

Lansdowne

THE TRANSFORMATION
OF LANSDOWNE PARK

LA TRANSFORMATION
DU PARC LANSDOWNE



Lansdowne Partnership Plan Implementation Status Report

August 2011

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Background

Since the Stage 1 approval was given by City Council for the Lansdowne Integrated Site Plan in November 2010, the project team (City and OSEG) has been working to meet the requirements for the Stage 2 approval to have the site plan approval finalized. This work has involved undertaking additional works to meet various site plan conditions that under the stage 1 approval are to be satisfied prior to the stage 2 approval, including advancing various activities related to the directions set by Council, and initiatives to have various other required approvals finalized.

The following provides an overview of some of the key achievements and milestones that have been met to date and which are detailed in this report.

Design and Consultant Teams

1. The City has retained firms involved in setting the framework and directions for the following elements of the revitalization program:
 - Urban Park design and programming (Phillips Farevaag Smallemberg) including engineering teams;
 - Horticulture relocation, include heritage experts
 - Public art and interpretive plan
 - Site lighting
 - Sustainability
 - Accessibility
 - Archaeology
 - Transportation
 - Retail Strategy Implementation
2. OSEG, with oversight & approval of the City, has contracted firms for the detailed design work and for developing construction drawings and tender packages for the following:
 - The stadium (Cannon design);
 - parking garage;
 - mechanical, electrical and infrastructure engineering;
 - mixed-use and retail architect (Greenberg Farrow), landscape architect (Corush Sunderland Wright), and technical engineering teams;
3. The Lansdowne team has also negotiated the Tier 1 Project Agreements in accordance with City Council Directions.
4. The Lansdowne team has worked with City staff to coordinate numerous initiatives, such as;
 - Bank St. Reconstuction
 - Trade Show Redevelopment and Salon relocation
 - Real Properties Air Rights initiative for the residential and office development
 - Ottawa Art Gallery potential at Lansdowne

The project team has been working to bring the design consultants together to ensure full integration amongst the various disciplines. To further ensure this, a comprehensive integrated guidelines and directions document has been developed which cuts across all major disciplines to ensure successful and cohesive detailed design development. The Lansdowne revitalization is a complex development program. The project team has been working to have full integration amongst the designers and technical teams. This will ensure a cohesive detailed design to be implemented at Lansdowne.

The following summaries the status of issues of the Lansdowne revitalization effort.

Site Plan

- The integrated site plan given Stage 1 approval by Council in November 2010 has been enhanced, refined and modified through the ongoing design development process to respond to various conditions and requirements including adjustments to reflect modifications required through the OMB Minutes of Settlement.
- The conditions set by Council as conditions precedent to finalizing the site plan approval have been addressed through the development of a comprehensive Design Manual, directions and strategies document that has been reviewed and signed off by the LDRP.
- Additional conditions are being finalized that are to be included as part of the final site plan approval. These are being reviewed by the LDRP for their sign off.
- The conceptual architectural plans are being refined through a process with the LDRP and are expected to be approved by the end of September 2011.
- The LDRP is satisfied with the final site plans and guidelines document, and are reviewing the wording for the additional site plan conditions. This will result in a conditional Stage 2 site plan approval.

Zoning - Ontario Municipal Board

- Appeals filed to the zoning change approved by Council in the fall of 2010 have been dealt with through an extensive Ontario Municipal Board (OMB) process involving mediation, Minutes of Settlement with four primary appellant groups and a full hearing to address three individual appeals that could not be resolved through the mediation process.
- The outcome is an OMB approved zoning incorporating certain modifications stemming from the Minutes of Settlement that allows for moving forward with the Lansdowne project.
- The length of the OMB process did however negatively impact the project schedule as important focus was diverted from the project development to deal with these appeals. This has resulted in additional work for the project team, additional legal costs, and additional technical work to accommodate the changes directed through the Minutes of Settlement.

Heritage (Horticulture Relocation and Ontario Heritage Trust (OHT))

- Appeals filed to Council's decision in November to relocate the Horticulture Building were considered by the Conservation Review Board (CRB) at a hearing held in the Spring 2010.
- The role of the CRB is to review the matter and the appeals and make recommendations to Council prior to council finalizing its decision. A report for Council to consider the recommendations of the CRB accompanies this status up-date report and will allow Council to finalize its decision on the relocation.
- The City and OHT have jointly developed guiding principles (design, construction, operations) which are now included in the Design Manual. Further, a process for obtaining required approvals under the OHT easement agreement that is in place to protect the Aberdeen Pavilion and various view corridors and sight lines to this building has been agreed to.
- Securing the OHT approvals will occur as the development is undertaken through each of the implementation phases (design, construction, operations).

Retail Leasing

- OSEG has been successfully marketing Lansdowne while doing so in the spirit and intent of Council's requirement to create an 'urban village' unique to Ottawa.
- OSEG has already confirmed a number of leasing opportunities including Whole Foods and Empire Theaters which will serve as anchors.
- J.C. Williams Group, the City's retail consultant has been overseeing the leasing initiatives of OSEG to confirm that the leasing is consistent with the Council approved leasing strategy.
- The Ottawa Farmers' Market will be located at Aberdeen Square.

Site Remediation

- The City has worked with the Ministry of Environment (MOE) to establish a process for addressing the existing impacted soil and environmental considerations on site. The remediation work will occur within existing timelines for the overall project schedule. Further details of the process are noted in section 1.11 of this report.
- The 'Brownfield' approach is recognized as an important aspect of the LEED for Neighborhood Development (ND) sustainability initiative.

Bank Street Reconstruction

- City Council in the spring approved an early start and an accelerated timeline for the reconstruction of Bank Street. This project is now well underway with the major reconstruction scheduled to be completed in 2011. Additional details on this project can be found in Appendix D of this report.
- Advancing this project will ensure that the Bank St. merchants will have a revitalized Bank St. retail environment well in advance of the opening of Lansdowne and will better position the Glebe Business Improvement Area (BIA) which includes Lansdowne once they are both in full operation in 2014. Moreover, the construction at Lansdowne can be undertaken in a way that minimizes to the greatest extent possible construction traffic impacts for Bank Street businesses and the neighbourhood.

National Capital Commission (NCC) and Parks Canada Coordination

- Senior staff from the City, NCC and Parks Canada have been meeting regularly to provide for on-going dialogue around key mutual interests related to the Lansdowne project including transportation operations matters, the development of Transportation Demand Management (TDM) measures and traffic monitoring approach, and Canadian Environmental Assessment (CEA) requirements related to stormwater management the south side berm and relationship to federal lands the south side stands emergency access route.

Algonquins of Ontario

- The Lansdowne project team and City Manager has met with the Algonquins of Ontario (AoO) to advance the determination of an Algonquin interpretive element at Lansdowne as required by the site plan conditions set by Council. The City and the AoO have established a framework for determining appropriate interpretive features that would be implemented through the park design detailing, overall interpretive plan and possibly programming.

Sports Franchises

- OSEG has secured a North American Soccer League (NASL) soccer franchise to be an anchor tenant for the stadium along with the Canadian Football League (CFL) and Ottawa 67's franchises that were previously secured.

While many important milestones have been completed since Stage 1 approval of the Lansdowne site plan was given by Council last fall, there were also delays which have resulted in pushing back initially planned construction dates. The most significant of these was the Friends of Lansdowne (FOL) litigation which contributed to uncertainty for the project that impacted abilities for OSEG to finalize key contracts for the major components of the park such as the stadium design, and the advancement of the more detailed design development. Much like the OMB process, the FOL shifted the focus of the project team away from the project to address the legal challenge issues.

Other observations of work & scope changes during 2011;

- OSEG retained its retail architect teams to assist in supporting the focused leasing and design program. This required a period for the retail architect to become familiar with the project requirements to ensure that the architectural designs would be developed in a way that was consistent with expectations and requirements set out through the approvals given by Council, including meeting the retail vision set out in the *Strategic Retail Planning Report* by J.C. Williams Group (as approved by Council in June 2010). It is observed that Greenberg Farrow is meeting the needs of the aggressive leasing effort while concurrently meeting the design pressures of the LDRP and project schedule.
- The complexity and magnitude of the on-going consultation process with the Ontario Heritage Trust (OHT) in relation to the Aberdeen Pavilion easement and required OHT approvals.

To compensate for the delays that have been encountered with the schedule and to ensure project completion to meet the end objective of having the site ready to accommodate CFL football in 2014, there has been an overall change in strategy from being "permit ready" to permit, tendered and contracted. This allows major design work to occur ahead of closing, instead of through a design-build framework that was originally considered. This means that the bulk of design fees and work related to design are occurring earlier than originally anticipated and will result in higher soft-costs prior to close. It is important to note that although the overall project scheduled has shifted to a June 2012 construction date with substantial completion of the Stadium in winter 2013 and Urban Park in fall 2014, the overall project budget remains within the budget approved by Council. In addition, the delay in construction timeline means that Lansdowne can continue some programming operations until the spring of 2012.

1. Planning – Site Plan, Zoning and Heritage Approvals

1.1 Site Plan Approval

The integrated project team (the City and OSEG) has been working to meet the various site plan conditions required by Council in November 2010. The project team has focused on the development of numerous design documents which set out guidelines, principles and directions for the design detailing that will be integrated into the final site plan and to be implemented through the detailed design work required to prepare tender documents and building permit plans.

This effort has brought the various design and consultant teams together into a single cohesive design team to focus the significant effort that has gone into moving forward with the work required to finalize the site plan approval. This effort will continue through the final detailed design work that will occur during the implementation phase. This will ensure that the design details to be implemented are based on the final approved plans. The guidelines, directions, and strategies will continue to be coordinated and will accommodate the various needs and requirements of the different disciplines to achieve full integration amongst all components of the project within a framework that achieves the highest design standards possible.

The work undertaken to date has resulted in the development of a final site plan which the LDRP is conditionally approving with the exception of the conceptual architecture plan which is still evolving. As part of the final site plan, the LDRP has approved the comprehensive guidelines, strategies and directions Design Manual that was developed to respond to the conditions set out in the November Site Plan report as conditions to be satisfied prior to finalizing the site plan.

1.2 Lansdowne Design Review Panel (LDRP) and Urban Design Review Panel (UDRP) Process

As noted, the LDRP is conditionally approving the final plans that Council mandated they be the final review authority for, and has approved the guidelines, strategies and directions contained in the Design Manual to guide implementation. The LDRP has retained its review role for finalizing and signing off on the details for the landscaping plan prior to tender documents being released.

The LDRP has also retained final review and approval authority for the final architectural plans on a building by building basis. The role of the UDRP is proposed to provide review and comment to staff on the final architectural plans for the air rights developments based on concepts reviewed and signed off on by the LDRP.

The continued role of the LDRP and timelines for finalizing the LDRP reviews and approval of final plans has been confirmed with the LDRP within the modified project schedule for project implementation.

1.3 Final Integrated Technical plan, Landscape plan and Engineering plans

The integrated site plan, landscaping plan and engineering plans approved by Council in November 2010 have been further enhanced, refined and modified to:

- incorporate additional design detailing to advance the public realm design;
- reflect the modifications required as a result of the zoning changes resulting from the zoning modifications agreed to through the Minutes of Settlement and that has now received Ontario Municipal Board (OMB) approval;
- respond to the retail leasing that has been underway to implement the Council approved retail leasing strategy;

- respond to the Ontario Heritage Trust (OHT) principles to advance the OHT approval process;
- reflect stormwater management details being determined with the Ministry of Environment (MOE) to achieve the required MOE Certificate of Approval, and site servicing details; and,
- reflect modifications to ensure the project will be delivered within the budget approved by Council in June 2010.

As noted, the final integrated site plan and final integrated landscape plan has received conditional approval from the LDRP. As part of the final approval, new conditions have been developed to follow-up on the implementation directions set out in the Design Manual that has also been approved by the LDRP.

LDRP sign off on the additional conditions is in progress which will allow Stage 2 approval of the site plan to be formalized under delegated approval authority by the General Manager of Planning and Growth Management.

Work is continuing on the integrated engineering plans, site serving and stormwater works through ongoing discussions with the MOE so that the Certificate of Approval can be issued prior to closing. Requirements related to securing these approvals prior to works commencing will be included as part of the final site plan approval. The principles and directions for finalizing the required engineering approvals have been agreed to between the City, the MOE, NCC and Parks Canada as it relates to Canadian Environmental Assessment (CEA) requirements.

In summary, the final plans that have been developed reflect enhancements, refinements and modifications determined by the various design teams to ensure that the directions established by Council will be implemented.



CLIENT PARTNER

CONSULTANT TEAM

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REVISION

No.	Date	Drawn	Check	By
1	2009 NOV 04			Based for the Non-Approved Stage 1
2	2011 JUNE 15			Based for the Non-Approved Stage 1

