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July 8, 2026

Our File No.: 221284

WITHOUT PREJUDICE

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

Attention: Daniel Elmadany and Jessica Amey

Dear Sirs/Mesdames:

**Re: Lead Case No. OLT-23-000632 – Without Prejudice Settlement Offer
237 Victoria Street, Official Plan Amendment and Zoning By-law Amendment
Applications**

We are solicitors for Spire Properties Ltd. (the “**Owner**” or “**Client**”) in respect of the property known municipally as 237 Victoria Street (the “**Lands**”). After pre-consultation with City staff, on September 1, 2022, our client filed official plan amendment and rezoning applications in respect of the Lands (the “**Applications**”). On June 19, 2023, on behalf of our client, we appealed the Applications to the Ontario Land Tribunal (the “**Tribunal**”) pursuant to subsections 22(7) and 34(11) of the *Planning Act* for the failure of City Council to make a decision regarding the Applications within the applicable statutory timeline (the “**Appeal**”).

As you know, the parties to the Appeal engaged in a series of without prejudice mediation meetings. As a result, on March 11, 2026, the Owner submitted a new Official Plan Amendment application (File Number 26 127817 STE 13 OZ) submitted to secure a block plan through a Chapter 7, Site and Area Specific Policy for 237 Victoria Street, as well as the properties to the north at 249 and 251-253 Victoria Street (“**OPA 910**”). It is the Owner’s understanding that the Acting Director, Community Planning, Toronto and East York District is recommending approval of OPA 910 to Toronto and East York Community Council at a public meeting for City Council consideration for adoption. Should council adopt OPA 910, the OPA appealed to the Tribunal under subsection 22(7) of the Planning Act would be withdrawn and disposed of.

As a result of OPA 910 being recommended for adoption by City Council, and discussions with City staff as it relates to the appeal of the Zoning By-law Amendment before the Tribunal, we are pleased to write on behalf of our client to provide a without prejudice settlement offer in respect

of the Appeals, which should be considered as open until the conclusion of the City Council meeting scheduled to commence on July 29, 2026, unless otherwise indicated.

The without prejudice settlement offer is based on the revised set of architectural plans, prepared by Arcadis dated July 3, 2026, which are attached to this letter as “Schedule “A” (the “**Revised Plans**”) and the block plan to be implemented through Official Plan Amendment 910. Our client greatly appreciates the efforts of City staff in achieving this recommended settlement.

The terms of this without prejudice settlement offer are as follows:

1. Our Client agrees that when OPA 910 come into effect, before attending the Ontario Land Tribunal with the settlement on the Zoning By-law Amendment appeal, the Owner will withdraw its appeal of the Official Plan Amendment under Section 22(7) of the Planning Act.
2. Subject to OPA 910 coming into effect, the settlement offer is based on the Revised Plans, which would be implemented through approval of the resulting Zoning By-law Amendment(s). Key aspects of the Revised Plans include:
 - a. The height of the building has been reduced from 24-storeys to 20-storeys as a result of the Minister’s Zoning Order in Ontario Regulation 10/24. The overall building height, inclusive of all projections and mechanical equipment/penthouses is 63.8 metres. The final precise height is subject to a satisfactory Aeronautical Report set out in the conditions below;
 - b. A minimum of 310 square metres of non-residential uses in the form of retail/commercial uses fronting Victoria Street;
 - c. The tower and podium have been redesigned to implement the building setbacks and tower stepbacks shown on the Revised Plans and in a manner in conformity with OPA 910;
 - d. No north facing windows below a height of 30 metres.
 - e. The proposed unit mix includes a minimum of 10% of the units as 3-bedroom units, 15% of the units as 2-bedroom units and an additional 15% of the units as a combination of 2-bedroom and 3-bedroom units, or units that can be converted to 2- and 3-bedroom units through the use of accessible or adaptable design measures;
 - f. The implementing zoning by-law will secure a minimum amount of combined indoor and outdoor amenity space at a ratio of approximately 3.5 square metres per unit; and
 - g. A type ‘G’ loading space and associated staging areas internal to the building footprint at-grade with access from the rear laneway that is screened from the laneway.

