



**Minutes of Meeting of the Board of Directors
Build Toronto Inc.**

July 9, 2009

The meeting began at 10:00 a.m.

Declarations of Interest Under the Municipal Conflict of Interest Act and the Ontario Business Corporation Act

No interests were declared.

Approval of Minutes

On motion by Brigitte Shim, seconded by Bruce Bowes, the Board approved the Minutes of the Board Meeting of June 15, 2009.

20090709.1 Chair's Remarks

The Chair welcomed Members to the Board meeting.

20090709.2 Information Items

20090709.2a Build Toronto Board of Directors Tours on July 22 and August 13, 2009

The Board had before it a report (July 5, 2009) from the Acting President and CEO, TEDCO respecting Board Property Tours.

The Board received the report.

20090709.2b Review of Director and Liability Insurance

The Acting Chief Financial Officer advised the Board that this matter would be considered at the first meeting of the Audit Risk Management Committee to be held on August 20, 2009.

20090709.3 Real Estate Investment and Development Committee Report

The Board had before it the draft minutes of the Real Estate Investment and Development Committee Meeting held on June 30, 2009.

At 10:14 a.m., on motion by Bruce Bowes, and seconded by Michael Williams, the Board resolved to close part of the meeting to the public to discuss the Real Estate Investment and Development Committee Report, a matter that may be considered in a closed part of the meeting under By-law No. 1 of the Corporation, as it relates to:

- security of the property of the Corporation; and
- proposed or pending acquisition or sale of land.

The Board resumed its public session at 11:35 a.m.

On motion by Stuart Lazier, and seconded by Brigitte Shim, the Board adopted the recommendation from its closed session to receive the Real Estate Investment and Development Committee Report.

20090709.4 Audit and Risk Management Committee Report

At 10:14 a.m., on motion by Bruce Bowes, and seconded by Michael Williams, the Board resolved to close part of the meeting to the public to discuss the Audit and Risk Management Committee Report, a matter that may be considered in a closed part of the meeting under By-law No. 1 of the Corporation, as it relates to security of the property of the Corporation.

The Board resumed its public session at 11:35 a.m.

On motion by Stuart Lazier, and seconded by Brigitte Shim, the Board adopted the recommendation from its closed session to receive the Audit and Risk Management Committee Report.

20090709.5 Corporate Governance Committee Report

At 10:14 a.m., on motion by Bruce Bowes, and seconded by Michael Williams, the Board resolved to close part of the meeting to the public to discuss the Corporate Governance Committee Report, a matter that may be considered in a closed part of the meeting under By-law No. 1 of the Corporation, as it relates to:

- security of the property of the Corporation;
- personal matters about identifiable individuals, including the corporation's employees; and
- labour relations or employee negotiations.

The Board resumed its public session at 11:35 a.m.

On motion by Stuart Lazier, and seconded by Brigitte Shim, the Board adopted the recommendation from its closed session to receive the Corporate Governance Committee Report.

20090709.6 Budget Process/Update on 2009 Start-up Funding Plan

The Board had before it a confidential report (July 3, 2009) from the Acting Chief Financial Officer respecting Budget Process/Update on 2009 Start-up Funding Plan.

At 10:14 a.m., on motion by Bruce Bowes, and seconded by Michael Williams, the Board resolved to close part of the meeting to the public to discuss the Budget Process/Update on 2009 Start-up Funding Plan, a matter that may be considered in a closed part of the meeting under By-law No. 1 of the Corporation, as it relates to security of the property of the Corporation.

The Board resumed its public session at 11:35 a.m.

On motion by Stuart Lazier, and seconded by Brigitte Shim, the Board adopted the recommendation from its closed session to receive the report (July 3, 2009) from the Acting Chief Financial Officer, and directed that the report remain confidential, in accordance with the provisions of the City of Toronto Act, 2006, as it relates to security of the property of the Corporation.

20090709.7 President and CEO's Report

The Board had before it the following confidential documents:

- (July 8, 2009) memorandum from the Chief Operating Officer respecting Regulation Changes;
- (undated) from the President and CEO respecting Company Office Alternatives;
- (June 26, 2009) memorandum from the Acting President and CEO, Corporate Secretary and General Counsel and Chief Financial Officer, TEDCO addressed to TEDCO Board Members respecting TEDCO Transition – New Corporate Structure; and
- (July 9, 2009) presentation from the President and CEO respecting Organizational Mandate and Structure.

At 10:14 a.m., on motion by Bruce Bowes, and seconded by Michael Williams, the Board resolved to close part of the meeting to the public to discuss the President and CEO's report, a matter that may be considered in a closed part of the meeting under By-law No. 1 of the Corporation, as it relates to:

- **security of the property of the Corporation; and**
- **personal matters about identifiable individuals, including the corporation's employees; and**
- **labour relations or employee negotiations.**

The Board resumed its public session at 11:35 a.m.

On motion by Paul Finkbeiner, and seconded by Ken Silver, the Board received the following confidential documents for information, and directed that the documents remain confidential, in accordance with the provisions of the City of Toronto Act, 2006, as they relate to security of the property of the Corporation, personal matters about identifiable individuals, including

the corporation's employees, and labour relations or employee negotiations:

- (July 8, 2009) memorandum from the Chief Operating Officer respecting Regulation Changes;
- (undated) from the President and CEO respecting Company Office Alternatives; and
- (June 26, 2009) memorandum from the Acting President and CEO, Corporate Secretary and General Counsel and Chief Financial Officer, TEDCO addressed to TEDCO Board Members respecting TEDCO Transition – New Corporate Structure.