PROJECT

DRAWING TITLE

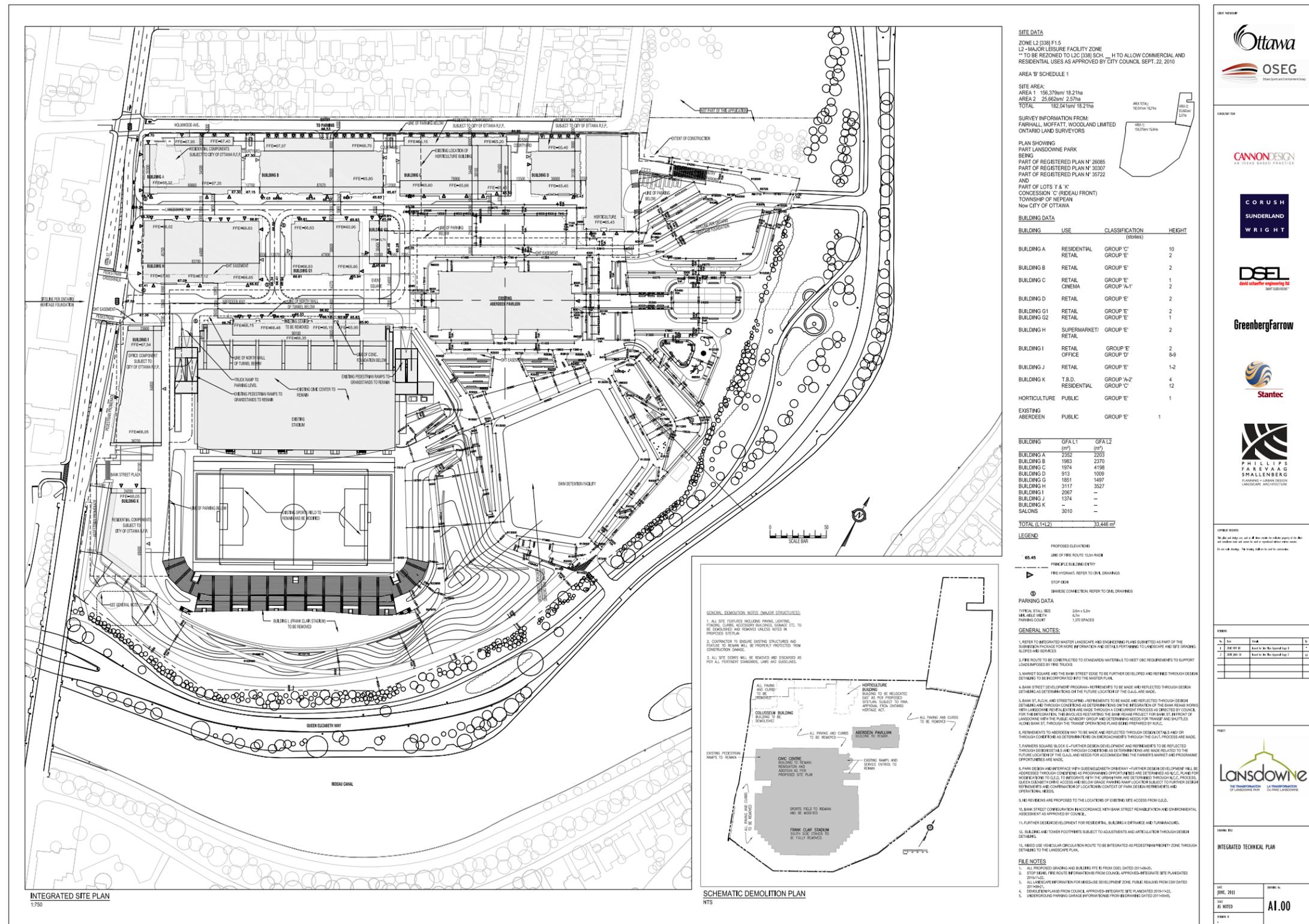
INTEGRATED SITE PLAN

DATE
JUNE 2011

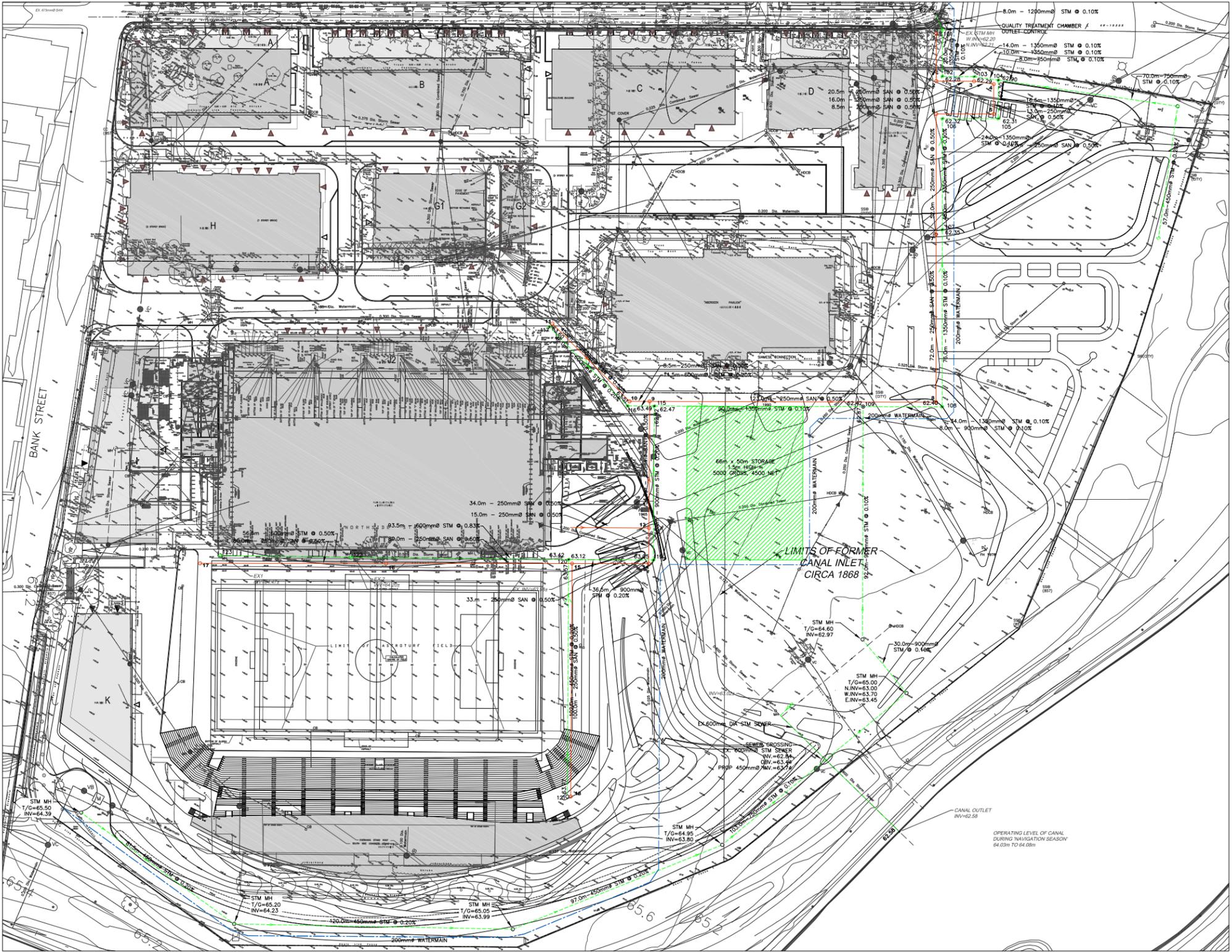
SCALE
1:250

DRAWING NO.
UPI.01

City Illustrative Integrated Site Plan - June 2011



City Integrated Technical Plan - June 2011



CLIENT PARTNERSHIP

Ottawa
OSEG
Ontario Sewerage and Water Board

CONSULTANT TEAM

CANNON DESIGN
AN IDEAS BASED PRACTICE

CORUSH SUNDERLAND WRIGHT

DSEL
Design & Engineering Solutions Ltd.

GreenbergFarrow

Stantec

PHILLIPS FARVAG SVALLENBERG
PHILLIPS FARVAG SVALLENBERG LANDSCAPE ARCHITECTURE

COMMENTS REQUIRED

The plan and design are not to be used for any other purpose than the one intended. Any use of the plan for any other purpose is at the user's risk. The drawing is not to be used for construction.

REVISIONS

No.	Date	Drawn	Checked	By
1	2011.06.01
2	2011.06.01

PROJECT

Lansdowne
THE TRANSFORMATION OF A PARTNERSHIP INTO A PARTNERSHIP

DRAWING TITLE

MASTER SERVICING PLAN

DATE: JUNE, 2011
 SCALE: 1:500
 PROJECT: E1.02

City Master Servicing Site Plan - June 2011

1.4 Architectural Plans

Work is continuing on the development of the conceptual architectural plans through an ongoing workshop and peer review process with the LDRP. It is expected that the LDRP will have given its approval to the architectural concepts by the end of September 2011 after which detailed architectural plans would be developed for final review and approval by the LDRP prior to permit applications being submitted for the OSEG development.

The Request for Offer (RFO) documents for the air rights developments will include provisions and requirements related to architectural design development as well, including review and approval through the LDRP for conceptual plans based on directions that will have been defined by the LDRP with the UDRP providing final review and comment to staff for finalizing the air rights architectural plans.

1.5 Zoning approval by the OMB

The zoning by-law enacted by Council on September 6, 2010 was modified as a result of Minutes of Settlement reached with 9 of the 14 appellants to the Council approved zoning change. The modified zoning was subsequently endorsed by Council and approved by the Ontario Municipal Board (OMB) on June 15, 2011. In addition to modifications to the zoning, the Minutes of Settlement also provided for other agreements and commitments with respect to various matters related to the implementation of the Lansdowne Partnership Plan (LPP). The zoning modifications incorporated into the approved zoning provided for the following:

- modified height limits for certain portions of the site;
- reduced residential development along Holmwood; and,
- additional provisions related to access and parking.

Key Elements of the Minutes of Settlement include:

1. Future Processes
 - providing for community involvement and engagement in developing the various operational plans for traffic, parking, transit, shuttles and Transportation Demand Measures (TDM),
 - community involvement in determining the programming for the urban park.
 - commitments to ensure development will respond to various development related directions such as realizing the retail strategy approved by Council
2. Construction Related Matters
 - commitment to begin the Bank Street Reconstruction in 2011
 - providing financial support to both the BIA and the community groups to manage construction impacts associated with the Bank Street Reconstruction
3. Holmwood Avenue
 - provide for the area along Holmwood Avenue to be landscaped if the residential development does not commence within one year of the completion of the commercial buildings adjacent to this area.
 - initiate a rezoning of these lands and dedication of these lands as parkland should residential development not be commenced and completed within 10 years.
4. Zoning Modifications
 - Providing greater specificity for certain elements to ensure development occurs in accordance with the site plan approved by Council in November 2010 (development along the Holmwood Avenue

edge, access and parking issues, and to limit where certain uses (nightclubs and roof top patios) could locate).

- Reducing maximum permitted building heights in certain areas of the site and providing greater specificity for permitted heights for other areas of the site - most notably reducing the height of Building A (Bank and Holmwood) from 14 to 12 stories.
- Eliminating the mid-rise residential along Holmwood Avenue.
- Rezoning the area to be developed as the urban park to an Open Space Subzone (rather than having it included as part of the Major Leisure Facility (L2C) Subzone) to reflect the proposed use of this area of the site as an urban park.
- The OMB decision has resulted in one of the key conditions precedent to finalizing the site plan approval being satisfied.

1.6 Ontario Heritage Trust (OHT)

The City has had on-going discussions with the OHT related to its November 2010 submission entitled *Application Requesting OHT Permission for Works*. This document was submitted pursuant to the OHT easement agreement registered on title to protect the Aberdeen Pavilion and various view corridors and site lines to the Pavilion. Following November 2010, the project team has met with the OHT on a number of occasions to confirm agreement on a process to move forward. The strategy agreed to involved developing a set of "guiding principles" for alterations to the Aberdeen Pavilion and its sight lines as described in the OHT Easement Agreement and a process to obtain the required formal OHT approvals where the Easement Agreement requires formal OHT approvals.

The principles have been developed and have been endorsed by the OHT to provide a framework for developing, reviewing and approving various proposals that will be developed and submitted to the OHT either for its information (for various works that do not require formal OHT approval) or for formal approval under the OHT easement agreement. A staged process for obtaining required OHT approvals has also been agreed to between the City and the OHT setting the stage to secure required approvals through the detailed design development and implementation phase to align with the schedule for developing tender and building permit packages.

1.7 Horticulture Building

Planning and design work related to the relocation and restoration of the Horticulture Building is well underway, including on-going analysis of the programming opportunities for the building. The team consists of experts in the relocation of buildings, engineers and heritage consultants retained by the City. This process is integrated with the overall site development and greater project construction schedule which will dovetail with the construction of major components such as the parking garage and retail building envelopes. The physical relocation of the building is to be initiated next year following legal close in spring 2012. This process involves the reinforcement of the building with steel beams in order to ensure the structural integrity of the heritage building during the move. Rails are built to the east of the building which will allow for hydraulic pumps to gradually push the building to its new location. Finally, after approximately four weeks of gradual movement, the building will be placed upon a newly constructed foundation in the summer of 2013. In order to reduce the schedule risk associated with this complex relocation program, it is the recommendation of the Horticulture Design and Relocation Team to begin a number of subcomponents and activities prior to completion of the partnership. The items for stabilization, repairing mortar, replacing decaying mechanical systems and ordering special "long lead time" items for the relocation program such as steel and pneumatic pumps should begin this Fall. This will ensure that the relocation can occur in May 2012.

1.8 Conservation Review Board

The CRB hearing dealing with Council's November 2010 decision to approve the relocation of the Horticulture Building was held in April 2011. The role of the CRB is to review the matter in the context of a public hearing process and to make recommendations to Council based on its findings.

The CRB provided a three part recommendation as follows:

1. That the Horticulture Building not be moved;
2. That the statement of reason for the designation of the building be enhanced; and
3. That should Council not accept recommendation 1, that Council proceed under another section of the Heritage Act to provide for relocation.

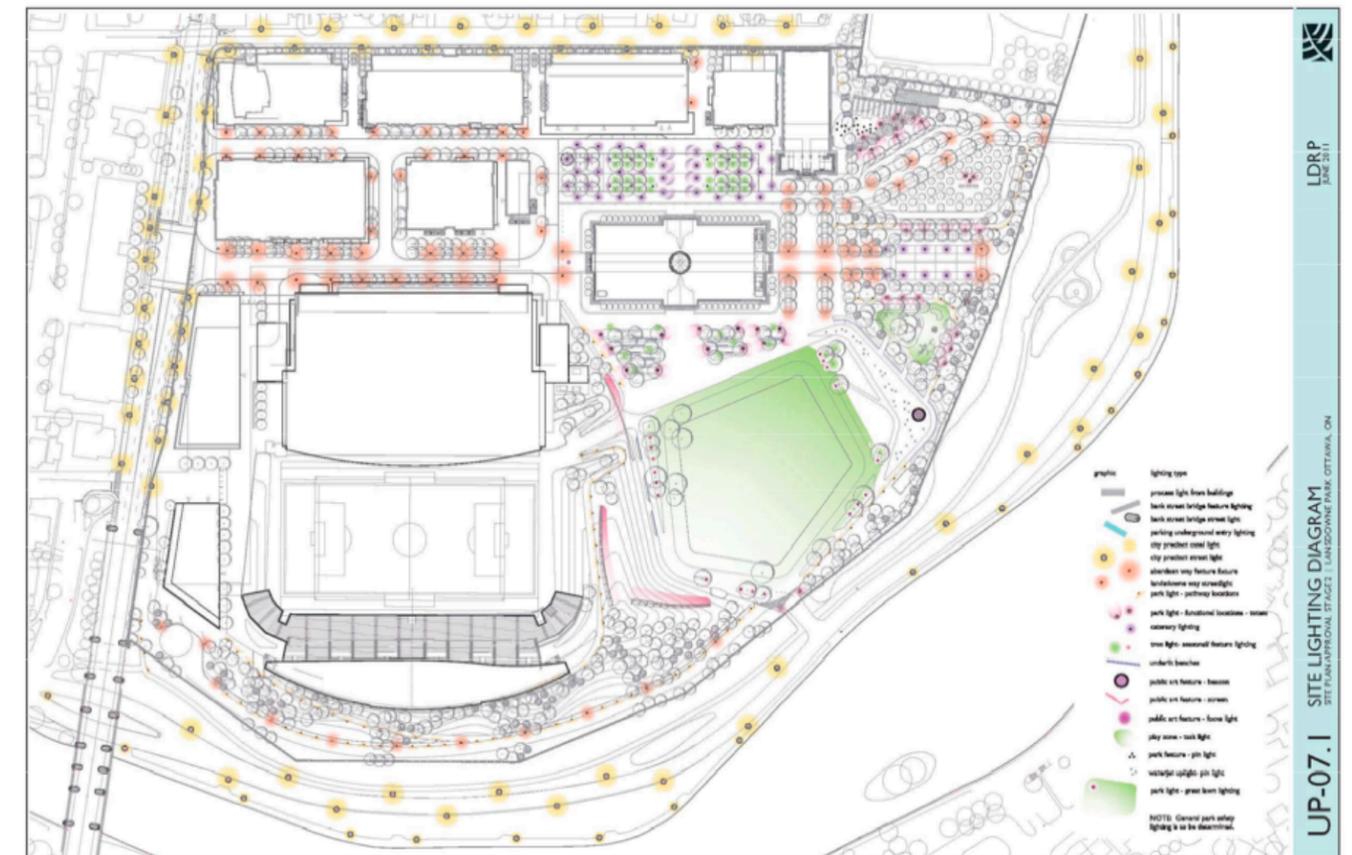
The final decision as to whether to act on any recommendations of the CRB rests with Council and any decision made by Council following its consideration of the CRB report is not subject to further review. A separate report on the CRB recommendations has been prepared and will be discussed at the Finance and Economic Development Committee meeting of August 18, 2011.

