



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

**September 10, 2010**

The meeting began at 9:32 a.m. Vice-Chair, Blake Hutcheson, on behalf of Board Chair Mayor David Miller, opened the meeting.

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

Ken Silver declared an interest in item BOD2010-5-3, "In-Camera Report of the Real Estate Investment and Development Committee Meeting of August 31, 2010", as further outlined in the confidential minutes (Attachment 1, item BOD2010-5-C2, regarding 4050 Yonge Street and a further confidential property matter).

Blake Hutcheson declared an interest in item BOD2010-5-3, "In-Camera Report of the Real Estate Investment and Development Committee of August 31, 2010", as further outlined in the confidential minutes (Attachment 1, item BOD2010-5-C2, regarding 4050 Yonge Street).

**BOD2010-5-1 Approval of Public Minutes of Board Meetings of July 8, and August 23, 2010**

**On motion by Michael Williams, seconded by David Barry, the Board approved the Public Minutes of the Board Meetings held on July 8, and August 23, 2010.**

**At 9:34 a.m., on motion by Brigitte Shim, seconded by Ken Silver, the Board resolved to close part of the meeting to the public to give consideration to matters that are to be considered in the closed part of the meeting under By-law No.1 of the Corporation.**

**BOD2010-5-2 Approval of the In-Camera Minutes of the Board Meetings of July 8, and August 23 2010**

The Board of Directors had before in the In-Camera Minutes of the previous Board Meetings of July 8, and August 23, 2010, matters to be considered in the closed part of the meeting under By-law No. 1 of the Corporation, as they relate to the security of the Corporation's property.

**At 9:34 a.m., on motion by Brigitte Shim, seconded by Ken Silver, the Board resolved to close part of the meeting to the public to give consideration to matters that are to be considered in the closed part of the meeting under By-law No.1 of the Corporation.**

At 10:10 a.m., Ken Silver vacated the Committee room, to return at 10:50 a.m.

At 10:20 a.m., Vice-Chair Blake Hutcheson vacated the Committee room, to return at 10:50 a.m. Mayor David Miller took the Chair at 10:20 a.m.

**BOD2010-5-3 In-Camera Report of the Real Estate Investment and Development Committee  
Meeting of August 31, 2010**

Acting Chair, Paul Finkbeiner, on behalf of Stuart Lazier, Chair of the Real Estate Investment and Development Committee, delivered the report of the August 31, 2010, Real Estate Investment and Development Committee meeting.

**At 9:34 a.m., on motion by Brigitte Shim, seconded by Ken Silver, the Board resolved to close part of the meeting to the public to give consideration to matters that are to be considered in the closed part of the meeting under By-law No.1 of the Corporation.**

**BOD2010-5-4 In-Camera Report of the Human Resources and Corporate Governance Committee  
Meeting of September 9, 2010**

Mayor David Miller, Chair of the Human Resources and Corporate Governance Committee, delivered the report of the September 9, 2010, Human Resources and Corporate Governance Committee meeting.

**At 9:34 a.m., on motion by Brigitte Shim, seconded by Ken Silver, the Board resolved to close part of the meeting to the public to give consideration to matters that are to be considered in the closed part of the meeting under By-law No.1 of the Corporation.**

**a) Statutory Holiday Observance**

The Board of Directors had before it a confidential report from the President & Chief Executive Officer, and the Senior Vice-President - Corporate Affairs, Build Toronto, (July 6, 2010) regarding Statutory Holiday Observance, a matter to be considered in the closed part of the meeting under By-law No. 1 of the Corporation, as it relates to personal matters about identifiable individuals, including the corporation's employees.

**At 9:34 a.m., on motion by Brigitte Shim, seconded by Ken Silver, the Board resolved to close part of the meeting to the public to give consideration to matters that are to be considered in the closed part of the meeting under By-law No.1 of the Corporation**

**b) Code of Conduct Policy**

The Board of Directors had before it a confidential report from the President & Chief Operating Officer, and the Senior Vice-President - Corporate Affairs, Build Toronto, (September 1, 2010) regarding the

Code of Conduct Policy, a matter to be considered in the closed part of the meeting under By-law No. 1 of the Corporation, as it relates to personal matters about identifiable individuals, including the corporation's employees.

**At 9:34 a.m., on motion by Brigitte Shim, seconded by Ken Silver, the Board resolved to close part of the meeting to the public to give consideration to matters that are to be considered in the closed part of the meeting under By-law No.1 of the Corporation**

**c) Whistleblower Policy**

The Board of Directors had before it a confidential report from the President & Chief Executive Officer, and the Senior Vice-President - Corporate Affairs, Build Toronto, (September 1, 2010) regarding the Whistleblower Policy, a matter to be considered in the closed part of the meeting under By-law No. 1 of the Corporation, as it relates to personal matters about identifiable individuals, including the corporation's employees.