3. The block plan demonstrates the planning redevelopment of the east side of Victoria Street to ensure appropriate building separation as generally shown in the Revised Plans. As noted above, the block plan will be implemented through OPA 910, which will establish a Chapter 7, Site and Area Specific Policy 935 of the City of Toronto Official Plan.
4. Our client agrees that, in the event City Council accepts this without prejudice settlement offer, and the Ontario Land Tribunal allows the appeal in part, to request the Ontario Land Tribunal to withhold its Order until such time as the Ontario Land Tribunal has been advised by the City Solicitor that:
 - a. the final form and content of the draft Zoning By-law Amendment is satisfactory to the Executive Director, Development Review and the City Solicitor;
 - b. the Owner has, at its sole cost and expense:
 - i. submitted a revised Servicing Report and Stormwater Management Report, Hydrogeological Review, including the Foundation Drainage Report ("Engineering Reports") to the satisfaction of the Director, Engineering Review;
 - ii. secured the design and provided financial securities in respect of any upgrades or required improvements to the existing municipal infrastructure identified in the accepted Engineering Reports, to support the development, all to the satisfaction of the Director, Engineering Review, should it be determined that improvements or upgrades are required to support the development, according to the Engineering Reports accepted by the Director, Engineering Review;
 - iii. ensured that implementation of the accepted Engineering Reports does not require changes to the proposed amending By-law or that any required changes have been made to the proposed amending By-law to the satisfaction of the Executive Director, Development Review, including the use of a Holding ("H") By-law symbol regarding any new municipal servicing infrastructure or upgrades to existing municipal servicing infrastructure, as may be required;
 - iv. submitted an updated Transportation Impact Study or Addendum to reflect revisions to site circulation, loading, parking and access for the development, to the satisfaction of the General Manager, Transportation Services;
 - v. submitted an updated Pedestrian Level Wind Study, and thereafter implemented any necessary mitigation measures in the Zoning By-law Amendment, to the satisfaction to the Chief Planner and Executive Director, City Planning; and

- vi. submitted an updated Aeronautical Report confirming the constructability of the proposed mixed use development to the requested overall building height (inclusive of all requested projections and mechanical equipment) and ensure the overall building height and projections conform to applicable requirements, including Zoning By-law 1432-2017 and Zoning Order 10/24, as these instruments may be amended and/or replaced, such that sufficient clearance of the flight path is provided on rooftops, including during construction, to the satisfaction to the Executive Director, Development Review, in consultation with the Chief Building Official and Executive Director, Toronto Building.
5. Our Client understands that the City Solicitor is not seeking direction from Council with respect to the Site Plan Control application as this matter is delegated to the Executive Director, Development Review and their designates. Our Client agrees to address the following matters as part of the Site Plan Control application:
- a. the Owner shall submit a Crane and Construction Structures Plan, to the satisfaction of the Executive Director, Development Review, in consultation with St. Michael's Hospital, demonstrating that any person, equipment or structure use in conjunction with the construction of the development will conform to applicable requirements, including Zoning By-law 1432-2017 and Zoning Order 10/24, as these instruments may be amended and/or replaced;
 - b. the Owner shall demonstrate that the Owner has entered into an agreement with St. Michael's Hospital to secure compliance with the Crane and Construction Structures Plan;
 - c. the Owner shall submit an Obstacle Marking and Lighting Plan to St. Michael's Hospital for review and approval, and satisfactory to Executive Director, Development Review;
 - d. the Owner shall work with City staff to relocate, or if relocation is not possible, minimize the appearance of any gas metre(s) and other such utilities within the building footprint and enclose such areas from the public realm; and
 - e. the Owner shall work with City staff on minimizing the visual appearance of blank wall condition of the base building along the north property line, including use of materiality and other design solutions.

Should City Council adopts OPA 910 and accepts the settlement offer, our client undertakes to request a settlement hearing before the Tribunal within approximately three (3) months of Council's support of the revised development. Should the Tribunal approve the revised development in principle, within six (6) months of Council's acceptance of the settlement offer, our Client will undertake to update its materials/information to recirculate to the City for review,

or within such other time as may be required to complete the necessary updates, for comment and clearance to satisfy the conditions to allow for the issuance of the Tribunal's Final Order in a timely manner.

As noted above, this without prejudice settlement offer will remain open until the end of the City Council meeting scheduled to commence on July 29, 2026, unless otherwise indicated, at which point it should be considered as withdrawn if not accepted by City Council. If City Council accepts the Settlement Offer, our client consents to the release of this Settlement Offer, including all enclosures.

Yours truly,

Goodmans LLP



Rodney Gill
RGI/

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