1.9 Additional Studies Completed to Finalize Site Plan Approval

Council in its Stage 1 approval of the Lansdowne integrated site plan, set out through conditions requirements for various additional studies prior to the Stage 2 approval being given. These studies have been completed and have been provided to the LDRP for review and sign off. Implementation of the directions and requirements determined through these is being addressed through implementation conditions that will be part of the Stage 2 approval of the site plan. The following highlights the focus of the studies undertaken.

1.9.1 Lighting Strategy

A lighting strategy document for Lansdowne has been produced by the project team. It sets out key principles and directions for the implementation of effective lighting solutions to meet the various requirements of the site. This document gives consideration to the many practical aspects of the site such as access and mobility, identity and enjoyment of the site at night, visual excellence, safety and security and for sustainability including cost-effectiveness, as well as meeting the City's site lighting standards that have been articulated in the November site plan report. The principles and directions of the Lighting Strategy serve to establish the framework for the various design teams who have collaboratively developed a detailed lighting plan throughout the site as required through conditions established by Council. The directions and process for developing and implementing the lighting plan will be set out as a further condition in the final site plan approval.

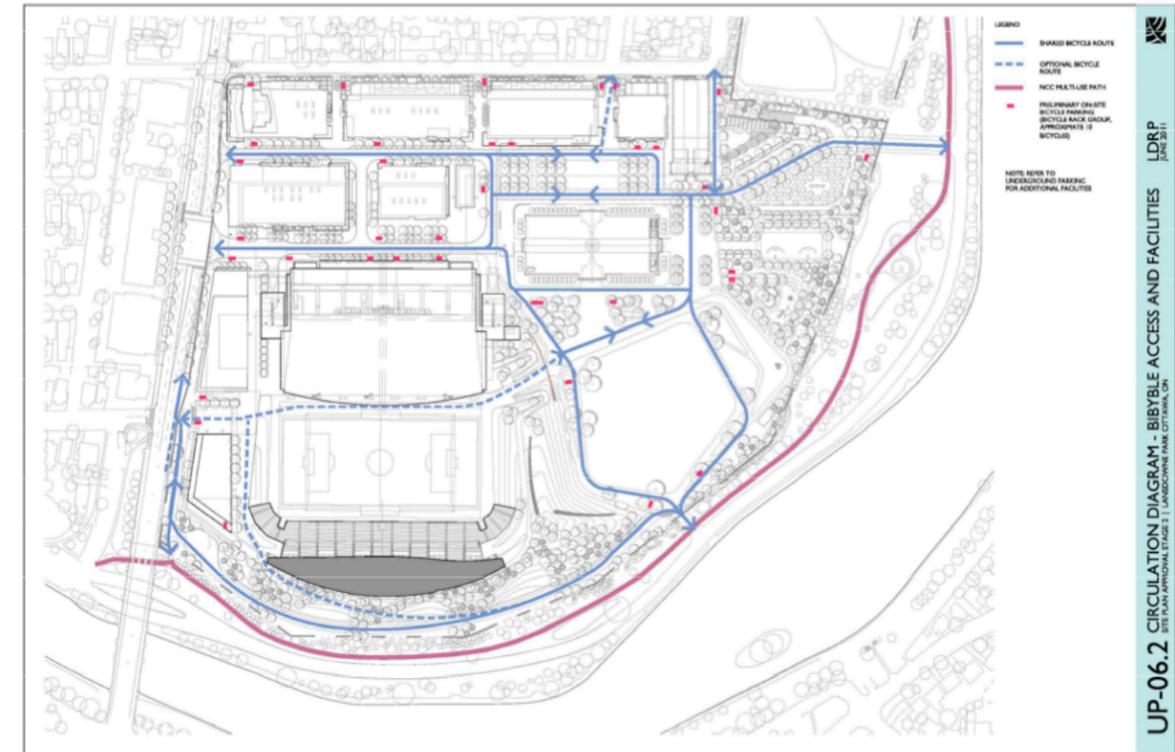


Conceptual Site Lighting Diagram - June 2011

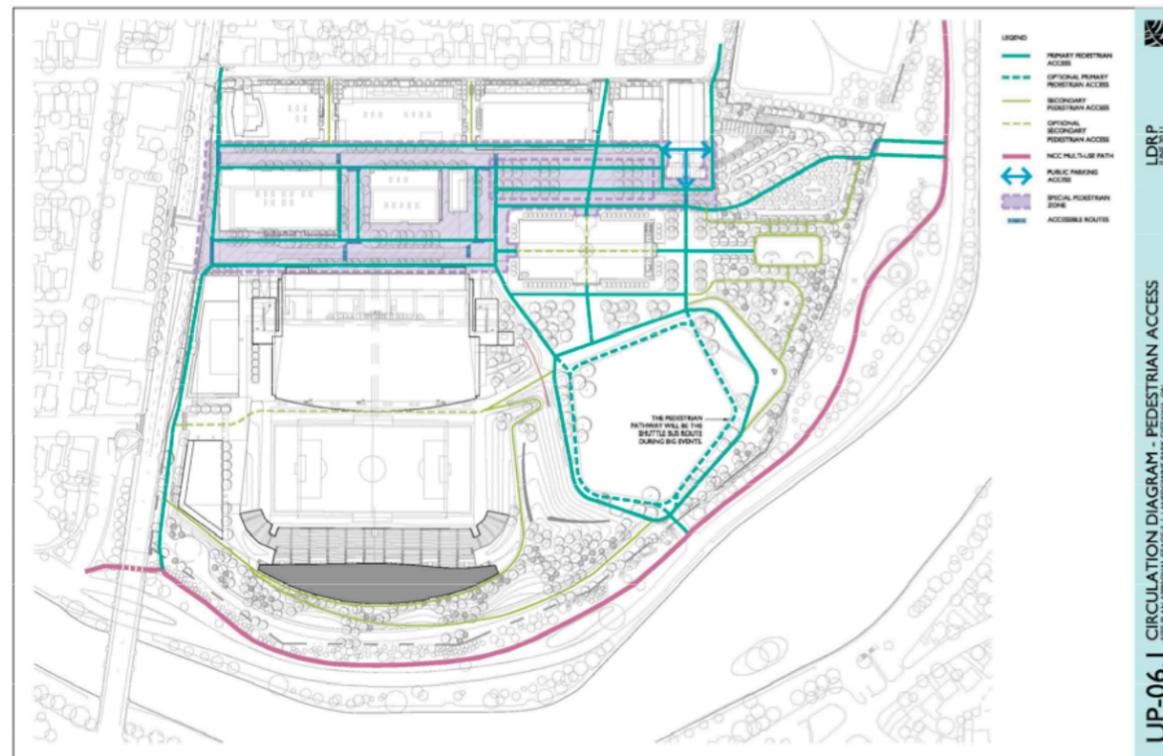
1.9.2 Transportation Demand Management (TDM) Plan & Operations Plans

The integrated transportation project team has been hard at work in the development of the TDM, Shuttle, Transit and Parking Operations and monitoring framework. The requirement for these was identified in the Transportation Impact Assessment and TDM plan approved by Council in June 2010. It was also a condition in the Stage 1 approval of the site plan approved in November 2010. The transportation project team has had a number of meetings on the transportation operations plans and the TDM plan. Significant progress has been made and these plans are going through the review process. Key focuses have included examining the various event scenarios, the on-site circulation for vehicles, bicycles and pedestrians, shuttle operations and logistics, off-site parking plans for various event sizes, drop-off and pickup locations and the specifics of the TDM initiatives to be pursued as well as the monitoring requirements to be put in place once construction is completed and the site becomes operational. The transportation team has been working with the designers to ensure that site plans reflect the needs and requirements for effective transportation and shuttle routes. This work will help integrate these requirements into the design elements and public realm of the site. This work has also included taking into account accessibility and how to accommodate these dynamics and implement best practices.

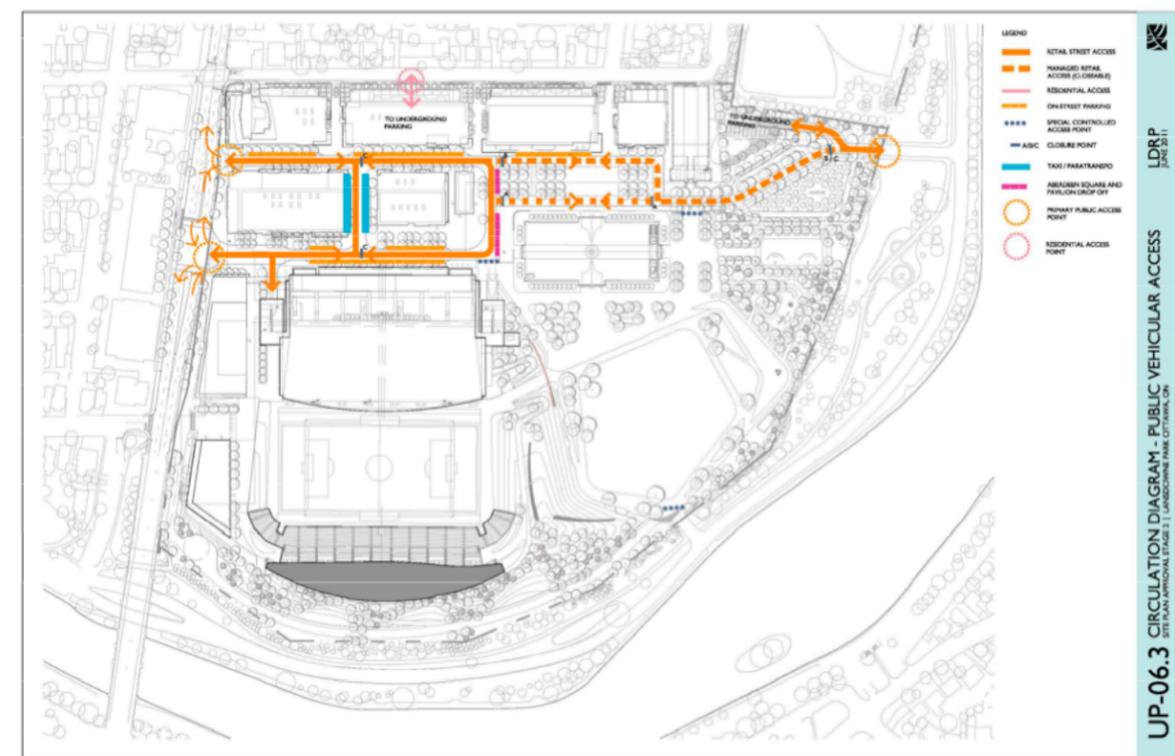
In developing the various operational plans and TDM plan, the team has had a number of meetings and discussions with the NCC. Subsequent meetings are planned to ensure on-going dialogue with the NCC as the various plans continue to be developed to their final forms and in finalizing the monitoring requirements moving forward. Finally, the team has met with local community members to provide an update and have consulted on the status of the TDM and operational plans following up on the commitment provided through the Minutes of Settlement with the local community groups and residents along Holmwood Avenue. There will be continued engagement with the community to determine the monitoring details and process for the future.



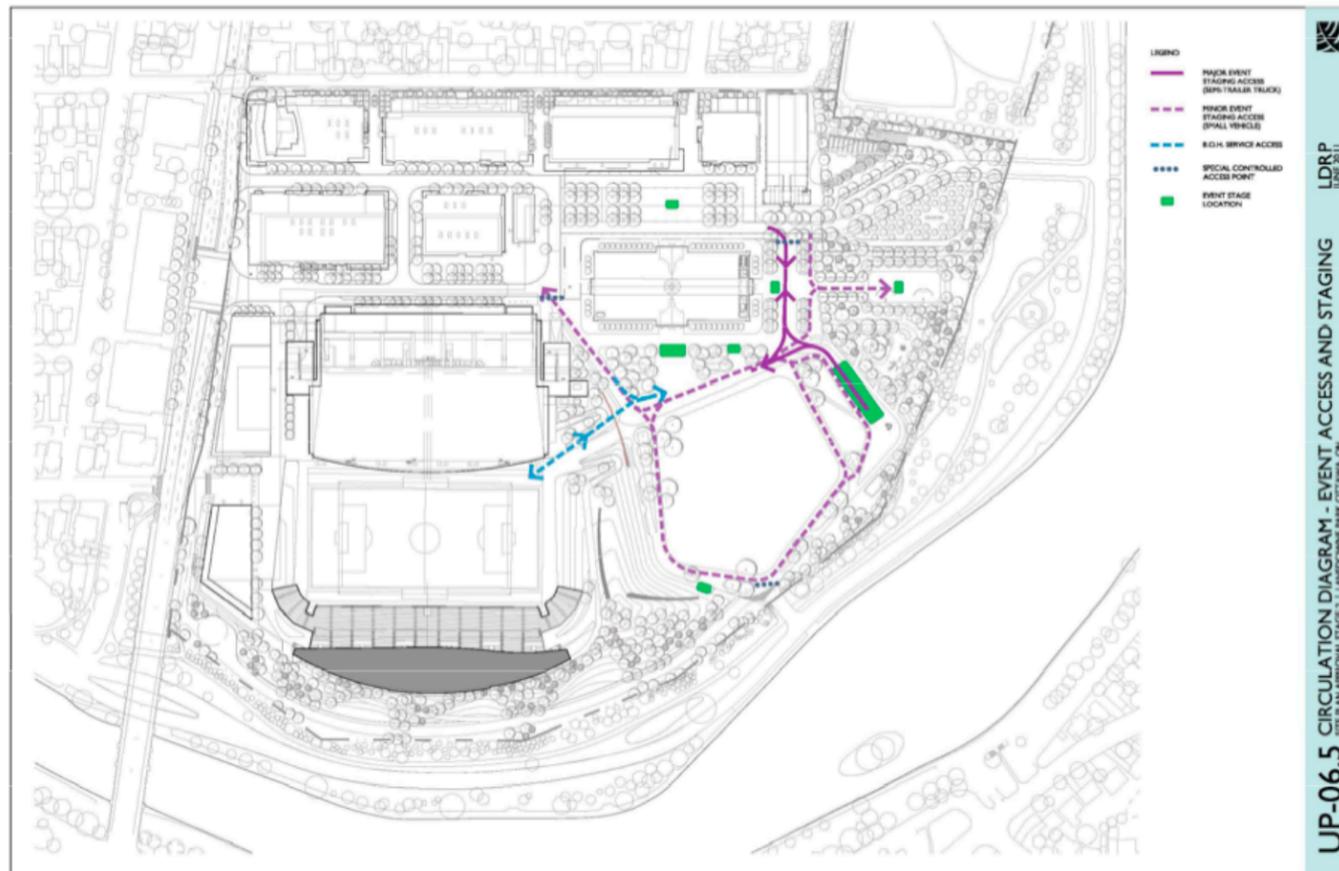
Conceptual Circulation Diagram - Cycling