**At 9:34 a.m., on motion by Brigitte Shim, seconded by Ken Silver, the Board resolved to close part of the meeting to the public to give consideration to matters that are to be considered in the closed part of the meeting under By-law No.1 of the Corporation.**

**BOD2010-5-5 In-Camera Report of the Audit and Risk Management Committee Meeting of September 9, 2010**

David Barry, Chair of the Audit and Risk Management Committee, delivered the report of the September 9, 2010, Audit and Risk Management Committee meeting.

**At 9:34 a.m., on motion by Brigitte Shim, seconded by Ken Silver, the Board resolved to close part of the meeting to the public to give consideration to matters that are to be considered in the closed part of the meeting under By-law No.1 of the Corporation.**

**a) Second Quarter Financial Statements**

The Board of Directors had before it a confidential report from the Chief Financial Officer & Senior Vice President, and the Chief Operating Officer & Executive Vice President – Development, Build Toronto (September 1, 2010), regarding the 2010 Second Quarter Financial Update, a matter to be considered in the closed part of the meeting under By-law No. 1 of the Corporation, as it relates to the security of the Corporation's property.

**At 9:34 a.m., on motion by Brigitte Shim, seconded by Ken Silver, the Board resolved to close part of the meeting to the public to give consideration to matters that are to be considered in the closed part of the meeting under By-law No.1 of the Corporation**

**b) Property Update**

The Board of Directors had before it a confidential report from the Chief Operating Officer & Executive Vice President – Operations, Build Toronto, regarding a property update, a matter to be considered in

the closed part of the meeting under By-law No. 1 of the Corporation, as it relates to the security of the Corporation's property.

**At 9:34 a.m., on motion by Brigitte Shim, seconded by Ken Silver, the Board resolved to close part of the meeting to the public to give consideration to matters that are to be considered in the closed part of the meeting under By-law No.1 of the Corporation**

**BOD2010-5-6 Board of Directors Planning Sessions**

The Board of Directors had before it a confidential draft discussion document from the Chief Operating Officer & Executive Vice President – Operations, Build Toronto, (September 9, 2010) regarding Planning Sessions, a matter to be considered in the closed part of the meeting under By-law No. 1 of the Corporation, as it relates to the security of the Corporation's property.

**At 9:34 a.m., on motion by Brigitte Shim, seconded by Ken Silver, the Board resolved to close part of the meeting to the public to give consideration to matters that are to be considered in the closed part of the meeting under By-law No.1 of the Corporation.**

**BOD2010-5-7 President's Report**

The Board of Directors received a confidential verbal report from the President & Chief Executive Officer, Build Toronto, a matter to be considered in the closed part of the meeting under By-law No. 1 of the Corporation, as it relates to the security of the Corporation's property.

**At 9:34 a.m., on motion by Brigitte Shim, seconded by Ken Silver, the Board resolved to close part of the meeting to the public to give consideration to matters that are to be considered in the closed part of the meeting under By-law No.1 of the Corporation.**

**At 10:51 a.m., on motion by Ken Silver, seconded by Brigitte Shim, the Board resolved to adopt the recommendations from its closed session and direct that these matters remain confidential in accordance with By-law No. 1 of the Corporation.**

**On motion by David Barry, seconded by Michael, the Board of Directors resolved to excuse the absence of Directors Stuart Lazier, Ucal Powell, Kyle Rae, and Jon Love from the meeting.**

**Adjournment**

**The meeting adjourned at 10:52 a.m.**

**Attendance:**

<b>TIME</b>	<b>9:32 am to 9:34 am Public Session</b>	<b>9:34 am to 10:51 am In-Camera Session</b>	<b>10:51 pm to 10:52 am Public Session</b>
<i>Chair, Mayor David Miller</i>	Regrets	X	X
David Barry	X	X	X

Bruce Bowes	X	X	X
Paul Finkbeiner	X	X	X
Blake Hutcheson Vice-Chair	X	<i>(Note: departed meeting 10:10-10:50 a.m. re item BOD2010-5-3) X</i>	X
Stuart Lazier	Regrets	Regrets	Regrets
Jon Love	Regrets	Regrets	Regrets
Ucal Powell	Regrets	Regrets	Regrets
Councillor Kyle Rae	Regrets	Regrets	Regrets
Brigitte Shim	X	X	X
Ken Silver	X	<i>(Note: departed meeting 10:20- 10:50 a.m. re item BOD2010- 5-3) X</i>	X
Mike Williams	X	X	X

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

**Also Present:**

Ian MacKellar, Financial Advisor to the Audit and Risk Management Committee  
 J. Lorne Braithwaite, President and Chief Executive Officer  
 Derek Ballantyne, Chief Operating Officer and Executive Vice President - Operations  
 Don Logie, Senior Vice President – Development  
 John Macintyre, Senior Vice President - Corporate Affairs  
 Winston Young, Chief Financial Officer and Senior Vice President  
 Bruce Logan, Director of Communications and Stakeholder Affairs

Nick Lewis, Office of the Mayor  
 Michael Jacek, Corporate Management & Policy Consultant, City of Toronto

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

Recording Staff: Millie Minas, Recording Secretary, Build Toronto

Board Chair

President and Chief Executive Officer