end of Exhibition Place. This will allow the park to be

redesigned and improved as a gateway to the waterfront. The expanded park will be much more accessible to South Parkdale residents as well as to visitors, workers and new residents at Exhibition Place.

B16_ ONTARIO PLACE, A WATERFRONT DESTINATION

Ontario Place will be woven into the waterfront park system with better access for the public to enjoy its facilities and paid attractions. A new trail system, with connections to the north, east and west, will bring pedestrians and cyclists to Ontario Place. With improved public access, Ontario Place will be reaffirmed as an important waterfront destination for major festivals and tourism events and for the celebration of innovative architecture and landscape design.

B17_ CANADA MALTING, A LANDMARK SITE AND SPECIAL PLACE

The Canada Malting Silos, a landmark and important heritage feature on the Central Waterfront, will be retained and improved. The City will pursue innovative proposals for a mix of public and private activities and uses that can successfully transform the silos building into a unique special place on the Toronto waterfront.

B18 _ COMMISSIONERS PARK, A MAJOR NEW OPEN SPACE

A major new park will be located between Cherry Street and the Don Roadway to the north of Commissioners Street to showcase urban park design and serve the needs of the new and existing neighbourhoods in the area. This park will stretch to the newly naturalized Mouth of the Don while providing both outdoor and indoor active recreation uses and complementing the newly created passive use and natural areas along the river. Smaller local parks will also be provided throughout the Port Lands. The precise configuration and function of the various parks will be determined after study of local and regional recreational needs and the preparation of a comprehensive open space framework for the Port Lands in the context of the larger Toronto Waterfront open space network.

POLICIES

DEFINING THE PUBLIC REALM

(P10) The design of the public realm will be of a standard of excellence characteristic of the great city waterfronts of the world.

(P11) The public realm will be defined by a coherent framework of streets, parks, plazas, buildings, viewing areas, walkways, boardwalks, promenades, piers, bridges and other public infrastructure and open space elements. Its design will reflect its exceptional waterfront setting and integrate and interpret the rich natural and cultural heritage of Toronto's waterfront, its industrial dockwall legacy, as well as including the historic Lake Ontario Shoreline, Taddle Creek and Garrison Creek alignments.

(P12) Parks and plazas strategically located along the water's edge will become centres of public activity - in effect, windows on the lake. The termination of each of the north-south streets within East Bayfront and other streets within the Port Lands, or on the Quays, adjacent to the early 20th Century dockwall, will be celebrated by the creation of a series of unique public places (Inner Harbour Special Places) to reflect their history and the character of the surrounding community. They will provide a focal point for their neighbourhood.

(P13) A unifying approach to landscaping and wayfinding (e.g., signs, kiosks) that is evocative of the Central Waterfront will tie together its various components.

(P14) There will be a coordinated Central Waterfront public art program for both public and private developments.

PARK DESIGN

(P15) Parks in the Central Waterfront will be diverse, well maintained, animated and safe, accommodating a full range of recreational experiences from areas for active play, enjoyment of sports and entertainment to areas for quiet solitude and relaxation. These experiences will be provided in a comfortable setting during all seasons of the year.

(P16) Public community, cultural and entertainment facilities will form part of the fabric of the waterfront park system. A limited number of private cultural, restaurant and entertainment facilities may also be located in the park system provided their associated open spaces remain publicly accessible.

(P17) Sustainable management practices and design and construction techniques that have minimal environmental impacts and return the greatest ecological rewards will be utilized in waterfront parks.

C) PROMOTING A CLEAN AND GREEN ENVIRONMENT

The third principle of the Plan is aimed at achieving a high level of environmental health in the Central Waterfront. A wide variety of environmental strategies will be employed to create sustainable waterfront communities. The following "Big Moves" will showcase the City's commitment to a clean and green waterfront that is safe and healthy and contributes to a better environment for the city as a whole:

C19_PRIORITY FOR SUSTAINABLE MODES OF TRANSPORTATION

A sustainable transportation system that gives priority to transit, cycling, walking and water transport and reduces the need for car use will form the basis for transportation planning in the Central Waterfront. Future travel demand will be mainly met by non-auto means. Road capacity will be added only to meet local traffic needs.

C20_PROTECTING THE WEST DON LANDS FROM FLOODING

A flood protection berm will be built along the Don River to assist in eliminating flooding problems in the West Don Lands and surrounding neighbourhoods to the west. It will also provide naturalized open space and active parkland along its edge for use by the emerging West Don Lands communities and fulfill a crucial stormwater management function. The adjacent King-Parliament and St. Lawrence neighbourhoods will benefit from this increase in active parkland.

C21_RENATURALIZING THE MOUTH OF THE DON RIVER

The mouth of the Don River will be rerouted through lands south of the rail corridor. This will improve the ecological function of the river, provide flood protection for the Port Lands and East Bayfront and attract new wildlife to the area. The renaturalized mouth of the river will also become a key open space and recreational link to the Don Valley, West Don Lands, Port Lands and waterfront park system. This enhanced river setting will provide a gateway to the new urban communities in the Port Lands. Pedestrian and cyclist's bridges over the river mouth will be designed as signature entrances of beauty and inspiration.

POLICIES

(P18) As part of the strategy to reduce car dependence and shape people's travel patterns early, a comprehensive range of efficient and competitive transportation alternatives will be provided in tandem with the development of new waterfront communities. These include a new transit system as generally illustrated on Map B, as well as pedestrian, cycling and water transportation opportunities as generally illustrated on Map D.

(P19) New waterfront communities will offer opportunities to live and work close together, leading to fewer and shorter commuter trips.

(P20) New traffic management approaches will be pursued to accommodate non-auto modes of transportation, make more efficient use of existing roads (i.e., "smart" technology) and discourage the use of single-occupant vehicles.

(P21) Pedestrian and cycling routes will be safe, attractive, comfortable and generously landscaped.

(P22) The health and biodiversity of the Central Waterfront will be enhanced and restored by protecting and regenerating wetlands, fish and wildlife habitats, rare

plant and animal species, shorelines, beach areas, woodlots and lands designated "Natural Heritage Areas" (in the Official Plan) and "Natural Areas" (see Map C).

(P23) Development will contribute to the improvement of water quality in Toronto's rivers and streams, as well as in Toronto Bay, the Outer Harbour and Lake Ontario.

(P24) Stormwater will be managed as close to its source as possible.

(P25) Combined sewer outfalls that discharge into Lake Ontario, Toronto Harbour and the Don River will be progressively reduced consistent with the City's environmental policies.

(P26) The Central Waterfront will be a model of leading-edge environmental technologies. Alternative sources of generating electricity, including co-generation, anaerobic digestion, wind turbines and solar power, will be pursued as well as district heating and cooling.

(P27)* The Central Waterfront will showcase successful redevelopment of brownfield sites into sustainable residential and employment areas. Where applicable, remediation requirements will be balanced by the need to protect environmentally sensitive areas. Development in Regeneration Areas will have regard to current Provincial guidelines and legislation with lands being appropriately buffered and mitigated to prevent adverse effects from odour, noise and other contaminants.

***APPROVAL OF PARAGRAPH (P27) DEFERRED FOR ALL LANDS SOUTH OF QUEENS QUAY EAST EXCEPT FOR FWP LANDS BY OMB PURSUANT TO DECISION/ORDER ISSUED ON NOVEMBER 27, 2007.**

(P28) Lakefilling will be considered only for stabilizing shorelines, improving open spaces, creating trail connections, preventing siltation and improving natural habitats and is subject to Provincial and Federal Environmental Assessment processes. Consideration will be given to the impact of such lakefilling on recreational uses.

(P29) The creation of parkland south of the Ashbridges Bay Treatment Plant will be compatible with, and closely co-ordinated with, any future plans to expand the facility.

D) CREATING DYNAMIC AND DIVERSE NEW COMMUNITIES

The fourth and final principle of the Plan is focused on the creation of dynamic and diverse waterfront communities – unique places of beauty, quality and opportunity for all citizens. New water's edge communities will accommodate a range of development forms and be of sufficient scale to establish a "critical mass" of people both living and working in a neighbourhood setting. These new waterfront neighbourhoods will be acclaimed for their high degree of social, economic, natural and environmental health and cultural vibrancy, which collectively will contribute to the long-term sustainability of the area and the entire city. The following "Big Moves" implement this principle:

D22_OPENING UP THE PORT LANDS TO URBAN DEVELOPMENT

The vast Port Lands, an area more than 14 times the size of London's Canary Wharf, will be cleaned up and opened to a range of urban development opportunities. The Port Lands will become Toronto's springboard to the future, a place for wealth creation, originality and creativity in all aspects of living, working and having fun. The Port Lands will be transformed into a number of new urban districts set amid the hustle and bustle of Toronto's port activities. An enticing environment conducive to the creation of an international Centre for Creativity and Innovation for knowledge-based industries, film and new media activities will be nurtured. It will be a part of the city where "green" industries can be incubated and thrive. The new Port districts will be supported by a rich infrastructure of recreational, cultural and tourist amenities.

Entrepreneurs and creative people in knowledge-based industries will find a variety of choices for both living and working – innovative housing including live/work, lofts, and workplaces that appeal to a range of needs. Businesses will be presented with building and location choices that satisfy all sizes and types of businesses from start-ups to mature international operations. The Hearn Plant will be an asset to this area with many potential reuse options.

The Port Lands will be developed to become several major new neighbourhoods containing many of the elements characteristic of the best existing Toronto neighbourhoods. They should generally be developed at medium scale, with some lower elements and higher buildings at appropriate locations. Retail and community activities should be concentrated at accessible locations to form a focus for the area. Cherry Street and the new extension of Basin Street connecting Polson slip and the Turning Basin will be important components of this new centre. The alignment of Unwin Avenue from Hearn to Leslie will require further detailed study including assessment of environmental conditions and urban development requirements.

D23_A NEW BEGINNING FOR THE WEST DON LANDS

With the construction of the flood protection berm and the naturalization of the mouth of the Don River, the West Don Lands will be redeveloped into diverse mixed-use communities. These communities will capitalize on their strategic downtown location, the synergy created by the simultaneous development of the Port Lands and their historic roots as part of the original town of York, as well as the Don River's new environmental health.

D24 THE EAST BAYFRONT, A PROMINENT NEW NEIGHBOURHOOD*

The East Bayfront will become a prominent waterfront address for working and living amid the energy and abundance of waterfront activities, including a new water's edge promenade and other public activities in the series of new East Bayfront public spaces. Development adjacent to the water's edge promenade shall consist of low and medium scale buildings that will reinforce the safety and usability of the public spaces.

***APPROVAL OF PARAGRAPH (D24) DEFERRED FOR FWP LANDS BY OMB PURSUANT TO DECISION/ORDER NO. 1905.**

***APPROVAL OF PARAGRAPH (D24) DEFERRED FOR BLOCKS 1 AND 2 SOUTH OF QUEENS QUAY EAST BY OMB PURSUANT TO DECISION/ORDER ISSUED ON NOVEMBER 27, 2007.**

D25 EXHIBITION PLACE, A PLACE FOR WORK, CELEBRATION AND LIVING

Exhibition Place, historically a place for celebration and exhibition, will expand into a dynamic area where people work, visit and live. Housing at select peripheral locations will not detract from Exhibition Place's primary role. The proposed realignment of Lake Shore Boulevard will add to the land available for development and make it easier to integrate Exhibition Place with Ontario Place.

The National Trade Centre will continue to function as a magnet to attract new businesses and support facilities. Synergies may also be created by the presence of the new media businesses of Liberty Village.

The remade Exhibition Place will feature a significant open plaza capable of hosting large gatherings and festivals.

New development will respect and celebrate Exhibition Place's existing heritage architecture and views of heritage buildings from the water. Opportunities for adaptive reuse of heritage buildings will be explored.

POLICIES

DESIGNING THE BUILT ENVIRONMENT

(P30) Development of the Central Waterfront will maintain Toronto's successful tradition of city building at a compact scale combining the best of urban living, amenities and built form. The treatment of the development sites abutting the water's edge, public promenade along the traditional urban dockwall will require particular sensitivity to create a front of publicly accessible and marvelous buildings of appropriate low to moderate scale to complement the character of the neighbourhoods and in keeping with good planning principles. The precinct implementation strategies will specifically address these design issues while defining their scale, range of uses and ensuring that the individual building design meets high standards of excellence through peer review, or a Design Review Board.

(P31) Excellence in the design of public and private buildings, infrastructure (streets, bridges, promenades, etc.), parks and public spaces will be promoted to achieve quality, beauty and worldwide recognition.

(P32) New development will be located, organized and massed to protect view corridors, frame and support the adjacent public realm and discourage privatization of public spaces. Built form will result in comfortable micro-climates on streets, plazas and other parts of the public realm.

NURTURING A HIGH STANDARD OF COMMUNITY LIVING

(P33) A balance of places to live and work will contribute to the morning-to-evening vitality of new waterfront communities.

(P34) Schools and other community services and facilities (including places of worship) will be integral components of new waterfront communities and will be provided in conjunction with new development (Appendix I).

(P35) Local parks will enrich new waterfront communities. Parks planning will take into account such factors as park size, land availability, neighbourhood accessibility, safety and quality of experience in park spaces (Appendix I).

(P36) Innovative approaches for providing the necessary community infrastructure will be explored, including shared use of schools, community services and facilities and local parks as well as integrating community facilities into private developments.

(P37) Public spaces, parks, transportation facilities and other public and private buildings in the Central Waterfront will be designed to ensure accessibility to persons with disabilities.

HOUSING OPTIONS*

(P38) A mix of housing types, densities and tenures will accommodate a broad range of household sizes, composition, ages and incomes contributing to the vitality of the Central Waterfront as well as the opportunity for residents to remain in their communities throughout their lives.

(P39) The overall goal for the Central Waterfront is that *affordable rental housing* and *low-end-of-market housing* comprise 25 per cent of all housing units (see Definitions in Schedule B). To the extent possible, and subject to the availability of funding programs and development cross-subsidization, the greatest proportion of this housing will be affordable rental with at least one-quarter in the form of two-bedroom units or larger. Senior government funding programs to assist in the delivery of *affordable rental housing* will be aggressively pursued, and appropriate opportunities identified to take advantage of such programs.

***APPROVAL OF PARAGRAPHS (P38) AND (P39) DEFERRED FOR WEST DON LANDS BY OMB PURSUANT TO DECISION/ORDER 3227.**

CREATING SPECIAL PLACES TO WORK

(P40) The Central Waterfront will accommodate a variety of maritime activities, including cargo shipping, cross-lake ferry service, local ferry and water taxi terminals, excursion boats, cruise ships, berthing areas and marinas, maritime support services and the Port of Toronto.

(P41)* Land, dockwall and rail service will be sufficient to meet the needs of cargo shipping, passenger cruise ships, ferries, excursion boats, recreational boating and other water-dependent activities.

***APPROVAL OF PARAGRAPH (P41) DEFERRED FOR LANDS SOUTH OF QUEENS QUAY EAST EXCEPT FOR FWP LANDS BY OMB PURSUANT TO DECISION/ ORDER ISSUED ON NOVEMBER 27, 2007.**

***APPROVAL OF PARAGRAPH (P41) DEFERRED FOR LANDS IN EAST BAYFRONT (WEST) LOCATED NORTH OF QUEENS QUAY EAST AND EAST OF SHERBOURNE STREET BY OMB PURSUANT TO DECISION/ORDER NO.**

(P42) The Port Lands will be developed with new media and knowledge-based businesses and "green" industries in addition to maintaining their important role in the city's economy as a location for downtown-serving and marine-related industries and the Port of Toronto. Large tracts of vacant land, the proximity to downtown, the existing base of film and new media activities, and strategic marketing and planning to attract these businesses will support the emergence of a convergence district in the Port Lands. Entertainment industries such as music, film and television production will operate alongside the communications, software development, biotechnology and publishing sectors.

In the interim, until redevelopment proceeds, existing business operations will continue in the Port Lands. As redevelopment proceeds, Performance Standards may be established to ensure new and existing uses (which do not need to be relocated) can comfortably co-exist, without negatively impacting their operation. A relocation strategy will be developed to accommodate appropriate city-serving businesses that need to be close to the downtown as well as other businesses that dependent on water/rail access.

(P43) Large scale, stand-alone retail stores and/or "power centres" are not part of the vision for the Central Waterfront. New retail development will only be considered within the context of the City's urban planning principles and must be supportive of the other core principles and policies of this Plan. Retail and other uses which require large areas of unscreened surface parking will not be permitted. In regards to the lands within the West Don Lands, this policy does not supersede S. 10.2 and S. 5.3 of the King Parliament Secondary Plan.

(P44) Companies that rely on lake access for their operations will remain important maritime industries on the waterfront to the extent that they can be accommodated within emerging communities.

CREATING SPECIAL PLACES TO VISIT, RELAX, PLAY AND LEARN

(P45) The Central Waterfront will become the face of Toronto to the world, with a quality of experience and environment comparable to that of other international cities, a place to express the future of the city with confidence and imagination.

(P46) Strategies to attract high-value tourism to the Central Waterfront will receive top priority in order to strengthen Toronto's role as the cultural capital of the nation. The Central Waterfront will be the future location of major international-caliber cultural, entertainment and other tourist attractions.

(P47) A wide variety of year-round experiences for visitors will be offered. Emphasis will be placed on developing new facilities that are enduring, creative and unique to Toronto and its waterfront. Winter conditions will be an important consideration in developing the Central Waterfront's tourism infrastructure.

(P48) Boating opportunities will be expanded to draw city residents, workers and tourists to the waterfront. The Central Waterfront offers an opportunity to provide internationally acclaimed boating facilities, particularly in the Outer Harbour. The design, location and viability of such facilities will be developed further in the Precinct Implementation Strategies, in consultation with the appropriate stakeholders.

(P49) Toronto's story will be told by preserving the waterfront's cultural and natural heritage in the development of new private and public spaces, some of which are designated as the Inner Harbour Special Places.

(P50) Heritage properties listed on the City's Inventory of Heritage Property will be protected and improved where feasible. Designated heritage buildings will be conserved for creative reuse in their original locations.

(P51) The Redpath facility is an important feature of the Toronto Waterfront that should be maintained. It is a symbol of the Waterfront's industrial heritage and an important employment generator relying on lake access and the dockwall for its operations. This Plan recognizes that the Redpath facility refines a significant amount of raw sugar for Canadian distribution and encourages its retention. Future developments should ensure that there are no undue negative impacts on Redpath's activities.

As a result of consultations with Redpath and the Ministry of the Environment concerning land-use compatibility issues between the Redpath facility and future land uses in the vicinity of the plant, the following additional policies will apply to the lands south of Queens Quay East in East Bayfront (West) and the lands north of Queens Quay East and east of Sherbourne Street in East Bayfront (West), notwithstanding any conflicts with other policies of this Plan.

When considering development approval applications and public realm initiatives, regard shall be had to all applicable provincial and municipal policies, regulations and guidelines to ensure that compatibility will be achieved and maintained with regard to noise, vibration, dust, odour, air quality and illumination so as to achieve the goals of:

- (i) preventing undue adverse impacts from the proposed land use on the Redpath lands designated as an Existing Use Area; and
- (ii) preventing undue adverse impacts on the new land use from the Redpath lands designated as an Existing Use Area.

Sensitive land uses may be prohibited in the implementing zoning or limited (through massing and siting, buffering and design mitigation measures) in proximity to Redpath to ensure compatibility. In addition, noise and air emissions reports shall be required and vibration and illumination reports may be required, in support of development approval requests. Such environmental reports are to specify how compatibility will be achieved and maintained between Redpath and the proposed development and may include measures aimed at minimizing impacts.

Council acknowledges the important role of the Ministry of the Environment in reviewing and providing comments and recommendations on such reports. The City shall consult with both the Ministry of the Environment and Redpath during the development approval process and during the design process for public spaces in the vicinity of the Redpath property to ensure compatibility.

SECTION FIVE: MAKING IT HAPPEN

1) A SIMPLIFIED APPROACH TO LAND USE REGULATION

The Central Waterfront will have three types of land use designations (Map E):

- Parks and Open Space Areas are areas for use as parks, open spaces, natural areas and plazas, and can include compatible community, recreation, cultural, restaurant and entertainment facilities. Lands designated Parks and Open Space Areas in the vicinity of Regeneration Areas may be subject to Precinct Implementation Strategies.