Conceptual Circulation Diagram - Pedestrian Access



Conceptual Circulation Diagram - Vehicles



Conceptual Circulation Diagram - Event Access & Staging

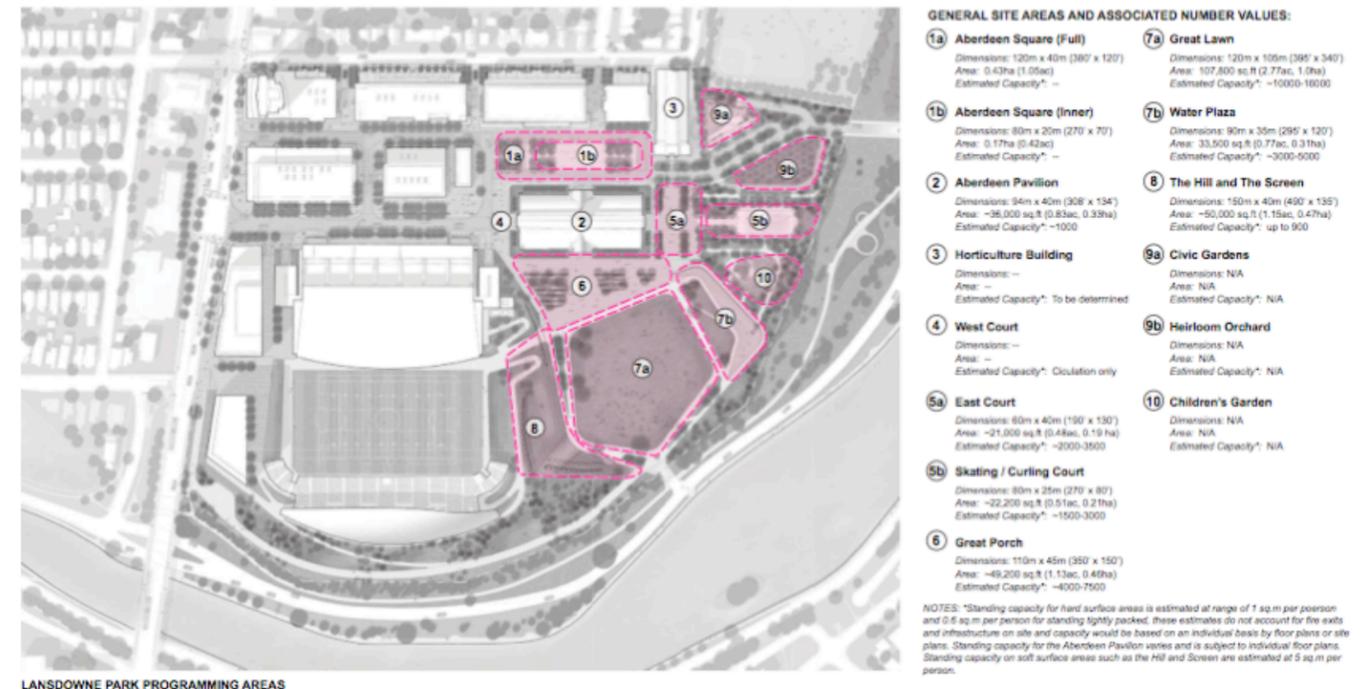
1.9.4 Draft Programming Plan

A draft programming plan for the urban park has been developed by Phillips Farevaag Smallerberg (PFS) in collaboration with the City of Ottawa's Parks and Recreation team. This plan is consistent with the requirements in conditions set out by Council in November 2010. The development of the draft programming plan has involved significant consultation with various stakeholder groups including the NCC, festival organizers, community groups, and liaisons with the overall project team to identify and capitalize on the many opportunities for programming at Lansdowne. The purpose of the programming plan is to ensure that the urban park will be an active, engaging, lively place from morning into the evening and during each season of the year. As part of their work, PFS has identified a number of programming opportunities at Lansdowne. PFS has also incorporated key elements into the design of the urban park to ensure that spaces have the flexibility to handle a wide variety of events - from concerts and large festivals to pickup sports and community events. As noted in the above section on event management, the implementation of programming will be co-ordinated with event management operations to ensure that the logistical realities of accommodating multiple activities at different scales can be achieved.

A full report on programming opportunities and recommendations will be brought to Committee and Council in the fall of 2011.

1.9.3 Event Management Plan

As set out in the November Site Plan Report a refined event management plan has been further developed through an integrated process. This refined plan builds on the initial event management plan developed for the integrated site plan to include more refined level of detail on how the various levels of activity would be accommodated. This refined plan served to inform the final site layout to ensure various needs will be accommodated and will serve as the basis for developing the operational plans related to various scales of activities and events in conjunction with programming for various activities and events.



Programming Areas Diagram

1.9.5 Interpretation and Public Art

Council in its approval of the Lansdowne integrated site plan required that an interpretative plan and public art strategy be developed that would identify interpretive and public art elements within the Lansdowne revitalization. These include, but are not limited to an interpretive feature to be located within the urban park that celebrate the history of the Algonquin First Nations, particularly its relationship to the Rideau River.

Commonwealth Historic Resource Management Limited (CHRML) has been given the mandate to develop the interpretive plan component for the strategy for Lansdowne. PFS in coordination with Jill Anholt Studio (JAS) has been given the mandated to develop an overall strategy for the provision of public art. The public art strategy would include the approach to be followed for implementation to be determined by the City in the context of the City's public art policy.

A separate process has been established involving the Algonquins of Ontario. CHRML and PFS are developing an approach for the provision of interpretive elements for the Algonquin First Nations that would be integrated with and be part of the overall Interpretive Plan and Public Art Strategy. Also, lighting plan and way finding strategies have been developed in a way that could be incorporated into the Interpretive Plan and Public Art Strategy.

Interpretive plan

A key underlying force for the Lansdowne revitalization is to have Lansdowne reflect its historical sense of place. Lansdowne has been a significant public site that has figured prominently in the evolution and growth of the city from its roots as a lumber and agricultural based community to the Nation's Capital and major world class city. The project team is working to ensure that this sense of place is captured both in what it will be today, and also what it will be for future generations. To do this buildings and site organization is a key focus so that multiple activities and events, and the telling of the site's stories can be integrated into the design. This is the focus of the interpretive plan.

The interpretive plan provides for elements and features which are layered into the overall development program to provide an appreciation of what Lansdowne was, and is and will be. These interpretive elements are focused around key themes and use various means for telling the stories of Lansdowne, including but not limited to public art, lighting and way finding. The interpretive plan is also a key component of the principles for revitalization established by the OHT. The OHT will review and approve the interpretive plan under a Heritage Easement Agreement that applies to the Aberdeen Pavilion and lands that provide for context and views of the pavilion from within and from outside the site.

Public Art

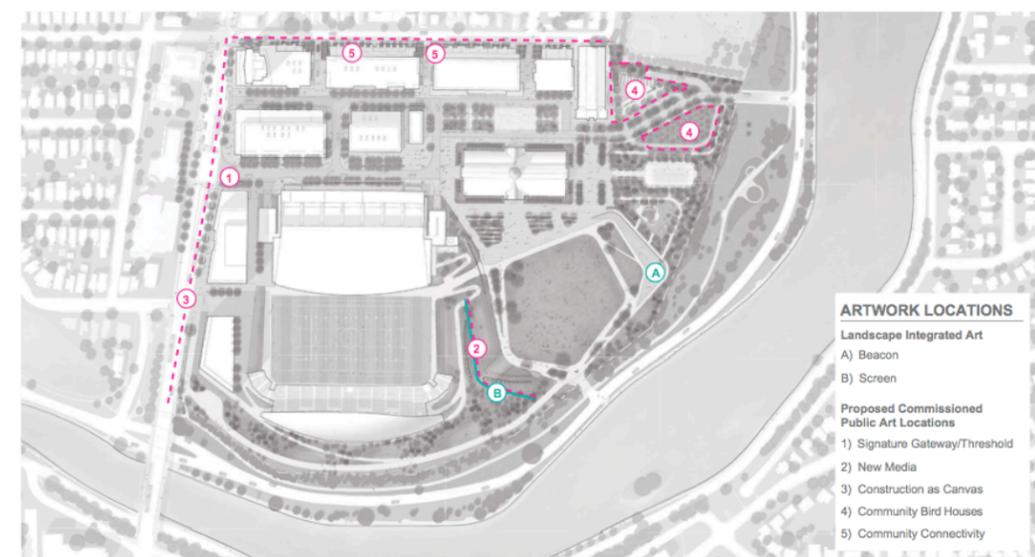
The PFS park design includes two significant public art elements. Jill Anholt a member of the PFS design team, is developing the public art elements for the urban park as set out in the urban park design competition RFP. In addition to the urban park art pieces (screen and beacon), there are opportunities for other public art elements to be introduced as part of the Lansdowne revitalization. For example, there may be interpretive elements or commissioned art pieces for certain functional elements such as lighting. The public art strategy builds on the key public art elements that are part of the urban park design and provides a framework for advancing other public art pieces in the context of the interpretive plan and other functional and cultural endeavours that can contribute to making Lansdowne a unique and memorable experience for residents and visitors.

The development of the details of the public art elements are provided under the overall strategy and have involved various stakeholders to determine the public art elements to be pursued, locations, and the means by which they could be pursued. This would include determining which interpretive elements could be advanced as public art features and how best to incorporate these into the site and urban park. It will also

look at the functional elements that are required as part of the revitalization that could be implemented as public art features and elements, and electronic art opportunities for the art screen that is part of the urban park proposal by PFS.



Potential Locations for Interpretive Elements Diagram



Potential Artwork Locations Diagram

1.9.6 Sustainability and Accessibility

The Sustainability and Accessibility guidelines focus on two distinct areas; the public realm and the built environment. For sustainability, the strategy framework for the outdoor environments is set out in the November Site Plan report and targets LEED ND Gold certification, with a minimum requirement of Silver. The LEED ND strategy identified the elements of the overall development that contribute to achieving this target and opportunities for additional elements to allow a LEED ND gold certification to be achieved. The refinements to the site plan have been developed to incorporate elements to achieve a LEED ND certification.

More recently, the team has completed a similar framework document related to the built environment using the LEED for New Construction (NC) and LEED Core & Shell (C+S) rating system which set the standards for buildings. This document sets out recommendations for the various mixed-use buildings and various levels of sustainability that will help achieve the LEED targets set out in the November Site Plan report.

For accessibility, a similar approach has been taken by setting out directions and guidelines to achieve the highest universal accessibility standards possible for the outdoor environment, be it in the mixed-use, the urban park or around the stadium. This document also speaks to considerations for accessibility for other disciplines such as lighting, transportation, public art and interpretation and signage and wayfinding. It also identifies accessibility challenges that are often found in developments, and ways in which the project team can implement best design practices.

The second portion of the accessibility guidelines focuses on the built environment, and serves as a guiding document for all architectural design teams going forward to strive for the highest universal accessibility standards possible for all buildings.

Both the sustainability and accessibility strategy set out a process where the detailed design development and construction would be undertaken through a compliance review process and through either a formal certification process (such as LEED certification) or a more informal process where a third party sign off. This will provide confirmation that elements to achieve either a LEED target or universal accessibility has been met.



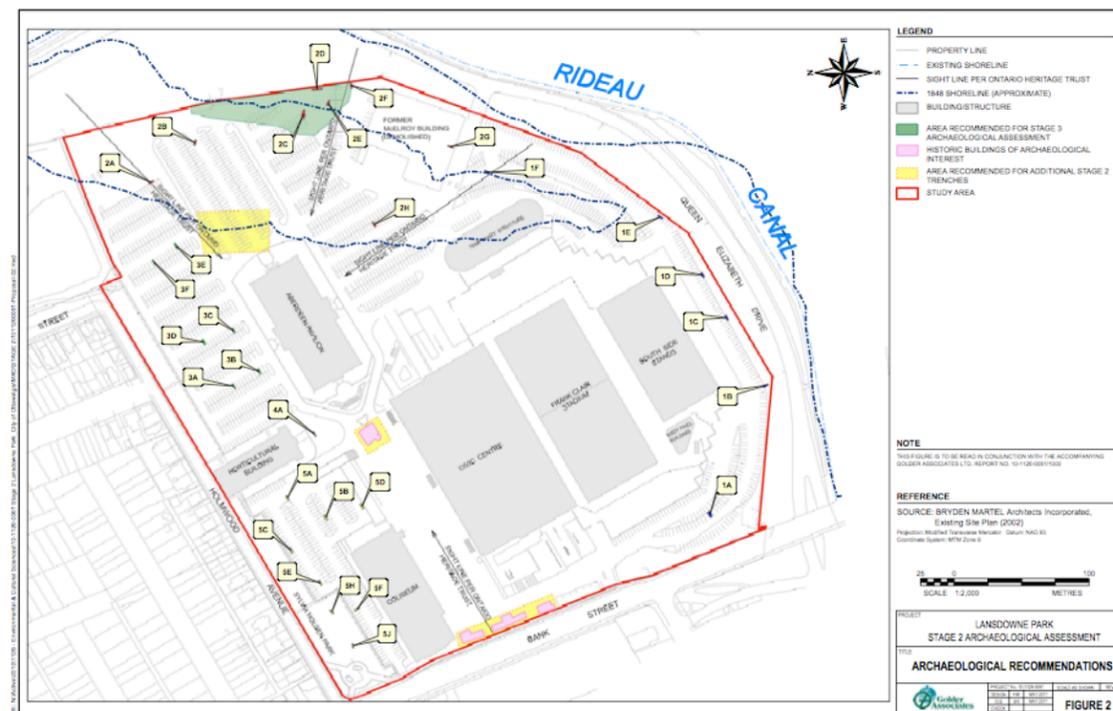
1.9.7 Signage and Wayfinding

The principles for providing signage and wayfinding at Lansdowne has been developed. These principles will serve as the basis for developing a detailed signage plan as required by Conditions set out in the November Report to Council that require Planning Committee to waive the application of the City's signs by-law to the Lansdowne project. The principles document was developed to ensure coordination amongst various requirements related to signage and way finding. These interests include possible integration with the public arts and interpretive strategy, addressing universal accessibility, architectural design, and retail signage and place identifier signage needs. The principles are focused on ensuring that signage at Lansdowne will be coordinated to ensure that signage will be a key element of defining Lansdowne as a unique place. It is acknowledged that all public realm signage will respect the City's bilingualism policies.

