


EXPLANATION**A By-law to amend the Zoning and Development By-law
Re: 1030 Denman Street**

After the public hearing on April 21, 2011, Council resolved to amend the Zoning and Development By-law to create a CD-1 by-law for 1030 Denman Street. The Director of Planning has advised that all prior to conditions have been met, and enactment of the attached by-law will implement Council's resolution.

Director of Legal Services
October 16, 2012

1030 Denman Street

 BY-LAW NO. _____

**A By-law to amend
Zoning and Development By-law No. 3575
to rezone an area to CD-1**

THE COUNCIL OF THE CITY OF VANCOUVER, in public meeting, enacts as follows:

Zoning District Plan amendment

1. This By-law amends the Zoning District Plan attached as Schedule D to By-law No. 3575, and amends or substitutes the boundaries and districts shown on it, according to the amendments, substitutions, explanatory legends, notations, and references shown on the plan marginally numbered Z-632 (b) attached as Schedule A to this By-law, and incorporates Schedule A into Schedule D to By-law No. 3575.

Uses

2.1 The description of the area shown within the heavy black outline on Schedule A is CD-1 (537).

2.2 Subject to approval by Council of the form of development, to all conditions, guidelines and policies adopted by Council, and to the conditions set out in this By-law or in a development permit, the only uses permitted within CD-1 (537) and the only uses for which the Director of Planning or Development Permit Board will issue development permits are:

- (a) Cultural and Recreational Uses limited to Artist Studio, Billiard Hall, Club, Community Centre or Neighbourhood House, Fitness Centre, Library, Museum or Archives, or Theatre;
- (b) Dwelling Uses, limited to Dwelling Units in conjunction with any of the uses listed in this section 2.2, residential unit associated with and forming an integral part of an Artist Studio, or Senior's Supportive or Assisted Housing;
- (c) Institutional Uses, limited to Child Day Care Facility, Public Authority Use, School - Elementary or Secondary, School - University or College, or Social Service Centre;
- (d) Office Uses;
- (e) Retail Uses, limited to Adult Retail Store, Furniture or Appliance Store, Grocery or Drugstore, Liquor Store, Pawnshop, Retail Store, Secondhand Store, or Small-scale Pharmacy;

- (f) Service Uses, limited to Animal Clinic, Barber Shop or Beauty Salon, Beauty and Wellness Centre, Cabaret, Catering Establishment, Hotel existing as of October 16, 2012, Laundromat or Dry Cleaning Establishment, Neighbourhood Public House, Photofinishing or Photography Studio, Print Shop, Repair Shop - Class B, Restaurant - Class 1, Restaurant - Class 2, School - Arts or Self-Improvement, School - Business, or School - Vocational or Trade;
- (g) Utility and Communication Uses, limited to Public Utility; and
- (h) Accessory Uses customarily ancillary to any of the uses listed in this section 2.2.

2.3 Hotel uses as listed in section 2.2 are permitted within CD-1 (537), except that the Director of Planning or Development Permit Board must not issue a development permit to change any existing use to Hotel use.

Floor area and Density

3.1 Computation of floor space ratio must assume that the site consists of 7 972 m², being the site size at the time of the application for the rezoning evidenced by this By-law, and before any dedications.

3.2 The floor space ratio for a building existing on or before October 16, 2012 must not exceed 5.07.

3.3 Computation of floor space ratio must include all floors of all buildings having a minimum ceiling height of 1.2 m, including earthen floor, above and below ground level, measured to the extreme outer limits of the building.

3.4 Computation of floor space ratio must exclude:

- (a) open residential balconies or sun decks and any other appurtenances which, in the opinion of the Director of Planning, are similar to the foregoing, except that the total area of all open and enclosed balcony or sun deck exclusions must not exceed 8% of the residential floor area being provided;
- (b) patios and roof gardens only if the Director of Planning first approves the design of sunroofs and walls;
- (c) amenity areas, including child day care facilities, recreation facilities and meeting rooms accessory to a residential use, to a maximum floor area of 10% of the total permitted floor area, except that, in the case of a child day care facility, the Director of Planning must be satisfied, on the advice of the Managing Director of Social Development, that there is a need for a child day care facility in the immediate neighbourhood;
- (d) where floors are used for off-street parking and loading, the taking on or discharging of passengers, bicycle storage, heating and mechanical equipment,

or uses which in the opinion of the Director of Planning are similar to the foregoing, those floors or portions thereof so used, which are at or below base surface, except that the exclusion for a parking space must not exceed 7.3 m in length;

- (e) all residential storage space above or below base surface, except that if the residential storage space above base surface exceeds 3.7 m² for a dwelling unit, there will be no exclusion for any of the residential storage space above base surface for that unit;
- (f) where a Building Envelope Professional, as defined in the Building By-law, has recommended exterior walls greater than 152 mm in thickness, the area of the walls exceeding 152 mm, but to a maximum exclusion of 152 mm thickness, except that this clause shall not apply to walls in existence prior to March 14, 2000; and
- (g) with respect to exterior:
 - (i) wood frame construction walls greater than 152 mm thick that accommodate RSI 3.85 (R-22) insulation, or
 - (ii) walls other than wood frame construction greater than 152 mm thick that meet the standard RSI 2.67 (R-15),

the area of such walls that exceeds 152 mm to a maximum exclusion of 51 mm of thickness for wood frame construction walls and 127 mm of thickness for other walls, except that this clause is not to apply to walls in existence before January 20, 2009. A registered professional must verify that any wall referred to in subsection (ii) meets the standards set out therein.

3.5 The use of floor space excluded under section 3.4 must not include any purpose other than that which justified the exclusion.

Building height

4. The building height for a building existing as of October 16, 2012 must not exceed 91 m measured from base surface.

Parking and bicycle spaces

5.1 Parking, loading, and bicycle spaces must be provided and maintained according to the provisions of the Parking By-law, including those concerning exemptions, relaxations, and mixed use reductions, except that for residential uses there must be:

- (a) at least 0.075 and no more than 0.15 visitor parking spaces per dwelling unit; and
- (b) a minimum of eight visitor parking spaces reserved as full-time residential visitor parking.

5.2 Any future changes of use of the site must require that parking, loading, and bicycle spaces be provided and maintained, according to the provisions of the Parking By-law, including those concerning exemptions, relaxations, and mixed use reductions, and to the satisfaction of the Director of Planning after consultation with the General Manager of Engineering Services, except that for residential uses there must be:

- (a) at least 0.075 and no more than 0.15 visitor parking spaces per dwelling unit; and
- (b) a minimum of eight visitor parking spaces reserved as full-time residential visitor parking.

Acoustics

6. All development permit applications require evidence in the form of a report and recommendations prepared by a person trained in acoustics and current techniques of noise measurement, demonstrating that the noise levels in those portions of dwelling units listed below do not exceed the noise level set opposite such portions. For the purposes of this section, the noise level is the A-weighted 24-hour equivalent (Leq) sound level and is defined simply as noise level in decibels.

