

**DELEGATED APPROVAL FORM**  
**DEPUTY CITY MANAGER, CORPORATE SERVICES**  
**EXECUTIVE DIRECTOR, CORPORATE REAL ESTATE MANAGEMENT**

TRACKING NO.: 2023-322

Approved pursuant to the Delegated Authority contained in Article 2 of City of Toronto Municipal Code Chapter 213, Real Property

Prepared By:	Eric Allen	Division:	Corporate Real Estate Management
Date Prepared:	December 11, 2023	Phone No.:	416-392-1852

**Purpose**  
 To obtain authority for the City of Toronto (the "City") to enter into an agreement of purchase and sale (the "Agreement") with Toronto Coach Terminal Inc. (the "Vendor"), a subsidiary of the Toronto Transit Commission, with respect to the properties municipally known as 610 Bay Street, Toronto and 130 Elizabeth Street, Toronto (the "Properties"), to allow CreateTO's corporate entity, Build Toronto Inc. to issue a Request for Expression of Interest/Request For Proposal for the redevelopment of 610 Bay Street and 130 Elizabeth Street that prioritizes the delivery of affordable housing, a Paramedics Multi-Hub, and adaptive heritage reuse while adhering to the City's strategic investment policy

**Property**  
 The Properties are 610 Bay Street, Toronto, being part of PIN 21199-0092 (LT), legally known as LT 13-19 PL 243 TORONTO PT 2 63R4355; CITY OF TORONTO; and 130 Elizabeth Street, Toronto, being part of PIN 21199-0088 (LT), legally known as LT 20-22 PL 243 TORONTO; LT 4 E/S SHIRE ST PL 2A TORONTO (AKA SAYER ST); PT LT 9 W/S ELIZABETH ST PL 2A TORONTO PT 1 63R4355; CITY OF TORONTO (the "Properties"), as shown on the Location Map in Appendix "B". The Properties consist of approximately 5,122.6 square metres of land area.

**Actions**  
 1. Authority be granted to enter into an Agreement of Purchase and Sale with the Vendor substantially on the major terms and conditions set out in Appendix "A", and including such other terms as deemed appropriate by the approving authority herein, and in a form satisfactory to the City Solicitor.

**Financial Impact**  
 The purchase price will be paid to the Vendor on the earlier of (1) the date of subsequent sale of both Properties (2) seven (7) years from date of Closing. The purchase price of the Properties is \$4,200,000.00 plus applicable HST, plus application Land Transfer Tax, for a total estimated cost to the City of Toronto of \$4,365,395.00.

Purchase Price	\$ 4,200,000.00
HST (net of HST recovery)	\$ 73,920.00
Provincial Land Transfer Tax	\$ 91,475.00
<b>Total</b>	<b>\$ 4,365,395.00</b>

Funding for the acquisition is expected to be available from the subsequent transfer to, and sale of, the Properties by CreateTO's corporate entity, Build Toronto Inc. In the event the subsequent sale has not closed within seven (7) years from date of Closing, funding will be made available for the acquisition through a project budget item in the future 2031 Capital Budget for Corporate Real Estate Management.

Operating costs for the properties are currently being funded by the 2023 Operating Budget for Corporate Real Estate Management. Once the City acquires the property, it may be used for City purposes and may qualify for tax relief as a Municipal Capital Facility. The Chief Financial Officer and Treasurer has reviewed this DAF and agrees with the financial implications as identified in the Financial Impact section.