1.10 Archaeological Assessment

A Stage 2 Archaeological Assessment was undertaken as required in the conditions approved by Council last November. This assessment investigated areas of potential archaeological resources at Lansdowne. These investigations took place throughout the property. The draft report was provided to the Ontario Heritage Trust (OHT) for their review and comment prior to being finalized and submitted to the Ministry of Citizenship and Culture for filing. Following its review, the OHT requested that additional investigative work take place prior to finalizing the Stage 2 report. This additional work has been completed and the final report is being prepared for sign off by the OHT and for filing with the Ministry in the near future. Once filed this condition of the Stage 1 approval will be satisfied.

Based on the recommendations of the Stage 2 assessment, additional detailed investigative work in the far eastern portion of the park will be undertaken through a Stage 3 archaeological Assessment. This requirement will be addressed through a further condition in the final site plan approval.



Areas of Archaeological Investigation

1.11 Site Remediation

Included in the standard conditions of the site plan approved by Council in November, is a requirement for site remediation to address the existing contamination that has resulted from historical use at the site.

The City is working collaboratively with the Ministry of the Environment (MOE) on a management plan to address the environmental impacts at Lansdowne Park. The MOE will have approval over the management plans set out by the City for this site.

There are two main areas of contamination on the site. First, there are impacted soils at the front of the Horticultural Building and in the vicinity of the former Coliseum Annex Building from the historic use of coal for heating. Second, there are impacted soils in the former landfill located at the eastern portion of the site. This area was historically a canal inlet and was landfilled with ashes and cinders and other debris over several decades until approximately 1910 when landfilling ceased.

The impacted soils in these areas exceed the generic MOE Standards for residential, parkland or institutional property use.

As reported to Council in June 2010, a Record of Site Condition will be filed with the MOE to certify that the impacted soils at the front of the Horticultural Building and in the vicinity of the former Coliseum Annex Building have been remediated to MOE standards.

Due to the public nature of the park area, and after extensive consideration by City staff and the MOE, a formal Human Health and Ecological Risk Assessment and Record of Site Condition will be submitted to the MOE to address the contamination issues within the Urban Park. The Risk Assessment and associated risk management measures will establish site specific criteria to ensure the safe use of the property. These measures will include a protective impermeable barrier over the former landfill as well as the encapsulation of the impacted soils to be excavated from the front of the Horticultural Building and in the vicinity of the former Coliseum Annex Building within berms to be constructed adjacent to the stadium.

Comprehensive investigations have been undertaken to assess the environmental conditions at Lansdowne Park. Records of Site Condition are used to certify that a property meets an appropriate standard for the intended land use and are a standard requirement of the MOE for any land use change to a more sensitive land use.

The management plan proposed for Lansdowne provides a sustainable approach to "Brownfield" redevelopment and will achieve LEED credits for an effective remediation approach.

The redevelopment of Lansdowne will be in full compliance with the Provincial Environmental Protection Act.

1.12 Ottawa Farmers' Market (OFM)

Since its inception as a two-year pilot program in 2006, the Ottawa Farmers' Market (OFM) has successfully proven itself to be a valued part of the Ottawa region – so much so the City renewed the program in 2008 and again for another two years in 2010. The OFM is in its sixth successful year of operation at Lansdowne Park and is an integral part of the Lansdowne revitalization.

The City worked with the J.C. Williams Group and the Ottawa Farmers' Market Board to develop a Memorandum of Understanding (MOU) to address the Market's vision, product mix, rules and regulations, architectural design and financial arrangement with the City – the goal of which was to ensure a vibrant farmers' market at Lansdowne Park. The MOU was received by City Council in November of 2010 and is the frame of reference and basis for the OFM and staff negotiations moving forward.

Staff is currently working with the OFM Board on the relocation plan for the 2012/13 seasons and the final designs and infrastructure requirements for Aberdeen Square, the Market's permanent location at Lansdowne Park. A number of possible locations have been considered for 2012/13 and Brewer Park is seen as the most desirable. Infrastructure and utility requirements are being explored and the final plan and agreement should be in place early fall.

This agreement will replace the MOU and establish the conditions to ensure the long-term success of the Ottawa Farmers' Market at Lansdowne Park.

The OFM Board has been consulted by PFS, the firm that is overseeing the Programming Strategy for Lansdowne Park, on the design of and infrastructure requirements for Aberdeen Square. Market stall format and layout have been designed to meet the farmers' requirements. Trees in a grid pattern were requested by the farmers to provide shade and a green, attractive environment reminiscent of European market squares. The grid design will also provide convenient locations for electrical and water supply for the stalls.



BIRD'S EYE VIEW LOOKING SOUTHWEST



VIEW EAST ALONG FACADE OF ABERDEEN PAVILION



BIRD'S EYE VIEW LOOKING EAST



VIEW WEST FROM HORTICULTURE BUILDING

FARMERS' MARKET AT ABERDEEN SQUARE : CONCEPTUAL VISUALIZATIONS | FOR ILLUSTRATIVE PURPOSES ONLY - NTS

2.1 Project Schedule for Stage 2 and 3

The completion date for the overall Lansdowne redevelopment has shifted from the end of 2013 to the fall of 2014. The renewed stadium will be substantially completed by December 2013.

Despite this shift in completion dates the budgets allocated to design and construction have remained intact. The key reason for the shift in schedule is the delay in the construction start date until the spring of 2012. The shift in the construction start date is attributable to delays resulting from the FOL legal challenge, the extended timeframe required to complete of the OMB Appeal and the recommendation to shift from being 'permit ready' prior to construction to being 'permitted, tendered and contracted'.

The shift from permit ready to permitted, tendered and contracted is significant as the designs are near-complete design packages (95% design development) which are ready to be constructed whereas permit ready are much less defined (usually 30% design development) and continue to be developed throughout the construction period. The shift in approach will result in the designs being confirmed, costed in detail and contracted prior to construction.

In the summer of 2010, the FOL filed a legal challenge against the City of Ottawa regarding its ability to enter into a partnership with the Ottawa Sports and Entertainment Group (OSEG). As the litigation process evolved it became clear that the court hearing would not occur until the late spring or early summer of 2011, with a right of appeal which could prolong the litigation process until the winter of 2012. As such it became apparent to both parties that it made sense to alter the design development strategy. This shift in approach enables the project to proceed in a positive manner through the completion of the design, tender and final contracts for each of the components (the stadium, arena, parking garage, retail, residential, office and urban park) of the Lansdowne redevelopment anticipated to conclude by late winter 2012 coincident with the potential litigation process should an appeal be filed by the FOL.

Further this approach enables the project teams to focus on development approvals, environmental approvals, heritage approvals, integrated site plan and design approvals in the event that an appeal by the FOL were to proceed. Under this approach the timeline to complete the partnership agreements and the waiving of conditions is extended, however, the result is a reduction in risk and the completion of the stadium, parking and site designs. The City retains the rights to the stadium and parking designs, being managed by OSEG on its behalf, should the partnership not proceed. Moreover, this enables the leasing efforts to proceed in accordance with the retail strategy approved by Council strengthening the successful revitalization of Lansdowne.

Lansdowne Park Revitalization Schedule *Opening 2014*

The included project schedule as set out in Appendix A of Document 1 to this report outlines the key activities and milestones through the design development and subsequent construction phase of the project. The Stage 2 design development phase is scheduled to continue until late spring 2012 and Stage 3 construction to begin June 2012.

The core design development of the stadium, parking garage, retail, site servicing infrastructure, Horticulture Building and urban park will be complete by late 2011 so that the process of permitting, tendering and contracting can be initiated through the winter of 2012. Additional activities taking place throughout Stage 2 include finalizing subsequent conditions on the site plan such as refinement and implementation of a detailed lighting plan, advancing the Transportation Demand Management (TDM) and operations plans to their final form, developing the detailed signage and wayfinding plans which will be brought forward to Planning

Committee in November 2011 as a requirement to waiving of the signage by-law, finalizing engineering approvals and refining the building architecture.

Additional activities which relate to both design development and meeting the subsequent conditions of site plan such as on-going monitoring of the implementation of the Council approved Retail Strategy, accessibility and sustainability compliance review of detailed designs and cost control analysis will also be completed.

Stage 2 concludes with the issuance of tender documents and receipt of the various permits required to initiate construction and the closing of the project agreements.

The Stage 3 construction schedule remains similar to the schedule approved in June 2010. Stadium construction and major garage excavation commences in June 2012, this includes the necessary preparation for the relocation of the Horticulture Building. Construction of civil servicing considerations occurs concurrently throughout the site, including the rough grading of the urban park area. By the winter of 2013 major construction begins for the mixed-use commercial and residential blocks, with building envelopes completed by the fall of 2013 and internal fit-up completed by the summer of 2014. This includes the office and residential portions to be undertaken by Request for Offers (RFO) Air Rights developers. Following completion of the parking garage, the landscaping and major works for the urban park will take place in late 2013 to spring of 2014 and are anticipated to be substantially complete by the fall of 2014 with full completion scheduled for the summer of 2015. Substantial completion of both the North and South Side Stands will occur by December 2013.

The current project schedule enables the CFL and NASL team to be fully operational by the spring of 2014.

Milestones

December 2011: Retail Tender Ready Design
December 2011: Parking Garage Tender Ready Design
December 2011: Site Servicing Tender Ready Design
December 2011: Horticulture Building Tender Ready Design
January 2012: Stadium Tender Ready Design
January 2012: Urban Park Tender Ready Design

May 2012: Legal Close, Stage 3 Begins

June 2012: Stadium Construction Begins
June 2012: Parking Garage Construction Begins
July 2012: Air Right Developers Tender Designs
January 2013: Mixed-use Building Construction Begins
December 2013: North Side Stands Substantial Completion
December 2013: South Side Stands Substantial Completion
Fall 2013: Mixed-use Building Envelopes Complete
January 2014: Urban Park Construction Begins
Fall 2014: Mixed-use Buildings Complete
Fall 2014: Urban Park Substantial Completion
Summer 2015: Project Closeout

Scheduling Considerations

The following items must proceed in order to ensure the enclosed schedule be maintained.

Removal of Contaminated Soils

Lansdowne currently contains areas of contaminated soil which will be handled appropriately through the redevelopment in accordance with the MOE policies and regulations. Within the proposed mixed-use area on the northern portion of the site, there is an existing section of contaminated soil which will ultimately be excavated through the construction of the parking garage and as much contaminated soil as possible is to be relocated to create the berm along the newly constructed South Side Stands.

In order to ensure that the project falls under the existing MOE legislation related to Record of Site Condition, the relocation of these soils must take place as early as possible following legal close in the spring of 2012. If legal close is delayed beyond June 30, 2012, it is recommended that the City undertake the work to relocate the contaminated soil to the berm ahead of close to ensure that the timelines set out by the MOE are respected. This will ensure that the project implementation schedule is maintained. It is therefore recommended that the City proceed with this by the spring of 2012 whether legal close has been achieved or not.

The work to complete the necessary soil remediation, including consultant fees, is projected to be \$400,000. These costs were included within the existing Council approved capital budget for the Lansdowne redevelopment.

South Side Stands Demolition

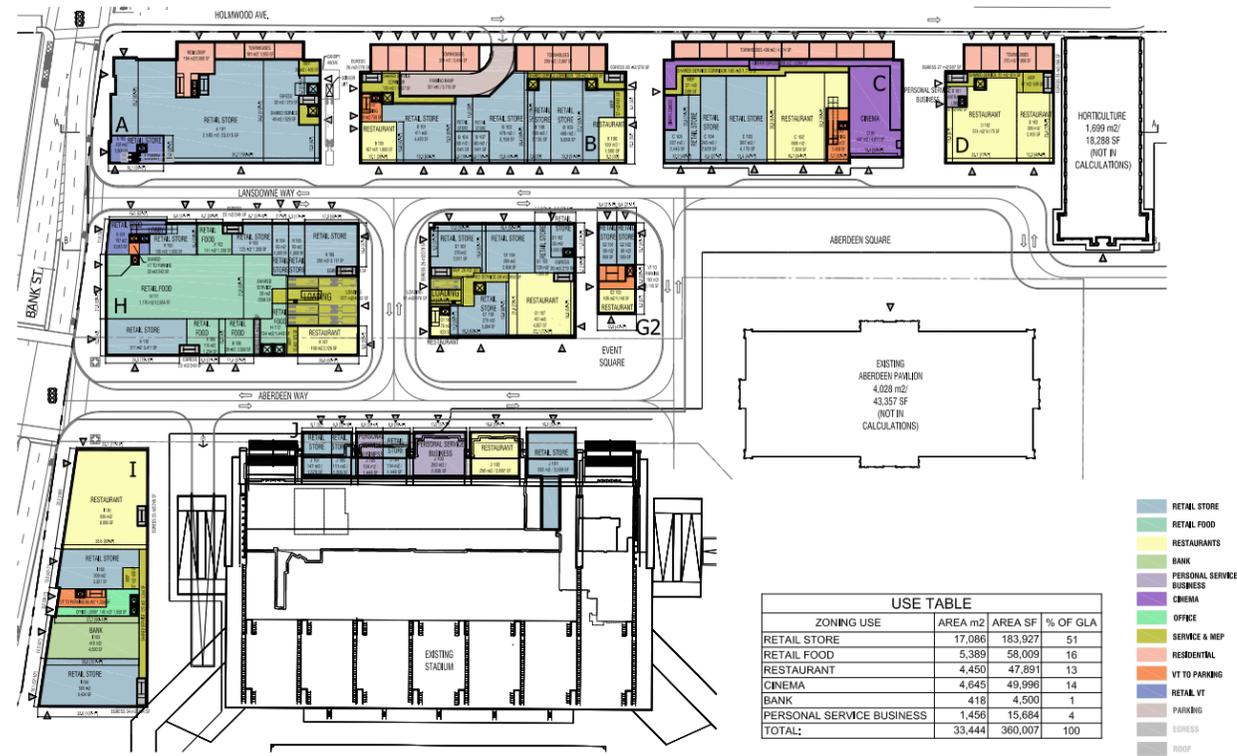
Upon examining the scheduling options for the demolition of the south side stands, it is recommended that this task be undertaken ahead of close in order to accelerate the schedule. This includes pre-qualification of implosion and demolition contractors, preparation of demolition specifications, tender and demolition contract award and the necessary clean-up work. The key benefits of this is a savings of approximately four (4) months in the revised project schedule achieved by allowing the Stadium General Contractor to commence work on the foundation of the new south side stands immediately following legal close. It also allows for additional cost savings as most of the concrete work can take place before the winter months and therefore avoid a large portion of the winter construction cost. This would allow for the substantial completion of the stadium by December 2013. However, this does require advancing a financial commitment of approximately \$1.5M prior to close. These costs were included within the existing Council approved capital budget for the Lansdowne redevelopment.