Portions of dwelling units	Noise levels (Decibels)
Bedrooms	35
Living, dining, recreation rooms	40
Kitchen, bathrooms, hallways	45

Severability

7. A decision by a court that any part of this By-law is illegal, void, or unenforceable severs that part from this By-law, and is not to affect the balance of this By-law.

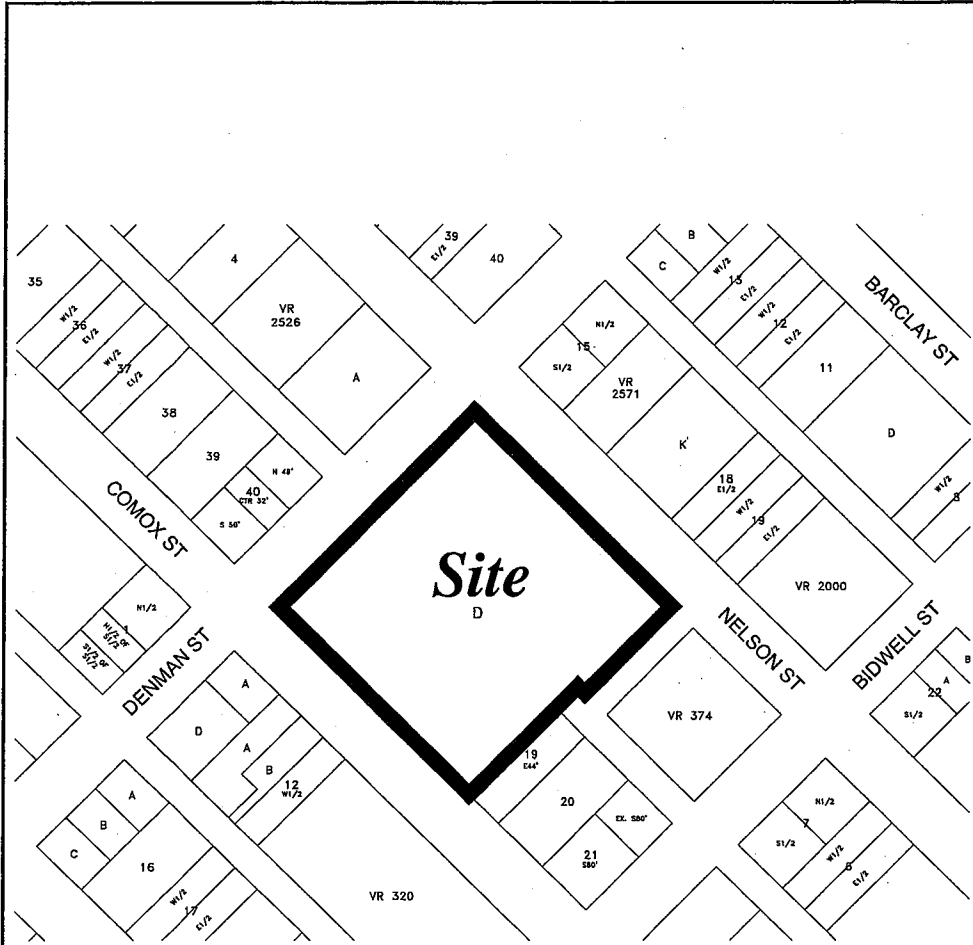
Force and effect


8. This By-law is to come into force and take effect on the date of its enactment.

ENACTED by Council this _____ day of _____, 2012

Mayor

City Clerk



The property outlined in black () is rezoned:
 From **C-5** to **CD-1**.

Z-632 (b)

RZ - 1030 Denman Street

map: 1 of 1
 scale: NTS



City of Vancouver

date: 2011-02-21

EXPLANATION

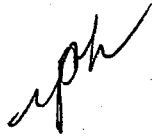
**A By-law to amend the Zoning and Development By-law
Re: 5761-5775 St. George Street**

After the public hearing on May 14, 2012, Council resolved to amend the Zoning and Development By-law to create a CD-1 zone for a development on this site. The Director of Planning has advised that all prior-to conditions have been met, and enactment of the attached By-law will implement Council's resolution.

Director of Legal Services
October 16, 2012

5761-5775 St. George Street

BY-LAW NO. _____



A By-law to amend
Zoning and Development By-law No. 3575
to rezone an area to CD-1

THE COUNCIL OF THE CITY OF VANCOUVER, in public meeting, enacts as follows:

Zoning District Plan Amendment

1. This By-law amends the Zoning District Plan attached as Schedule D to By-law No. 3575, and amends or substitutes the boundaries and districts shown on it, according to the amendments, substitutions, explanatory legends, notations, and references shown on the plan marginally numbered Z-645 (b) attached as Schedule A to this By-law, and incorporates Schedule A into Schedule D, to By-law No. 3575.

Uses

2.1 The description of the area shown within the heavy black outline on Schedule A is CD-1 (538).

2.2 Subject to approval by Council of the form of development, to all conditions, guidelines and policies adopted by Council, and to the conditions set out in the By-law or in a development permit, the only uses permitted and the only uses for which the Director of Planning or Development Permit Board will issue development permits are:

- (a) Multiple Dwelling; and
- (b) Accessory Use customarily ancillary to any use permitted by this section.

Density

3.1 For the purposes of computing floor space ratio, the site is deemed to be 2 071.9 m² being the site size at the time of application for rezoning, prior to any dedications.

3.2 The floor space ratio for all uses must not exceed 1.03.

3.3 The number of dwelling units on the site must not exceed 16.

3.4 Computation of floor space ratio must include:

- (a) all floors having a minimum ceiling height of 1.2 m, including earthen floor, both above and below ground level, measured to the extreme outer limits of the building;

- (b) stairways, fire escapes, elevator shafts, and other features which the Director of Planning considers similar, measured by their gross cross-sectional areas and included in the measurements for each floor at which they are located; and
- (c) where the distance from a floor to the floor above or, where there is no floor above to the top of the roof joists, exceeds 3.7 m, an amount equal to the area of the floor below the excess height.

3.5 Computation of floor space ratio must exclude:

- (a) open residential balconies or sun decks and any other appurtenances which, in the opinion of the Director of Planning, are similar to the foregoing, except that the total area of all such exclusions must not exceed 8 percent of the permitted residential floor area;
- (b) patios and roof gardens if the Director of Planning first approves the design of sunroofs and walls;
- (c) where floors are used for off-street parking and loading, the taking on or discharging of passengers, bicycle storage, heating and mechanical equipment, or uses which in the opinion of the Director of Planning are similar to the foregoing, those floors or portions thereof so used, which are at or below the base surface, except that the exclusion for a parking space must not exceed 7.3 m in length, and the exclusion for heating and mechanical equipment must not exceed 1.4 m² in each unit;
- (d) areas of undeveloped floors located:
 - (i) above the highest storey or half-storey and to which there is no permanent means of access other than a hatch,
 - (ii) adjacent to a storey or half-storey with a ceiling height of less than 1.2 m, or
 - (iii) under covered verandas or porches as described in subsection (f), and to which there is no permanent means of access;
- (e) all residential storage space above or below base surface, except that if the residential storage space above base surface exceeds 3.7 m² for a dwelling unit, there is to be no exclusion for any of the residential storage space above base surface for that unit;
- (f) covered verandas or porches if:
 - (i) they are located at the basement or first storey,

- (ii) that portion facing the street or rear property line is open or protected by partial walls or guard rails, the height of which must not exceed the minimum specified in the Building By-law,
- (iii) the total area of such exclusions does not exceed 5% of the permitted floor area, and
- (iv) the ceiling height, including roof structures, of the total area of such exclusions does not exceed 3.1 m measured from the porch floor.