- *Regeneration Areas are blocks of land that may be subdivided into smaller areas for a wide variety of mixed-use development ranging from industries to housing to community services and parks; from offices to stores to hotels and restaurants. Regeneration Areas will generally be subject to Precinct Implementation Strategies. The water's edge development sites located adjacent to the water's edge promenade and along the urban dockwall will be subject to the highest quality of design excellence. Development within water's edge sites should be designed to create a wonderful juncture of the city and the Inner Harbour or Ship Channel. Development along the Public Promenade (Dockwall/Water's edge) should be generally of low to moderate scale and views of the lake from the city protected in accordance with good planning principles. This new development can incorporate a wide mix of uses both public and private, including residential, and should be designed at ground floor level to complement the activities anticipated in adjacent public spaces. These sites will be subject to particular attention in the precinct implementation strategies to ensure that they achieve the highest quality of built form and design expected. The precinct implementation strategies will specifically address these design issues while defining their scale, range of uses and ensuring that the individual building design meets high standards of excellence through peer review.

***APPROVAL OF REGENERATION AREAS POLICY DEFERRED FOR FWP LANDS BY OMB PURSUANT TO DECISION/ORDER NO. 1905.**

***APPROVAL OF REGENERATION AREAS POLICY DEFERRED FOR BLOCKS 1 AND 2 SOUTH OF QUEENS QUAY EAST BY OMB PURSUANT TO DECISION/ORDER ISSUED ON NOVEMBER 27, 2007.**

- Existing Use Areas are areas currently covered by planning controls that are consistent with the direction put forward in this Plan. These lands will continue to be governed by existing Official Plan and zoning controls and related Planning Act processes and will not be subject to Precinct Implementation Strategies.

2) IMPLEMENTATION

The implementation of the principles and policies contained in this Plan will rely on a wide array of planning and financing tools. Planning tools may include the adoption of zoning by-laws, use of holding provisions, temporary use by-laws, agreements under Section 37 of the Planning Act, site plan control and various means of subdividing land. In addition, the City of Toronto has been granted the opportunity to apply a Development Permit System in the Central Waterfront area as an alternative zoning and development control process.

2.1 Planning at a Precinct Level

The precinct implementation strategies are intended to provide for comprehensive and orderly development and to implement the policies of this Plan. This review process will also deal with issues of soil cleanup, flood control and servicing, urban design, community improvement, heritage and environmental performance standards. Approval of new zoning for lands within the Regeneration Areas will generally take place at a precinct level. Prior to the preparation of zoning by-laws or development permit by-laws of lands not designated Existing Use Areas, Precinct

Implementation Strategies will be prepared in accordance with the policies contained in Section 2.2 below. The boundaries of each precinct will be determined as part of the preparation of the Precinct Implementation Strategies and the related zoning by-laws(s) or development permit by-law(s). Elements of the precinct implementation strategies may be incorporated into the Secondary Plan for the Central Waterfront by way of Official Plan Amendment.

Rezoning of individual sites within Regeneration Areas will generally only be entertained once a context has been established for the evaluation of specific rezoning applications, through the Precinct Implementation Strategies. In addition, area-wide infrastructure requirements will have to have been determined, including a fair and equitable means for ensuring appropriate financial contributions for their provision, prior to the approval of rezoning applications.

Because of the area-wide, integrated, nature of developing an effective transit network, transit implementation must be managed on a broader area-planning basis. It cannot be managed effectively through precinct planning, or a sub-area planning process. To achieve the objectives of the Central Waterfront Plan, a high level of transit use is required in each of the four development areas, and it is essential that transit-oriented travel patterns be established from the outset. For this reason, the implementation of transit improvements will require a separate financial planning and approval process.

For each of the four development areas, a staged implementation schedule and accompanying financial plan for the construction and operation of transit facilities, will be required before development can proceed in that development area. This will ensure that high-order transit services are constructed at an early stage in the development process and that the transit-oriented objectives of the plan are achieved from the outset.

2.2 Precinct Implementation Strategies**

Precinct Implementation Strategies will include, but not be limited to, the following elements

- (i) a streets and blocks structure that supports a broad range of development and provides appropriate connections to adjacent communities;
- (ii) minimum and/or maximum standards regarding the height and massing of buildings and the provision of parking;
- (iii) strategies to ensure a balance between residential and employment-based development;
- (iv) strategies by which affordable housing targets can be achieved;*

***APPROVAL OF THIS POLICY DEFERRED FOR WEST DON LANDS BY OMB DECISION/ORDER NO. 3227.**

- (v) the location and phasing of local and regional parks, open spaces, public use areas, trails and access linkages;
- (vi) the location and phasing of elementary schools and high schools, libraries, community and recreation centres, day care centres, emergency services, places of worship and other community facilities and services;

- (vii) a comprehensive set of environmental performance standards for public and private infrastructure, buildings, and activities including, but not limited to, energy efficiency, reduction of CO₂ emissions, water conservation, clean air and waste (reduction, reuse and recycling);
- (viii) provisions for securing the retention of heritage buildings within new developments and an archaeological resource assessment, as identified in the Archaeological Master Plan for the Central Waterfront, of high-potential sites prior to development;
- (ix) urban design provisions dealing with the unique microclimatic conditions of the waterfront, quality of waterfront streets, the public realm, urban plazas, parks, schools, other community services and facilities, and signage;
- (x) public art and urban design standards and guidelines;
- (xi) provisions for protecting and securing necessary road, transit, trails and bicycle route alignments; and
- (xii) mechanisms, financial and otherwise, to ensure the above matters are implemented.

****APPROVAL OF SUBSECTION 2.2 DEFERRED IN ITS ENTIRETY FOR FWP LANDS BY OMB PURSUANT TO DECISION/ORDER NO. 1905.**

****APPROVAL OF SUBSECTION 2.2 DEFERRED IN ITS ENTIRETY FOR LANDS SOUTH OF QUEENS QUAY EAST PURSUANT TO OMB DECISION/ORDER ISSUED ON NOVEMBER 27, 2007.**

2.3 The Central Waterfront as a Development Permit Area

The City of Toronto has been granted the authority to implement a Development Permit System in the Central Waterfront. This system allows a streamlined municipal approval process by consolidating the zoning by-law, minor variance and site plan approval processes into one through the enactment of development permit by-laws.

2.3.1 The Central Waterfront Secondary Plan area, as delineated on Map E, is designated a Development Permit Area. Within this area, City Council may enact development permit by-laws based on the following objectives:

- to enable the revitalization of the Central Waterfront to move forward in a timely and strategic fashion;
- to provide certainty for matters of public concern and the achievement of city building objectives, while providing flexibility in the means to achieve these objectives; and
- to streamline the approval process while providing the opportunity for public input into development.

2.3.2 When determining whether any class, or classes of development, or use of land may be permitted, several types of criteria may be used in the development permit by-law in order to ensure high quality urban

development. These criteria relate to built-form, use, intensity of use, compatibility with adjacent uses and other uses within the precinct, parking requirements, relationship to parks, open spaces and the water's edge, proximity and availability of supporting hard and soft services, location relative to public transit and consistency with the policies of the Secondary Plan.

In addition, the by-law may permit the continued use, enlargement or extension of a legal non-conforming use or a change in use of a legal non-conforming use, provided that the proposal is desirable, avoids hardship, will have no unacceptable impacts on adjoining properties, and is consistent with the policies of this Plan.

2.3.3 The following types of conditions may be included in a development permit by-law and may be imposed prior to the issuance of a development permit.

- requirements for the provision of bicycle trails, walkways, protecting and securing necessary road widenings and transit rights-of-way, parking, parkland, land grading or filling, storm water management and/or any other types of conditions permitted under s.40, 41, or 42 of the Planning Act;
- environmental conditions related to air quality, water and sewers, flood protection, soil cleanup, groundwater protection, storm water management, natural heritage features and functions, and construction-phase environmental impacts, for defined uses or classes of development in areas including hazard lands, contaminated lands, significant natural feature areas and/or any other types of environmentally sensitive areas listed in s.34(3)(3.1) and (3.2) of the Planning Act; and
- the execution of agreements respecting site alteration, grading, filling and/or the removal of vegetation.

2.3.4 As with Site Plan Approval, when enacting a development permit by-law Council may delegate its authority to an employee of the municipality, to:

- (a) approve or refuse an application for a development permit;
- (b) issue a development permit;
- (c) attach conditions to the approval of a development permit; and/or
- (d) enter into agreements with respect to a development permit.

2.4 Contributions to Infrastructure and Community Facilities

The creation of new communities will necessitate major investment in roads, transit, servicing, flood proofing measures, soil remediation, parks and public spaces, and community facilities and services.

Prior to enacting a zoning by-law or development permit by-law on lands designated as Regeneration Areas, arrangements will be made whereby benefiting landowners will be required to pay a fair and equitable share of the costs of any new infrastructure and community facilities required for such development, through one or more of the following means:

- (i) the payment of an area-specific development charge pursuant to the Development Charges Act;
- (ii) a contribution made pursuant to an agreement under Section 37 of the Planning Act;
- (iii) a cost sharing agreement involving landowners; and/or
- (iv) such other arrangements as may be appropriate.

2.5 Increases in Height and/or Density

In order to assist in the achievement of the full implementation of the policies of this Plan, contributions to one or more community benefits, facilities, or services may be requested in exchange for a height and/or density increase above the existing height and/or density limits, pursuant to Section 37 of the Planning Act, provided that the increase in height and/or density is appropriate, and enhances the Central Waterfront. The benefit will be secured through an appropriate legal agreement that will be registered on title to the lands. Increases are to be measured from the height and/or density for the use permitted in the zoning by-law.

2.6 Holding By-laws

In order to provide for the orderly development of lands in the Central Waterfront, to secure professional or technical studies to assess potential development impacts, to address issues of environmental sustainability, design excellence, soil remediation, flood control, infrastructure requirements and servicing and to ensure an equitable sharing of associated costs, Council may enact zoning by-laws pursuant to Sections 34 and 36 of the Planning Act with an “h” holding symbol. After the necessary studies, plans and other matters specified in the zoning bylaw have been provided and/or secured through an agreement or agreements entered into pursuant to the Planning Act and the City of Toronto Act, 2006, as amended or replaced from time to time, as appropriate, the holding symbol may be removed.

2.6.1 Holding Provisions Related to East Bayfront (West)

In addition to the matters specified in Section 2.6, where sensitive land uses such as residential, child care centres, primary and secondary schools, community/recreational centres, nursing homes, hotels, private and commercial schools, or other quasi-residential and/or institutional uses, are proposed on lands south of Queens Quay East in East Bayfront (West) and the lands located north of Queens Quay East and east of Sherbourne Street in East Bayfront (West), the holding symbol may be removed after Council is satisfied, having had regard for applicable environmental regulations and guidelines and receiving or securing necessary technical studies, that compatibility will be achieved and maintained between any proposed land use and lands designated as Existing Use Area (even if external to East Bayfront) with regard to noise, vibration, dust, odour, air quality and illumination so as to achieve the goals of:

- (i) preventing undue adverse impacts from the proposed land use on the Redpath lands designated as an Existing Use Area; and
- (ii) preventing the potential for undue adverse impacts on the new land use from the Redpath lands designated as an Existing Use Area.

3) SUBDIVISION OF LANDS

The subdivision of lands within precincts may occur through a simplified Plan of Subdivision and the lifting of Part Lot Control, or the taking of public streets directly and lifting Part Lot Control where an underlying Plan of Subdivision already exists. Severance of lots in Regeneration Areas by application to the Committee of Adjustment generally will only be considered upon completion of the Precinct Implementation Strategies.

4) ENCOURAGING EXCELLENCE IN DESIGN

Excellence in design will be promoted through design competitions and design review panels. These processes will encourage the participation of both the local and international design community.

A Design Review Board will be established to review and advise the City on all design aspects of all development applications on lands adjacent to the Public Promenade (Dockwall/ Water's Edge). The objective of this process will be to ensure the excellence in design of new public and private buildings, infrastructure, parks and public spaces adjacent to Toronto's waterfront.

5) DESIGNATING THE CENTRAL WATERFRONT AS A COMMUNITY IMPROVEMENT PROJECT AREA

The Central Waterfront is proposed to be designated a Community Improvement Project Area under Section 28 of the Planning Act. In order to expedite revitalization efforts, Community Improvement Plans will be developed to identify specific revitalization projects.

The Community Improvement Project Area designation allows the City to provide grants or loans for rehabilitating land or buildings. Under the Municipal Act, the City may include tax incentives to encourage development in a Community Improvement Project Area. It also helps focus government funding and investment on well-defined, pre-approved community improvement projects and initiatives such as brownfield redevelopment, heritage restoration, affordable housing,* soil and groundwater remediation, infrastructure, parkland acquisition, façade improvements and/or general community beautification projects.

***APPROVAL OF THE WORDS "AFFORDABLE HOUSING" IN THIS POLICY DEFERRED FOR WEST DON LANDS BY OMB DECISION NO. 3227.**

6) TIMELY IMPLEMENTATION AND ENVIRONMENTAL ASSESSMENT

6.1 Environmental remediation, flood protection measures, early construction of transit infrastructure, and the timely provision of community services and facilities will be essential to achieving the revitalization of the Central Waterfront.

6.2_Where applicable under provincial or federal legislation, environmental assessments of Central Waterfront projects will be undertaken. The Environment Assessment process will be an opportunity to integrate Toronto's environmental and sustainability goals into project design and implementation.

7) INTERPRETATION OF THE PLAN

7.1_The Central Waterfront Secondary Plan consists of Sections Four and Five, Maps A to E and Schedules A and B.

7.2_Maps A, B and D cover an area beyond the boundary of the Central Waterfront and will prevail over the Official Plan and any Secondary Plans for the matters covered in these maps.

7.3_Appendix I is part of the Plan for the purpose of illustration only and is not to be interpreted as prescriptive.

7.4_The Toronto City Centre Airport and Toronto Islands are not part of the Plan.

7.5_The transportation alignments, Parks and Open Space Areas and Regeneration Areas shown in this Plan are intended to provide a basic framework for the Central Waterfront. Minor adjustments and additions to any of these elements may be made without amendment, including the detailed configuration of Commissioners Park, the Queens Quay East alignment at its current intersection with Cherry Street and Lake Shore Boulevard East, as well as the location of the associated bridge(s) over the new Mouth of the Don River.

7.6_The text and maps of the Official Plan of the former City of Toronto continue to apply except in cases where the text and maps are in conflict with this Secondary Plan, in which case the text and maps of this Secondary Plan shall prevail.

7.7_For further clarification, the land use designation of "Regeneration Area" in the area to the south of Mill Street as set out in the Central Waterfront Secondary Plan shall prevail over the King Parliament Plan.

7.8_ Notwithstanding Section 7.6, in cases where the text and maps of the Fort York Neighbourhood Part II Plan are in conflict with this Secondary Plan, or where this Secondary Plan would impose additional financial obligations or Section 37 contributions on the blocks identified on Map B to the Fort York Neighbourhood Part II Plan beyond those obligations or contributions imposed by the Fort York Neighbourhood Part II Plan, the text and maps of the Fort York Neighbourhood Part II Plan shall prevail.

7.9_ Section 2.6 of this Secondary Plan does not apply to the lands in the Fort York Neighbourhood.

SCHEDULE A

PROPOSED RIGHTS-OF-WAY (ROW) FOR MAJOR ROADS

Roadway ⁽¹⁾	From	To	ROW	Streetcar in own ROW
Bayview Av	Mill St	Queen St E	30 m	No
Basin St (new)	Cherry St	Carlaw Av (new)	26 m	No
Broadview Av (new)	Commissioners St	Eastern Av	32 m	Yes

Roadway ⁽¹⁾	From	To	ROW	Streetcar in own ROW
Carlaw Av (new)	Unwin Av	Commissioners St	26 m	No
Cherry St	Eastern Av	Front St E	36 m	Yes
Cherry St	Front St E	Mill Street	35 m	Yes
Cherry St	Mill St	CN Railway Corridor	varies	Yes
Cherry St	CN Railway Corridor	Unwin Av	40 m	Yes
Commissioners St	Cherry St	Leslie St	40 m	Yes
Don Roadway	Lake Shore Blvd E	Commissioners St	30 m	No
Don Roadway (new)	Commissioners St	Unwin Av	40 m	Yes
Dufferin St (new)	Front St W (new)	Lake Shore Blvd W	30 m	Yes
Front St E	Trinity St	Cherry St	30 m	Yes
Front St E	Cherry St	a point 70 m east of Cherry St	20 m	No
Front St E	a point 70 m east of Cherry St	Bayview Av (new)	42 m	No
Front St W (new)	Bathurst St	a point 170 m east of Strachan Av	33 m	No
Front St W (new)	a point 170 m east of Strachan Av	Dufferin St	27 m	No
Leslie St	Commissioners St	Lake Shore Blvd E	40 m	Yes
Manitoba Dr (new)	Strachan Av	Fraser Av (new)	Varies	Yes
Mill St	Cherry St	Bayview Av (new)	25 m	No
Parliament St	King St E	Front St E	Varies	Yes
Parliament St (new)	Lake Shore Blvd E	Queens Quay E	24 m	No
Princes' Blvd (new)	Saskatchewan Rd	Manitoba Dr	45+ m	No
Queens Quay E	Yonge St	Cherry St	40 m	Yes
Strachan Av	Lake Shore Blvd W	Front St W (new)	30 m	No
Unwin Av (new)	Cherry St	Leslie St	40 m	Yes
Yonge St	Queens Quay	Lake Shore Blvd	30 m	No

- (1) Existing or currently planned roads (e.g. Bremner Boulevard) that are not listed in this schedule will maintain current right-of-way designation.

Notes:

- (a) Rights-of-way will be protected to accommodate road, transit, pedestrian and cycling requirements, as well as landscaping and other urban design elements.
- (b) The rights-of-way of local streets not listed above are to be addressed in conjunction with the subdivision planning process.
- (c) Council may require additional right-of-way widenings (e.g. at intersection locations) in order to accommodate appropriate design geometry.
- (d) Rights-of-way requirements may be amended in the future to take into account environmental assessments, detailed design work, plans of subdivision, as well as traffic and development needs.

Schedule B**
Housing Definitions*

Affordable Housing: Rental and Ownership

Affordable rental housing means housing where the total monthly shelter cost (gross monthly rent including utilities – heat, hydro and hot water – but excluding parking and cable television charges) is at or below one times the average City of Toronto rent, by unit type (number of bedrooms), as reported annually by the Canada Mortgage and Housing Corporation.

Affordable ownership housing is housing which is priced at or below an amount where the total monthly shelter cost (mortgage principle and interest – based on a 25-year amortization, 10% down payment and the chartered bank administered mortgage rate for a conventional 5-year mortgage as reported by the Bank of Canada at the time of application – plus property taxes calculated on a monthly basis) equals the average City of Toronto rent, by unit type, as reported annually by the Canada Mortgage and Housing Corporation. Affordable ownership price includes GST and any other mandatory costs associated with purchasing the unit.

Rental Housing

The term *rental housing* means a building or related group of buildings containing one or more rented residential units, but does not include a condominium, registered life lease, or other ownership forms.

Low-End-Of-Market Housing

The term *low-end-of-market housing* means small private ownership housing units suitable for households of various sizes and composition, the price of which would not be monitored or controlled, but which, by virtue of their modest size relative to other market housing units, would be priced for households up to the 60th percentile of the income distribution for all households in the Toronto CMA, where *total annual housing costs* do not exceed 30 per cent of gross annual household income.

*To be read in conjunction with Policy (P39).