Horticulture Building

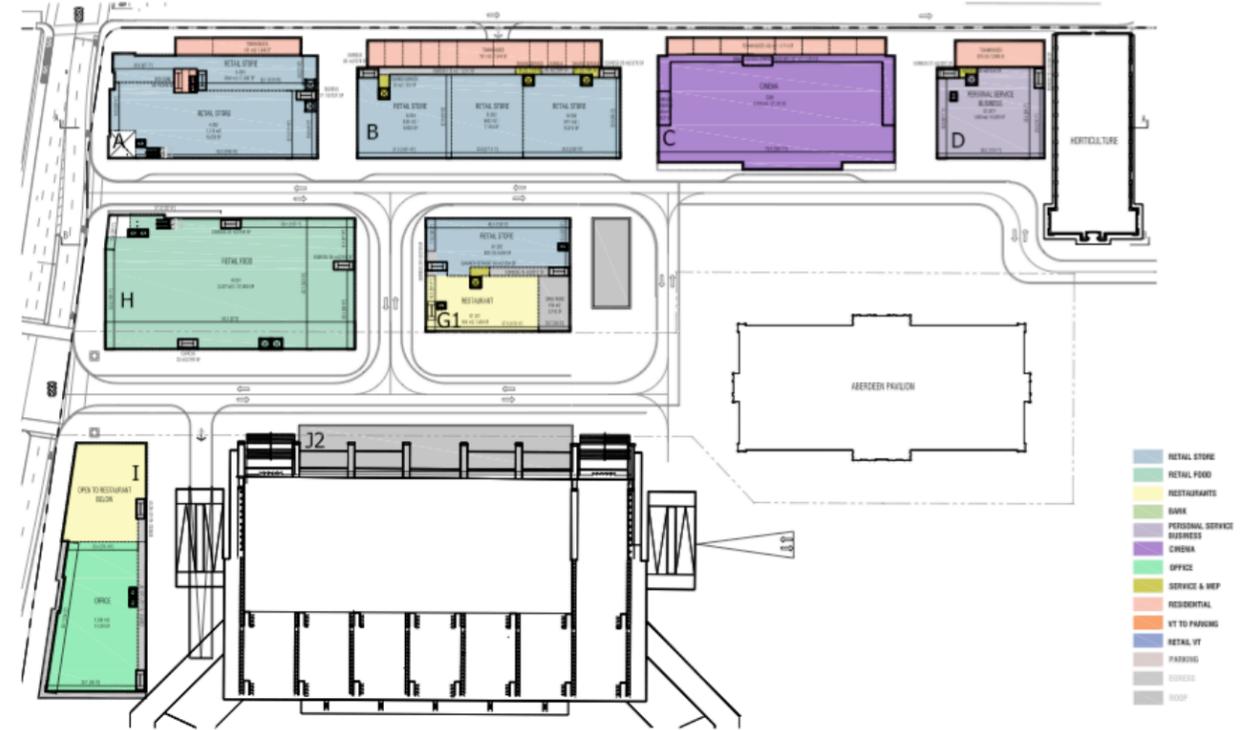
To facilitate the work related to the relocation of the Horticulture Building, it is recommended that the pre-ordering of steel and equipment required for the relocation be undertaken prior to legal close. The primary reason for this is the significant lead time required for tender, delivery and fabrication of materials and specialized equipment necessary to complete the move. If this pre-ordering does not occur until after legal close in the spring of 2012, it will have an impact on the parking garage and retail building construction schedule as a result of the coordination required during the physical relocation of the building in this area. Financial commitment required prior to close is estimated at approximately \$1M. These costs were included within the existing Council approved capital budget for the Lansdowne redevelopment.

Building Permits

As per the requirement of the City of Ottawa, the Building Permit fee of \$910,000 for the stadium, arena and parking must be submitted with the applications in December 2011. This must be done prior to the close of the partnership in April 2012.



Merchandising Plan - Ground Floor



Merchandising Plan - Second Floor

3. Retail Leasing Program

Status of Leasing Program

OSEG continues to work attentively on the retail tenant program. Many local and national prospective tenants have expressed interest in being at Lansdowne. OSEG is in on-going consultation with John Williams from J.C. Williams Group to ensure that the retail program continues to meet the requirements and expectations described in the June 2010 retail strategy approved by City Council. Two major tenants were announced earlier this year, including Whole Foods and Empire Theatres. Press releases for these announcements are included in Appendix C. The project team is confident that the on-going efforts by OSEG will continue to attract many exciting opportunities to ensure a diverse, vibrant and successful retail environment at Lansdowne.

See Appendix B for a detailed leasing update from Trinity Development, and comments from J.C. Williams Group.

4. Financial Pro Forma and Assumptions

**Lansdowne Park
Impact of Revised Assumptions
11 August 2011**

FINANCIAL PRO FORMA UPDATE

The financial outlook for the City of Ottawa’s interest in the Lansdowne transformation has been changed by a number of developments and updated assumptions to the variables in the project from the pro forma presented in June 2010. The purpose of this update is to provide a summary of the affected components of the Lansdowne transformation and their effect on the City’s total payments, and the extent to which this project is revenue neutral for the City. The affected components are:

- The retail development;
- The stadium and arena; and
- Macro-economic factors.

The Retail Development

The retail development that is to accompany the stadium and area continues to be sized at approximately 360,000 square feet of leasable space, with a requirement to build 360 parking stalls, fund infrastructure, common space and to contribute \$2.5 million to the urban park budget. Changes are as follows:

- The City’s share of property taxes that are expected to be generated from the Lansdowne development in 2014 have increased from \$3.48 million to \$3.92 million. The increase is due to the higher anticipated net operating income of the retail development. We note that prior to close, an independent tax assessment of the retail development will be conducted, which will form the basis for the calculation of the City’s final funding equity included in the closed system.
- In June 2010 the retail development contained approximately 45,000 square feet of integrated office space. Due to market demand this has since been converted to retail, which is expected to yield higher rents and thus higher property taxes to the City. This change affects both the net cash flow into the waterfall and the calculation of the City’s funding equity.
- The total development cost per square foot of gross space of the retail development (including the cost of the parking, infrastructure and the contribution to the front lawn) has increased from \$290.76 to \$319.95. This yields a total capitalized development cost of \$127.6 million (up from \$98.9 million). The increase in development costs is primarily due to increases in base building costs and to tenant inducements.
- The mortgage required to fund the retail has been set at 65% of the value of the retail, or approximately \$101.4 million. The anticipated all-in interest rate on the mortgage has been reduced from 7% to 6.5%, yielding an approximate annual payment of \$7.8 million per year (assuming a 30 year amortization).
- OSEG’s equity contributed to fund the retail (the difference between the total development cost and the size of the retail mortgage) has increased from approximately \$12.6 million to \$26.1 million. This is primarily due to the higher development costs of the retail.

**Lansdowne Park
Impact of Revised Assumptions
11 August 2011**

Impact of changes: the increased cost of the retail development is offset by the increased value (as a result of the higher rents achieved), and lower costs of financing, as is shown in the following table:

Item	June 2010 estimate	August 2011 estimate
Annual cash from retail contributed to the waterfall (after mortgage payments, and vacancies 2014\$)	\$1.36 M	\$2.22 M
Annual taxes contributed to the City (2014\$)	\$3.48 M	\$3.92 M

The Stadium and Arena

The total anticipated development cost for the stadium, arena and parking remains at \$129.3 million. No changes are anticipated to the operating pro forma from those presented in June 2010, save the impact of commencing operations in 2014 (a year later).

Macroeconomic factors

In addition to those changes described above, certain macroeconomic factors have changed:

- Inflation: by delaying the project by one year, both capital and operating costs have been impacted. The inflationary cost pressure on the stadium, arena and parking was reviewed by the City’s project manager and it was concluded that this can be accommodated within the City’s capital budget of \$129.3 million. The increased cost pressure on the retail development has been included in the higher development costs seen above. During the operating period, both costs and revenues are subject to inflation, thus one is expected to partially offset the other such that the inflationary impact of opening in 2014 is not believed to present downside risk to the cash flows from the project’s operations.
- OSEG’s interest rate: As previously described, OSEG’s all-in interest rate has been decreased from 7% to 6.5%.
- The City’s interest rate: The City’s effective borrowing rate (the current rate posted by Infrastructure Ontario on 40 year fully amortizing debt) is currently 4.3%, which is 0.7% below the rate of 5.0% carried in the pro forma. In June 2010 the rate used was 5.35%. Should the rate at the time of close be below 5.0%, the City’s cost of borrowing and funding equity will be lower than those presented in this report.

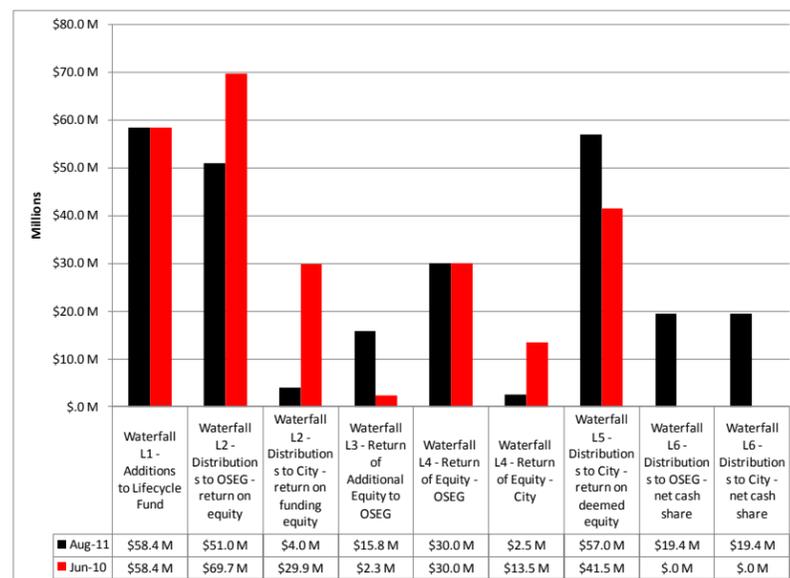
**Lansdowne Park
Impact of Revised Assumptions
11 August 2011**

Impact on Equity and Waterfall Payments

The changes to the assumptions that drive the pro forma affect the City's funding equity, OSEG's additional equity, and the total returns both parties expect to receive through the operating period, as shown below:

Item	June 2010 estimate	August 2011 estimate	Difference
City's funding equity	\$13.5 M	\$2.5 M	-\$11.0 M
OSEG's minimum equity	\$30.0 M	\$30.0 M	\$0.0 M
OSEG's additional equity	\$2.3 M	\$15.8 M	\$13.5 M

The impact of increasing OSEG's additional equity and decreasing the City's funding equity, along with higher rents from the retail development, have changed the expected payments from the waterfall to each party, as shown below:



Total waterfall payments are expected to increase from approximately \$245.2 million to \$257.6 million, a difference of \$12.4 million. OSEG's expected payments are expected to increase by \$14.4 million, reflecting returns on the increase in additional equity of \$13.5 million. The City's payments are expected to decrease by approximately \$1.9 million reflecting lower returns given the reduction in the City's funding equity of \$11.0 million.

**Lansdowne Park
Impact of Revised Assumptions
11 August 2011**

Waterfall summary	August 2011	June 2010	Difference
City Share (\$)	\$143.3 M	\$141.4 M	-\$1.9 M
OSEG Share (\$)	\$101.9 M	\$116.3 M	\$14.4 M
Total	\$245.2 M	\$257.6 M	\$12.4 M

Summary

The following table shows total returns to the City including the avoided costs of operating and maintaining the stadium and arena, waterfall payments, debt servicing costs, and the net requirement from retail and office property taxes on the Lansdowne site, both on a nominal and on a present value basis.

	Nominal		NPV	
	Jun-10	Aug-11	Jun-10	Aug-11
Avoided costs	\$114.0 M	\$114.0 M	\$48.0 M	\$48.0 M
Waterfall payments (excluding payments to the lifecycle reserve)	\$84.9 M	\$82.9 M	\$21.7 M	\$21.5 M
Sub total	\$198.9 M	\$196.9 M	\$69.7 M	\$69.5 M
Total debt servicing	-\$218.8 M	-\$208.1 M	-\$91.9 M	-\$87.7 M
Sub total	-\$20.0 M	-\$11.2 M	-\$22.2 M	-\$18.2 M
Property taxes	\$155.5 M	\$175.6 M	\$59.5 M	\$67.2 M
Required from taxes	13%	6%	37%	27%

- Avoided costs: unchanged.
- Waterfall payments: payments to the City from the waterfall have decreased both on a nominal and on a present value basis, primarily due to the City's lower funding equity position.
- Total debt servicing: the City's total debt servicing costs are lower on a nominal and on a present value basis due to the City's lower cost of borrowing.
- Property taxes: total expected property taxes have increased both on a nominal and on a present value basis due to the increased rents the retail development is expected to achieve.

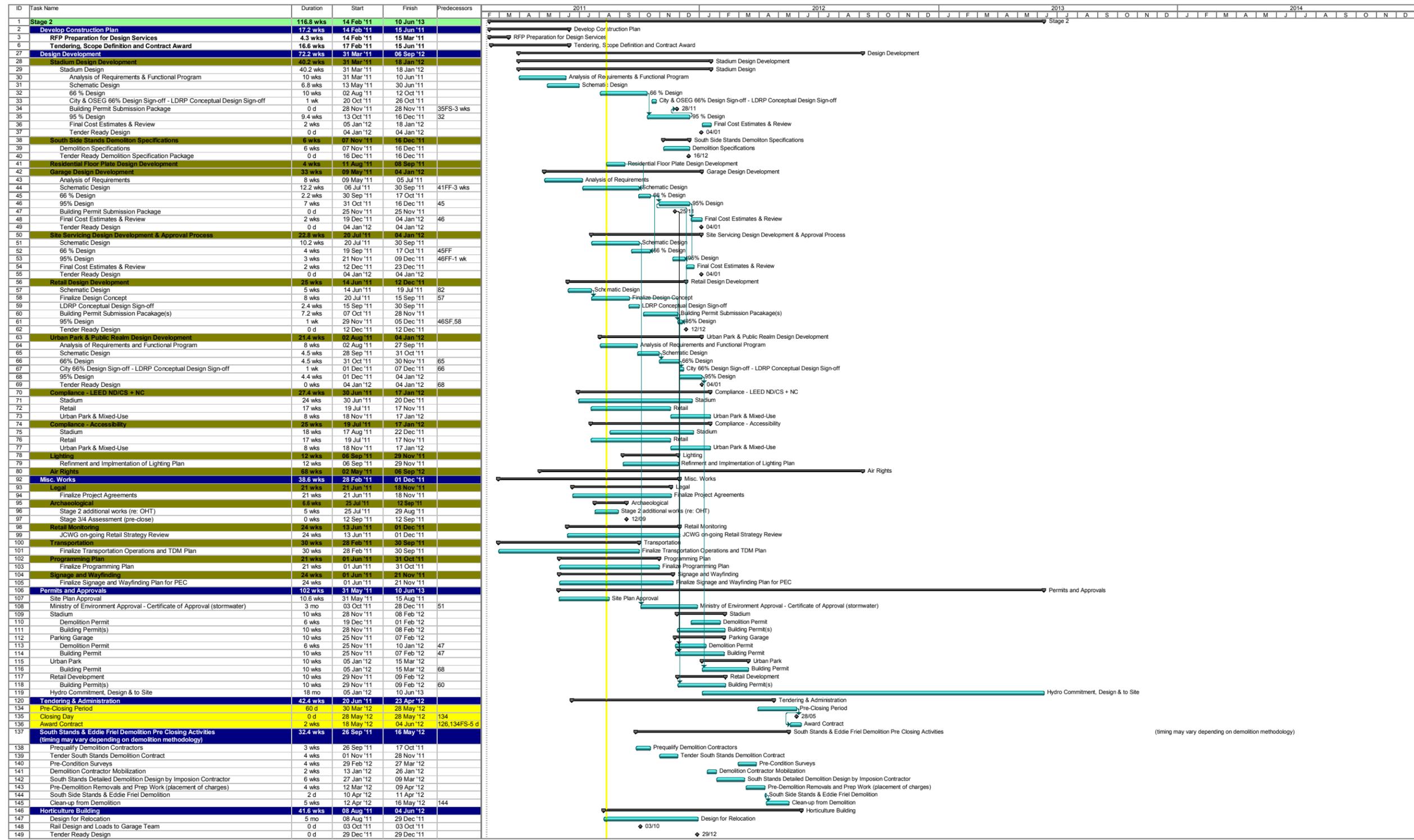
**Lansdowne Park
Impact of Revised Assumptions
11 August 2011**

In summary, based on the changes listed above, the net property taxes required in order to achieve revenue neutrality for the City is expected to be 6% on a nominal basis, and 27% on a present value basis. This represents an improvement to the City's overall expected returns net of costs from those presented in June 2010.