Building height

4. The building height, measured above base surface, must not exceed 10.7 m.

Setbacks

5. The setback of each building must be at least:
- (a) 4.57 m from the west property line;
 - (b) 4.57 m from the east property line;
 - (c) 1.47 m from the north property line; and
 - (d) 2 m from the south property line.

Horizontal Angle of Daylight

- 6.1 Each habitable room must have at least one window on an exterior wall of a building.

6.2 The location of each such exterior window must allow a plane or planes extending from the window and formed by an angle of 50 degrees, or two angles with a sum of 70 degrees, to encounter no obstruction over a distance of 24.0 m.

6.3 Measurement of the plane or planes referred to in section 6.2 must be horizontally from the centre of the bottom of each window.

6.4 If:

- (a) the Director of Planning or Development Permit Board first considers all the applicable policies and guidelines adopted by Council; and
- (b) the minimum distance of the unobstructed view is not less than 3.7 m;

the Director of Planning or Development Permit Board may relax the horizontal angle of daylight requirement.

6.5 An obstruction referred to in section 6.2 means:

- (a) any part of the same building including permitted projections; or
- (b) the largest building permitted under the zoning on any site adjoining CD-1 (538).

6.6 A habitable room referred to in section 6.1 does not include:

- (a) a bathroom; or
- (b) a kitchen whose floor area is the lesser of:
 - (i) 10% or less of the total floor area of the dwelling unit, or
 - (ii) 9.3 m².

Severability

7. A decision by a court that any part of this By-law is illegal, void, or unenforceable severs that part from this By-law, and is not to affect the balance of this By-law.

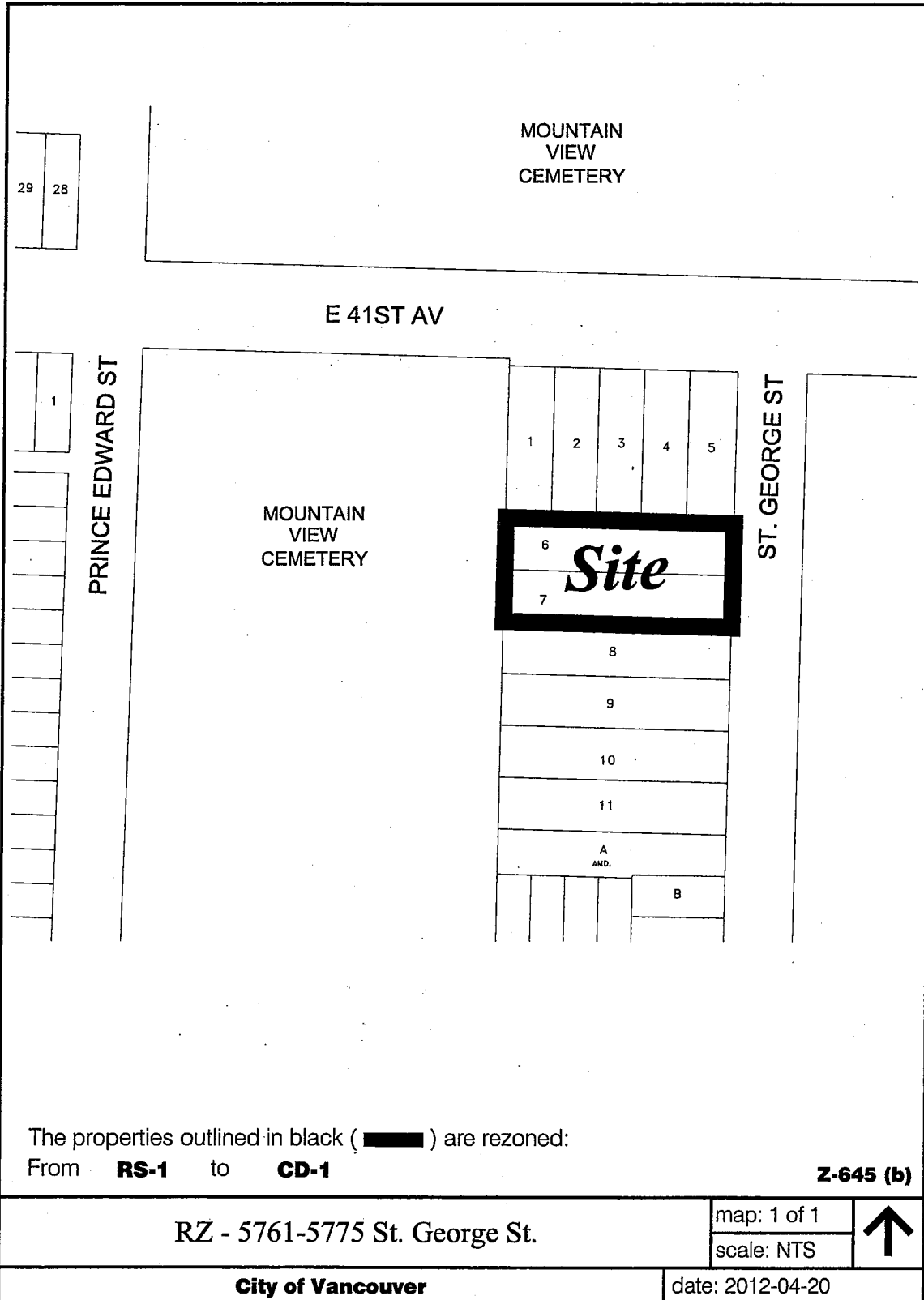
Force and effect

8. This By-law is to come into force and take effect on the date of its enactment.

ENACTED by Council this day of , 2012

Mayor

City Clerk



The properties outlined in black () are rezoned:
 From **RS-1** to **CD-1**

Z-645 (b)

RZ - 5761-5775 St. George St.

map: 1 of 1

scale: NTS



City of Vancouver

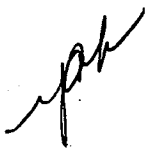
date: 2012-04-20

EXPLANATION**Subdivision By-law No. 5208 amending By-law
Re: 5761-5775 St. George Street**

Enactment of the attached By-law will delete 5761-5775 St. George Street from the maps forming part of Schedule A of the Subdivision By-law, and implement Council's resolution of May 14, 2012 dealing with the rezoning of the property, and is consequential to the rezoning of the property.

Director of Legal Services
October 16, 2012

5761-5775 St. George Street



BY-LAW NO. _____

A By-law to amend Subdivision By-law No. 5208

THE COUNCIL OF THE CITY OF VANCOUVER, in public meeting, enacts as follows:

1. Council amends Schedule A to the Subdivision By-law in accordance with the plan labelled Schedule A, and attached to and forming part of this By-law, by deleting therefrom the property shown in black outline on Schedule A to this By-law, in accordance with the explanatory legends, notations, and references incorporated therein.
2. This By-law is to come into force and take effect on the date of its enactment.