****APPROVAL OF SCHEDULE B WITHHELD BY ONTARIO MUNICIPAL BOARD
PURSUANT TO DECISION ON WEST DON LANDS**

Appendix 1

Community Services, Facilities and Local Parks

Based on full build-out of approximately 40,000 new residential units and 900,000 sq. m. of non-residential development

GENERAL CRITERIA

Facility/site requirements

- shared use and/or multi-purpose facilities
- capacity to adapt to changing needs of the community over time
- all of the community facilities could be integrated as part of a mixed-use development site

Location criteria

- accessible by public transit
- barrier-free
- grade-related
- good visibility from the street

Guidelines

- *timely provision of social infrastructure facilities as development proceeds within each community precinct*
- *monitoring and review of adequacy of the community facilities shall occur once one-third of the potential development is achieved in each community*

ELEMENTARY SCHOOLS

(6 to 10 at full build-out)

Facility/site requirements

- *1.2 hectares if a single elementary school is located next to a public park*
- *1.82 hectares if a joint TDSB/TCDSB elementary school is located next to a public park*

Location criteria

- *pupils should travel no more than 1.6 km to school*
- *minimize children crossing arterial roads*

Guidelines

- *optimal facility must be sufficient to accommodate between 400 and 500 students*
- *pupil generation rates should be monitored in coordination with both the TDSB and TCDSB*

SECONDARY SCHOOLS

(one at full build-out)

Facility/site requirements

- *stand alone requires four hectares, or two hectares if located next to a public park with adult-sized ball field and soccer pitch*

Location criteria

- *locations on arterial roads with direct transit access are preferable*

Guidelines

- *facility size will be determined by pupil generation rates within the Waterfront*
- *pupil generation rates should be monitored in coordination with both the TDSB and TCDSB*

LOCAL PARKLAND

Facility/site requirements

- *neighbourhood oriented passive and active recreational opportunities*
- *size and shape will vary depending on community size and facility requirements*
- *each residential community shall contain at least one local park a minimum two hectares in size*

Location criteria

- *intended to serve communities within a reasonable walking distance*
- *where appropriate, regional parkland can also meet local parkland needs*

- barrier free, grade-related and good visibility from streets

Guidelines

- distribution, size and facility mix should be relative to population distribution and demographics
- capacity to adapt to changing needs of the community over time

DAYCARE CENTRES

(10 to 12 at full build-out)

Facility/site requirements

- licensed capacities of 72 children each, with 735 m² of interior space and 401 m² of contiguous outdoor space

Location criteria

- grade location is preferable
- compliance with appropriate provincial regulation and city policies
- sun, air and noise studies must be completed prior to final selection of sites

Guidelines

- Daycare demand will be assessed as follows:
number of children up to 4 years of age, multiplied by the labour participation rate for women aged 20 to 45 years, reduced to 50-70% to reflect patterns of parental choice with respect to licensed care

LIBRARIES

(one to three at full build-out)

Facility/site requirements

- 650 m² to 1,115 m² preferably located at grade

Location criteria

- good pedestrian and public transit access
- highly visible from the street

Guidelines

- one library for every community with a population of at least 25,000 residents or a comparable combined residential and office worker population
- residents should have access to a library within 1.6 km

RECREATION CENTRES

(four to six at full build-out)

Facility/site requirements

- size is dependent demand

Location criteria

- good pedestrian and public transit access
- highly visible from the street
- ready access to outdoor playing fields and playgrounds (preferably a public park)

Guidelines

- one recreation centre for every 21,000 residents or a comparable combined residential and office worker population

- Community service/human service space

Facility/site requirements

- 929 m² to 1,858 m² of space

Location criteria

- good pedestrian and public transit access
- highly visible from the street

Guidelines

- one facility for each community

ATTACHMENT 3 - TO ONTARIO MUNICIPAL BOARD ORDER _____

NOTE: LANDS NORTH OF QUEENS QUAY EAST APPROVED PURSUANT TO OMB DECISION/ORDER No. ---, WITH THE EXCEPTION OF THE HIGHLIGHTED TEXT BELOW WHICH IS DEFERRED

Authority: Toronto and East York Community Council Report 7, Clause 17, adopted as amended, by City of Toronto Council on September 25, 26 and 27, 2006 AND AS AMENDED ON May 23, 24 and 25 2007 and as authorized for amendment by City Council on September 26 and 27, 2007 AND AS AMENDED ON October -, 2011 and as authorized for amendment by City Council on October 24 aand 25, 2011.

Enacted by Council: September 27, 2006

CITY OF TORONTO

BY-LAW No. 1049-2006

To amend the General Zoning By-law No. 438-86 of the former City of Toronto with respect to the East Bayfront - West Precinct.

WHEREAS Council at its meeting held on September 25, 26 and 27, 2006, adopted as amended, Clause 17 of Toronto and East York Community Council Report 7; and

WHEREAS this By-law is passed in implementation of the City of Toronto Secondary Plan for the Central Waterfront; and

WHEREAS authority is given to Council by Section 34 and 36 of the *Planning Act*, R.S.O. 1990, c.P. 13, as amended, to pass this By-law; and

WHEREAS pursuant to Section 37 of the *Planning Act*, Council may, in a by-law passed under Section 34 of the *Planning Act*, authorize increases in height or density of development beyond those otherwise permitted by the by-law, in return for the provision of such facilities, services and matters as set out in the by-law; and

WHEREAS Council of the City of Toronto has provided adequate information to the public and has held at least one public meeting in accordance with the *Planning Act*; and

WHEREAS Council of the City may in a by-law passed under Section 34 of the *Planning Act* authorize increases in height and density not otherwise permitted in the By-law in return for the provision of facilities, services or matters as are set out in the By-law;

The Council of the City of Toronto HEREBY ENACTS as follows:

1. Section 2(1) of By-law No. 438-86, being "A By-law to regulate the use of land and the erection, use, bulk, height, spacing of and other matters relating to buildings and structures and to prohibit certain uses of lands and the erection and use of certain buildings and structures in various areas of the City of Toronto", as amended, is further amended by inserting after the definition of "East Bayfront", the following:

"East Bayfront - West Precinct" means that part of the City of Toronto delineated by heavy lines and shown on the following map;

2. District Map 51G-312 contained in Appendix "A" of the aforesaid By-law No. 438-86, is hereby further amended by redesignating the lands delineated by heavy lines to "CR (h)" and "G" as shown on Map A attached hereto.
3. Height and Minimum Lot Frontage Map 51G-312 contained in Appendix "B" of the aforesaid By-law No. 438-86, is hereby further amended by designating the lands delineated by heavy lines as shown on Map B attached hereto.
4. Section 12(1)334 of the aforesaid By-law No. 438-86 is amended by adding the following:

"130 Queens Quay East

143 Lake Shore Boulevard East"

5. Section 12(1) 426 of the aforesaid By-law No. 438-86 is amended by adding, following the phrase "*East Bayfront*", the words:

"other than in the *East Bayfront – West Precinct*".

6. Section 12(1) of the aforesaid By-law No. 438-86 is amended by adding the following exception:

470. to prevent the erection or use of buildings or structures or the use of land in the *East Bayfront – West Precinct* in accordance with the following provisions:

Permitted Uses:

- (a) the following uses shall be permitted within a CR district:
 - (i) those non-residential uses permitted within a CR district in section 8(1)(f)(b), and subject to the qualifications in section 8(2) where applicable, except for an *automobile service and repair shop, automobile service station, car washing establishment, motor vehicle repair shop, class A, or commercial parking lot*;
 - (ii) a *district energy, heating and cooling plant*, a vacuum waste collection facility;
 - (iii) those residential uses permitted within a CR district in section 8(1)(f)(a), and subject to the qualifications in section 8(2) where applicable, provided that the owner of the *lot* elects to provide the facilities, services or matters referred to in paragraph (cc) below and enters into the agreement(s) referred to in subparagraph (cc)(v); and
 - (iv) notwithstanding subparagraphs (a)(i), (ii), (iii) and (b)(iv) for the lands defined as Jarvis Slip Special Use Site on Map 5:
 - A. all uses permitted within a CR district in sections 8(1)(f)(b)(i), 8(1)(f)(b)(iv), 8(1)(f)(b)(v), 8(1)(f)(b)(vi), 8(1)(f)(b)(vii), 8(1)(f)(b)(viii), and 8(1)(f)(b)(ix), and a *post office, fire hall and police station*, and subject to the qualifications in section 8(2) where applicable, except for a *private art gallery, commercial school, hotel, trade school, an automobile service and repair shop, automobile service station, car washing establishment, motor*

vehicle repair shop, class A, or commercial parking lot;

- B. all uses permitted within a CR district in sections 8(1)(f)(b)(ii), 8(1)(f)(b)(iii), and a private art gallery except for *sensitive land uses*, subject to the qualifications in section 8(2) where applicable;
 - C. those uses permitted within a G district and a Gm district in section 5(1)(f);
 - D. a *district energy, heating and cooling plant*, and a vacuum waste collection facility; and
 - E. a *day nursery, performing arts studio, public art gallery, public museum, commercial school or trade school*.
- (v) notwithstanding subparagraphs (a) (i), (ii), (iii) and (b) (iv) for the lands defined as *Area "A"* on Map 6 only the following uses shall be permitted:
- A. those uses permitted within a CR district in section 8(1)(f)(b), except for *sensitive land uses, automobile service and repair shop, automobile service station, car washing establishment, motor vehicle repair shop, class A, and commercial parking lot*, subject to the qualifications in section 8(2) where applicable;
 - B. a commercial school, trade school, college, university, post secondary institution and any use that is naturally and normally incidental or subordinate and devoted to the principal use of a college or university or a post secondary institution, with the exception of dormitories, residences and fraternal organizations, subject to the qualifications in section 8(2) where applicable;
 - C. a *performing arts studio, day nursery, public art gallery or public museum*;
 - D. a *district energy heating and cooling plant*, a vacuum waste collection facility; and
 - E. those uses permitted within a G district and a Gm district in section 5(1)(f).

(b) the following uses shall be permitted within a G district:

- (i) those uses permitted within a G district in section 5(1)(f);
- (ii) within the areas shown as Area A and Area F on Map 3 those uses permitted within a G district and a Gm district in section 5(1)(f);
- (iii) within the area shown as Area B on Map 3:
 - (A) those uses permitted within a G district and a Gm district in section 5(1)(f);
 - (B) patios and open air markets provided they are associated with the ground floor uses in abutting buildings;
 - (C) the structures listed in the column entitled "STRUCTURE" in the following Chart provided that they are associated with a building on a lot abutting Area A as shown on Map 3 and provided they comply with the restrictions set out opposite the structure in the columns entitled "MAXIMUM

PERMITTED PROJECTION" and "OTHER APPLICABLE QUALIFICATIONS".

	STRUCTURE	MAXIMUM PERMITTED PROJECTION	OTHER APPLICABLE QUALIFICATIONS
A.	eaves or cornices	1.0 m into Area B	
B.	Canopy	Not more than 2.0 m into Area B	Not above the second storey.

within the area shown as Area C - Jarvis Slip Open Space on Map 3:

- (A) those uses permitted within a G district and a Gm district in section 5(1)(f); and
- (B) those uses permitted within a CR district by subparagraph (a) herein, except *sensitive land uses*, provided that:
 1. a minimum of 3000 square metres of *publicly accessible open space* is provided within the combined Areas C and D shown on Map 3; and
 2. ground floor uses in any building are restricted to *ground floor animation uses*.
- (v) those uses permitted by subparagraphs (c)(i) and (c)(ii) herein.
- (c) where the zoning for a CR district is followed by an "h" holding symbol, permitted uses prior to the removal of the "h" shall be limited to the following:
 - (i) those uses and buildings existing on September 27, 2006, or an addition thereto not exceeding 100 square metres in *non-residential gross floor area* or 10% of the *non-residential gross floor area* existing on September 27, 2006, whichever is the greater;
 - (ii) any use permitted within a CR district by subparagraph (a) herein, with the exception of *sensitive land uses*, within a building existing on September 27, 2006, or an addition thereto not exceeding 100 square metres in *non-residential gross floor area* or 10% of the *non-residential gross floor area* existing on September 27, 2006, whichever is the greater, and
 - (iii) a *commercial parking lot*.

Maximum Height and Building Envelope:

- (d) maximum *height* shall be in accordance with section 4(2) except that buildings located within Area A, Area B and Area C as shown on Map 1 may contain building components which exceed the permitted *heights* provided such building components:
 - (i) do not exceed a *height* of:

- (A) the sum of 12 metres and the applicable *height* limit within Area A and B; and
 - (B) the sum of 74 metres and the applicable *height* limit within Area C; exclusive of those rooftop structures and equipment as permitted by section 4(2)(a)(i) and (ii).
- (ii) contain no floor having a dimension, measured between the exterior faces of exterior walls at the level of each floor, and including any balconies and other projections, which exceeds 40 metres in Area C;
 - (iii) in Area A are located a minimum of 15 metres from any *side lot line* and a minimum of 30 metres from any other such building component located on the same *lot*;
 - (iv) in Area B are located a minimum of 5 metres from any *side lot line* and a minimum of 10 metres from any other such building component located on the same *lot*;
 - (v) in Area A, Area B and Area C are set back a minimum distance from the exterior wall of the storey immediately below of:
 - A. 5 metres where such wall faces a *public park*, or Queens Quay East, or
 - B. 3 metres where such wall faces a *street* other than Queens Quay East.
 - (vi) in Area A do not exceed a width of 20 metres, measured between the exterior faces of exterior walls at the level of each floor, along a line parallel to Queens Quay East, and a maximum depth of 40 metres;
 - (vii) in Area B do not exceed a width of 20 metres, measured between the exterior faces of exterior walls at the level of each floor, along a line parallel to Lake Shore Boulevard East, and a maximum depth of 40 metres;
- (e) Nothing in subparagraphs d(ii) and d(iii) shall apply to prevent components of a building located within Area B and Area C with *heights* as permitted by subparagraph d(i), provided:
- (i) any components located within Area C above a *height* of 58 metres comply with subparagraph d(ii); and
 - (ii) the combined width of such components within one building above a height of 46 metres does not exceed 60 metres, measured between the exterior faces of exterior walls at the level of each floor along a line parallel to any *lot line* adjacent to a *street*.

Parking and Loading:

- (f) parking facilities shall be provided in accordance with section 4(5);

- (g) loading facilities shall be provided in accordance with section 4(8);
- (h) bicycle parking shall be provided in accordance with section 4(13);

Residential Amenity Space:

- (i) *residential amenity space* shall be provided in accordance with section 4(12) except that:
 - (i) the maximum amount of indoor *residential amenity space* which shall be required for any building is 300 square metres; and
 - (ii) the maximum amount of outdoor *residential amenity space* which shall be required for any building is 300 square metres.

Build-To Lines

- (j) no building may be erected or used on a *lot* subject to *Build-to Line A* as shown on Map 4 unless:
 - (i) an exterior face of the building is located no more than 0.15 metres back from *Build-to Line A* between *grade* and a *height* of 12 metres, for a minimum of 85% of the length of the *frontage* of the *lot* identified as *Build-to Line A*; and
 - (ii) an exterior face of the building is located no more than 5 metres back from *Build-to Line A* between a *height* of 12 metres and a *height* of 36 metres, for a minimum of 85% of the length of the *frontage* of the *lot* identified as *Build-to Line A*.
- (k) no building may be erected or used on a *lot* subject to *Build-to Line B* as shown on Map 4, unless an exterior face of the building is located not less than 2 metres, and not more than 2.5 metres from *Build-to Line B*, between *grade* and a *height* of 18 metres, for a minimum of 85% of the length of the *frontage* of the *lot* identified as *Build-to Line B*;
- (l) no building may be erected or used on a *lot* subject to *Build-to Line C* as shown on Map 4 unless an exterior face of the building is located no more than 0.1 metres back from *Build-to Line C* between *grade* and a *height* of 18 metres, for a minimum of 85% of the length of the *frontage* of the *lot* identified as *Build-to Line C*;
- (m) no building may be erected or used on a *lot* abutting Lake Shore Boulevard East unless the exterior face of the building facing Lake Shore Boulevard East has a minimum *height* of 24 metres for a minimum of 85% of the length of the Lake Shore Boulevard East *frontage* of the *lot*;
- (n) notwithstanding paragraphs (k) and (l) above, belt courses, cornices, eaves, pilasters, sills may project into the area between an exterior face of a building and a build-to line;
- (o) for the purposes of paragraphs (j), (k) and (l) above, where the exterior building face includes a colonnade or an unenclosed balcony, such exterior face shall be deemed to include:
 - (i) the open area between any columns; and

- (ii) openings for any unenclosed balcony no greater than 5.0 metres in depth.

Setbacks:

- (p) no building or structure within a 40 metre *height* district may exceed 20 metres in *height* unless the portion of the building above such *height* is set back a minimum distance of 3 metres from the exterior face of such building which faces a G district or a *street*;
- (q) no part of any building or structure above *grade* may be located closer than 5 metres to *Setback Line A* as shown on Map 4;
- (r) no building or structure may be located within Setback Area B as shown on Map 4;
- (s) window separation requirements in section 8(3) PART II 1(a) and (c) shall apply;

Exception – Height, Building Envelope and Setbacks:

- (t) notwithstanding subparagraphs d(iv), (p) and (q) above, the types of structures listed in the column entitled “STRUCTURE” in the following chart are permitted in the setback area listed in the column entitled “LOCATION” provided they comply with the restrictions set out opposite the structure in the columns entitled “MAXIMUM PERMITTED PROJECTION” and “OTHER APPLICABLE QUALIFICATIONS”:

	STRUCTURE	LOCATION	MAXIMUM PERMITTED PROJECTION	OTHER APPLICABLE QUALIFICATIONS
A	eaves or cornices	- Setback Line A as identified in paragraph (q) - Areas identified in paragraph (p) - Areas identified in paragraph (d)(iv)	Not more than 1 m into the required setback area	
B.	uncovered platform	- Setback Line A as identified in paragraph (q)	Not more than 1.5 m into the required setback area	No more than 0.2 m above grade
C.	roof over a terrace	- Setback Line A as identified in paragraph (q)	Not more than 1.5 m into the required setback area	
D	canopy	- Setback Line A as identified in paragraph (q)	Not more than 1.5 m into the required setback area	Not above the second storey
E.	bay window	- Setback Line A as identified in paragraph (q) - Areas identified in paragraph (p) - Areas identified in paragraph (d)(iv)	Not more than 0.75 m into the required setback area.	Width not to exceed 3.0 m where the window meets the wall

	STRUCTURE	LOCATION	MAXIMUM PERMITTED PROJECTION	OTHER APPLICABLE QUALIFICATIONS
F.	stairs	- Setback Line A as identified in paragraph (q)	Not more than 1.0 m into the required setback area.	
G	balconies	- Setback Line A as identified in paragraph (q) - Areas identified in paragraph (p) - Areas identified in paragraph (d)(iv)	Not more than 2.0 m into the required setback area.	

Ground Floor Animation Areas:

- (u) no building or structure on a *lot* subject to a Ground Floor Animation Area requirement as shown on Map 2 may be erected or used unless:
 - (i) least 70% of the length of the *frontages* identified as Animation Frontage and Animation Frontage - Colonnade Zone on Map 2 are used for no purposes other than *ground floor animation uses*;
 - (i) no *dwelling units* are located on the ground floor of buildings or structures facing an Animation Frontage and Animation Frontage - Colonnade Zone as shown on Map 2; and
 - (iii) along those *frontages* shown as Animation Frontage - Colonnade Zone on Map 2, a continuous colonnade is provided having a minimum width of 3.5 metres and a minimum vertical clearance of 5 metres.

Jarvis Slip Special Use Site

- (v) notwithstanding subparagraph (u)(i), at least 70% of the length of the southerly and westerly *frontages* of any building or structure within the Jarvis Slip Special Use Site on Map 5 shall not be used for any other purpose than ground floor animation uses;
- (w) notwithstanding subparagraph (d) herein, the *height* of any building(s) and structure(s) within the area defined as Jarvis Slip Special Use Site on Map 5 shall be in accordance with the maximum height limits set out on Map 5;
- (x) notwithstanding subparagraph (l) herein, the requirements of Build-to Line 'C' shall not apply to the Jarvis Slip Special Use Site on Map 5;
- (y) notwithstanding subparagraph (f) herein, the required parking spaces for *communications and broadcasting establishment* uses on a *lot* within the Jarvis Slip Special Use Site on Map 5 shall be calculated at a rate of 1 space per 200 square metres of *total floor area*; and
- (z) notwithstanding subparagraph (t) herein, no part of any building or structure above *grade* may be located closer than 5 metres to a lot line fronting onto a public open space located within the area defined as Jarvis Slip Special Use Site on Map 5,

except that the types of structures listed in the column entitled "STRUCTURE" in the following chart are permitted in the setback area provided they comply with the restrictions set out opposite the structure in the columns entitled "MAXIMUM PERMITTED PROJECTION" and "OTHER APPLICABLE QUALIFICATIONS":

	STRUCTURE	MAXIMUM PERMITTED PROJECTION	OTHER APPLICABLE QUALIFICATIONS
A.	eaves or cornices	Not more than 1 m into the required setback area	
B.	uncovered platform	Not more than 1.5 m into the required setback area	Not more than 0.2 m above grade
C.	roof over a terrace	Not more than 1.5 m into the required setback area	
D.	canopy	Not more than 1.5 m into the required setback area and not above the second storey	Not above the second storey
E.	bay window	Not more than 0.75m into the required setback area	Width not to exceed 3.0 m where the window meets the wall
F.	stairs	Not more than 1.0 m into the required setback area.	
G.	balconies	Not more than 2.0m into the required setback area.	