Appendix A Project Schedule

Lansdowne Park Redevelopment Project Schedule

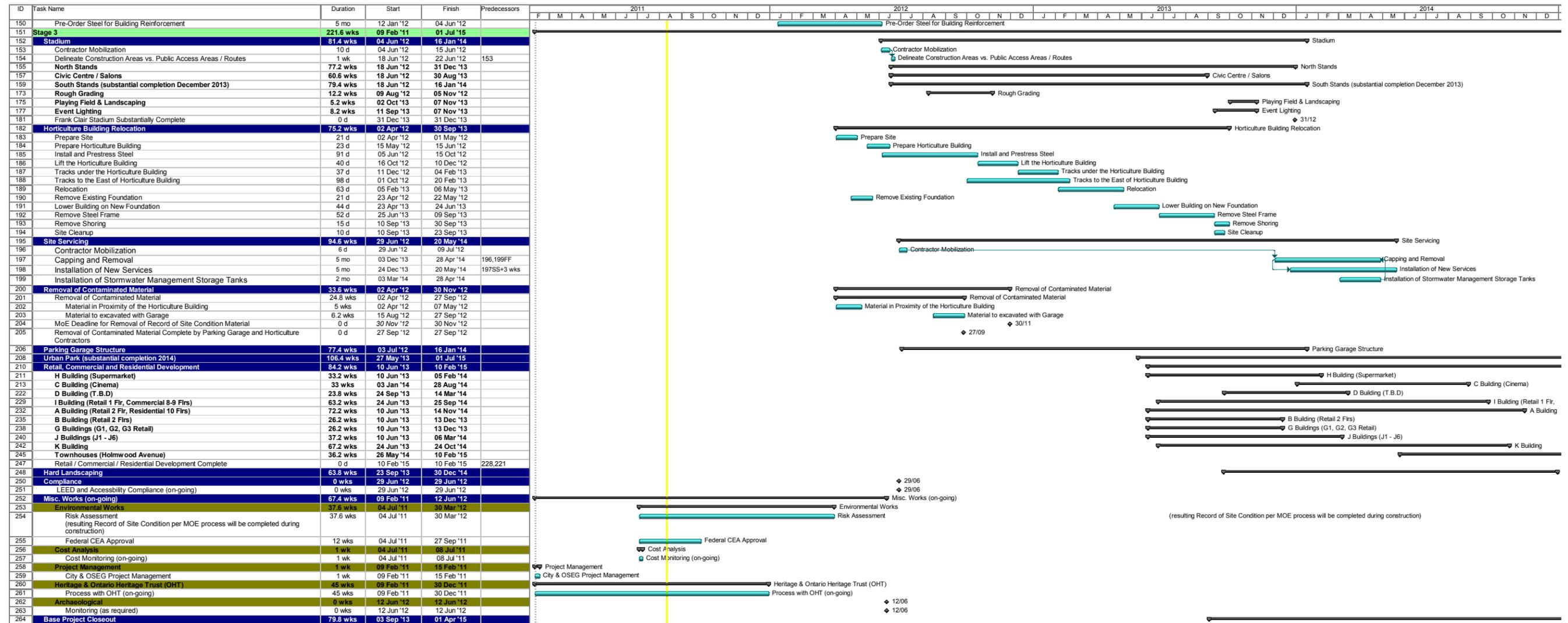
WORKING DRAFT



11 Aug '11 Task █ Split █ Milestone ◆ Summary █ Progress █ Critical █

Lansdowne Park Redevelopment Project Schedule

WORKING DRAFT



Appendix B

Retail Leasing Update Letters from Trinity Development, J.C. Williams Group



357 Kent Street, Suite 400
Ottawa, ON Canada K2P 0T6
T: 613.561.5864 F: 613.561.6183

June 18, 2011

City of Ottawa
110 Laurier Avenue West
Ottawa, Ontario
K1P 1J1

Attention: Kent Kirkpatrick – City Manager

Re: Lansdowne Redevelopment
Retail Leasing Program

As you are aware, OSIG has been actively engaging with various prospective retail tenants since City Council's approval of the Stage 1 Site Plan of the Lansdowne Partnership Plan (LPP) in November of 2010. The retail component of the LPP will integrate as one element in an urban village of residential, office sports and entertainment uses intended to be a natural and authentic extension of the existing urban fabric. The unique location of Lansdowne and the international prominence of the Rideau Canal have provided the opportunity to market the site to specialized national and local brands that will make Lansdowne a unique destination in the National Capital Region.

In this regard, we are extremely pleased and excited by the level of interest expressed by both local and national prospective tenants. This has culminated in major announcements within the last few months from two key anchor tenants, Whole Foods and Empire Theatres. These two tenants will occupy approximately 40,000 sq.ft. each. Both tenants will provide first to market products and services that will serve both the local neighbourhood and surrounding region. These announcements have demonstrated our commitment to implementing the retail themes established by the City's retail strategy as detailed in the JC Williams Report approved by City Council in June 2010.

In addition, we continue to focus our efforts on restaurants with a strong street presence (patios/roll up windows) and eclectic menus, similar to the best that the Byward Market has to offer. Response from both local restaurateurs and prominent nationals has been overwhelming and we are confident we will be able to cater to the diverse tastes of the many visitors to Lansdowne.

As mentioned above, we are actively marketing to tenants that are intended to reflect the City of Ottawa's Lansdowne Retail Strategy (Retail Strategy) prepared by the JC Williams Group. The



mix of stores will be a combination of small and medium sized national and local retail shops and restaurants that will provide the perfect atmosphere to complement the surrounding area while making it a true destination within the city. The Aberdeen Pavilion will continue to be the focal point of Lansdowne with activity radiating out from the pavilion with a piazza and the farmer's market that will enhance the urban village atmosphere.

We continue to meet with the J.C. Williams Group on a regular basis to benchmark our leasing activity and prospects against the City's Retail Strategy. Our meetings have been productive and have ensured that our marketing efforts remain focused on the appropriate mix of tenants. Through our continued engagement with J.C. Williams, we are confident that the retail development will be the success that has been envisioned by Council.

In closing, we would like to express our sincere gratitude to you and city staff for the continued effort and commitment to the successful completion of this project. We look forward to completion of the necessary approvals in order to initiate construction.

Best Regards,

Michael Foley
Associate Vice President
Trinity Development Group

J.C. WILLIAMS GROUP

August 5, 2011

Mr. Kent Kirkpatrick
City Manager
City of Ottawa, City Hall
110 Laurier Avenue West
Ottawa, ON K1P 1J1

Re: OSEG Retail Leasing Activity for Lansdowne Village as of August 5, 2011

Dear Mr. Kirkpatrick,

J.C. Williams Group (JCWG) continues to meet with Trinity on a weekly basis. This includes John Archer from JCWG and Mike Foley, Phillip Currie, and Trinity's leasing team. A full range of information is exchanged along with the latest iteration of the Lansdowne Village block plans. For obvious reasons, the names of prospective tenants cannot be disclosed at this time. In addition, there is continued correspondence via email and telephone conversations. In addition, I have attended the recent Design Review Committee meeting in Ottawa on July 27, 2011.

As an overview, I would advise that the retail aspects are proceeding in a way that is consistent with the Retail Strategy developed by J.C. Williams Group that was approved by Council in June 2010. The overall mix and organization of retail tenancies are supportive of realizing the "Urban Village" concept as developed in the retail strategy, which is to ensure a dynamic and unique retailing experience as part of the overall transformation plan for Lansdowne Park. The retail leasing is proceeding in a way such that the overall retailing at Lansdowne Park will have synergies with the various cultural, recreational, and entertainment activities and events that would occur within the stadium and urban park, with the farmers market and with the adjacent Bank Street commercial corridor.

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Conceptual Issues

The retail strategy for the built up areas within the greater Lansdowne Park is to be a unique urban village. In fact, this will be "village-like," a hybrid. This is because retailing is an ever-evolving phenomenon with new types of stores entering the marketplace as others wane and exit. Many of these new retailers are located in main street locations elsewhere in Canada and the USA – and are very interesting and appealing to shoppers. Therefore, the retail at Lansdowne Park will have a unique mix of the traditional and the new – to the City's benefit.

One key change in the retail marketplace that has occurred over the past year since Council approval of the retail strategy is a significant opening of the Canadian marketplace to major retailers from the United States that in the past have not considered locating in Canada. This can exert both positive and negative influences on managing the retail leasing to fit within the village concept. On the positive, the opening of the Canadian market to American retailers provides opportunities for new and unique retail opportunities to be accommodated that previously would not have been considered and provides for an unprecedented demand for retail space beyond what was contemplated a year ago. The negative is that this demand can result in pressures to have retailers located at Lansdowne Park that may not support the urban village concept and retail strategy approved by Council.

I would advise that Trinity is managing the process well to ensure that potential tenants with whom negotiations are occurring will fit within the urban village concept and be consistent with the overall retail strategy in terms of mix of uses and sizes. J.C. Williams Group has been actively engaged with Trinity to monitor this so that the new market that has opened up will be tapped into in a way that is consistent with achieving the village concept and retail vision and strategy for Lansdowne Park.

Physical Design Issues

Our report of June 21 and 23, 2011, expressed concern with the massing of larger stores at the Bank Street entrance (A block) and B block. We requested Trinity and their architects to break up the large frontages with smaller stores. This would enhance the village feel and offer opportunities for independent or small-sized operators in Lansdowne Village.

This has been done in the latest plans and we will continue to monitor this design to ensure it continues to evolve in this direction.

OSEG Retail Leasing Activity

As an example, initially there were six doors in blocks A and B on Lansdowne Way, and now the current plan shared with J.C. Williams Group shows there are ten entrances. The number of stores has gone from six to ten, as well. While this may continue to change as the retail plan evolves to suit the tenants needs.

In addition, restaurants have been judiciously placed in the C, D, G, H, F, and stadium blocks to act as anchors – which is an improvement.

The retail design as presented at the Design Review Committee meeting on July 27, 2011 is going in a positive direction. It appears that the scale is right for the stores and that it will allow flexibility as retailers turnover or expand. As well, it is understood that good retail architecture, aside from aesthetic details, is very simple. Retailers want space with large windows at grade for good visibility (sight lines) and the ability to add signs, window treatment, and possibly exterior cladding that supports their brand image (within set design standards). Second floor windows can be used; however, how the window is used is often at the discretion of the retail tenant. Some retailers may keep the windows transparent and open for light (e.g., beauty salon), or dark to allow for increased walls for merchandising. The key word in retail design is “flexibility” and the design concepts for Lansdowne Park retail are going in that direction.

At the same time, while the need for flexibility is important, it is also important that this flexibility be accommodated with a framework that is defined by the architecture of the buildings themselves and in urban situations and the public realm experience. In this regard, supporting the urban village concept for the retail area requires that the architecture along with the public realm design be key contributing elements to defining a sense of place that is unique and distinct and that will distinguish Lansdowne Park from other retailing experiences in the city. These are essential elements to realize the urban village concept within which the retail mix would be accommodated.

I would report that Trinity is aware of this need to support the urban village concept called for by the retail strategy and I am satisfied that the direction being pursued for the architecture as was presented at the July 27, 2011 Design Review Committee meeting will support the realization of the village concept for the retail area at Lansdowne.

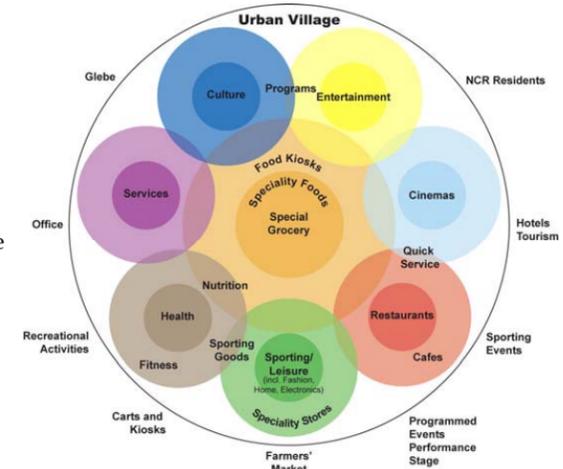
Retail Tenant Mix

The vision or plan for Lansdowne Village as set out in the approved retail strategy is depicted on below. It is a mix of entertainment, cinemas, restaurants, sporting/leisure/home, health, and services, all inter-linked with the dominant theme of specialty grocery/foods/food kiosks. This in turn would link to the Farmers’ Market, as would

OSEG Retail Leasing Activity

the other themes link to the Stadium, Park, and the Glebe. Fashion apparel was left off on purpose because it was felt that central Ottawa and the Glebe would dominate this.

At the same time, it was not intended that no apparel (adult clothing and accessories, children’s wear, footwear) would be allowed. Apparel that is outdoor lifestyle, healthy living, and recreation-oriented would suit the development. There is continued blurring of retail categories between lifestyle, recreation, and apparel that makes it very difficult to develop hard rules on what is allowable. As such, this is an area where J.C. Williams Group will continue to dialogue with Trinity to ensure, through the ongoing leasing program, that any accommodation of apparel retail will work with and not dominate the retail mix to ensure that the overall strategy is achieved in terms of mix and size of retailers.



City Council approved a retail leasing strategy for Lansdowne Village that would have tenants that are 40% (a) interesting new concepts to Ottawa, (b) functional (e.g., banks) but with superior additions to their normal stores, and (c) have a cultural aspect.