**Comments**  
 On September 26, 2023, Toronto Coach Terminal Inc. Board of Directors approved an Offer to Sell the Properties at 610 Bay Street and 130 Elizabeth Street to the City of Toronto on the major terms and conditions set out in Appendix "A".  
 At its meeting on April 6, 2022, City Council adopted and amended report 2022.EX31.10 "ModernTO: Unlocking Eight City-Owned Properties." Among other items, City Council recommended the approval of the development strategy/vision for 610 Bay Street and 130 Elizabeth Street in the short term, and authorized the Chief Executive Officer, CreateTO to issue a Request for Expression of Interest for the redevelopment of 610 Bay Street and 130 Elizabeth Street to prioritize the delivery of affordable housing and a Paramedics Multi-Hub.  
 Subsequent to the above, and based on the earlier Toronto Coach Terminal Inc. Board of Directors approval of the transfer of operational management of the 610 Bay Street and 130 Elizabeth Street properties from TTC to the City of Toronto (on June 16, 2021), the City of Toronto assumed financial and operational management of the Properties, including payment of property taxes and utilities, and carrying out the security, maintenance, and repairs of the properties, notwithstanding the title and ownership of the Properties remaining with TCTI, which prevented transfer of operational management to the City.  
 At its meeting on October 29, 2019, City Council adopted report 2019.EX9.2 "ModernTO - City-Wide Real Estate Strategy and Office Portfolio Optimization." Among other items, City Council recommended 610 Bay Street and 130 Elizabeth Street be identified as underutilized assets, and directed the Deputy City Manager, Corporate Services to develop business cases and report to Council on City building opportunities for these properties, including allocating funds in the 2020 Corporate Real Estate Management operating budget to be used over a 12 month period to establish a detailed implementation and funding plan, including funding for a multi-disciplinary project team, change management activities, and to conduct site due diligence and community consultations with respect to unlocked properties.  
 At its meeting on February 15, 2023, City Council adopted MPB4.1 "2023 Operating and Capital Budgets" including the CREM budget for Office Portfolio Optimization (CCA 025).

**Terms**  
 See Appendix "A"

<b>Property Details</b>	<b>Ward:</b>	Ward 11 – University-Rosedale
	<b>Assessment Roll No.:</b>	Not Applicable
	<b>Approximate Size:</b>	Not Applicable
	<b>Approximate Area:</b>	5,122.6 m <sup>2</sup> ± (55,139 ft <sup>2</sup> ±)
	<b>Other Information:</b>	Not Applicable