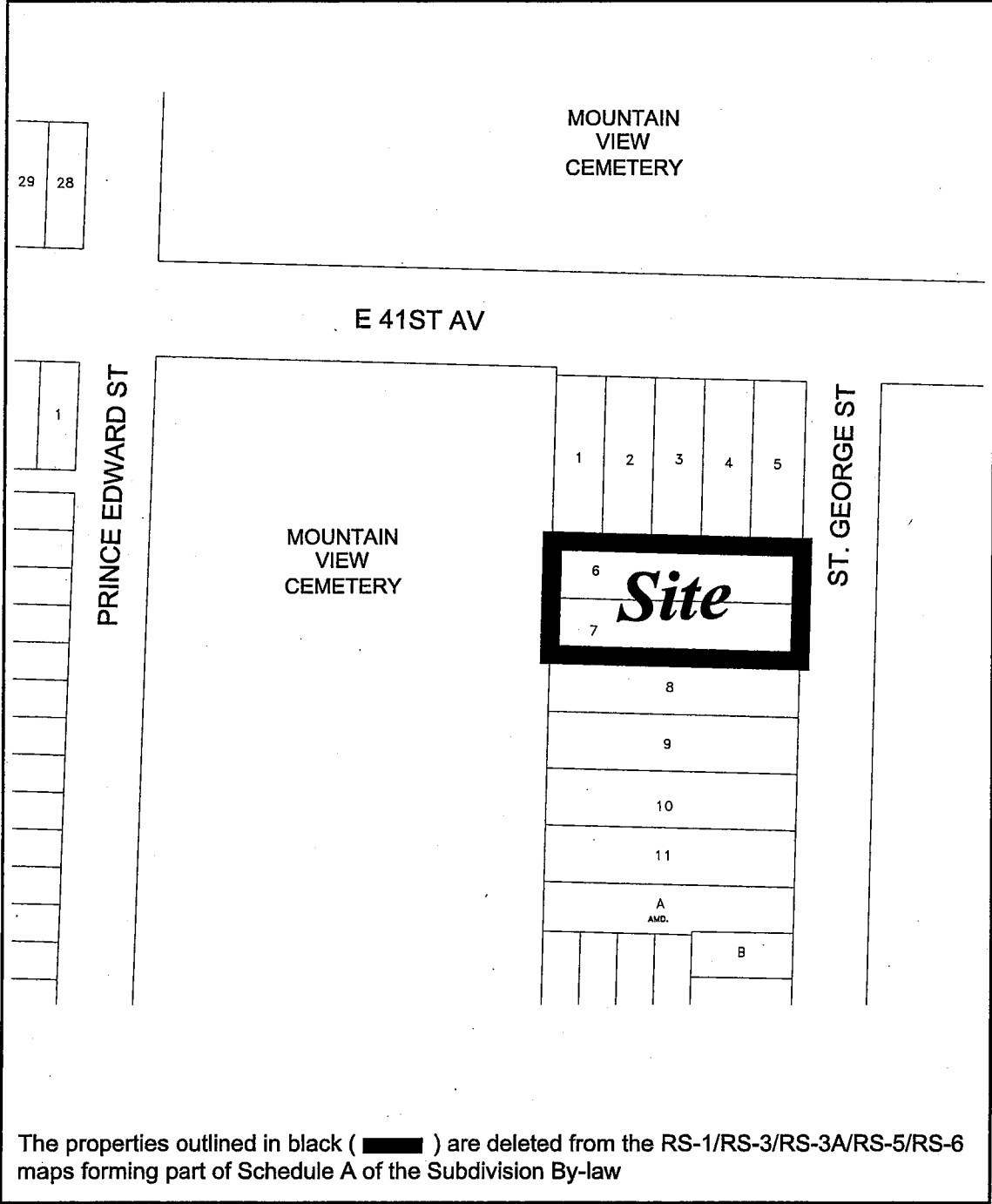
ENACTED by Council this _____ day of _____, 2012

Mayor

City Clerk

By-law No. _____ being a By-law to amend By-law No. 5208

being the Subdivision By-law



The properties outlined in black () are deleted from the RS-1/RS-3/RS-3A/RS-5/RS-6 maps forming part of Schedule A of the Subdivision By-law

5761-5775 St. George St.

map: 1 of 1

scale: NTS



City of Vancouver

date: 2012-10-03

BY-LAW NO. 10565

**A By-law to Contract a Debt by the Issue and Sale of 3.70%
Sinking Fund Debentures in the Aggregate Principal Amount
of \$120,000,000 for the Objects Set Out in Schedule "B"**

WHEREAS:

- A. Pursuant to sections 236 and 242 of the Vancouver Charter, S.B.C. 1953, c.55, as amended (the "Vancouver Charter"), the Council of the City of Vancouver (the "Council") has power, without the assent of the electors, to borrow money for:
- (a) the construction, installation, maintenance, replacement, repair and regulation of a waterworks system, including water mains and other water pipes, valves, fittings, hydrants, meters and other necessary appliances and equipment, for the purpose of the distribution and supply of water, and for acquiring real property and easements therefor, and
 - (b) the construction, installation, maintenance, replacement, repair and regulation of a system of sewerage and drainage, including all necessary appliances and equipment for such purposes, and for acquiring real property and easements therefore, and
 - (c) the design, construction, installation, maintenance and repair of an energy utility system, including all necessary appliances and equipment, and for acquiring real property and easements therefore;

2009 - 2011 Capital Plan

- B. Pursuant to section 245 of the Vancouver Charter, the Council on the 15th day of November, 2008 submitted to the electors of the City of Vancouver entitled to vote on by-laws requiring assent of the electors the questions set out in Schedule "C.1" hereto;
- C. As appears by Certificates of the Returning Officer to the Council, the votes cast in the affirmative on each of the questions set out in Schedule "C.1" hereto amounted to a majority of all of the votes cast thereon;
- D. As a result of the votes cast on the 15th day of November, 2008, the Council has power, without the assent of the electors to pass by-laws in any of the years 2009 to 2011 inclusive, to borrow money by the issue and sale of debentures in the aggregate principal amounts not exceeding the amounts set out for the various projects referred to in each of the questions set out in Schedule "C.1" hereto or such proposed projects as varied by Council by a vote of not less than two-thirds of all its members, and if any of the projects or any part thereof is delayed for any reason, to pass by-laws to borrow such money at any time within the years 2012 to 2018 inclusive;
- E. All or part of the proposed projects set out in Schedule "C.1" hereto have been delayed;

F. Some of the projects set out in Schedule "C.1" hereto have been varied by resolutions of the Council dated January 21, 2010 and June 22, 2010, copies of which are attached hereto as Schedule "C.2". The said resolutions were passed by a vote of not less than two thirds of the members of Council and the aggregate amount of borrowing assented to by the electors has not been exceeded, in accordance with section 245 (3) of the Vancouver Charter;