As per the latest retail leasing schedule provided to J.C. Williams Group in early July, Trinity has contacted over 81 retailers (cafes, services), of these:

- 24 or 30% are new to Ottawa
- 16 or 20% are from Ottawa, but could be new
- 4 or 5% are local, but superior concepts
- 10 or 11% are local
- 28 or 34% exist in the market and are mainly “functional/service.”

Of course, this changes on a daily basis but there have been no significant changes in the past three weeks. From the commodity viewpoint, the prospects break down as follows:

Number of Prospects

Culture	Home related	Restaurants and food	Leisure, sports	Apparel	Services	Misc.
3	10-12	28	8	12	13	5

OSEG Retail Leasing Activity

Another area where there continues to be opportunity is having certain retailers add, as part of their offerings, a more experiential or cultural dimension to their operation. This was addressed in the retail strategy and is something that would be pursued with retailers where such opportunities exist. At this point, it is not possible to report fully on this element of the retail directions set out in the approved retail strategy as discussions are continuing with many potential tenants. The inclusion of more experiential retailing or including as part of a retail operation some degree of cultural experience will provide for setting apart what may otherwise be considered more traditional retail as being unique and distinct.

Our observations are:

- a) There appears to be strong demand for retail space .
- b) The restaurants category has three times the demand from applicants as planned space (+130,000 sq. ft. for approximately 50,000 sq. ft.).
- c) There are enough different uses to provide a mix of stores that approaches the desired tenant mix.
- d) At present, there is a lack of unique independents, but these typically are attracted towards the end of the leasing period once the larger “anchor” tenants are secured and we will continue to work with Trinity and have a dialogue about this topic.

Mr, Kirkpatrick, as stated in the outset, and as described herein, I am satisfied that the retail aspects are proceeding in the right direction as mandated by City Council to realize the retail strategy and the urban village concept that is central to making the retail area at Lansdowne a unique element of the overall experience that a revitalized Lansdowne Park will provide to residents and visitors. I will keep you posted on our bi-weekly conference calls. The continued dialogue with Trinity is moving in a positive direction.

Respectfully submitted,



CC John Smit
Graham Bird
Michael Foley

Appendix C Press Releases



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Whole Foods Market's® Ontario Expansion Continues in Ottawa *Lansdowne is Third New Location Announced in Ontario in Last Year*

Ottawa, ON (February 9, 2011) – Whole Foods Market (Nasdaq: WFMI), the world's leading natural and organic foods supermarket announced Wednesday that a new, nearly 40,000 square foot Ontario location is slated to open in Canada's capital city of Ottawa in 2014.

"At Whole Foods Market, we strive to offer the freshest, most flavourful natural and organic foods available, and we are overjoyed to increase our presence in Ontario," comments Michael Bashaw, Midwest Regional President. "We are greatly looking forward to expanding our brand and offering our wide selection of high quality natural and organic products to an even greater customer base," says Bashaw.

About the Store

The store will reflect the company's mission of supporting sustainable agriculture and the environment by featuring natural, organic foods, which are free of artificial ingredients and hydrogenated fats. With a focus on fresh, organic fruits and vegetables, specialty items, high-quality meats and poultry, everyday pantry staples and sustainable seafood, the store will appeal to a variety of customers ranging from the health conscious to serious foodies.

The store will be located in the Glebe neighbourhood along Bank Street. The store will be a part of Lansdowne Park, a new, mixed-use development that will include the continuation of professional football, and the beginning of professional soccer games at a revamped stadium amid a bustling cluster of shops, cinemas, restaurants, condominiums, townhomes and green space operated by the Ottawa Sports and Entertainment Group.

"We couldn't be more pleased to have Whole Foods Market join Lansdowne Park," states John Ruddy, President, Trinity Development Group. "Whole Foods Market is a unique retailer that embodies everything we're looking for in this complex: a devotion to community, a provider of delicious, high-quality foods and a topnotch employer."

- more -

About Whole Foods Market Team Members

Whole Foods Market, which estimates it will add approximately 150 additional jobs in the area, has been named by *Fortune* magazine as one of the "100 Best Companies to Work For" in the U.S. for 14 consecutive years – every year since the List's inception.

"Whole Foods Market celebrates a unique and diverse workforce. We're proud that our Team Members are truly passionate about sharing the joys of great-tasting food and natural lifestyle choices with our customers," Bashaw says.

Commitment to the Community

Whole Foods Market has a history of establishing a deep commitment to each of the communities it serves. "These stores will allow us to deepen our commitment to the community. We look forward to building relationships with our neighbourhood partners through our various community support events," Bashaw comments.

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About Whole Foods Market®

Founded in 1980 in Austin, Texas, Whole Foods Market (wholefoodsmarket.com, NASDAQ: WFMI), is the leading natural and organic food retailer. As America's first national certified organic grocer, Whole Foods Market was named "America's Healthiest Grocery Store" by *Health* magazine. The company's motto, "Whole Foods, Whole People, Whole Planet"™ captures its mission to ensure customer satisfaction and health, Team Member excellence and happiness, enhanced shareholder value, community support and environmental improvement. Thanks to the company's nearly 60,000 Team Members, Whole Foods Market has been ranked as one of the "100 Best Companies to Work For" in America by *FORTUNE* magazine for 14 consecutive years. In fiscal year 2010, the company had sales of more than \$9 billion and currently has more than 300 stores in the United States, Canada and the United Kingdom.



FOR IMMEDIATE RELEASE

June 20, 2011 (Ottawa, ON.): The North American Soccer League (NASL) today announced that Ottawa, Canada has been awarded an expansion franchise. The new team will be owned by the Ottawa Sports and Entertainment Group (OSEG) and play home games at Lansdowne Park. The franchise will commence League play upon the completion of a major stadium reconstruction project which is expected to commence later this year. The North American Soccer League is a Division II men's outdoor professional soccer league with teams based in the United States, Canada and Puerto Rico.

"We welcome Ottawa to the NASL," said League Commissioner David Downs. "As we continue to expand and collectively grow professional soccer in the United States, Canada and the Caribbean, Ottawa is a natural market with a vibrant business community, large soccer fan base and an exceptional ownership group."

OSEG partner John Pugh, who is also the CEO and Owner of the Ottawa Fury Soccer Club, has been named President of the new NASL franchise. Pugh says he's committed to building a successful team on and off the field: "This will be, by far, the highest calibre of soccer we'll have seen in Ottawa since the 2007 FIFA Men's U-20 World Cup," said Pugh. "We are committed to fielding a competitive team from the get-go, providing a lively, entertaining game day experience for families and establishing strong ties with all soccer players and fans across the region. It's a privilege to have this opportunity."

Ottawa's new 24,000 seat soccer-friendly downtown stadium will be built to exacting FIFA specifications. The City of Ottawa and OSEG are partners in the project and Ottawa Mayor Jim Watson says it's an exciting time for the entire city: "Residents are excited about NASL soccer, our bid for the 2015 FIFA Women's World Cup, CFL football and other events that will take place in Ottawa thanks to a newly redeveloped Lansdowne Park," said Mayor Watson. "With 65,000 registered players in our region playing the world's game, it's high time Ottawa had a professional soccer team and a world-class stadium."

OSEG is offering Ottawa soccer fans an opportunity to reserve the right to purchase season tickets for their NASL team before they become available to the public at large. A limited number of priority reservation numbers (PRNs) are now available for a fully-refundable \$25 deposit or free for current season ticket holders for the Ottawa Fury and Ottawa 67's and PRN holders for Ottawa's new CFL football franchise. Details for this program are available at www.ottawafury.com or www.ottawa67s.com.

ABOUT THE NASL: The North American Soccer League is the Division II men's outdoor professional soccer league in the United States, Canada and Puerto Rico. The NASL member teams are: Atlanta Silverbacks, Carolina RailHawks, FC Edmonton, FC Tampa Bay, Fort Lauderdale Strikers, NSC Minnesota Stars, Montreal Impact (joining MLS in 2012), Puerto Rico Islanders, and the San Antonio Scorpions FC (beginning play in 2012). For more information about the NASL, please visit NASL.com. For real time updates, follow the NASL on Twitter at [Twitter.com/NASLOfficial](https://twitter.com/NASLOfficial) or Facebook at www.Facebook.com/NASLfans.

ABOUT JOHN PUGH: Born in England, John Pugh studied and played varsity soccer at the University of Wales. After obtaining a first class degree in Computer Technology, he played semi-pro soccer and taught computer science in Durham and Sheffield, before accepting a position with Ottawa's Carleton University. He later co-founded and served as President of The Object People Inc., and in 2002 Mr. Pugh rekindled his passion for soccer, purchasing and serving as CEO of The Ottawa Fury Soccer Club. Under his leadership, the Fury has become one of Canada's top player development organizations and Fury teams are perennially top-contenders at all levels, including the USL's Premier Development League (PDL) and its women's equivalent, the USL W-League. More information on Mr. Pugh can be found on the Ottawa Fury website: www.OttawaFury.com.

ABOUT OSEG: The Ottawa Sports and Entertainment Group is the partnership founded to re-establish CFL football and establish NASL soccer in Ottawa and, in partnership with the City of Ottawa, revitalize Lansdowne Park. The OSEG partners are: Roger Greenberg (Minto Group), Jeff Hunt (Ottawa 67's), John Pugh (Ottawa Fury), John Ruddy (Trinity Development Group) and William Shenkman (The Shenkman Group). More information on the partners can be found on their respective corporate websites: www.minto.com, www.ottawa67s.com, www.ottawafury.com, www.trinity-group.com, www.shenkmancorp.com.

ABOUT THE LANSDOWNE PARTNERSHIP: On June 28, 2010, Ottawa Council voted to proceed with the redevelopment of Lansdowne Park through a partnership of the City of Ottawa and the Ottawa Sports and Entertainment Group. The Lansdowne Partnership Plan presented on September 2, 2009 offered a vision for a new, vibrant and transformed Lansdowne. At the direction of Council, the plan was further refined and on November 22, 2010, Council approved the integrated master site plan. More information on the plan and the stadium can be found on the City of Ottawa website: www.Ottawa.ca.

For More Information Contact:

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EMPIRETHEATRES.COM

Media Release

May 27, 2011

Empire Theatres Announces New Complex for Ottawa's Lansdowne Park *New theatre to present a premium VIP guest experience*

Halifax, NS - Empire Theatres, a Canada-wide film exhibition company, will open a state-of-the-art 10-screen theatre complex at Lansdowne Park in Ottawa, ON in 2013.

Empire Theatres Lansdowne Park will be located in the iconic landmark, Lansdowne Park on Bank St, and will be part of the major revitalization project. The new theatre will blend entertainment and comfort with technology in a contemporary and unique design.

"Our Lansdowne Park Theatre will provide a state-of-the-art, premium movie experience and we're thrilled to bring it to historic Lansdowne Park," said Dean Leland, Vice President of Studio & Media Relations, Empire Theatres. "This Theatre was uniquely designed to deliver the ultimate movie-going experience and we look forward to opening its doors to the Ottawa community in 2013."

The new theatre will back on to Holmwood Avenue and will be part of the historic Lansdowne Park revitalization effort. The Park will cater to foot-traffic on the Boulevard and will also feature restaurants, shops, Aberdeen Pavilion, a Farmer's Market, seating areas, and a rejuvenated Stadium with an upgraded arena.

"The new Lansdowne Park is going to create a unique retail experience for Ottawa and we are excited to have Empire Theatres be a part of that experience. Empire Theatres' selection of Lansdowne as the first theatre in its chain to have a specially-designed premium guest experience supports their commitment to this development and to the people of Ottawa," says John Ruddy, President and CEO of Trinity Developments and O.S.E.G. partner.

At Empire Theatres Lansdowne Park, the ten auditoriums will feature curved screens for that perfect picture; Dolby Digital Surround Sound for optimum sound; stadium-style seating for unobstructed viewing; and comfortable, wide, rocker-style seats with lots of leg room. Each auditorium will have 100% integrated DLP Digital Cinema Projection providing crystal clear images, as well as RealD 3D capability in seven auditoriums.

In addition, Empire Theatres Lansdowne Park will feature Empire Theatres' very own "Empire Extra" in one of its auditoriums. Empire Extra provides guests with a heightened sensory experience in a special auditorium designed to offer dynamic sound, screen and seat quality. Empire Extra boasts custom-designed multi-channel sound system for the ultimate audio experience; stunning digital presentation on a massive, wrap-around screen; and reserved seating in comfy, high back rockers.

Empire Theatres Limited | Theatre Support Centre, Halifax | 190 Chain Lake Drive | Halifax, NS B3S 1C5



EMPIRETHEATRES.COM

The theatre will include an expansive main lobby including a lounge area; an expanded refreshments area and offering; and large rooms that will be used for community and corporate use. Guests will also be able to purchase their tickets at refreshments for one-stop shopping, as well as online and via a mobile device.

The opening of Empire Theatres Lansdowne Park will provide both full time and part time employment opportunities to Ottawa area residents.

Empire Theatres also has three neighboring theatres in the Ottawa area, including Empire Theatres Orleans, Empire Ottawa 7 and Empire Rideau Centre Cinemas.

About Empire Theatres Limited:

Empire Theatres Limited is a Canada-wide film exhibition company providing an exciting out-of-home entertainment experience including traditional film exhibition as well as other content using its digital and satellite capabilities.

Empire Theatres Limited is a 100% owned subsidiary of Empire Company Limited that owns and operates 50 theatres across Canada with 386 screens, including one IMAX theatre in Halifax, NS.

Empire Theatres Limited's corporate headquarters are located in Stellarton, NS, with regional offices in Halifax, NS; Toronto, ON; and Calgary, AB. With approximately 2,500 employees, Empire Theatres provides excellent employment opportunities for the youth of Canada in an exciting and energetic industry.

For more information, please contact:

Kelly O'Brien
Manager - Marketing & Communications

Empire Theatres Limited | Theatre Support Centre, Halifax | 190 Chain Lake Drive | Halifax, NS B3S 1C5

Appendix D

Updates on Related Projects

Bank St. Reconstruction

- Bank Street reconstruction is an accelerated project being done to minimize inconvenience to residents and businesses.
- Work is being carried out all along the 1.4-kilometre stretch of road between the Rideau Canal and the Queensway.
- As many as 12 construction crews are working on the street rebuild, replacing infrastructure that is sometimes more than a century old.
- Most of the construction is to be completed by mid-November, when the work will stop for the Christmas period. The remainder of the street work, including landscaping, will be done in 2012.



Photography courtesy of IBI Group

Trade Show Facility

- Scheduled for completion late 2011, opening January 2012.
- Will house everything from trade/consumer shows to concerts and graduation ceremonies.
- “CE Centre is a 220,000 square foot, purpose built exhibition facility offering four contiguous state-of-the-art exhibit halls, meeting rooms, banquet facilities and extensive parking.”
- 150,000 sq/f of column free exhibition hall space, 4 halls, LEED Silver candidate.