A.	Executive Director, Corporate Real Estate Management has approval authority for:	Deputy City Manager, Corporate Services has approval authority for:
<p>1. Acquisitions:</p> <p>2A. Expropriations Where City is Expropriating Authority:</p> <p>2B. Expropriations For Transit-Related Purposes Where City is Property Owner or Has Interest in Property Being Expropriated:</p> <p>3. Issuance of RFPs/REOs:</p> <p>4. Permanent Highway Closures:</p> <p>5. Transfer of Operational Management to Divisions, Agencies and Corporations:</p> <p>6. Limiting Distance Agreements:</p> <p>7. Disposals (including Leases of 21 years or more):</p> <p>8. Exchange of land in Green Space System &amp; Parks &amp; Open Space Areas of Official Plan:</p> <p>9. Leases/Licences (City as Landlord/Licensor):</p> <p>10. Leases/Licences (City as Tenant/Licensee):</p> <p>11. Easements (City as Grantor):</p> <p>12. Easements (City as Grantee):</p> <p>13. Revisions to Council Decisions in Real Estate Matters:</p> <p>14. Miscellaneous:</p>	<p><input type="checkbox"/> Where total compensation does not exceed \$3 Million.</p> <p><input type="checkbox"/> Statutory offers, agreements and settlements where total compensation does not cumulatively exceed \$3 Million.</p> <p><input type="checkbox"/> (a) Acceptance of statutory offers, agreements and settlements where total compensation does not cumulatively exceed \$3 Million.</p> <p><b>Request/waive hearings of necessity delegated to less senior positions.</b></p> <p><input type="checkbox"/> Issuance of RFPs/REOs.</p> <p><input type="checkbox"/> Initiate process &amp; authorize GM, Transportation Services to give notice of proposed by-law.</p> <p><input type="checkbox"/> Transfer of Operational Management to Divisions, Agencies and Corporations.</p> <p><input type="checkbox"/> Where total compensation does not exceed \$3 Million.</p> <p><input type="checkbox"/> Where total compensation does not exceed \$3 Million.</p> <p><input type="checkbox"/> Exchange of land in Green Space System and Parks and Open Space Areas of Official Plan.</p> <p><input type="checkbox"/> (a) Where total compensation (including options/renewals) does not exceed \$3 Million.</p> <p><input type="checkbox"/> (b) Where compensation is less than market value, for periods not exceeding twelve (12) months, including licences for environmental assessments and/or testing, etc.</p> <p><b>Delegated to a more senior position.</b></p> <p><input type="checkbox"/> Where total compensation (including options/renewals) does not exceed \$3 Million.</p> <p><input type="checkbox"/> (a) Where total compensation does not exceed \$3 Million.</p> <p><input type="checkbox"/> (b) When closing roads, easements to pre-existing utilities for nominal consideration.</p> <p><input type="checkbox"/> Where total compensation does not exceed \$3 Million.</p> <p><input type="checkbox"/> Amendment must not be materially inconsistent with original decision (and subject to General Condition (U)).</p> <p><input type="checkbox"/> (a) Approvals, Consents, Notices and Assignments under all Leases/Licences</p> <p><input type="checkbox"/> (b) Releases/Discharges</p> <p><input type="checkbox"/> (c) Surrenders/Abandonments</p> <p><input type="checkbox"/> (d) Enforcements/Terminations</p> <p><input type="checkbox"/> (e) Consents/Non-Disturbance Agreements/Acknowledgements/Estoppel Certificates</p> <p><input type="checkbox"/> (f) Objections/Waivers/Cautions</p> <p><input type="checkbox"/> (g) Notices of Lease and Sublease</p> <p><input type="checkbox"/> (h) Consent to regulatory applications by City, as owner</p> <p><input type="checkbox"/> (i) Consent to assignment of Agreement of Purchase/Sale; Direction re Title</p> <p><input type="checkbox"/> (j) Documentation relating to Land Titles applications</p> <p><input type="checkbox"/> (k) Correcting/Quit Claim Transfer/Deeds</p>	<p><input checked="" type="checkbox"/> Where total compensation does not exceed \$5 Million.</p> <p><input type="checkbox"/> Statutory offers, agreements and settlements where total compensation does not cumulatively exceed \$5 Million.</p> <p><input type="checkbox"/> (a) Acceptance of statutory offers, agreements and settlements where total compensation does not cumulatively exceed \$5 Million.</p> <p><b>Request/waive hearings of necessity delegated to less senior positions.</b></p> <p><input type="checkbox"/> Issuance of RFPs/REOs.</p> <p><input type="checkbox"/> Initiate process &amp; authorize GM, Transportation Services to give notice of proposed by-law.</p> <p><input type="checkbox"/> Transfer of Operational Management to Divisions, Agencies and Corporations.</p> <p><input type="checkbox"/> Where total compensation does not exceed \$5 Million.</p> <p><input type="checkbox"/> Where total compensation does not exceed \$5 Million.</p> <p><input type="checkbox"/> Exchange of land in Green Space System and Parks and Open Space Areas of Official Plan.</p> <p><input type="checkbox"/> (a) Where total compensation (including options/renewals) does not exceed \$5 Million.</p> <p><input type="checkbox"/> (b) Where compensation is less than market value, for periods not exceeding twelve (12) months, including licences for environmental assessments and/or testing, etc.</p> <p><input type="checkbox"/> (c) Where compensation is less than market value, provided tenant and lease satisfy Community Space Tenancy Policy criteria set out in Item EX28.8, as adopted by Council on November 7, 8 and 9, 2017, as amended from time to time.</p> <p><input type="checkbox"/> Where total compensation (including options/renewals) does not exceed \$5 Million.</p> <p><input type="checkbox"/> (a) Where total compensation does not exceed \$5 Million.</p> <p><input type="checkbox"/> (b) When closing roads, easements to pre-existing utilities for nominal consideration.</p> <p><input type="checkbox"/> Where total compensation does not exceed \$5 Million.</p> <p><input type="checkbox"/> Amendment must not be materially inconsistent with original decision (and subject to General Condition (U)).</p> <p><input type="checkbox"/> (a) Approvals, Consents, Notices and Assignments under all Leases/Licences</p> <p><input type="checkbox"/> (b) Releases/Discharges</p> <p><input type="checkbox"/> (c) Surrenders/Abandonments</p> <p><input type="checkbox"/> (d) Enforcements/Terminations</p> <p><input type="checkbox"/> (e) Consents/Non-Disturbance Agreements/Acknowledgements/Estoppel Certificates</p> <p><input type="checkbox"/> (f) Objections/Waivers/Cautions</p> <p><input type="checkbox"/> (g) Notices of Lease and Sublease</p> <p><input type="checkbox"/> (h) Consent to regulatory applications by City, as owner</p> <p><input type="checkbox"/> (i) Consent to assignment of Agreement of Purchase/Sale; Direction re Title</p> <p><input type="checkbox"/> (j) Documentation relating to Land Titles applications</p> <p><input type="checkbox"/> (k) Correcting/Quit Claim Transfer/Deeds</p>
<p><b>B. Deputy City Manager, Corporate Services and Executive Director, Corporate Real Estate Management each has signing authority on behalf of the City for:</b></p>		