G. The Council has not heretofore borrowed any money by the issue and sale of debentures for the projects set out in Schedule "C.1" hereto, save and except by the sale of debentures (a) in the principal amount of \$53,854,900 by By-law No. 10015 of March 25, 2010 and (b) in the principal amount of \$71,000,000 by By-law No. 10393 of November 29, 2011, and the amount authorized for any specific project will not as a result of the borrowing authorized hereby, be exceeded;

H. It is now deemed expedient under the authority of the Vancouver Charter and pursuant to the provisions of sections 236, 242 and 245 of the Vancouver Charter to borrow the sum of money and to contract a debt by the issue and sale of debentures of the City of Vancouver in the principal amount of \$120,000,000 in lawful money of Canada bearing interest at the rate of 3.70% per annum for the objects more particularly set forth in Schedule "B" hereto;

I. The value according to the last revised assessment roll of all the real property within the boundaries of the City of Vancouver liable to taxation is \$210,972,398,175; and

J. The total amount of the existing debenture debt of the City of Vancouver at the date of the first reading of this by-law is \$729,198,000 (exclusive of debts incurred for local improvements secured by special rates or assessments) of which none of the principal or interest is in arrears as at that date.

NOW THEREFORE THE COUNCIL OF THE CITY OF VANCOUVER in open meeting assembled enacts as follows:

1. THAT for the objects and in the principal amounts more particularly set forth in Part I of Schedule "B" hereto, the borrowing of which has received the assent of the electors pursuant to section 245 of the Vancouver Charter, and for the objects and in the principal amounts more particularly set forth in Part II of Schedule "B" hereto, the borrowing of which is authorized by sections 236 and 242(2) of the Vancouver Charter, a debt shall be contracted by the issue and sale of sinking fund debentures in the principal amount of \$120,000,000 in lawful money of Canada (the "Debentures"). The Debentures will bear interest at the rate of three point seven zero per centum (3.70%) per annum payable in lawful money of Canada half-yearly on the 18th day of April and the 18th day of October during the years 2013 to 2052, inclusive; the first of such payments of interest being for the period from October 18, 2012 to April 18, 2013. The Debentures will be issued in the form of a fully registered global certificate (the "Global Debenture") registered in the name of CDS & Co. as nominee of CDS Clearing and Depository Services Inc. ("CDS") and held by CDS. The Global Debenture shall be in the form or substantially in the form attached hereto as Schedule "A". Interest shall be paid in the manner provided in the form of the Global Debenture.

2. THAT the Global Debenture (and any replacement global debenture that may be issued pursuant to the Book Entry Only Securities Services Agreement (defined below) if the Global Debenture is defaced, lost, stolen or destroyed) shall be sealed with the common seal of the City of Vancouver, shall bear the signature or facsimile signature of the Mayor of the City of Vancouver and shall be signed by any one of the following officials as the authorized signing officers of the City of Vancouver: the City Treasurer, the Deputy City Treasurer, the Director of Finance or a Deputy Director of Finance. The common seal of the City of Vancouver may be stamped, printed, lithographed or otherwise reproduced.

3. THAT the Global Debenture shall be dated the 18th day of October, 2012 and shall be payable on the 18th day of October, 2052.

4. THAT the Global Debenture will be payable as to principal in lawful money of Canada in accordance with the provisions of the Book Entry Only Securities Services Agreement and the Issuer Procedures (collectively the "Book Entry Only Securities Services Agreement") dated March 22, 2010 in respect of the issue of Debentures authorized by this By-law.

5. THAT the actions of the Director of Finance and the Deputy Director of Finance in negotiating, executing and delivering the Book Entry Only Securities Services Agreement (including the form of indemnity contained therein) and the actions of the Director of Finance in negotiating, executing and delivering the purchase agreement dated October 4, 2012 with RBC Dominion Securities Inc., as lead manager, on behalf of the City of Vancouver are hereby ratified, approved and confirmed and that the Director of Finance, a Deputy Director of Finance and the Director of Legal Services or an Assistant Director of Legal Services, or any one or more of them are hereby authorized to complete the issue and sale of the Debentures and, if issued, the Definitive Debentures (defined below) and to enter into and execute, with or without the common seal of the City of Vancouver and deliver on behalf of the City of Vancouver such other certificates, assurances, documents or instruments and to do all such things as may be necessary or desirable to complete the issue and sale of the Debentures and, if issued, the Definitive Debentures and to otherwise give effect to the intent of this by-law.

6. THAT if definitive sinking fund debentures (the "Definitive Debentures") are issued in exchange for the Global Debenture in accordance with the terms and conditions of the Global Debenture, they shall be in the form or substantially in the form and contain substantially the conditions as set out in Schedule "D" hereto and the following provisions, *inter alia*, shall apply to the Definitive Debentures:

- (a) the Definitive Debentures shall be issued in fully registered form as to principal and interest and interest shall be paid by cheque as provided in the form of debenture attached hereto as Schedule "D";
- (b) the Definitive Debentures shall be in the denominations of \$1,000 of lawful money of Canada and multiples thereof, shall be sealed with the common seal of the City of Vancouver, shall bear the facsimile signature of the Mayor of the City, and shall be signed by any one of the following officials as the authorized signing officers of the City of Vancouver: the City Treasurer, the Deputy City Treasurer, the Director of Finance or a Deputy Director of Finance. The common seal of the City of

Vancouver and the signatures of the authorized signing officers of the City of Vancouver may be stamped, printed, lithographed or otherwise reproduced;

- (c) the Definitive Debentures will be dated and be payable on the respective dates and in the respective amounts appropriate to the date of the issuance of the Definitive Debentures in exchange for and upon the surrender of the Global Debenture which amounts will not exceed in aggregate the outstanding balance of the Global Debenture at the date of exchange and in accordance with the maturity date and the Definitive Debentures shall bear the same interest rate (together with unmatured interest obligations) all as set out in the Global Debenture; and
- (d) the Definitive Debentures shall be payable as to principal in lawful money of Canada at any branch in Canada of the bank set out in the Definitive Debentures at the holder's option.

7. THAT if Definitive Debentures are issued in exchange for the Global Debenture, the Council may appoint a transfer agent, registrar and interest disbursing agent for the City of Vancouver for the purposes of performing, *inter alia*, the services of transfer agent, registrar and interest disbursing agent and to perform such other services in accordance with the Vancouver Charter and do such other things in relation to the Debentures as may be authorized by the Council.

8. THAT in each of the years 2013 to 2052, inclusive, a sum shall be levied and raised, in addition to all other rates, by way of real property taxes by a specific rate on all rateable real property in the City of Vancouver and by way of special levies, charges, rates or taxes sufficient to pay the interest falling due in such years on the Debentures.

9. THAT in each of the years 2013 to 2052, inclusive, there shall be levied and raised, in addition to all other rates, by way of real property taxes by a specific rate on all rateable real property in the City of Vancouver and by way of special levies, charges, rates or taxes, such sums which, with interest on the investment of all such sums, calculated at the rate of five per centum (5%) per annum and capitalized yearly will be sufficient to pay the principal amounts on the Debentures when they become due.

10. THAT the Debentures and, if issued in exchange for the Global Debenture, the Definitive Debentures, shall rank *pari passu* with all other general obligations of the City of Vancouver, except as to sinking funds.