(aa) Notwithstanding paragraph (dd) herein, prior to the lifting of the "(h)" symbol, uses in a building or structure described under subparagraph (a)(iv)A and (a)(iv)C may be permitted on the Jarvis Slip Special Use Site provided that the matters set out below are secured to the satisfaction of the City through the execution and registration on title of any agreement or agreements pursuant to the *City of Toronto Act* or the *Planning Act* as appropriate:

- (i) a public art contribution in accordance with the City's Public Art Program;
- (ii) sustainable development measures, that in the opinion of the City, would be sufficient to achieve a minimum of Leadership in Energy and Environmental Design (LEED) Gold Certification for all buildings and structures to be constructed on the lot. Although obtaining a minimum of official LEED Gold Certification is not required, the owner shall:
 1. prepare plans and reports to the satisfaction of the City, certified by qualified consultants and subject to peer review at the sole cost of the owner, that

outline the manner in which the sustainable development measures are to be implemented, and the Owner shall develop the lot in accordance with such plans;

2. make a LEED application and provide to the City a copy of the LEED application together with written confirmation that it has been submitted.
- (iii) the connection to a district energy system or on-site renewable energy source if available at costs comparable to other energy sources;
 - (iv) the submission of the *Site Plan Application* to the Toronto Waterfront Revitalization Corporation Design Review Panel for review and comment;
 - (v) the provision of appropriate noise, vibration and emission studies together with detailed design plans to the City;
 - (vi) mitigation measures in the building arising out of the required environmental studies including professional certification; and
 - (vii) the provision of a copy of the agreement required to be entered into to secure the above to *Redpath* upon execution.
- (bb) For the purposes of subparagraphs (w) and (z) herein, "grade" shall mean 77.1 metres Canadian Geodetic Datum.

Section 37 Agreement:

- (cc) pursuant to Section 37 of the *Planning Act*, the heights and density of residential development contemplated herein are permitted subject to compliance with all of the conditions set out above and in return for the provision by the owner of the *lot* of the following facilities, services and matters to the City at the owner's sole expense and in accordance with and subject to the agreement(s) referred to in paragraph (v) below:
- (i) to secure the provision of local infrastructure improvements through one or a combination of the following:
 - A. to provide a contribution of \$69.86 per square metre of *residential gross floor area* towards local infrastructure improvements, to be paid prior to the issuance of the first above-grade building permit for the *lot* or for the portion of the *lot* being developed;
 - B. to undertake local infrastructure improvements in lieu of part or all of the contribution set out in subclause (i)(A), the value of which is to be determined by the City.

- (ii) to secure the provision of not less than 20% of the total number of *dwelling units as new affordable rental housing* through one or a combination of the following:
 - A. the provision and maintenance of new *affordable rental housing* on the *lot* for a term of not less than 25 years;
 - B. a dedication to the City of sufficient land for the purpose of constructing the new *affordable rental housing* on the *lot*; or
 - C. a cash-in-lieu contribution to the City in the amount of the value otherwise required by subclause B above, to be paid prior to the issuance of the first above-grade building permit for the *lot* or for the portion of the *lot* being developed.
- (iii) any development containing ownership *dwelling units* shall provide not less than 5% of all ownership *dwelling units* with the following size restrictions:
 - A. A maximum *residential gross floor area* of 46.5 square metres for *bachelor dwelling units*;
 - B. A maximum *residential gross floor area* of 60.4 square metres for a *one-bedroom dwelling unit*;
 - C. A maximum *residential gross floor area* of 79 square metres for *two bedroom dwelling units*;
 - D. A maximum *residential gross floor area* of 93 square metres for *three bedroom dwelling units*;
 - E. A maximum *residential gross floor area* of 120 square metres for a two bedroom townhouse/stacked townhouse unit; and
 - F. A maximum *residential gross floor area* of 135 square metres for a three bedroom townhouse/stacked townhouse unit.
- (iv) in addition to the requirements of subparagraphs (i), (ii) and (iii), the owners of those areas shown as Area C on Map 1 convey land to the City for use as a public street, parkland or for other public open space purposes; and
- (v) the owner of lands within the *East Bayfront - West Precinct* proposed for residential uses shall enter into one or more agreements with the City pursuant to section 37 of the *Planning Act* to secure the facilities, services and matters required by this paragraph and such agreements are to be registered on title, to the satisfaction of the City.
- (dd) lands zoned with the "(h)" symbol shall not be used for any purpose other than as provided for in paragraph (c) above until the "(h)" symbol has been removed. An amending by-law to

remove the "(h)" symbol in whole or in part shall be enacted by City Council when the implementation of the following conditions have been secured to the satisfaction of Council through the execution and registration on title of an agreement or agreements pursuant to Section 37, 41, 51 and/or 53 of the *Planning Act*, as appropriate:

- (i) A public art contribution in accordance with the City's public art program of a value not less than 1% of the gross construction costs of all buildings and structures to be erected on the lot;
- (ii) The provision of sustainable development measures that, in the opinion of the City, would be sufficient to achieve a minimum of Leadership in Energy and Environmental Design (LEED) Silver Certification for all buildings and structures to be constructed on the lot. Although obtaining a minimum of official LEED Silver Certification is not required, the owner shall:
 - A. prepare plans and reports to the satisfaction of the City, certified by qualified consultants and subject to peer review at the sole cost of the owner, that outline the manner in which the sustainable development measures are to be implemented, and the Owner shall develop the lot in accordance with such plans;
 - B. make a LEED application and provide to the City a copy of the LEED application together with written confirmation that it has been submitted.
- (iii) The connection of all buildings to a district energy system and/or on-site renewable energy sources, if available at costs comparable to other energy sources;
- (iv) The submission of *Site Plan Application(s)* for review and comment by the Toronto Waterfront Revitalization Corporation Design Review Panel;
- (v) The provision of a *noise study* and detailed design plans in support of *Site Plan Applications* for any *sensitive land use* proposed in East Bayfront - West Precinct, and for any use of *Areas "A"* and *"B"* as defined on Map 6, except for park and outdoor promenade uses. The *noise study* shall be submitted by the owner to the City of Toronto and the City shall provide a copy to *Redpath*. The *noise study* shall be peer reviewed by the City and, should it so choose, *Redpath*. Upon request by *Redpath*, comments received from *Redpath* shall be presented to City Council in a process that permits a reasonable opportunity for *Redpath* to give reasons for such comments.

In addition, the City shall provide any *noise study* that pertains to *Areas "A"* and *"B"* as defined on Map 6 to the Ministry of the Environment. Comments received from the Ministry of the Environment shall be presented to the

City in a process that permits a reasonable opportunity for the Ministry of the Environment to give reasons for such comments, should they so choose;

- (vi) Inclusion of a provision in the agreement that the owner will provide and maintain any required mitigation, attenuation or equivalent measures identified in the *noise study*, to the satisfaction of the City;
- (vii) The provision of a *vibration study* and detailed design plans in support of *Site Plan Applications* for any use of Area "A" as defined on Map 6 and any *sensitive land use* proposed within 75 metres of Queens Quay East, or within 75 metres of the future transit line. The *vibration study* shall be submitted by the owner to the City of Toronto and the City shall provide a copy to *Redpath*. The *vibration study* shall be peer reviewed by the City and, should it so choose, *Redpath*. Upon request by *Redpath*, comments received from *Redpath*, shall be presented to City Council in a process that permits a reasonable opportunity for *Redpath* to give reasons for such comments.

In addition, the City shall provide any *vibration study* that pertains to Area "A" as defined on Map 6 to the Ministry of the Environment. Comments received from the Ministry of the Environment shall be presented to City in a process that permits a reasonable opportunity for the Ministry of the Environment to give reasons for such comments, should they so choose;

- (viii) Inclusion of a provision in the agreement that the owner will provide and maintain any required mitigation, attenuation or equivalent measures identified in the *vibration study*, to the satisfaction of the City;
- (ix) The provision of an *emissions study* and detailed design plans in support of *Site Plan Applications* for any *sensitive land use* proposed within East Bayfront - West Precinct and for any use of Areas "A" and "B" as defined on Map 6. The *emissions study* shall be submitted by the owner to the City of Toronto and the City shall provide a copy to *Redpath*. The *emissions study* shall be peer reviewed by the City and, should it so choose, *Redpath*. Upon request by *Redpath*, comments received from *Redpath*, shall be presented to City Council in a process that permits a reasonable opportunity for *Redpath* to give reasons for such comments.

In addition, the City shall provide any *emissions study* that pertains to Areas "A" and "B" as defined on Map 6 to the Ministry of the Environment. Comments received from the Ministry of the Environment shall be presented to City in a process that permits a reasonable opportunity for the Ministry of the Environment to give reasons for such comments, should they so choose;

- (x) Inclusion of a provision in the agreement that the owner will provide and maintain any required mitigation,

attenuation or equivalent measures identified in the *emissions study*, to the satisfaction of the City;

- (xi) Inclusion of a provision in the agreement that the owner shall not request City Council to approve or grant any *Site Plan Application* for any development that will accommodate a land use for which a *noise study*, *vibration study* or *emissions study* was undertaken, until *Redpath*, and where applicable the Ministry of the Environment, have been given at least 30 days to review the *noise study*, *vibration study* and *emissions study*, in order to provide a response to the City;
- (xii) Inclusion of a provision in the agreement that prior to the issuance of a Building Permit in respect of any building(s) that will accommodate a land use for which a *noise study*, *vibration study* or *emissions study* was undertaken, written confirmation(s) by appropriate qualified consultants will be submitted to the City that the *Building Permit* plans for such building(s) incorporate the mitigation and architectural control measures required by such *noise study*, *vibration study* and/or *emissions study*, and that the City shall provide such confirmation(s) to *Redpath*. Where the *Building Permit* pertains to development in *Areas "A" and "B"* as defined on Map 6, the City shall also provide such confirmation(s) to the Ministry of the Environment.
- (xiii) Inclusion of the following specific warning clause (the "Warning Clause") in all agreements of purchase and sale and lease, excluding agreements pertaining to the resale or lease of individual residential condominium units:

"Warning: This site is in proximity to the heavy industrial Redpath Sugar Refinery located at 95 Queens Quay Boulevard East (the "Redpath Facility") which operates 24 hours a day, 7 days a week. Various processes, shipping and receiving, either operate continuously or at any time of day or night. Activities may include: loading, unloading and repair of large tractor trailers or bulk bin trucks; docking and unloading of ocean and lake going ships; venting of steam; construction and repair; and operation of various sugar refining processes. In addition, there may be industrial odours and light emanating from the refinery from time to time. Redpath may apply to alter or expand the Redpath Facility in the future. Notwithstanding the inclusion of certain mitigation features within this development to lessen potential noise, air emissions, dust, odour, vibration, and visual impact from the Redpath Facility, from time to time noise from the Redpath Facility is likely to be audible, odours may be unpleasant, and dust and light emissions may be bothersome and such potential noise, air emissions, dust, odour, vibration, and visual impact may impact the enjoyment of indoor and outdoor areas of this

development. Redpath Sugar advises that it will not be responsible for any complaints or claims arising from any of the activities at or relating to the Redpath Facility, property or operations thereon."

- (xiv) The inclusion of the Warning Clause in any condominium disclosure statement and declaration applicable to all lands, or portions thereof, and the condominium purchasers and their successors and assigns shall be advised of the Warning Clause in the Status Certificate (both for original and subsequent purchasers). Equivalent provisions are to be contained in any subdivision agreement pursuant to the *Planning Act*;
- (xiv.a) The inclusion of a provision in all condominium disclosure statements and declarations applicable to all lands, or portions thereof, prohibiting any owner, tenant or condominium board to make any changes to units and common elements that would contravene the mitigation and architectural control measures required by the *noise study, vibration study, emissions study, and/or Building Permit* plans for such building(s), as is applicable. The owner shall certify to the City that the aforementioned requirements have been complied with prior to clearance of the condominium for registration;
- (xv) A large area plan shall be displayed in the sales pavilion(s)/office(s) for any residential development, prominently identifying the *Redpath* facility;
- (xvi) In the case of the lands shown as Area E on Map 3, in addition to those matters set out in subparagraphs (dd)(i) to (xvi) above, the owner shall prepare a conceptual design for a school, a community centre, associated open spaces and other potential uses to the satisfaction of the City and the relevant school board(s);
- (xvii) In the case of the lands known municipally in 2005 as 215 Lake Shore Boulevard East, in addition to those matters set out above, the owner shall submit and implement a management plan for conducting a Part 2 Archaeological Assessment satisfactory to the City;
- (xviii) In the case of lands within the *East Bayfront - West Precinct* proposed for residential uses, in addition to those matters set out above, the owner has elected to provide the facilities, services or matters referred to in paragraph (cc) above and entered into the agreement(s) referred to in subparagraph (cc)(v);
- (xix) The City shall provide *Redpath* with a copy of the final Agreement within 10 days of it being executed;
- (xx) For the specific *sensitive land uses* permitted by paragraph (a)(v)(B), the owner shall agree to comply with the applicable requirements of the Minutes of Settlement dated November 15, 2007 and registered on title; and
- (xxi) In the case of lands shown as Parkside Lands and Quayside Lands on Map 6A, notwithstanding that the h restrictions on the issuance of any building permit within

these areas will not be removed until the flood protection landform is deemed complete and functional from a flood plain management perspective by the Toronto and Region Conservation Authority and the City of Toronto has received approval from the Ministry of Municipal Affairs and Housing and the Ministry of Natural Resources that the lands shown as the "Spill Zone" on Maps 1, 2, 3 and 5 in Appendix "B" of the Official Plan for the former City of Toronto can be removed from the *Lower Don Special Policy Area*; the owner agrees that, in order to obtain a partial permit for below grade excavation, shoring and foundation permits to advance construction of buildings prior to the removal of the "(h)", to apply for and receive a permit from the TRCA under Ontario Regulation 166/06, as amended, or its successors.

Definitions:

For the purposes of this exception:

"*affordable rental housing*" means rental housing where the total monthly shelter cost (gross monthly rent including utilities - heat, hydro and water - but excluding parking and cable television charges) is at or below one times the average City of Toronto rent, by unit type (number of bedrooms), as reported annually by the Canada Mortgage and Housing Corporation;

"Building Permit" means a permit to construct a building or structure, or any part thereof, pursuant to Section 8 of the *Building Code Act, 1992*, S.O. 1992, c.23, as amended, superseded or replaced from time to time, including, but not limited to, excavation, shoring, and building permits;

"*Build-to Line A*", "*Build-to Line B*" and "*Build-to Line C*" means those frontages and setback lines respectively identified as Build-to Line A, Build-to Line B, and Build-to Line C on Map 4;

"*district energy, heating and cooling plant*" means a building or structure that is used for the production of electrical power, heating and cooling which is generated/converted at one or more linked locations and then is distributed to the users;

"*emissions study*" means a study which includes:

- (i) a determination of the predictable worst case operating scenario of all relevant emissions, including dust, odour and air quality;
- (ii) the identification of all receptor locations in the proposed development with the potential to experience (adverse) impacts;
- (iii) ascertaining the numerical excess and nuisance potential at such receptors, if any;
- (iv) preparation of specific recommendations for mitigation at receptor and/or at source to create an appropriate air quality environment for future occupants/users of the proposed development; and
- (v) assuming the industries that are the relevant emissions sources are in compliance with the instruments listed below, an assessment of applicable Ministry of the Environment regulations and guidelines, having the force of law; all relevant sections of the *Environmental Protection Act*, including Sections 9 and 14; and existing Certificates

of Approval, if publicly available, relative to the proposed development and the industries that are the source of the relevant emissions and where there are objective standards in the above-listed instruments, an assessment of the expected compliance with said instruments.

Such emissions study shall be prepared by a qualified air quality consultant and shall be consistent with professional standards and good practice for such studies, taking into account expansion or alteration plans identified by the source(s) that can reasonably be expected to be implemented in the future.

“ground floor animation uses” shall have the same meaning as the expression *street-related retail and services uses*, except that, in addition to those uses listed in sections 8(1)(f)(b)(i), (ii) and (iv), an artist’s or photographer’s studio, a custom workshop, and a communications and broadcast establishment shall also be permitted with the exception of any accessory or back-of-house uses for a communications and broadcast establishment;

“noise study” means a study which includes:

- i) a determination of the planned and predictable worst case impact from all relevant noise sources;
- ii) the identification of all receptor locations in the proposed development with the potential to experience (adverse) noise impact, ascertaining the noise excess at such receptors, if any;
- iii) ascertaining the numerical excess and nuisance potential at such receptors, if any;
- iv) preparation of specific recommendations for mitigation at receptor and/or at source to create an appropriate sound environment for future occupants/users of the proposed development; and
- (v) assuming the industries that are the relevant noise sources are in compliance with the instruments listed below, an assessment of applicable Ministry of the Environment regulations and guidelines, having the force of law; all relevant sections of the *Environmental Protection Act*, including sections 9 and 14; existing Certificates of Approval, if publicly available; and all relevant sections of the Toronto Municipal Code, including Chapter 591 or their successors, relative to the proposed development and the industries that are the source of the relevant emissions.

Such noise study shall be prepared by a qualified acoustical engineer and shall be consistent with professional standards and good practice for such studies, taking into account expansion or alteration plans identified by the stationary source(s) that can reasonably be expected to be implemented in the future.

“publicly accessible open space” shall have the same meaning as the term common outdoor space, except that such areas may be accessible from a street, or from the Waterfront Promenade shown as Area A on Map 3;

“Redpath” means the lands and premises known municipally as 95 Queens Quay Boulevard East, in the City of Toronto, owned and operated by Redpath Sugar Ltd., its successors or assigns;

“sensitive land use” means a *hotel, commercial school, trade school, college, university, post secondary institution and related uses*, and all those uses permitted within a CR district in sections 8(1)(f)(a)(i) and (ii), and 8(1)(f)(b)(ii) and (iii), but does not include a fire hall, police station or *post office*.

“Setback Line A” means those *frontages* identified as Setback Line A on Map 4;

"Site Plan Application" means an application for the approval of plans and drawings pursuant to Section 41(4) of the *Planning Act*, as amended or the *City of Toronto Act, 2006*, as is applicable; and

"vibration study" means a study of vibration from transportation sources, and stationary source(s), prepared by a qualified noise and vibration consultant, that makes specific recommendations for mitigation features to be incorporated into the design of the development taking into account commonly used criteria in Ontario for assessing vibration in building(s). Such vibration study shall be consistent with professional standards and good practice.

7. Section 12(2) 270 is amended by adding the map attached hereto as Map C.
8. Section 12(2) 311 is amended by adding, following the phrase *"East Bayfront"*, the words:

"other than in the East Bayfront - West Precinct"

9. Section 12(2) 312 is amended by adding, following the phrase *"East Bayfront"*, the words:

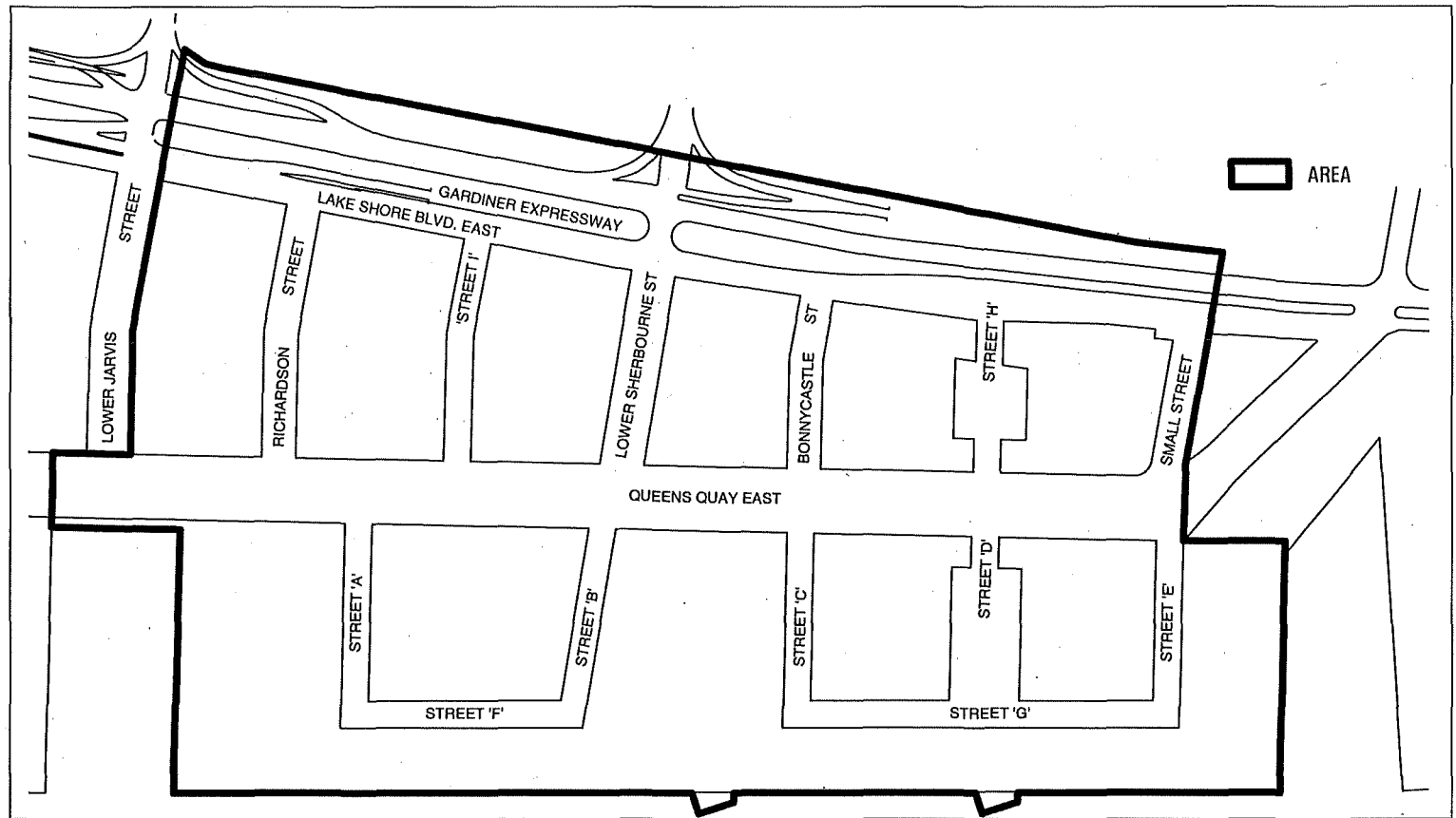
"other than in the East Bayfront - West Precinct"

ENACTED AND PASSED this 27th day of September, A.D. 2006.

