

## **Shareholder Declaration – Lakeshore Arena Corporation**

WHEREAS the City of Toronto has leased the property municipally known as 400 Kipling Avenue (the "Property") from the Toronto District School Board;

AND WHEREAS the Lakeshore Lions Arena Inc. ("LLAI") sub-leased the Property from the City and built a four-pad arena on the Property (the "Arena");

AND WHEREAS the Shareholder, the City of Toronto, in the public interest, established **Lakeshore Arena Corporation** (the "Corporation") as an Ontario Business Corporations Act (the "OBCA") corporation pursuant to paragraph 1 of subsection 148(1) of *the City of Toronto Act, 2006* and the City Services Corporations regulations of *the City of Toronto Act, 2006*;

AND WHEREAS LLAI has assigned its sublease of the Property to the Corporation;

AND WHEREAS this Shareholder Declaration amends, restates and replaces the Shareholder Declaration dated as of (date) as of the date hereof;

AND WHEREAS pursuant to subsection 108(3) of the OBCA, this declaration shall be, and is deemed to be, a unanimous shareholder agreement restricting, to the extent provided herein, the powers of the directors of the Corporation to manage or supervise the management of the business and affairs of the Corporation;

**IT IS DECLARED THAT EFFECTIVELY IMMEDIATELY THE LAKESHORE ARENA CORPORATION SHALL:**

1. Be responsible for:
  - a. the sublease between the City and LLAI for the Property, as assigned by LLAI to the Corporation, and such other agreements as are assigned by LLAI to the Corporation;
  - b. prudent management of the operations of the Arena as a marquee four-pad arena including its marketing, sales, catering, parking, maintenance, security, caretaking and cleaning, financial administration, property management, and general administration;
  - c. retention, hiring, disciplining or removal of staff;
  - d. retention and management of consultants;
  - e. engaging in fundraising activities and accepting donations for the operations of the Arena and for enhancements to the Arena;

2. Subject to Law, conduct its affairs and govern its operations, and shall direct its subsidiaries to conduct their affairs and govern their operations, in accordance with such rules, policies and directives or objectives as directed by City Council from time to time.
3. Make an annual contribution to the City equal to 50% of net operating income, before amortization and depreciation, and that such contributions be reflected as return of capital contributions, to a limit of \$8.1 million.
4. Work to stabilize and improve the operations of the Arena to make it more attractive as a City asset and a viable recreation and event venue.
5. Produce an annual report on its progress for transmittal to the City through the General Manager of Parks, Forestry and Recreation for the information of City Council.
6. Work cooperatively with the Shareholder to help it determine the long run future of the Arena and in doing so share information with the Shareholder as requested through the General Manager of Parks, Forestry and Recreation, all to assist the City in making its decision regarding the future of Arena.
7. Develop and adopt policies related to procurement, conflict of interest, political activity, disclosure of wrongdoing and reprisal protection, expense reimbursement, and financial delegation to staff.
8. Develop and adopt a senior executive compensation policy, independent of senior executives, that applies the guiding principles and practices set out in attachment 1 of the report, *Executive Compensation Policy at City Agencies and Corporations* adopted by City Council on August 25, 2015 (EX44.8), as amended from time to time. The Board must review the senior executive compensation policy every four years and the results of such review disclosed on the Corporation's public website and in its annual report.
9. Display inside the Arena a plaque to commemorate the Lakeshore Lions Club in its efforts to build the Arena, and permit the existing interior and exterior signage bearing the symbol of the Lakeshore Lions Club to continue to be displayed.
10. Permit the Lakeshore Lions Club to hold fundraising events at the Arena on up to five (5) days annually, provided there is no conflict with Arena earnings and on dates and at times agreeable to the Corporation.
11. Permit the Lakeshore Lions Club the non-exclusive use of the community meeting room at the Arena for its club meetings at no charge up to four (4) times per month, on dates and at times agreeable to the Corporation.

Dated this 27th day of October 2017.

CITY OF TORONTO

By:



City Clerk

Marilyn M. Toft  
for Ulli S. Watkiss  
City Clerk



Chief Financial Officer

APPROVED AS TO FORM



For Wendy Waiberg, City Solicitor

File #

Authorized by		
EX7.1,	City Council on July 12, 13 and 14, 2011	
EX21.19	City Council on July 11, 12 and 13, 2012	
EX42.3,	City Council on June 10, 11, 12 and 13, 2014	
EX44.8,	City Council on August 25, 26, 27 and 28, 2014	
EX9.10,	City Council on November 3 and 4, 2015	
 City Clerk		
Marilyn M. Toft for Ulli S. Watkiss City Clerk		