11. THAT the City of Vancouver is hereby authorized to carry out the objects for which the Debentures and, if issued in exchange for the Global Debenture, the Definitive Debentures are issued.

12. THAT subject to due authorization by the City by borrowing resolution and subject to receipt of such other approvals as may be necessary, the Council may, without the consent of the holders of the Debentures, issue from time to time further debentures in addition to the \$120,000,000 principal amount of Debentures authorized by this by-law having the same terms and conditions as the Debentures in all respects (except where applicable for the first payments of interest thereon). Such further issues shall be consolidated and form a single series with the outstanding Debentures (and, where applicable, other debentures of the same series as may have been issued) and shall mature

on the same date or dates and may be interchangeable with the Debentures authorized by this by-law (and, where applicable, other debentures of the same series as may have been issued).

13. THAT Schedules "A" to "D" inclusive shall at all times be deemed an integral part of this by-law.

14. THAT this by-law shall come into force and take effect on the 16th day of October, 2012.

DONE AND PASSED in open Council this 16th day of October, 2012.

MAYOR

DEPUTY CITY CLERK

**THIS IS SCHEDULE "A" REFERRED TO IN
BY-LAW NO. 10565 OF THE CITY OF VANCOUVER**

CV2012-1

CANADA

ISIN: CA921577RF14

PROVINCE OF BRITISH COLUMBIA

CITY OF VANCOUVER

GLOBAL DEBENTURE

Issue of \$120,000,000, 3.70% Sinking Fund Debentures due October 18, 2052 under the provisions of the Vancouver Charter, as amended, and By-Law No. 10565.

The City of Vancouver (the "City") is indebted to and for value received promises to pay to CDS & Co., as nominee of CDS Clearing and Depository Services Inc. or registered assigns, on October 18, 2052, the principal sum of \$120,000,000 in lawful money of Canada and to pay interest on such principal sum in like money from October 18, 2012, or from the last interest payment date to which interest shall have been paid or made available for payment, whichever is the later, at the rate of three point seven zero per centum (3.70%) per annum, payable half yearly not in advance on the 18th day of April and the 18th day of October in each of the years 2013 to 2052 inclusive. The first payment of interest shall be for the period from October 18, 2012 to April 18, 2013. Interest shall be payable in the manner and in accordance with the Book Entry Only Securities Services Agreement (including the Issuer Procedures) dated March 22, 2010 addressed to CDS Clearing and Depository Services Inc. and the Acknowledgement dated October 16, 2012 which were signed on behalf of the City by the Director of Finance and a Deputy Director of Finance of the City.

The City is hereby and firmly bound and its faith and credit and taxing power are hereby pledged for the prompt payment of the principal and interest of this Global Debenture.

This Global Debenture represents an authorized issue of \$120,000,000, 3.70% sinking fund debentures of the City due October 18, 2052 (the "Debentures").

This Global Debenture is issued by the City under and by authority of and in full compliance with the laws of the Province of British Columbia, including the Vancouver Charter, as amended, and By-law No. 10565 duly and legally passed by the Council of the City.

The Debentures rank pari passu with all other general obligations of the City, except as to sinking funds.

All acts, conditions and things necessary to be done and to exist precedent to and in the issuance of this Global Debenture have been properly done, fulfilled and performed and exist in regular and in due form as required by the laws of the Province of British Columbia and the total indebtedness of the City, including this Global Debenture, does not exceed any statutory limitations, and provision has been made to levy real property taxes and to levy special levies, charges, rates or taxes sufficient to pay the interest promptly as it matures and to pay the principal of this Global Debenture when due.

This Global Debenture is subject to the conditions endorsed hereon which form a part hereof.

IN WITNESS WHEREOF the City has caused this Global Debenture to be sealed with the common seal of the City, to bear the signature of its Mayor, to be signed by its authorized signing officer and to be dated October 18, 2012.

[SEAL]

Mayor

Authorized Signing Officer

DRAFT

CONDITIONS

This Global Debenture is registered in the name of the nominee of CDS Clearing and Depository Services Inc. ("CDS") and held by CDS. Beneficial interests in this Global Debenture are represented through book-entry accounts to be established and maintained by CDS of financial institutions acting on behalf of beneficial owners as direct and indirect participants of CDS.

Except in limited circumstances, owners of beneficial interests in this Global Debenture will not be entitled to have debentures registered in their names and will not receive nor be entitled to receive certificated debentures in definitive form. The City will have no responsibility or liability for maintaining, supervising or reviewing any records of CDS relating to beneficial interests in this Global Debenture or for any aspect of the records of CDS relating to payments made by CDS on account of such beneficial interests.

Unless this certificate is presented by an authorized representative of CDS to the City for registration of transfer, exchange or payment, and any certificate issued in respect thereof is registered in the name of CDS & Co., or in such other name as is requested by an authorized representative of CDS (and any payment is made to CDS & Co. or to such other entity as is requested by an authorized representative of CDS), ANY TRANSFER, PLEDGE OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL since the registered holder hereof, CDS & Co., has a property interest in the securities represented by this certificate herein and it is a violation of its rights for another person to hold, transfer or deal with this certificate.

SCHEDULE "B"

PART I: 2009 - 2011 CAPITAL PROGRAM PLEBISCITE

AUTHORIZED UNDER SECTION 245 OF THE VANCOUVER CHARTER

1. Streets and Bridge Infrastructure

To provide for major maintenance and reconstruction of the arterial and residential street and lane networks and to undertake major maintenance of bridges and other structures..... \$13,761,451

2. Transit and Safety Improvements

To provide for strategic modifications to the arterial and neighbourhood transportation network, and to expand the system of greenways and cycle routes.....\$3,466,549

3. Street Lighting, Traffic Signal, and Communications Systems

To provide for major maintenance, reconstruction, and expansion of the street lighting, traffic signal, and communications systems \$4,120,000

4. Public Safety

To provide for maintenance, upgrading, or replacement of aging facilities and supporting infrastructure of the Vancouver Police Department and Vancouver Fire and Rescue Services that are beyond economical repair or no longer meet operational needs \$10,723,000

5. Civic Facilities

To provide for the major maintenance or upgrading Of public service, social, and cultural facilities that are beyond economical repair or no longer meet operational needs\$9,814,000

6. Library

To provide major maintenance at the central and branch libraries, and to complete tenant improvements and outfitting of the new branch library at the Hillcrest Centre.....\$2,150,000

7. Recreation Facilities

To provide for major maintenance, upgrading, expansion, and

replacement of community centres, ice rinks, swimming pools, field houses and other parks and recreation facilities, including completion of the Hillcrest Centre, replacement of Trout Lake Community Centre, and upgrading of buildings at Van Dusen Botanical Gardens. \$14,307,820

8. Parks

To provide for repairing, upgrading, development, and enhancement of parks and facilities within parks, such as walking and cycling paths, children’s playgrounds, sports fields, sports courts, and the seawall, including projects in Stanley Park, Hillcrest/Riley Parks and Grandview Park..... \$4,057,180