On further motion by Brigitte Shim, and seconded by David Barry, the Board:

- (1) confirmed its actions in closed session, in issuing instructions to staff; and
- (2) directed that the presentation (July 9, 2009) from the President and CEO respecting Organizational Mandate and Structure remain confidential, in accordance with the provisions of the City of Toronto Act, 2006, as it relates to security of the property of the Corporation, personal matters about identifiable individuals, including the corporation's employees, and labour relations or employee negotiations.

20090709.8 Other Business

The Mayor, on behalf of the Board extended thanks to Don Logie, John Macintyre, Winston Young and Morty Gross for their efforts during the time of start-up and transition.

20090709.9 Build Toronto Fall Retreat

The President and CEO confirmed that the retreat would take place on September 12, 2009 from 9:00 a.m. to 3:00 p.m.

Adjournment

The meeting adjourned at 1140 a.m.

Attendance:

TIME	10:00 a.m. to 10:14 a.m. Public Session	10:14 a.m. – 11:35 a.m. Closed Session	11:35 a.m. to 11:40 a.m. Public Session
Mayor David Miller, Chair	x	x	x
Blake Hutcheson, Vice-Chair*	x	x	x
David Barry	x	x	x
Bruce Bowes	x	x	x
Paul Finkbeiner	x	x	x
Stuart Lazier	x	x	x
Jon Love	-	-	-
Ucal Powell	-	-	-
Kyle Rae	x	x	x
Brigitte Shim	x	x	x
Ken Silver	x	x	x
Michael Williams	x	x	x

X Members were present for some or all of the time indicated.

* Participated by Teleconference.

Also Present:*Public Session (10:00 a.m. to 10:14 a.m.):*

J. Lorne Braithwaite, Chief Executive Officer
 Derek Ballantyne, Chief Operating Officer
 Don Logie, Acting President and Chief Executive Officer, TEDCO
 John MacIntyre, Vice-President, TEDCO
 Morty Gross, BLG
 Nick Lewis, Office of the Mayor
 Winston Young, Acting Chief Financial Officer, Build Toronto Inc.

Closed Session:

J. Lorne Braithwaite, Chief Executive Officer
 Derek Ballantyne, Chief Operating Officer
 Don Logie, Acting President and Chief Executive Officer, TEDCO*
 John MacIntyre, Vice-President, TEDCO*
 Morty Gross, BLG*
 Nick Lewis, Office of the Mayor
 Winston Young, Acting Chief Financial Officer, Build Toronto Inc.*

*Partial attendance

Public Session (11:35 a.m. to 11:40 a.m.):

J. Lorne Braithwaite, Chief Executive Officer

Derek Ballantyne, Chief Operating Officer

John MacIntyre, Vice-President, TEDCO

Nick Lewis, Office of the Mayor

Winston Young, Acting Chief Financial Officer, Build Toronto Inc.

Recording Staff: Frances Pritchard, Betty Henderson, City of Toronto, City Clerk's office

Chair

Chief Executive Officer



**Minutes of the Special Meeting of the Board of Directors
Build Toronto Inc.
September 1, 2009**

The meeting began at 2:05 p.m., via teleconferencing.

Declarations of Interest Under the Municipal Conflict of Interest Act and the Ontario Business Corporations Act.

No interests were declared.

20090901.1 Lease Offer for New Offices for Build Toronto

The Board had before it a confidential report dated August 27, 2009, from the President and CEO of Build Toronto entitled "Lease Offer for New Offices for Build Toronto", which was considered in private session as the item relates to the security of the property of the Corporation.

At 2:06 p.m., on motion by Ucal Powell, seconded by Blake Hutcheson, the Board resolved to close part of the meeting to the public to discuss the aforementioned confidential report, a matter that may be considered in a closed part of the meeting under By-law No. 1 of the Corporation, as it relates to the security of the property of the Corporation.

The Board resumed its public session at 2:34 p.m.

On motion by Kyle Rae, seconded by Ucal Powell, the Board adopted the recommendations from its closed session.

Adjournment

The meeting adjourned at 2.35 p.m.

Attendance:

TIME	2:05 p.m. – 2:06 p.m. Public Session	2:06 p.m. – 2:34 p.m. Closed Session	2:34 p.m. – 2:35 p.m. Public Session
Mayor David Miller, Chair	x	x	x
Blake Hutcheson, Vice-Chair	x	x	x
David Barry			
Bruce Bowes	x	x	x
Paul Finkbeiner			
Stuart Lazier	x	x	x
Jon Love	x	x	x

Ucal Powell	x	x	x
Kyle Rae	x	x	x
Brigitte Shim			
Ken Silver	x	x	x
Michael Williams			

X Members were present for some or all of the time indicated.

Also Present:

Public Session:

J. Lorne Braithwaite, President and Chief Executive Officer
Derek Ballantyne, Executive Vice President of Operations
Don Logie, Senior Vice President of Development
John MacIntyre, Senior Vice President of Corporate Affairs
Winston Young, Chief Financial Officer and Senior Vice President
Nick Lewis, Office of the Mayor

Closed Session 2:06 p.m. to 2:35 p.m.:

J. Lorne Braithwaite, President and Chief Executive Officer
Derek Ballantyne, Executive Vice President of Operations
Don Logie, Senior Vice President of Development
John MacIntyre, Senior Vice President of Corporate Affairs
Winston Young, Chief Financial Officer and Senior Vice President
Nick Lewis, Office of the Mayor

Recording Staff: Patsy Morris, Janette Gerrard, City of Toronto, City Clerk's Office

Committee Chair

Chief Executive Officer