DAVID R. MILLER,
Mayor

ULLI S. WATKISS
City Clerk

(Corporate Seal)



Area Referred to as "East Bayfront - West Precinct"

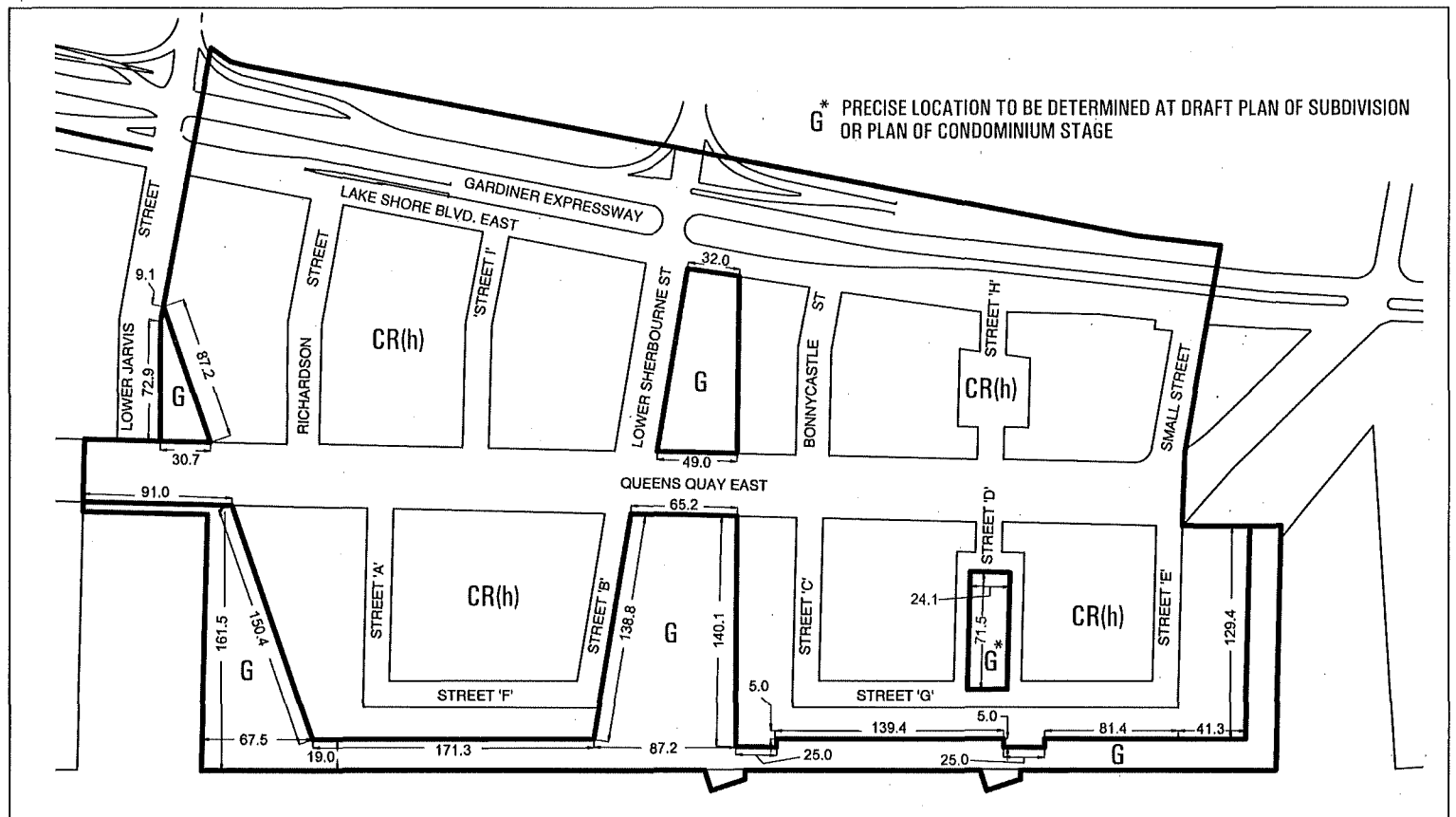
East Bayfront - West Precinct

File # 06_160461

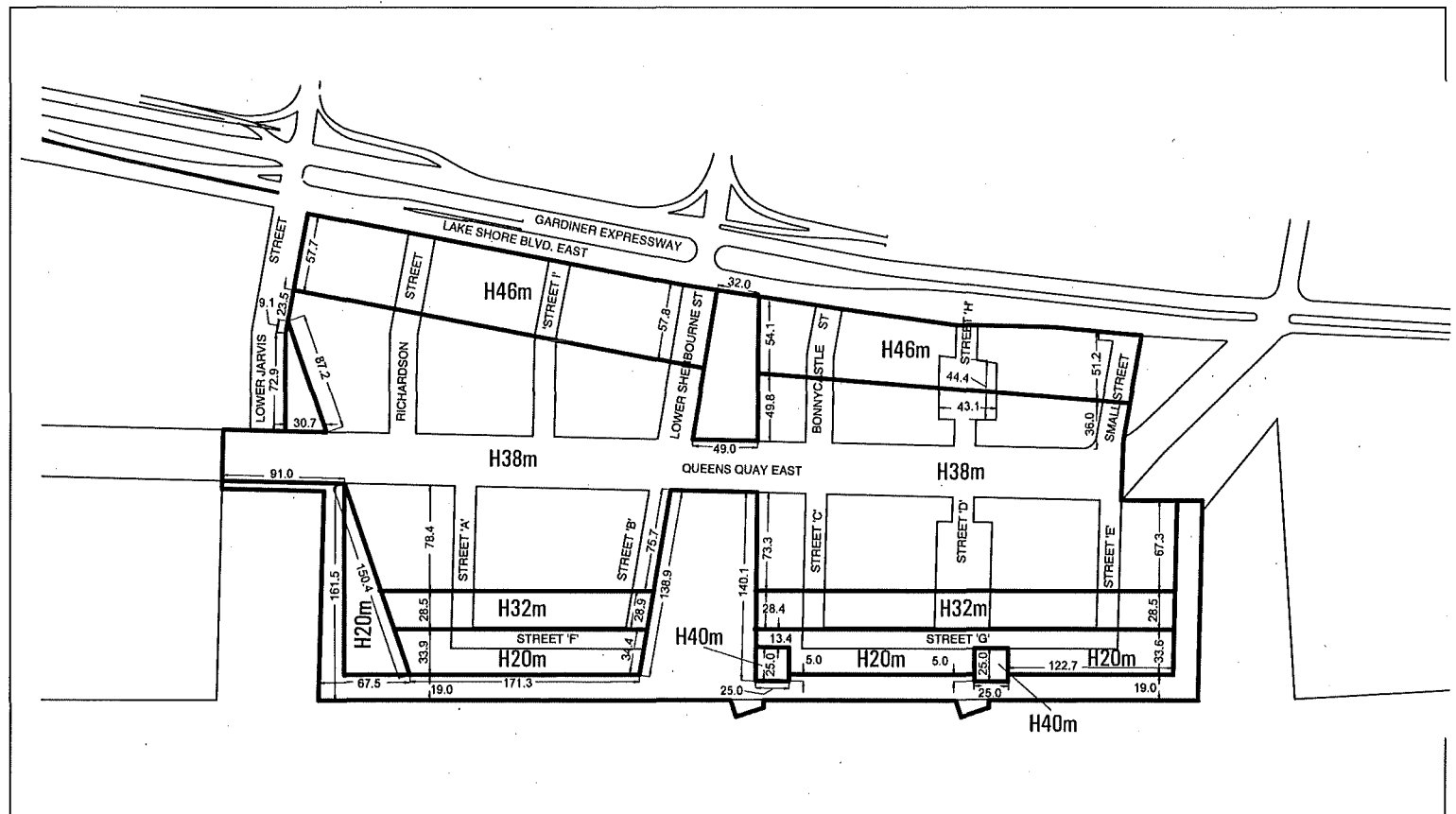
The Location of Streets 'A', 'B', 'C', 'D', 'E', 'F', 'G', 'H' and 'I' Are Shown For Illustrative Purposes Only



Not to Scale
08/16/06



The Location of Streets 'A', 'B', 'C', 'D', 'E', 'F', 'G', 'H' and 'I' Are Shown For Illustrative Purposes Only



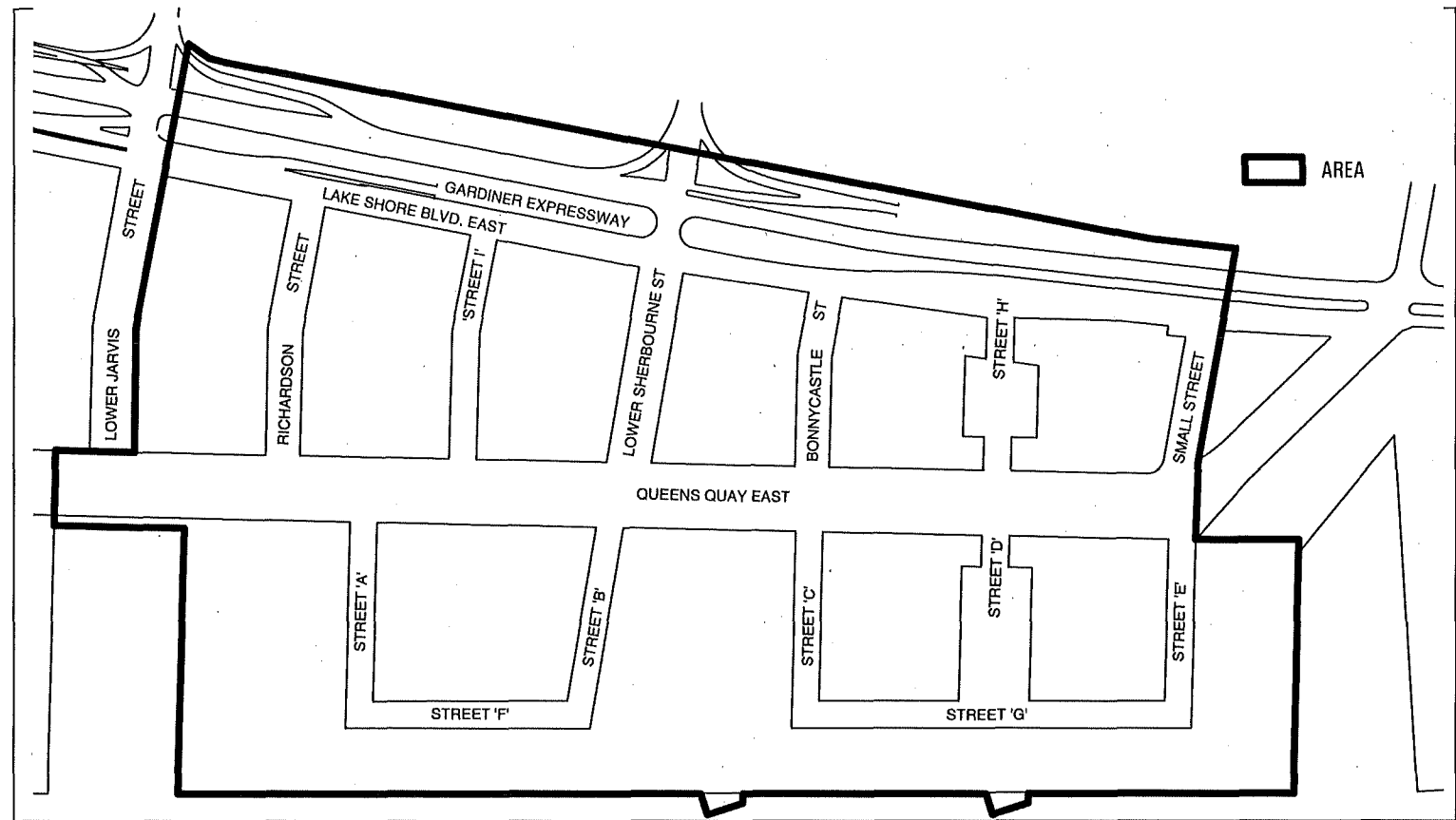
TORONTO City Planning Division
Map B: Maximum Heights Plan

East Bayfront - West Precinct

File # 06_160461

The Location of Streets 'A', 'B', 'C', 'D', 'E', 'F', 'G', 'H' and 'I' Are Shown For Illustrative Purposes Only





Map C: Lands Exempt from Section 12(2) 270

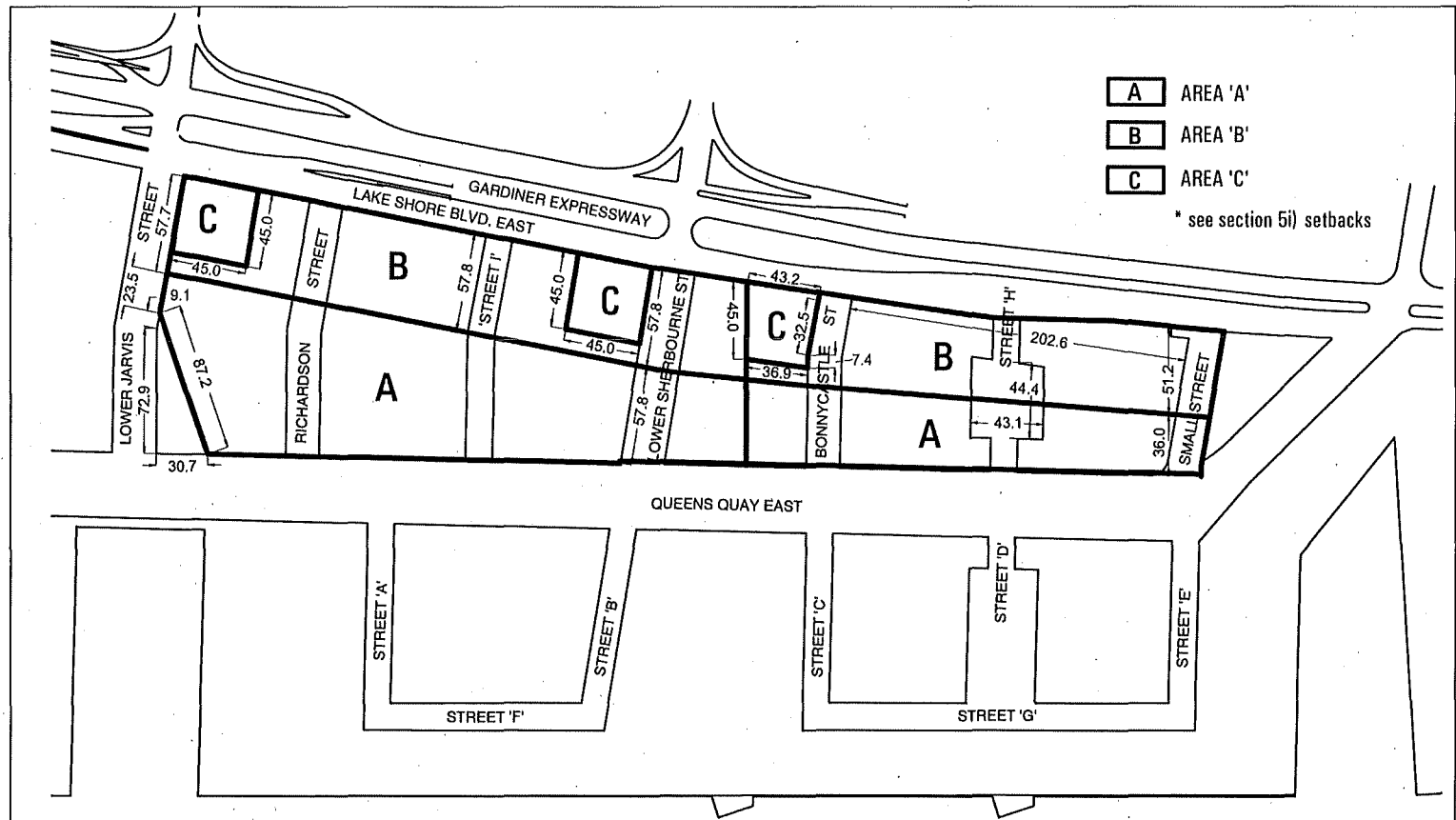
East Bayfront - West Precinct

File # 06_160461

The Location of Streets 'A', 'B', 'C', 'D', 'E', 'F', 'G', 'H' and 'I' Are Shown For Illustrative Purposes Only



Not to Scale
08/16/06



East Bayfront - West Precinct

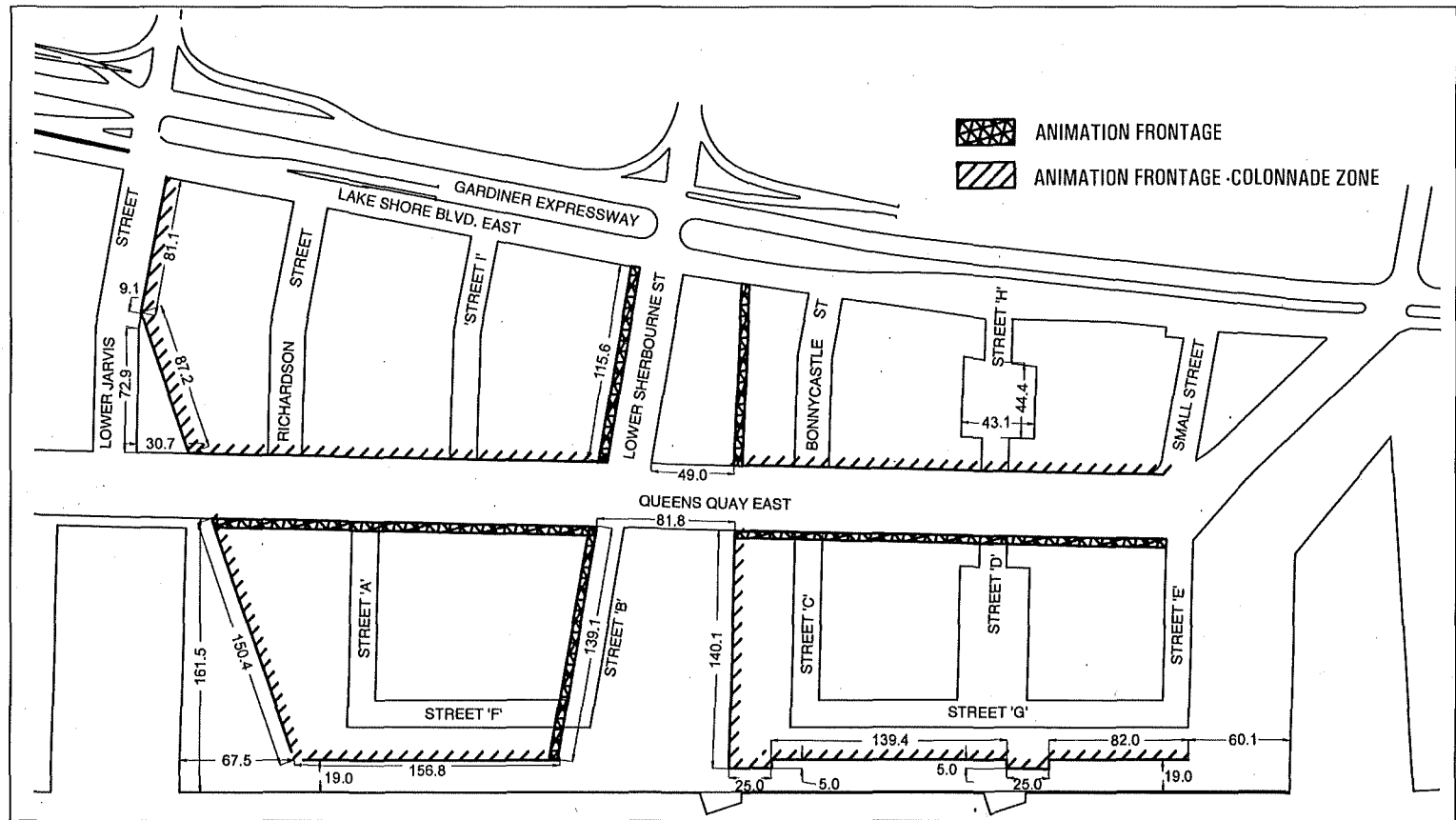
Map 1: Heights Plan with Exception Areas