PART II: AUTHORIZED BY SECTIONS 236 AND 242(2) OF THE VANCOUVER CHARTER

1. Sewer

To provide funds for the construction, installation, maintenance, replacement, repair and regulation of a system of sewerage and drainage, including all necessary appliances and equipment for such purposes, and for acquiring real property and easements therefor \$38,200,000

2. Water

To provide funds for the construction, installation, maintenance, replacement repair and regulation of a waterworks system, including water mains and other water pipes, valves, fittings, hydrants, meters and other necessary appliances and equipment, for the purpose of the distribution and supply of water, and for acquiring real property and easements therefor \$17,000,000

3. Neighbourhood Energy Utility

To provide funds for the design, construction, installation, maintenance, and repair of an energy utility system, including all necessary appliances and equipment, and for acquiring real property and easements therefor \$2,400,000

Total \$120,000,000

SCHEDULE "C.1"

**CITY OF VANCOUVER
2009 - 2011 CAPITAL PLAN BORROWING QUESTIONS
PUBLIC WORKS
SUBMITTED TO ALL ELECTORS**

This question seeks authority to borrow funds to be used in carrying out the basic capital works program with respect to Public Works.

ARE YOU IN FAVOUR OF COUNCIL HAVING THE AUTHORITY, WITHOUT FURTHER APPROVAL OF THE ELECTORS, TO PASS BYLAWS BETWEEN JANUARY 1, 2009 AND DECEMBER 31, 2011 TO BORROW AN AGGREGATE NINETY THREE MILLION EIGHT HUNDRED TWENTY THOUSAND DOLLARS (\$93,820,000) FOR THE FOLLOWING PURPOSES?

A. Streets and Bridge Infrastructure

To provide for major maintenance and reconstruction of the arterial and residential street and lane networks, and to undertake major maintenance of bridges and other structures..... \$66,607,000

B. Transit and Safety Improvements

To provide for strategic modifications to the arterial and neighbourhood transportation network, and to expand the system of greenways and cycle routes..... \$12,553,000

C. Street Lighting, Traffic Signal, and Communications Systems

To provide for major maintenance, reconstruction, and expansion of the street lighting, traffic signal, and communications systems. \$14,660,000

Total \$93,820,000

If this question receives the assent of the electors, Council has the power, without further assent of the electors, to pass by-laws, as and when Council considers appropriate, to borrow money for the projects described up to Ninety Three Million Eight Hundred Twenty Thousand Dollars (\$93,820,000).

**2009 - 2011 CAPITAL PLAN BORROWING QUESTIONS
PUBLIC SAFETY AND CIVIC FACILITIES
SUBMITTED TO ALL ELECTORS**

This question seeks authority to borrow funds to be used in carrying out the basic capital works program with respect to Public Safety and Civic Facilities.

ARE YOU IN FAVOUR OF COUNCIL HAVING THE AUTHORITY, WITHOUT FURTHER APPROVAL OF THE ELECTORS, TO PASS BYLAWS BETWEEN JANUARY 1, 2009 AND DECEMBER 31, 2011 TO BORROW AN AGGREGATE SIXTY EIGHT MILLION SIX HUNDRED AND FIVE THOUSAND DOLLARS (\$68,605,000) FOR THE FOLLOWING PURPOSES?

A. Public Safety

To provide for maintenance, upgrading, or replacement of aging facilities and supporting infrastructure of the Vancouver Police Department and Vancouver Fire and Rescue Services that are beyond economical repair or no longer meet operational needs **\$31,965,000**

B. Civic Facilities

To provide for the major maintenance or upgrading of public service, social, and cultural facilities that are beyond economical repair or no longer meet operational needs **\$32,490,000**

C. Library

To provide major maintenance at the central and branch libraries, and to complete tenant improvements and outfitting of the new branch library at the Hillcrest Centre **\$4,150,000**

Total **\$68,605,000**

If this question receives the assent of the electors, Council has the power, without further assent of the electors, to pass by-laws, as and when Council considers appropriate, to borrow money for the projects described up to Sixty Eight Million Six Hundred and Five Thousand Dollars (\$68,605,000).

2009 - 2011 CAPITAL PLAN BORROWING QUESTIONS

PARKS AND RECREATION FACILITIES

SUBMITTED TO ALL ELECTORS

This question seeks authority to borrow funds to be used in carrying out the basic capital works program with respect to Parks and Recreation.

ARE YOU IN FAVOUR OF COUNCIL HAVING THE AUTHORITY, WITHOUT FURTHER APPROVAL OF THE ELECTORS, TO PASS BYLAWS BETWEEN JANUARY 1, 2009 AND DECEMBER 31, 2011 TO BORROW AN AGGREGATE FIFTY NINE MILLION FIVE HUNDRED SEVENTY FIVE THOUSAND DOLLARS (\$59,575,000) FOR THE FOLLOWING PURPOSES?

A. Recreation Facilities

To provide for major maintenance, upgrading, expansion, and replacement of community centres, ice rinks, swimming pools, field houses and other parks and recreation facilities, including completion of the Hillcrest Centre, replacement of Trout Lake Community Centre, and upgrading of buildings at Van Dusen Botanical Garden. \$52,247,000

B. Parks

To provide for repairing, upgrading, development, and enhancement of parks and facilities within parks, such as walking and cycling paths, children's playgrounds, sports fields, sport courts, and the seawall, including projects in Stanley Park, Hillcrest/Riley Parks and Grandview Park..... \$ 7,328,000

Total \$59,575,000

If this question receives the assent of the electors, Council has the power, without further assent of the electors, to pass by-laws, as and when Council considers appropriate, to borrow money for the projects described up to Fifty Nine Million Five Hundred Seventy Five Thousand Dollars (\$59,575,000).

SCHEDULE "C.2"

APPROVED BY COUNCIL

JANUARY 21, 2010

Extract from the Report to Council (RTS #08492)
 Standing Committee on City Services and Budgets
 January 21, 2010

MOVED by Mayor Robertson

THAT the Committee recommend to Council

- A. THAT Council approve the requests for approvals in advance of the 2010 Capital Budget (projects and funding) as summarized in the body and in the Appendices of the Administrative Report dated January 09, 2010, entitled "Request for Approvals in Advance of the 2010 Capital Budget", in the amount of \$134,171,500, with the source of funds as follows:

City Funding \$87,863,900 as follows:

- i. \$1,012,000 from Capital from Revenue;
- ii. \$60,975,600 from 2010 borrowing authority;
- iii. \$6,250,000 from City Wide DCL;
- iv. \$3,060,000 from CAC;
- v. \$974,000 from the Parking Sites Reserve;
- vi. \$3,681,300 to be provided by interim financing from the Capital Financing Fund on terms acceptable to the Director of Finance;
- vii. \$5,869,000 from reallocations of previously approved Capital budgets as outlined in Appendix 2 of the above noted Administrative Report;
- viii. \$6,042,000 other City funding as summarized in the body of the report and detailed in Appendix 1 of the above noted Administrative Report;

External Funding \$46,307,600 as follows:

- ix. \$36,520,100 Federal infrastructure stimulus funding;
- x. \$2,000,000 Recreational infrastructure Canada funding;
- xi. \$7,787,500 in other external funding as summarized in the body of the report and detailed in Appendix 1 of the above noted Administrative Report.