- Documents required to implement matters for which each position also has delegated approval authority.
- Agreements of Purchase and Sale and all implementing documentation for purchases, sales and land exchanges not delegated to staff for approval.
- Expropriation Applications and Notices following Council approval of expropriation.
- Community Space Tenancy Leases approved by delegated authority by the Deputy City Manager, Corporate Services and any related documents.

**Pre-Condition to Approval**

Complies with General Conditions in Appendix B of City of Toronto Municipal Code Chapter 213, Real Property

**Consultation with Councillor(s)**

Councillor:	Councillor Dianne Saxe	Councillor:	
Contact Name:	Andrew Greene	Contact Name:	
Contacted by:	<input type="checkbox"/> Phone <input checked="" type="checkbox"/> E-Mail <input type="checkbox"/> Memo <input type="checkbox"/> Other	Contacted by:	<input type="checkbox"/> Phone <input type="checkbox"/> E-mail <input type="checkbox"/> Memo <input type="checkbox"/> Other
Comments:	No comments	Comments:	

**Consultation with Divisions and/or Agencies**

Division:	CreateTO	Division:	Financial Planning Division
Contact Name:	Peter Harron	Contact Name:	Ciro Tarantino
Comments:	No comments	Comments:	Comments provided

**Legal Services Division Contact**

Contact Name: **Bronwyn Atkinson**

DAF Tracking No.: 2023-322	Date	Signature
Recommended by: Manager, Real Estate Services Niall Robertson	Dec. 14, 2023	Signed by Niall Robertson
Recommended by: Director, Transaction Services Alison Folosea	Dec. 18, 2023	Signed by Alison Folosea
<input type="checkbox"/> Recommended by: <b>Executive Director, Corporate Real Estate Management</b> <input type="checkbox"/> Approved by: <b>Patrick Matozzo</b>	Dec. 19, 2023	Signed by Patrick Matozzo
<input type="checkbox"/> Approved by: <b>Deputy City Manager (Acting), Corporate Services</b> <b>David Jollimore</b>	Dec. 19, 2023	Signed by David Jollimore

### Appendix "A" – Major Terms and Conditions

Vendor:	Toronto Coach Terminal Inc.
Purchaser:	City of Toronto
Properties:	610 Bay Street, Toronto and 130 Elizabeth Street, Toronto.
Approximate Space:	Approximately 5122.6 square metres of land area (55,139 square feet).
Use:	Redevelopment of Properties to prioritize the delivery of affordable housing, a Paramedics Multi-Hub, and adaptive heritage reuse while adhering to the City's strategic investment policy.
Irrevocable Period:	Thirty (30) days from date of Offer to Sell
Due Diligence Period:	Twenty (30) days
Requisition Period:	Twenty (20) days
Closing Period:	Twenty (30) days
Purchase Price:	\$4,200,000 plus HST (net of recovery) and LTT (\$4,365,395.00)
Payment Date:	The Purchaser will to Vendor the full Purchase Price, on the earlier of: (1) the date of the subsequent sale of both Properties by the Purchaser; (2) seven (7) years from date of Closing.
As-is/Where-is Condition:	The Properties will be sold in as-is/where-is condition with no representations or warranties by the Vendor as to the state of the lands.
Environmental Indemnity:	The Purchaser will indemnify the Vendor from all environmental claims, orders and obligations arising from or in connection with the Properties.
Adjustments:	Each party will pay for their own costs, including land transfer taxes, where applicable, and the parties will adjust for property taxes, utilities, and other costs typically adjusted for in real estate transactions, where applicable.
Consents/ Approvals:	The transaction will be conditional on the Purchaser obtaining all its necessary consents/approvals and completing its regulatory and due diligence processes.