File # 06_160461

The Location of Streets 'A', 'B', 'C', 'D', 'E', 'F', 'G', 'H' and 'I' Are Shown For Illustrative Purposes Only



Not to Scale
08/16/06



 ANIMATION FRONTAGE
 ANIMATION FRONTAGE - COLONNADE ZONE



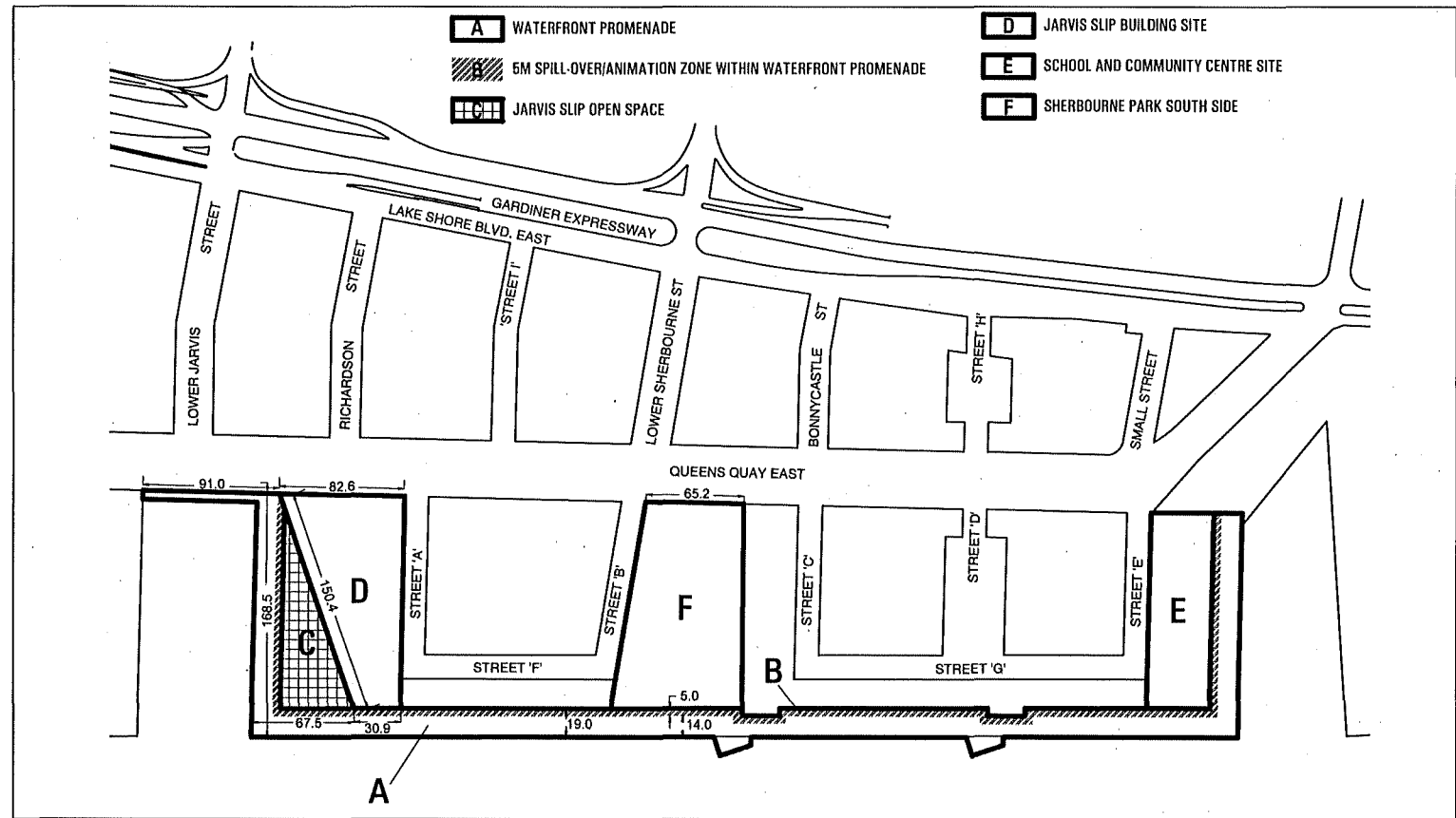
Map 2: Ground Floor Animation Area

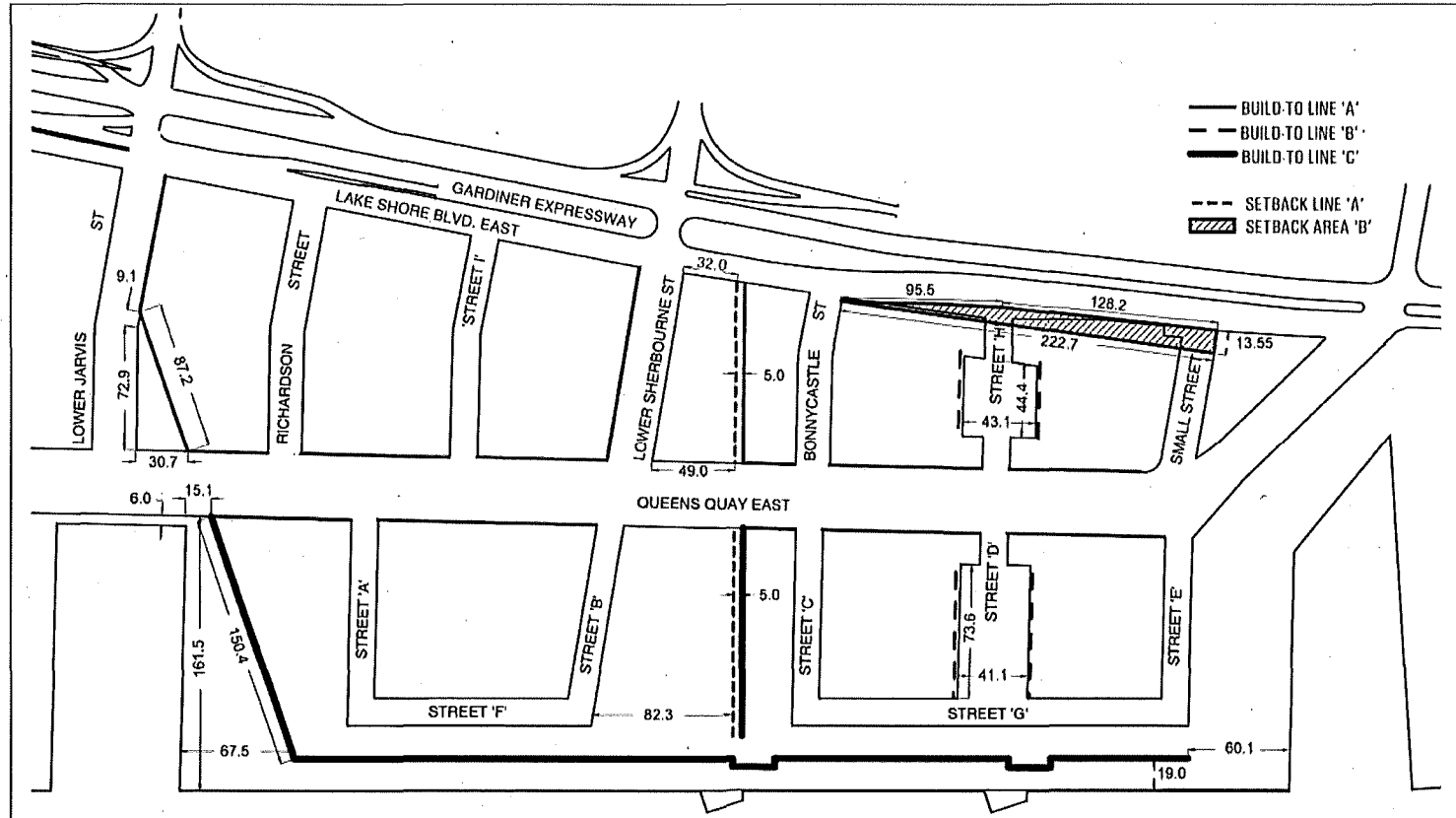
East Bayfront - West Precinct

File # 06_160461

The Location of Streets 'A', 'B', 'C', 'D', 'E', 'F', 'G', 'H' and 'I' Are Shown For Illustrative Purposes Only


 Not to Scale
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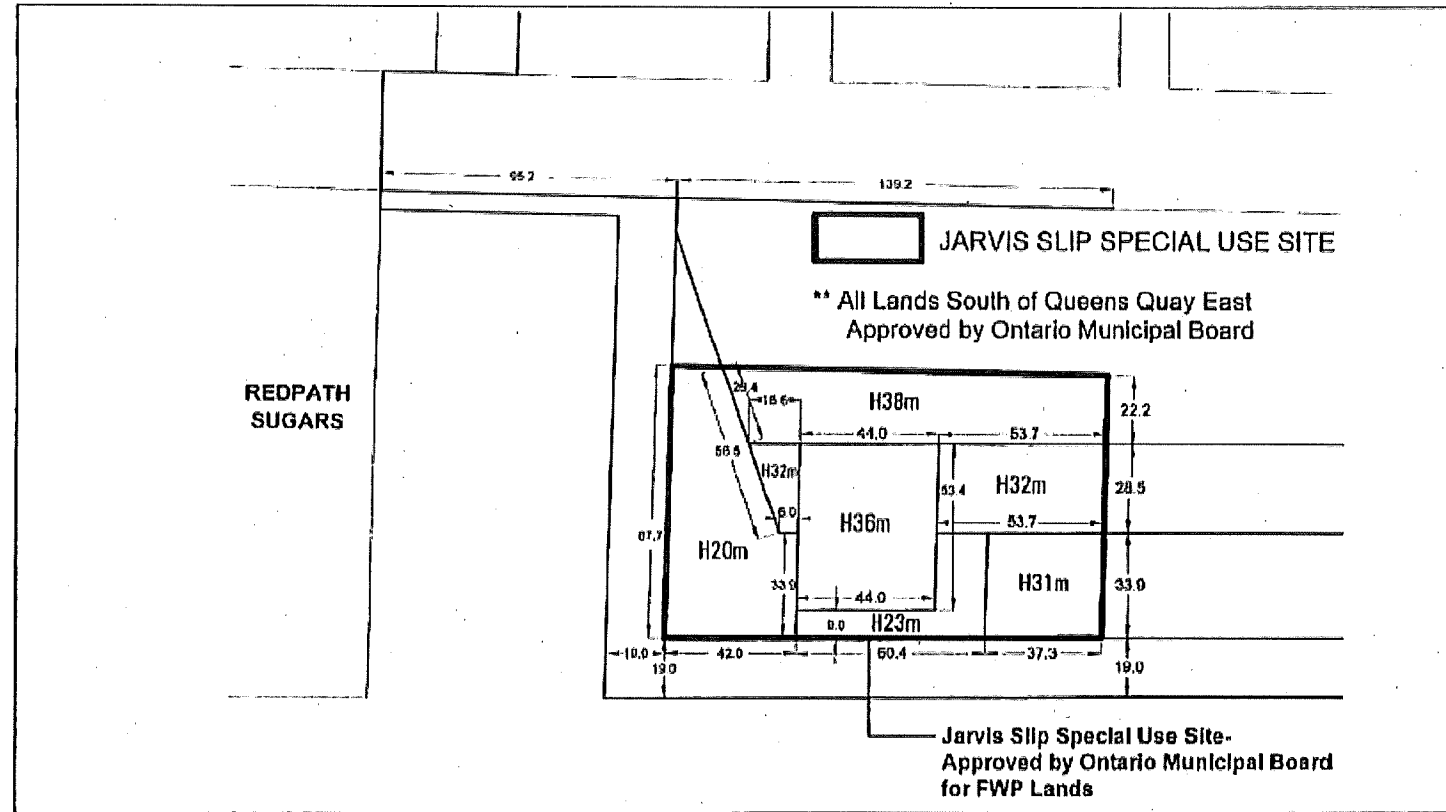
TORONTO City Planning Division
Map 4: Build-To/Setback Plan

East Bayfront - West Precinct

File # 06_160461

The Location of Streets 'A', 'B', 'C', 'D', 'E', 'F', 'G', 'H' and 'I' Are Shown For Illustrative Purposes Only

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 Not to Scale
 08/16/06



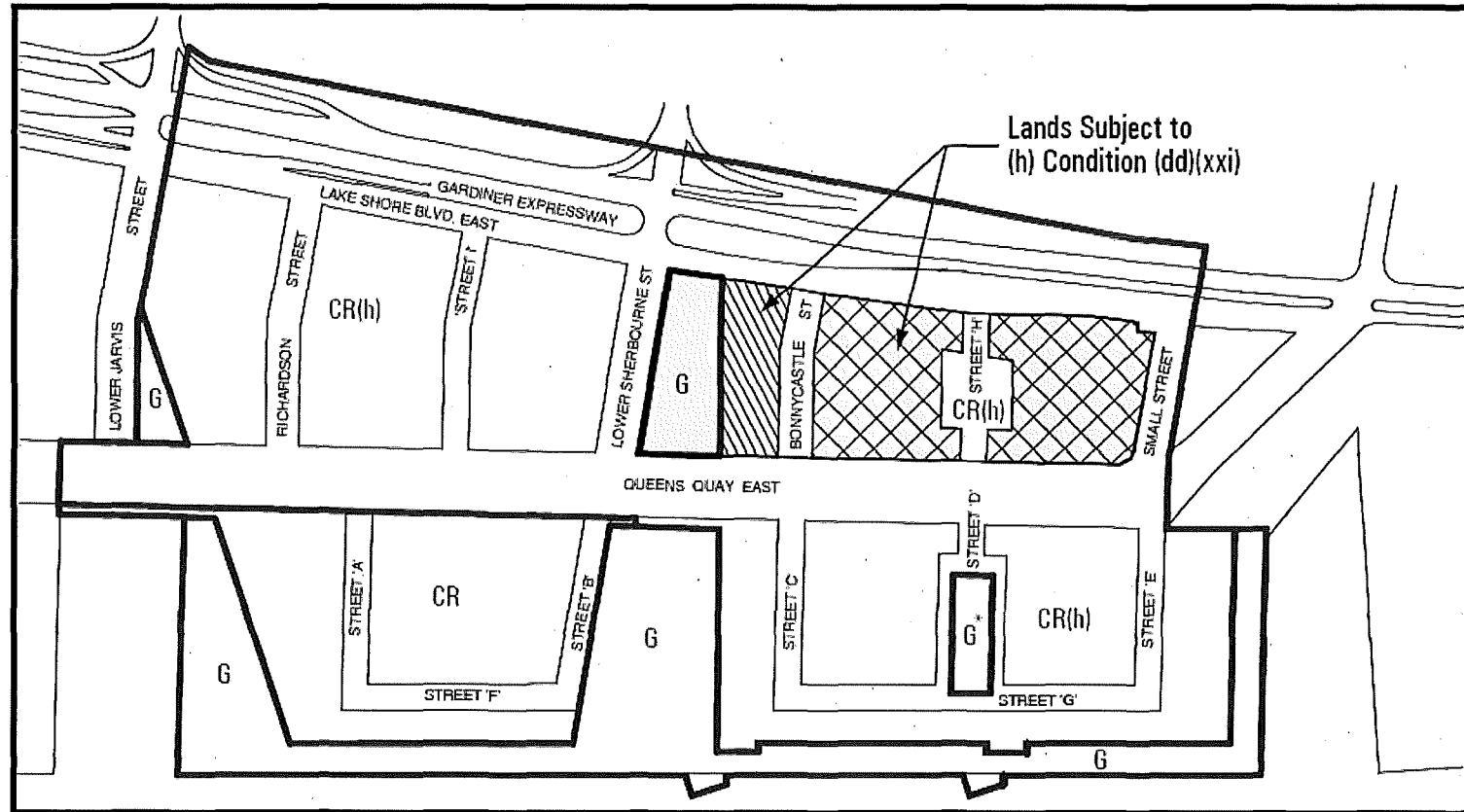
East Bayfront - West Precinct

Map 5: Maximum Heights Plan - Jarvis Slip Special Use Site **

File # 06_160461

The Location of Streets 'A', 'B', 'C', 'D', 'E', 'F', 'G', 'H' and 'I' Are Shown For Illustrative Purposes Only





ZONING - BY-LAW 1049-2006

East Bayfront - West Precinct - NE Quadrant

MAP No. 6A

NE Quadrant

Parkside Lands

Quayside Lands



OMB NUMBER _____

OMB EXHIBIT NUMBER _____

NOVEMBER 2011

SCHEDULE "D"

Evaluation Method and Matrix of Design Features, Dated November 11, 2011 For Development of Lands in East Bayfront – West Precinct

SCOPE

For the lands in the East Bayfront – West Precinct situated north of Queens Quay East, south of Lake Shore Boulevard East, and east of Lower Sherbourne Street, the evaluation method contained herein and associated matrix of design features for receptor-based mitigation (the "Matrix") will be used to assess and moderate excess impulsive and non-impulsive noise, occurring where sensitive land uses are proposed. The sensitive land uses permitted on such lands are limited and are identified in By-law 1049-2006, as amended.

This Matrix document and the Ministry of the Environment ("MOE") letter to the City of Toronto and Redpath Sugar Ltd., dated November 14, 2011, are intended by the MOE to be read together.

METHOD

A) Prediction Method

- i) Concurrent with preparing an application for Site Plan Approval for the development of lands discussed above, or any portion thereof, the [DATE<*>] version of the electronic CadnaA model of noise from Redpath Sugar Ltd. (Redpath) and surrounding conditions (CadnaA Model) shall be updated with input from Redpath, to account for: current conditions at Redpath; planned and predictable future conditions at Redpath including the potential future capacity of Redpath to process 1,000,000 metric tonnes of raw material annually and the enhancement or replacement of existing boilers with an electrical co-generation facility; development conditions in the area; and conditions in the surroundings (including the surrounding roadway network).
- ii) Redpath crane, non-impulse, ship and tug sound sources shall be as in the CadnaA Model updated for any increases to non-impulse sound levels ($L_{eq}(1 \text{ hr})$) from Redpath at the time of the Site Plan Approval application.
- iii) The impulse sounds from Redpath's single Colby crane and the non-impulse sounds from the hydraulic crane installed by Redpath in 2011 shall be included with the characteristics contained in the CadnaA Model. The worst case locations of the cranes, in terms of maximum impact, shall be determined on an individual basis relative to the particular property and set of receptors in question. These worst case locations shall be used for the modelling and noise impact assessment.
- iv) The CadnaA Model shall be updated to reflect the currently constructed buildings in the area. Buildings that are substantially complete in advance of the property under consideration in the Site Plan Approval application, to the point that such buildings will function effectively as a sound barrier, should be included.
- v) All building facades in the CadnaA Model should be considered to be partially reflective, with an absorption coefficient that best characterizes the materials used (if unknown, use $\alpha = 0.2$ at all frequencies). At least one order of reflection should be used in the CadnaA Model.
- vi) The CadnaA Model shall be updated to reflect the currently available traffic information for the surrounding roadways, including non-rail TTC traffic on Queen's Quay. Using this data, traffic noise levels for the minimum daytime hour (between 0700 and 2300h) and the minimum nighttime hour (between 2300 and 0700h) shall be estimated with the CadnaA Model, using the contained RLS-90 road noise model configured to include lateral diffraction and smooth pavement type. Signalized intersections should be added to the CadnaA Model where they occur or are planned to be located at the time of the assessment.