- B. THAT Council approve an increase in overall 2009-2011 Capital Plan borrowing authority in the amount of \$1,400,000 for the Neighbourhood Energy Utility Distribution System Extension project (included in borrowing authority requested in A ii above).
- C. THAT under Section 245(3) Council approve a variation of borrowing authority as outlined in Table 2 of the Administrative Report dated January 09, 2010, entitled "Request for Approvals in Advance of the 2010 Capital Budget", in the amount of \$8,917,000.

CARRIED UNANIMOUSLY AND
 BY THE REQUIRED MAJORITY

APPROVED BY COUNCIL
JUNE 22, 2010

Extract from the Report to Council (RTS #08697)
 Regular Council
 June 22, 2010

MOVED by Councillor Louie

- A. THAT Council approve the 2010 Capital Budget Program of \$459,902,600, made up of 2010 requests (\$273,121,700), previously approved 2003 - 2009 capital projects/carry forwards (\$149,482,700), and reallocated 2003 - 2009 funding from Close-outs(\$37,298,200) as summarized in Table 8 of the Administrative Report dated June 13, 2010, entitled "2010 Capital Budget, Close-out, and Status" and detailed in the Appendices of that report.

- B. THAT Council approve the following funding sources for the 2010 Capital Budget (new requests):

Funding Sources	Total Funding 2010	Previously Approved	2010 New Approval
Capital from Revenue	17,783,400	3,047,000	\$14,736,400
Debenture	113,877,900	87,911,000	\$25,966,900
DCL/CACs	27,377,500	9,425,000	\$17,952,500
Federal Government Infrastructure Funding	50,720,400	50,720,400	\$0
External & Other Funding	63,362,500	39,701,200	23,661,300
Total	\$273,121,700	\$190,804,600	\$82,317,100

- C. THAT Council approve the reallocation of unexpended Capital funding from Close-outs and carry forwards as detailed in Appendix 1 and 2 of the Administrative Report dated June 13, 2010, entitled "2010 Capital Budget, Close-out, and Status" as well as \$14.3 million reallocation of funding for Southeast False Creek Affordable Housing by the varying of \$12.2 million in debenture funding from Street and Bridge Infrastructure to Affordable Housing for the 2009-2011 Capital Plan, and reallocating \$2.1 million in Close-out and Carry Forward Unallocated Capital from Revenue.

The variation of debt financing requires 8 votes of Council.

- D. THAT Council approve in advance of the 2011 Capital Budget \$15,255,000 in Engineering related capital work as detailed in Table 9 of the Administrative Report dated June 13, 2010, entitled "2010 Capital Budget, Close-out, and Status", with the exception of Capital Plan Reference A4A3 (Georgia and Dunsmuir Viaducts Study), to maintain appropriate procurement processes for work to be done in early 2011.

carried

**THIS IS SCHEDULE "D" REFERRED TO IN
BY-LAW NO. 10565 OF THE CITY OF VANCOUVER**

CANADA

PROVINCE OF BRITISH COLUMBIA

CITY OF VANCOUVER

3.70% SINKING FUND DEBENTURE

NO. □

Issued under the provisions of the Vancouver Charter, as amended, and By-law No. 10565 (the "Borrowing By-law").

The City of Vancouver (the "City") is indebted to and for value received promises to pay to

or registered assigns on the 18th day of October, 2052 the principal sum of

in lawful money of Canada at any branch of the Bank of Montreal in Canada at the registered holder's option upon presentation and surrender of this debenture and to pay interest thereon in like money from the □ day of □, or from the last interest payment date to which interest shall have been paid or made available for payment, whichever is later, at the rate of three point seven zero per centum (3.70%) per annum, payable half yearly not in advance on the 18th day of April and the 18th day of October in each of the years 20 □ to 2052. Interest shall be payable in the manner provided in the conditions endorsed hereon.

The City is hereby and firmly bound and its faith and credit and taxing power are hereby pledged for the prompt payment of the principal and interest of this debenture.

This debenture is issued by the City under and by authority of and in full compliance with the laws of the Province of British Columbia, including the Vancouver Charter, as amended, and the Borrowing By-law duly and legally passed by the Council of the City.

This debenture ranks pari passu with all other general obligations of the City, except as to sinking funds.

All acts, conditions and things necessary to be done and to exist precedent to and in the issuance of this debenture have been properly done, fulfilled and performed and exist in regular and in due form as required by the laws of the Province of British Columbia. The total indebtedness of the City including the debentures of this issue does not exceed any statutory limitations, and provision has been made to levy real property taxes and to levy special levies, charges, rates or taxes sufficient to pay the interest promptly as it matures and to pay the principal of this debenture when due.

This debenture is subject to the conditions endorsed hereon which form a part hereof.

IN WITNESS WHEREOF the City has caused this debenture to be sealed with the facsimile common seal of the City, to bear the facsimile signature of its Mayor, to be signed by its authorized signing officer and to be dated (here insert the appropriate date)

[SEAL]

Mayor

Authorized Signing Officer

CONDITIONS

1. The debentures of this issue are issuable as fully registered debentures in denominations of \$1,000 or any multiple thereof.
2. This debenture is exchangeable or transferable at the office of the City Treasurer, City Hall, Vancouver, British Columbia, or at the offices of [here insert details of any transfer agent appointed] or any successor or replacement transfer agent upon presentation for such purpose accompanied by a written instrument in form approved by the City, executed by the registered holder hereof or by the holder's duly authorized attorney, whereupon this debenture will be cancelled and one or more debentures of this issue of an equal aggregate principal amount and of like maturity will be delivered to the transferee.
3. Exchanges and transfers of debentures as aforesaid will be made at the City Hall or at the offices of the transfer agent referred to above upon compliance by the debenture holders with such reasonable regulations as may be prescribed by the City and without any charge by the City or any transfer agent.
4. Neither the City nor any transfer agent shall be required to make any registrations or transfers of debentures within 15 business days prior to an interest payment date.
5. Neither the City nor any transfer agent shall be bound to see to the execution of any trust affecting the ownership of any debenture or be affected by notice of any equity that may be subsisting in respect thereof.
6. The interest on this debenture will be paid by cheque drawn on the Bank of Montreal. Cheques for interest will be sent through the post to the registered address of the registered holder or in the case of joint holders to the registered address of that one of the registered joint holders who is first named on the register or to such person and to such address as the registered holder or registered joint holders may in writing direct. Every such cheque will be payable to the person to whom it is sent. The registered holder hereof or the legal personal representatives of the holder will be regarded as exclusively entitled to the principal moneys hereby secured and, in the case of joint registered holders of this debenture, the said principal moneys shall be deemed to be owing to them on joint account.

NO. □

CANADA

CITY OF VANCOUVER
BRITISH COLUMBIA

3.70%

SINKING FUND DEBENTURE

BY-LAW NO. 10565

DATED: OCTOBER 18, 2012
DUE: OCTOBER 18, 2052

Interest Payable
April 18th and October 18th

Principal
payable at any branch of the
Bank of Montreal in Canada