The City of Toronto has recently committed to conducting an Environmental Assessment (EA) for the removal of the Gardiner Expressway from Jarvis Street to the Don Valley Parkway. The assessment will include several configurations of local roadways, as well as the "do nothing" existing condition alternative. The removal of this portion of the Gardiner, if approved, may affect local traffic patterns and resulting ambient sound levels. The effects of the removal should be considered when or if the EA is approved by the Province and the City commits to proceeding with whatever changes are finally agreed upon.

- vii) Representative noise-sensitive receptor locations associated with the property under consideration shall be identified. These locations shall be categorized as “daytime” receptors and “night-time” receptors, as follows:

Daytime Receptors

- Plane-of-window for rooms normally used only during daytime hours, such as residential living room windows, church windows, and school windows.
- Outdoor amenity areas normally used during daytime hours, such as residential balconies, rooftop terraces, or patios, and play areas associated with daycare centres.

Night-time Receptors

- Plane-of-window for rooms normally used during night-time hours, such as residential bedroom windows.

Other windows leading into noise-insensitive spaces, such as windows for bathrooms, hallways, storage rooms, etc., shall not be considered to be noise-sensitive receptors, unless the noise-insensitive space is an extension of a noise sensitive space such as a bedroom, living/dining room, or den.

Plane-of-window sound levels will be assessed using the Building Evaluation feature of the CadnaA Model to assess all relevant building facades.

Sound level criteria at each identified receptor shall be determined. For “daytime” receptors, the criteria shall be the higher of 50 dBA or the minimum background sound level L_{eq} (1 hr) at that location during daytime hours, calculated as per the previous item. For “night-time” receptors, the criteria shall be the higher of 45 dBA or the minimum background sound level L_{eq} (1 hr) at that location during night-time hours, calculated as per the previous item.

- viii) The CadnaA Model shall be employed to predict crane impulse sound levels and non-impulse sound levels from Redpath at each identified sensitive receptor location, and the degree of excess (in dBA) relative to the applicable criteria at that receptor, as determined according to the previous items. Predicted sound levels shall be deemed to be representative, without requiring adjustment for potential sources of uncertainty or error.

The applicable criteria shall be as in Ministry of the Environment (MOE) Publication NPC-205 or its successor guideline. In the event that a successor document has replaced NPC-205, and such successor noise guidelines incorporate an allowable 5 dBA leeway to the noise limits in NPC-205, such leeway will not be cumulative with the 5 dBA leeway. The excesses referred to herein shall remain relative to the sound limits in NPC-205.

- ix) Calculation of ambient sound levels due to road traffic and sound exposures at points of reception for noise from Redpath shall be completed using traffic noise models acceptable to MOE at the time the noise studies are submitted.

B) Determination of Receptor-Based Design Features for Noise Control

- i) Impulsive and non-impulsive sources shall be assessed separately.
- ii) Using the predicted excess at each sensitive receptor location for either type of source, as determined according to the prediction method described in (A), one or more of the receptor-based design features listed in **Table 1** shall be included in the building design to address these excesses.
- iii) For predicted excesses of up to 5 dBA (referred to as 5 dBA leeway), no physical mitigation measures shall be required, other than appropriate exterior building envelope and window design as per C, D, E and F below.
- iv) Design features for a greater degree of excess may be used to mitigate lesser predicted excesses if desired (e.g., if predicted excess is 10 dBA, design feature listed for excess of >15 dBA may be chosen by the building designer).
- v) Where sealed windows are to be used to control noise excess, window glazing shall be selected to reduce noise transmitted indoors using the procedures in items C, D, E and F and window STC requirements listed in **Tables 2** and **3**.

C) Determination of Required Window STC for Non-Impulsive Noise from Redpath

- i) Window and facade sound transmission requirements must be calculated for the sum of all non-impulsive sound sources at Redpath, including ship manoeuvring/ turning and berthing and ship engine sound sources when docked, as reflected in the CadnaA Model. The descriptor is one hour L_{eq} assuming the sources in the CadnaA Model operate for the full hour at any time over the 24-hour day. The window STC requirement shall be selected from **Table 2**.

D) Determination of Required Window STC for Impulsive (Crane) Noise from Redpath

- i) Window and facade sound transmission requirements must be calculated for crane operation. The descriptor is L_{LM} . The window STC requirements shall be selected from **Table 3**.

E) Determination of required window STC for environmental sources other than Redpath

- i) Window and façade requirements for other sources such as road traffic, etc., shall be calculated in accordance with the relevant MOE guidelines and procedures.

F) Final Determination of Window STC Requirements

- i) The minimum STC rating required of windows at any receptor point to address Redpath noise is that determined from the logarithmic sum of items C & D, above.
- ii) The minimum final STC rating required of windows at any receptor point shall be the logarithmic sum of the STC ratings of E and F i) above.
- iii) The STC ratings apply to the window assembly as a whole, including frames and mullions in addition to the glazing elements. The make and model of windows requiring STC ratings in excess of 35 shall be selected on the basis of measured Sound Transmission Loss and STC ratings provided by an accredited independent acoustical laboratory in a standard report as per ASTM E-90.

Table 1: Matrix of Receptor-Based Design Features versus Predicted Degree of Excess

Receptor Type	Degree of Excess (dBA)	Design Feature
Daytime Outdoor Amenity Areas (0700-2300h)	≤ 5 dBA	No physical mitigation required
	>5 to 15 dBA	Barrier, parapet, or other architectural features to shield area [1,2]
	> 15 dBA	Full or partial enclosure of the area [1,2]
Daytime Plane-of-Windows (0700-2300h)	≤ 5 dBA	No physical mitigation required other than appropriate design of windows and exterior wall.
	>5 to 10 dBA	Barrier, parapet, or other architectural features to shield area [1,2]
	>10 to 15 dBA	Enclosed Noise Buffer Balcony [4] abutting primary “daytime” sensitive space, balcony to include partially operable windows [1,3]
	> 15 dBA	Sealed windows (no operable sections)
Night-time Plane-of-Windows (2300-0700h)	≤ 5 dBA	No physical mitigation required other than appropriate design of windows and exterior wall.
	>5 to 10 dBA	Barrier, parapet, or other architectural features to shield area [1,2]
	>10 to 15 dBA	Enclosed Noise Buffer Balcony [4] abutting primary “night-time” sensitive space, balcony to include partially operable windows [1,3]
	> 15 dBA	Sealed windows (no operable sections)

Notes:

- [1] Design feature shall be shown to achieve a significant reduction in excess, such that the predicted residual sound level excess is no greater than 5 dBA. The residual sound level excess is defined as the difference between the source sound levels and the sound level criteria at the receptor (as defined in item A (vii) above), evaluated with mitigation in place.
- [2] Structure shall have a minimum sound isolation of STC-20.
- [3] “Partially operable windows” refers to an imposed permanent physical limitation on the effective total open window area. The open window area and indoor room finishes in the balcony (excluding furniture) may be used to estimate the sound levels occurring at the façade of the adjacent principal rooms.
- [4] An enclosed, sound (noise) buffer (ENB) balcony is:
 - not less than one metre and not more than two metres deep;
 - fully enclosed with floor to ceiling glazing or a combination of solid parapet plus glazing above – glazing can be openable to the maximum permitted by the Ontario Building Code (OBC);
 - not air conditioned or heated but can be mechanically ventilated and supplied with tempered air;
 - finished on the interior surfaces only with weatherproof materials that are typical of unenclosed, outdoor balconies, for example concrete floor and ceiling, brick or precast concrete walls (no gypsum wall board);
 - separated from interior space with a weatherproof boundary of exterior grade wall, exterior grade window, exterior grade door, or any combination, in compliance with exterior envelope requirements of the OBC;
 - of sufficient horizontal extent to overlap windows of living spaces such as bedrooms, living/dining rooms, dens, kitchens, but not necessarily bathrooms or service type spaces. Multiple windows of a given suite may be buffered by multiple ENB balconies.

Table 2: Minimum Window STC Look-up Table – Non-Impulsive Sources Including Ship Manoeuvring and Berthing Noise From Redpath (Ship Power, Tug Boat Activity)

Outdoor Free-field L_{eq} (1-hr) Sound Level (dBA)	Location of Window																							
	Bedroom Windows								Living Room Windows								Kitchen Windows							
	% of Window Area / Floor Area								% of Window Area / Floor Area								% of Window Area / Floor Area							
	100	80	60	50	40	30	20	10	100	80	60	50	40	30	20	10	100	80	60	50	40	30	20	10
75	55	54	52	52	51	49	48	45	50	49	47	47	46	44	43	40	52	51	49	49	48	46	45	42
74	54	53	51	51	50	48	47	44	49	48	46	46	45	43	42	39	51	50	48	48	47	45	44	41
73	53	52	50	50	49	47	46	43	48	47	45	45	44	42	41	38	50	49	47	47	46	44	43	40
72	52	51	49	49	48	46	45	42	47	46	44	44	43	41	40	37	49	48	46	46	45	43	42	39
71	51	50	48	48	47	45	44	41	46	45	43	43	42	40	39	36	48	47	45	45	44	42	41	38
70	50	49	47	47	46	44	43	40	45	44	42	42	41	39	38	35	47	46	44	44	43	41	40	37
69	49	48	46	46	45	43	42	39	44	43	41	41	40	38	37	34	46	45	43	43	42	40	39	36
68	48	47	45	45	44	42	41	38	43	42	40	40	39	37	36	33	45	44	42	42	41	39	38	35
67	47	46	44	44	43	41	40	37	42	41	39	39	38	36	35	32	44	43	41	41	40	38	37	34
66	46	45	43	43	42	40	39	36	41	40	38	38	37	35	34	31	43	42	40	40	39	37	36	33
65	45	44	42	42	41	39	38	35	40	39	37	37	36	34	33	30	42	41	39	39	38	36	35	32
64	44	43	41	41	40	38	37	34	39	38	36	36	35	33	32	-	41	40	38	38	37	35	34	31
63	43	42	40	40	39	37	36	33	38	37	35	35	34	32	31	-	40	39	37	37	36	34	33	30
62	42	41	39	39	38	36	35	32	37	36	34	34	33	31	30	-	39	38	36	36	35	33	32	-
61	41	40	38	38	37	35	34	31	36	35	33	33	32	30	-	-	38	37	35	35	34	32	31	-
60	40	39	37	37	36	34	33	30	35	34	32	32	31	-	-	-	37	36	34	34	33	31	30	-
59	39	38	36	36	35	33	32	-	34	33	31	31	30	-	-	-	36	35	33	33	32	30	-	-
58	38	37	35	35	34	32	31	-	33	32	30	30	-	-	-	-	35	34	32	32	31	-	-	-
57	37	36	34	34	33	31	30	-	32	31	-	-	-	-	-	-	34	33	31	31	30	-	-	-
56	36	35	33	33	32	30	-	-	31	30	-	-	-	-	-	-	33	32	30	30	-	-	-	-
55	35	34	32	32	31	-	-	-	30	-	-	-	-	-	-	-	32	31	-	-	-	-	-	-
54	34	33	31	31	30	-	-	-	-	-	-	-	-	-	-	-	31	30	-	-	-	-	-	-
53	33	32	30	30	-	-	-	-	-	-	-	-	-	-	-	-	30	-	-	-	-	-	-	-
52	32	31	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
51	31	30	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
50	30	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Notes:

- Calculation based on assumed corner units, with two exposed facades, both at grazing incidence (60° to 90° incidence angle).
- Bedroom and Living Room calculations assume intermediate absorption. Kitchens assume low absorption.
- Table assumes that all non-window elements of the exterior facade will satisfy the higher of STC 50 or the requirement for the window portion as selected from the table.
- Window STCs vary by window design, the number of panes (lites), the composition of the panes (regular glass or laminated) and the air space between panes.
- In general, the following types of window constructions are likely to be required (other designs with appropriate ratings could also be used):
 - STC 29 or less windows consistent with minimum Ontario Building Code requirements are sufficient;
 - STC 30 to STC 35 "standard" double paned insulating windows;
 - STC 36 to STC 40 "standard" double-paned insulating windows with 1 laminated glass lite;
 - STC 41 to STC 45 specialty "thick" windows (50 mm (2") air space), double-paned, with 1 laminated glass lite;
 - STC 46 to STC 50 specialty "thick" windows (100 mm (4") air space), double-paned, with 1 laminated glass lite; and
 - Greater than STC 50 specialty "thick" windows (100 mm (4") air space), double-paned, with 2 laminated glass lites, or triple paned windows.
- The STC rating for the selected window should be based on the entire window assembly, not just the glazing elements.
- Actual STC test data should be used to confirm performance when windows with STC requirements greater than STC 35 are required.
- Where "thick" windows with air spaces greater than 25 mm (1") are used, a + 3 correction should be added to the required STC values. This is most likely to occur for windows with required STC values greater than STC 40.
- This table is for determining minimum required window STC rating for Redpath sources only. Final minimum STC rating to be determined as the logarithmic sum of requirements for all sources, including road traffic.

Table 3: Minimum Window STC Look-up Table - Impulsive Noise From Redpath Cranes

Outdoor Free-field L _{LM} Sound Level (dBA)	Location of Window																							
	Bedroom Windows								Living Room Windows								Kitchen Windows							
	% of Window Area / Floor Area								% of Window Area / Floor Area								% of Window Area / Floor Area							
	100	80	60	50	40	30	20	10	100	80	60	50	40	30	20	10	100	80	60	50	40	30	20	10
75	54	53	51	51	50	48	47	44	49	48	46	46	45	43	42	39	51	50	48	48	47	45	44	41
74	53	52	50	50	49	47	46	43	48	47	45	45	44	42	41	38	50	49	47	47	46	44	43	40
73	52	51	49	49	48	46	45	42	47	46	44	44	43	41	40	37	49	48	46	46	45	43	42	39
72	51	50	48	48	47	45	44	41	46	45	43	43	42	40	39	36	48	47	45	45	44	42	41	38
71	50	49	47	47	46	44	43	40	45	44	42	42	41	39	38	35	47	46	44	44	43	41	40	37
70	49	48	46	46	45	43	42	39	44	43	41	41	40	38	37	34	46	45	43	43	42	40	39	36
69	48	47	45	45	44	42	41	38	43	42	40	40	39	37	36	33	45	44	42	42	41	39	38	35
68	47	46	44	44	43	41	40	37	42	41	39	39	38	36	35	32	44	43	41	41	40	38	37	34
67	46	45	43	43	42	40	39	36	41	40	38	38	37	35	34	31	43	42	40	40	39	37	36	33
66	45	44	42	42	41	39	38	35	40	39	37	37	36	34	33	30	42	41	39	39	38	36	35	32
65	44	43	41	41	40	38	37	34	39	38	36	36	35	33	32	-	41	40	38	38	37	35	34	31
64	43	42	40	40	39	37	36	33	38	37	35	35	34	32	31	-	40	39	37	37	36	34	33	30
63	42	41	39	39	38	36	35	32	37	36	34	34	33	31	30	-	39	38	36	36	35	33	32	-
62	41	40	38	38	37	35	34	31	36	35	33	33	32	30	-	-	38	37	35	35	34	32	31	-
61	40	39	37	37	36	34	33	30	35	34	32	32	31	-	-	-	37	36	34	34	33	31	30	-
60	39	38	36	36	35	33	32	-	34	33	31	31	30	-	-	-	36	35	33	33	32	30	-	-
59	38	37	35	35	34	32	31	-	33	32	30	30	-	-	-	-	35	34	32	32	31	-	-	-
58	37	36	34	34	33	31	30	-	32	31	-	-	-	-	-	-	34	33	31	31	30	-	-	-
57	36	35	33	33	32	30	-	-	31	30	-	-	-	-	-	-	33	32	30	30	-	-	-	-
56	35	34	32	32	31	-	-	-	30	-	-	-	-	-	-	-	32	31	-	-	-	-	-	-
55	34	33	31	31	30	-	-	-	-	-	-	-	-	-	-	-	31	30	-	-	-	-	-	-
54	33	32	30	30	-	-	-	-	-	-	-	-	-	-	-	-	30	-	-	-	-	-	-	-
53	32	31	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
52	31	30	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
51	30	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
50	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Notes:

- Calculation based on assumed corner units, with two exposed facades, both at grazing incidence (60° to 90° incidence angle).
- Bedroom and Living Room calculations assume intermediate absorption. Kitchens assume low absorption.
- Table assumes that all non-window elements of the exterior facade will satisfy the higher of STC 50 or the requirement for the window portion as selected from the table.
- Window STCs vary by window design, the number of panes (lites), the composition of the panes (regular glass or laminated) and the air space between panes.
- In general, the following types of window constructions are likely to be required (other designs with appropriate ratings could also be used):
 - STC 29 or less windows consistent with minimum Ontario Building Code requirements are sufficient;
 - STC 30 to STC 35 "standard" double paned insulating windows;
 - STC 36 to STC 40 "standard" double-paned insulating windows with 1 laminated glass lite;
 - STC 41 to STC 45 specialty "thick" windows (50 mm (2") air space), double-paned, with 1 laminated glass lite;
 - STC 46 to STC 50 specialty "thick" windows (100 mm (4") air space), double-paned, with 1 laminated glass lite; and
 - Greater than STC 50 specialty "thick" windows (100 mm (4") air space), double-paned, with 2 laminated glass lites, or triple paned windows.
- The STC rating for the selected window should be based on the entire window assembly, not just the glazing elements.
- Actual STC test data should be used to confirm performance when windows with STC requirements greater than STC 35 are required.
- Where "thick" windows with air spaces greater than 25 mm (1") are used, a + 1 correction should be added to the required STC values. This is most likely to occur for windows with required STC values greater than STC 40.
- This table is for determining minimum required window STC rating for Redpath sources only. Final minimum STC rating to be determined as the logarithmic sum of requirements for all sources, including road traffic.

SCHEDULE "E"

LETTER FROM MOE TO THE CITY AND REDPATH

Ministry of the Environment

Environmental Approvals Access and
Service Integration Branch

2 St. Clair Avenue West
Floor 12A
Toronto ON M4V 1L5
Tel.: 416 314-8001
Fax: 416 314-8452

Ministère de l'Environnement

Direction de l'accès aux autorisations
environnementales et de l'intégration des
services

2, avenue St. Clair Ouest
Étage 12A
Toronto ON M4V 1L5
Tél. : 416 314-8001
Télééc. : 416 314-8452



November 14, 2011

TO: Chief Planner and Executive Director
City Planning Division
c/o R.D. Balfour, Solicitor
City of Toronto
55 John Street, Stn. 1260
Toronto, ON M5V 3C6

AND: Redpath Sugar Ltd.
Attention: Jonathan Bamberger, President
95 Queens Quay East
Toronto, ON M5E 1A3

Gentlemen:

The proposal for the development of "sensitive land uses" in the East Bayfront (West Precinct) in the vicinity of Redpath Sugar Ltd. has given rise to concerns related to the potential for noise, odour and air quality complaints and compliance issues with the *Environmental Protection Act* given Redpath's operations.

Provincial policy, both land use planning policy and regulatory policy, seek to prevent sensitive land uses from being impacted by adverse effects from odour, noise and other contaminants. Provincial land use policy requires that sensitive land uses should be appropriately designed, buffered and/or separated from major facilities in order to prevent adverse effects from odour, noise and other contaminants. In the event that such adverse effects result despite this land use planning requirement, the Ministry of the Environment through various regulatory mechanisms can require that the industry causing the adverse effects on sensitive land uses take appropriate abatement action to mitigate these adverse effects.

In order to facilitate the partial resolution of the land use planning appeals before the Ontario Municipal Board related to the lands on the north side of Queens Quay East and east of Sherbourne Street, in the East Bayfront (West Precinct) area, the Ministry has accepted the City of Toronto's ("City") and Waterfront Toronto's invitation to provide its views on appropriate noise design features for the proposed developments in East Bayfront (West Precinct), north of Queens Quay and east of Sherbourne Street (the "Subject Area"), as shown in Attachment 1 to this letter.

In respect of the Subject Area, the settlement documents contemplate that the types of design features for buildings to be constructed will be determined at the Site Plan Approval stage. The Ministry would have preferred that the noise design features for the new development be determined at the outset prior to the recognition of "sensitive uses" being permitted. To a limited degree the settlement documents have adopted this approach for the "Parkside Lands" (the Parkside Lands as shown in Attachment 1 to this letter) for air quality. We have been assured by the City that the adequacy of the noise design features proposed for Subject Area will be determined before the issuance of building permits, as part of the Site Plan Approval process and the Building Permit process. As well, we have also been assured that the City's decision regarding the Site Plan Approval process will be consistent with the Ministry's recommendations in respect of the following matters:

- The determination of noise exceedances in the noise report prepared in support of the Site Plan Applications in accordance with the method set out in the Evaluation Method and Matrix of Design Features ("Matrix") document dated November 11, 2011 and appended to this letter and to the Minutes of Settlement anticipated to be filed with the Ontario Municipal Board; and
- The technical specifications of the mitigation features set out by the Matrix, such mitigation features as chosen by the developer and subject to approval by the City, in order to ensure that the noise exceedances are appropriately mitigated in accordance with LU-131.

Given the foregoing assurances, it is our view that prevention of adverse effects from noise, in respect of the Subject Area, is reasonably addressed. This view is based on the assumptions: that the electronic Redpath CadnaA Noise Model (the "Model") will be updated to reflect the noise levels that will be present at the time buildings are constructed; and, that the processes and commitments described in the Minutes of Settlement will be reasonably performed, including the updating of such Model from time to time.

In order to provide greater clarity regarding the application of MOE noise guidelines which implement the larger policy direction described above, I can advise you that, within the unique circumstances of the proposed development on the north side of Queens Quay East and east of Sherbourne Street, in the East Bayfront (West Precinct) area, given the significant "at-receptor" mitigation measures secured in the settlement documents and given the work that Redpath has already taken to significantly mitigate noise emissions "at source", the Ministry shall accept the more flexible approaches described in MOE publication, "Noise Assessment Criteria in Land Use Planning (LU-131)" as further modified and clarified in the Matrix document appended to the settlement and attached hereto, in determining whether impacts from Redpath's existing operations on the Redpath Lands, with the potential to accommodate the processing of approximately 780,000 metric tonnes of raw material annually, and, the future capacity, with reasonable modifications, to process up to approximately 1,000,000 metric tonnes of raw material, including the enhancement or replacement of existing boilers with an electrical co-

generation facility, comply with the *Environmental Protection Act* (e.g., for the purpose of responding to complaints, for the purpose of the issuance of approvals and other regulatory approvals).

In respect of the application of the Matrix:

- i) The predicted at-receptor excesses determined in item B (iii) of the Matrix shall not be considered as excesses at those particular receptors for the purpose of assessing compliance by Redpath.
- ii) As determined in item B (v) of the Matrix, where sealed windows are to be used to control noise excess at the receptor and window glazing is selected to reduce noise transmitted indoors using the procedures in items C, D, E and F and window STC requirements listed in Tables 2 and 3 of the Matrix, such sealed windows shall not be considered points of reception for purposes of assessing compliance by Redpath.

For greater certainty, the Ministry's acceptance of this more flexible approach means that the same flexibility shown in applying LU-131, as modified and clarified in the Matrix document, to any development on north side of Queens Quay and east of Sherbourne Street, in the East Bayfront (West Precinct) area, equally applies when evaluating the compliance of Redpath for purposes of approvals or complaint investigations pursuant to the *Environmental Protection Act* and that would have arisen from any application of MOE publication, "Sound Level Limits for Stationary Sources in Class 1 and 2 Areas (NPC-205)".

Finally, the MOE also considers that both the substantive and process requirements in the settlement documents, if appropriately implemented are satisfactory to prevent adverse noise, air quality and vibration impacts on the development of lands in the Subject Area from Redpath's existing operations.

Yours truly,



Doris Dumais
Director Environmental Approvals Access Integration Branch
Ministry of the Environment

Attachments

cc: Andrew Gray, Waterfront Toronto
Calvin Lantz, Stikeman Elliott LLP

SCHEDULE "F"

FORM OF ASSUMPTION AGREEMENT RE: MINUTES OF SETTLEMENT

Form of Assumption Agreement

TO: Redpath Sugar Ltd. ("Redpath")
Toronto Waterfront Revitalization Corporation ("TWRC")
The City of Toronto (the "City")

The undersigned proposes to acquire an interest in all or part of the lands known municipally as _____, legally described as _____ (the "Real Property"). For good and valuable consideration (the receipt and sufficiency of which are hereby acknowledged), the undersigned hereby covenants with Redpath, TWRC, and the City, including their respective successors and assigns, to observe and perform the obligations of [● insert name of transferring party] set out in the Minutes of Settlement among Redpath, TWRC, and the City registered on title to the Real Property as Instrument No. _____ on the ____ day of _____, 2011 (the "Minutes") as fully and to the same extent as though the undersigned were originally named as a party to, and had executed and delivered, the Minutes. The undersigned acknowledges that it has read and understands the Warning Clause, as defined in the Minutes.

IN WITNESS WHEREOF the undersigned has executed this agreement as of this ____ day of _____, 2011.

●

Per: _____

Name:

Title:

Per: _____

Name:

Title:

I/We have the authority to bind the corporation

SCHEDULE "G"

FORM OF ASSUMPTION AGREEMENT RE: CONFIDENTIALITY AGREEMENT

TO: Redpath Sugar Ltd. ("Redpath")

_____ ("●") has acquired the lands formerly owned by _____, known municipally as _____, legally described as:

PIN ●

For good and valuable consideration, including the permission to access Redpath's Confidential Information as defined in the Confidentiality Agreement among Redpath, and ●, dated ● and attached hereto as Schedule "A" (the "CA") (the receipt and sufficiency of which are hereby acknowledged):

- 1. The undersigned hereby covenants with Redpath, including their respective successors and assigns, to assume and be bound by the obligations of ● set out in the CA as fully and to the same extent as though the undersigned were originally named as a party to, and had executed and delivered, the CA.
2. The undersigned acknowledges that it has read and understands its obligations pursuant to the CA to protect the confidentiality of Redpath's Confidential Information, as defined in the CA.

IN WITNESS WHEREOF the undersigned has executed this agreement as of this ___ day of _____, 2011.

Per: _____
Name:
Title:

Per: _____
Name:
Title:

I/We have the authority to bind the corporation

Schedule "A" to the Assumption Agreement
CONFIDENTIALITY AGREEMENT

This Agreement dated this ____ day of _____, 20__

BETWEEN:

REDPATH SUGAR LTD.

("Redpath")

- and -

[NTD - Party to this Agreement]

("●")

WHEREAS:

- A. Redpath is the registered owner of a freehold and leasehold interest in the lands and premises known municipally as 95 Queens Quay East, in the City of Toronto, which are more particularly described in Schedule "A" attached hereto (hereinafter collectively referred to as the "Redpath Lands").
- B. Toronto Waterfront Revitalization Corporation ("Waterfront Toronto") and City of Toronto [were/are] the registered owners of a freehold interest in lands situated within the West Precinct of the East Bayfront area, north of Queens Quay East and east of Lower Sherbourne Street, which are more particularly described in Schedule "B" attached hereto (the "Park/Parkside/Quayside Lands").
- C. ● has acquired an interest in the Park/Parkside/Quayside Lands from [the City of Toronto/Waterfront Toronto].
- D. The City of Toronto East Bayfront West Precinct Zoning By-law No. 1049-2006 ("By-law 1049-2006") currently requires an applicant who seeks to develop certain lands within the West Precinct of the East Bayfront area to submit noise and air emissions studies as part of an application to develop a sensitive land use. The definition of "sensitive land use" in By-law 1049-2006 includes residential uses.
- E. Official Plan Amendment 257 ("OPA 257") and By-law 1049-2006 have been appealed to the Ontario Municipal Board ("OMB"); Redpath and Waterfront Toronto are parties to the Central Waterfront Secondary Plan hearing which deals with the appeals of OPA 257 and By-law 1049-2006 (OMB Case files PL030412 and PL030514).
- F. Redpath is concerned about the compatibility of the sensitive land use proposed on the Park/Parkside/Quayside Lands with the current and future industrial operation on the Redpath Lands, which concerns include the potential for an increased frequency of complaints resulting from exposure to Redpath's noise and/or air emissions.
- G. ● wishes to proceed with noise and air emissions assessments to determine how its proposed use of the Park/Parkside/Quayside Lands can be developed in a manner that is compatible with the current and future industrial operations on the Redpath Lands (the "Assessments").

- H. ● has requested that Redpath's noise consultant provide information about Redpath's noise sources and Redpath's consultant's electronic 3-D acoustical modelling ("**Acoustical Modelling**") to assist ●'s noise consultant's analysis and/or modelling work, as the case may be.
- I. ● has requested that Redpath's air emissions consultant, provide information about Redpath's air emission sources to assist ●'s air emissions consultant's analysis and/or modelling work, as the case may be.
- J. ●'s noise and air emissions consultants will have access to certain confidential information relating to the Redpath Lands and the Redpath facility from the Acoustical Modelling and other source information provided by Redpath's noise consultant and Redpath's air emissions consultant.
- K. Redpath, Redpath's noise consultant, Redpath's air emissions consultant, and ● have agreed to enter into this Agreement to keep the Acoustical Modelling, odour modelling data and certain other information relating to the Redpath Lands confidential.

NOW THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Redpath and ● (the "**Parties**") the Parties AGREE AS FOLLOWS:

EXCHANGE OF INFORMATION

1. Redpath's noise consultant shall deliver to ●'s noise consultant its Acoustical Modelling for the Redpath Lands in an electronic form, including full CADNA electronic files of the model, base data and assumptions, and other information upon which any modelling and/or analysis is based, if applicable, and Redpath allows Redpath's noise consultant to provide further information about Redpath's noise sources to ●'s noise consultant, on the condition that:
 - (a) Redpath's noise consultant identifies for review:
 - (i) The number and location of the Redpath-related noise sources, including noise sources located on and off the Redpath Lands (the "**Redpath Sources**"); and
 - (ii) The levels of noise from the Redpath Sources.
 - (b) ●'s noise consultant provides Redpath's noise consultant with its assessment of the number and location of the Redpath Sources, its assessment of the noise levels from the Redpath Sources, and its assumptions.

In the event of disagreement between ●'s noise consultant and Redpath's noise consultant about the number and location of the Redpath Sources or the noise levels from the Redpath Sources, within fifteen (15) working days of ●'s noise consultant disclosing its assessments and assumptions to Redpath's noise consultant, the Parties shall convene a meeting to determine if the disagreement can be resolved in a mutually satisfactory manner. In the event that the Parties cannot resolve the differences in the assessments of the number and location of the Redpath Sources or the noise levels from the Redpath Sources, this Agreement and obligations contained herein may be terminated by Redpath, with the exception that the

requirements of 1(c) and (d), 3, 4, 5, 6, 7, 8 and 9 shall survive termination and shall still be complied with;

- (c) ●'s noise consultant, directly or via ●, provides Redpath and Redpath's noise consultant with its acoustical modelling and modelling results including full CADNA electronic files of the model, base data and assumptions, and any related information which shall include but not be limited to written analysis/conclusions drawn from such acoustical modelling, a detailed description of the programmed space in the proposed building(s) on the Park/Parkside/Quayside Lands, and the detailed site/concept plans and elevations upon which such modelling and/or analysis was based, if applicable. If additional information becomes available after ●'s noise consultant provides the information set out in this subsection 1(c) to Redpath and Redpath's noise consultant, ●'s noise consultant or ● will provide such additional information to Redpath and Redpath's noise consultant forthwith;
 - (d) Redpath, ● and all of their respective consultants, agents and legal advisors, comply with the confidentiality provisions of this Agreement stated below.
2. Redpath's air emissions consultant shall deliver to ●'s air emissions consultant the Emission Summary and Dispersion Modelling Report, dated ● (the "ESDM"), and certain NOx and odour modelling data sets relating to the Redpath Lands, and other source information upon which any modelling and/or analysis is based, if applicable, and Redpath allows Redpath's air emissions consultant to provide further information about Redpath's air emission sources to ●'s air emissions consultant, on the condition that:
- (a) Redpath's air emissions consultant identifies for review the number and location of the Redpath-related air emission sources, including emission sources located on and off the Redpath Lands (the "**Redpath Air Emission Sources**"); and
 - (b) ●'s air emissions consultant provides Redpath's air emissions consultant with its assessment of the number and location of the Redpath Air Emission Sources, its assessment of the emission levels from the Redpath Air Emission Sources, and its assumptions.

In the event of disagreement between ●'s air emissions consultant and Redpath's air emissions consultant about the number and location of the Redpath Air Emission Sources or the emission levels from the Redpath Air Emission Sources, within fifteen (15) working days of ●'s air emissions consultant disclosing its assessments and assumptions to Redpath's air emissions consultant, the Parties shall convene a meeting to determine if the disagreement can be resolved in a mutually satisfactory manner. In the event that the Parties cannot resolve the differences in the assessments of the number and location of the Redpath Air Emission Sources or the emission levels from the Redpath Air Emission Sources, this Agreement and obligations contained herein may be terminated by Redpath, with the exception that the requirements of 2(c), (d), and (e), 3, 4, 5, 6, 7, 8 and 9 shall survive termination and shall still be complied with;

- (c) ●'s air emissions consultant, directly or via ●, provides Redpath and Redpath's air emissions consultant with its air emissions modelling and modelling results including its base data, assumptions, and any related information which shall include, but not be limited to, written

analysis/conclusions drawn from such air emissions modelling, a detailed description of the programmed space in the proposed building(s) on the Park/Parkside/Quayside Lands, and the detailed site/concept plans and elevations upon which such modelling and/or analysis was based, if applicable. If additional information becomes available after ●'s air emissions consultant provides the information set out in this subsection 2(c) to Redpath and Redpath's air emissions consultant, ●'s air emissions consultant or ● will provide such additional information to Redpath and Redpath's air emissions consultant forthwith;

- (d) Redpath, ● and all of their respective consultants, agents and legal advisors, comply with the confidentiality provisions of this Agreement stated below.

CONFIDENTIALITY

- 3. ● agrees and acknowledges that Redpath has advised it that the information to be exchanged herein:
 - (a) is of a highly sensitive nature, and includes trade secrets and scientific, technical, commercial, financial or labour relations information, or a combination thereof;
 - (b) would, if disclosed, significantly prejudice Redpath's competitive position or interfere significantly with contractual or other negotiations;
 - (c) is being supplied to ● for information purposes in relation to the 2nd Phase of the Central Waterfront Secondary Plan OMB hearing dealing with the West Precinct of the East Bayfront Area and in relation to ●'s application for Site Plan Approval with respect to the Park/Parkside/Quayside Lands; and
 - (d) disclosure of this information will reasonably be expected to result in undue loss to Redpath and/or gain to others.

- 4. Further, ● acknowledges that all information provided to it that originated from Redpath, Redpath's noise consultant, Redpath's air emissions consultant, and/or Redpath's other consultants, agents or legal advisors, including the Acoustical Modelling, the ESDM, and certain NOx and odour modelling data sets relating to the Redpath Lands (the "Confidential Information"), is being supplied to ● solely upon the condition that it remains confidential, save for such information as may be within the public domain, in accordance with the terms of this Agreement. ● will not disclose any such Confidential Information to any individual or entity other than its consultants, agents and legal advisors who require knowledge of the Confidential Information for the purpose of preparing the Assessments, unless so authorized in writing by Redpath, provided also that prior to disclosing any Confidential Information to its consultants, agents or legal advisors, ●:
 - (a) advises its consultants, agents or legal advisors of the obligations under this Agreement with respect to the Confidential Information and the restrictions on its use; and
 - (b) obtains a written agreement from its consultants or agents that such parties agree that ●, its consultants, agents and legal advisors shall not use any Confidential Information, directly or indirectly, for any

purpose whatsoever other than to prepare the Assessments, including, without limitation, to prosecute or encourage the prosecution of Redpath for any environmental infraction, or to bring a civil action or claim against Redpath for nuisance, etc.

5. Prior to the submission of either of the Assessments and any associated Confidential Information to any municipal or provincial authority by ● or any of its consultants or agents, ● shall cause the relevant Assessment to be submitted to Redpath in a form that may be freely printed to allow Redpath a reasonable period of time to submit the Assessment for review by its own consultant and/or agent, such reasonable period of time not to exceed fifteen (15) working days from the date on which the relevant Assessment is submitted to Redpath by or on behalf of ●.
6. After receiving the written results of a review undertaken by Redpath's qualified consultant or agent pursuant to Section 5 above, if Redpath determines and advises ● that Confidential Information that is not required to support an Assessment's conclusions is included in the Assessment, ● will revise the Assessment to remove said Confidential Information and all references thereto.
7. Redpath acknowledges that all information provided to it that originated from ● or its consultants, agents or legal advisors is being supplied to Redpath solely upon the condition that it remains confidential (the "**Reciprocal Confidential Information**"), save for such information as may be within the public domain, in accordance with the terms of this Agreement. Redpath will not disclose any such Reciprocal Confidential Information to any individual or entity other than its consultants, agents and legal advisors, unless so authorized in writing by ●, provided also that prior to disclosing any Reciprocal Confidential Information to its consultants, agents or legal advisors, Redpath advises its consultants or agents of the obligations under this Agreement with respect to the Reciprocal Confidential Information and the restrictions on its use.
8. Notwithstanding any other provision of this Agreement, the Confidential Information shall only be used by ●, its respective consultants, agents and legal advisors to prepare the Assessments, and the Confidential Information may only be used if Sections 1 and 2 above have been complied with.

ABILITY TO MAINTAIN INDEPENDENCE

9. It is hereby expressly acknowledged, understood and agreed by all of the Parties that:
 - (a) Redpath is extending the accommodation provided for in this Agreement to ● for the sole purpose of cooperating with ● in exploring possibilities for compatible development with the Redpath Lands and its current and future industrial operations thereon;
 - (b) Redpath is not obliged to accept or agree to any proposal prepared or put forward by ● or its consultants, agents, or legal advisors as a result of their respective Assessments; and
 - (c) Redpath may have other land use compatibility concerns which include, but are not limited to, visual impact.

WITHOUT PREJUDICE

10. This Agreement has been entered into by Redpath on a strictly without prejudice basis for the purpose of exploring the possibilities of a compatible development on the Park/Parkside/Quayside Lands.

NO REPRESENTATION OR WARRANTY

11. ● acknowledges that Redpath and/or any of Redpath's consultants do not make any representation or warranty, express or implied, as to the accuracy or completeness of the information provided by them or their respective agents or legal advisors, and that any such disclosing party shall not be liable for any losses, liabilities, damages, claims, demands or expenses resulting from, connected with or arising out of ● or its agents or legal advisors' use of said information.

ENUREMENT

12. This Agreement is binding on and enures to the benefit of the Parties and their respective successors and permitted assigns.

ENTIRE AGREEMENT

13. This Agreement constitutes the entire agreement between the Parties relating to its subject matter and supersedes all prior agreements, understandings, negotiations and discussions, between the Parties, whether oral or written.

AMENDMENTS

14. This Agreement may only be supplemented, amended or otherwise modified by written agreement signed by the Parties. Neither this Agreement nor any of the rights or obligations under this Agreement may be assigned or transferred by ● without the prior written consent of Redpath.

SEVERABILITY

15. If any provision of this Agreement is determined to be illegal, invalid or unenforceable by a court of competent jurisdiction, that provision will be severed and the remaining provisions will remain in full force and effect.

INDEPENDENT LEGAL ADVICE

16. The Parties acknowledge that they have been granted the opportunity to seek independent legal advice in respect of all matters contained within this Agreement. Furthermore, the Parties further acknowledge and agree that they have either obtained independent legal advice or have waived their right to do so.

GOVERNING LAW

17. This Agreement is governed by and construed in accordance with the laws of the Province of Ontario and the laws of Canada applicable in the province. The Parties irrevocably attorn and submit to the non-exclusive jurisdiction of the courts of the Province of Ontario.

EXECUTION

18. This Agreement may be executed by the Parties in separate counterparts each of which when so executed and delivered to all of the Parties shall be deemed to be and shall be read as a single agreement among the Parties. Execution of this Agreement by any of the Parties may be evidenced by way of a faxed or

electronic transmission of such party's signature and such faxed or electronically transmitted signature shall be deemed to constitute the original signature of such party.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

[Signature page to the Confidentiality Agreement]

IN WITNESS WHEREOF, THE PARTIES HAVE SIGNED THIS AGREEMENT AS OF THE DATE FIRST ABOVE WRITTEN:

REDPATH SUGAR LTD.

By:

Authorized Signing Officer

●

By:

Authorized Signing Officer