



REPORT

Report Date: May 28, 2024
Contact: Templar Tsang-
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Contact No.: 604.829.9474
RTS No.: 16358
VanRIMS No.: 08-2000-20
Meeting Date: June 25, 2024
[Submit comments to Council](#)

TO: Vancouver City Council

FROM: General Manager of Planning, Urban Design and Sustainability

SUBJECT: Directions Report: Consideration of Modification to Conditions of Approval
1450 West Georgia Street, 1157 Burrard Street, 1640-1650 Alberni Street
and 1668-1684 Alberni Street

RECOMMENDATION

- A. THAT Council approve an amendment to Council's approval in principle of the rezoning application for 1450 West Georgia Street by amending rezoning Condition of Approval 2.17 (set out in Appendix B – Part 2 of the Referral Report, enclosed as Appendix A of this report) to grant an extension to May 31, 2026, relating to the current deadline for enactment of the CD-1 By-law, and instruct the Director of Legal Services to make any appropriate modifications to the legal agreements and securities to give effect to this modification, as may be required at the discretion of the Director of Legal Services.
- B. THAT Council approve an amendment to Council's approval in principle of the rezoning application for 1157 Burrard Street by amending rezoning Condition of Approval 2.12 (set out in Appendix B – Part 2 of the Referral Report, enclosed as Appendix B of this report) to grant an extension to May 31, 2026, relating to the current deadline for enactment of the CD-1 By-law, and instruct the Director of Legal Services to make any appropriate modifications to the legal agreements and securities to give effect to this modification, as may be required at the discretion of the Director of Legal Services.
- C. THAT Council approve an amendment to Council's approval in principle of the rezoning application for 1640–1650 Alberni Street by amending rezoning Condition of Approval 2.11 (e) (set out in Appendix B – Part 2 of the Referral Report, enclosed as Appendix C of this report) to grant an extension to May 31, 2026, relating to the current deadline for enactment of the CD-1 By-law, and instruct the Director of Legal Services to make any appropriate modifications to

the legal agreements and securities to give effect to this modification, as may be required at the discretion of the Director of Legal Services.

- D. THAT Council approve an amendment to Council's approval in principle of the rezoning application for 1668–1684 Alberni Street by amending rezoning Condition of Approval 2.9 (e) (set out in Appendix B – Part 2 of the Referral Report, enclosed as Appendix D of this report) to grant an extension to May 31, 2026, relating to the current deadline for enactment of the CD-1 By-law, and instruct the Director of Legal Services to make any appropriate modifications to the legal agreements and securities to give effect to this modification, as may be required at the discretion of the Director of Legal Services.

FOR CONSIDERATION

As an alternative to Recommendations A to D

- A. THAT Council refer these applications back to staff to renegotiate the Community Amenity Contribution and associated conditions of enactment for Council's consideration at a future public hearing.

REPORT SUMMARY

Applicants have approached staff to seek further modifications to the conditions of approval relating to Council's approval in principle for each of the respective rezoning applications for [1450 West Georgia Street](#), [1157 Burrard Street](#), [1640-1650 Alberni Street](#) and [1668-1684 Alberni Street](#). These projects were approved by Council following Public Hearings in 2021 and 2022, and a 6-month extension to the deadline for enactment of the CD-1 By-law was granted by Council in October 2023 for three of the four rezoning applications. The purpose of this report is to seek Council direction to amend the respective Council approved Conditions of Approval, as set out in Appendix B – Part 2 of the respective rezoning Referral Reports, by extending the deadline for enactment of the CD-1 By-law for each of the respective approvals in principle, in relation to the conditions for a Community Amenity Contribution (CAC).

COUNCIL AUTHORITY/PREVIOUS DECISIONS

- Community Amenity Contributions (CAC) Policy for Rezoning (2020)
- Council's approval in principle of the Rezoning application for 1450 West Georgia Street on October 12, 2021 ([RTS# 14548](#))
- Council's approval in principle of the Rezoning application for 1157 Burrard Street on October 12, 2021 ([RTS# 14593](#))
- Council's approval in principle of the Rezoning application for 1640-1650 Alberni Street on December 9, 2021 ([RTS# 14754](#))
- Council's approval in principle of the Rezoning application for 1668-1684 Alberni Street on May 17, 2022 ([RTS# 14914](#))
- Directions Report: Consideration of Modification to Conditions of Approval ([RTS# 15915](#))

CITY MANAGER'S COMMENTS

The City Manager concurs with the foregoing recommendations. The recommendations to grant a further 2-year extension into Spring 2026 is supported pursuant to the considerations noted in the report and the broader macro economic conditions that may continue into 2025.

REPORT

Background/Context

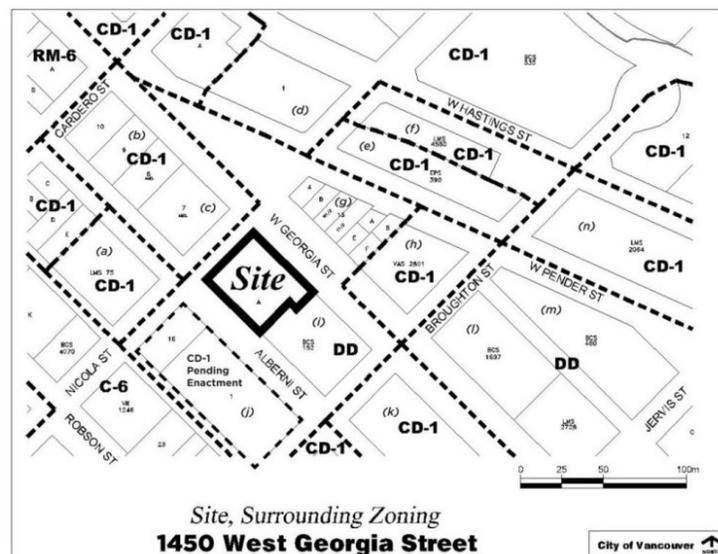
1. Background

Council considered and approved in principle the rezoning applications, respectively, for 1450 West Georgia Street, 1157 Burrard Street and 1640-1650 Alberni Street following Public Hearings in fall of 2021, and 1668-1684 Alberni Street following Public Hearing in May 2022 (collectively, the "Rezoning Lands"). The CD-1 By-laws for the respective Rezoning Lands have not yet been enacted by Council. In October 2023, Council approved modifications to the rezoning Condition of Approval for 1450 West Georgia Street, 1157 Burrard Street and 1640-1650 Alberni Street, granting a 6-month extension to those conditions. A brief description of each project is below.

Rezoning Application Summary

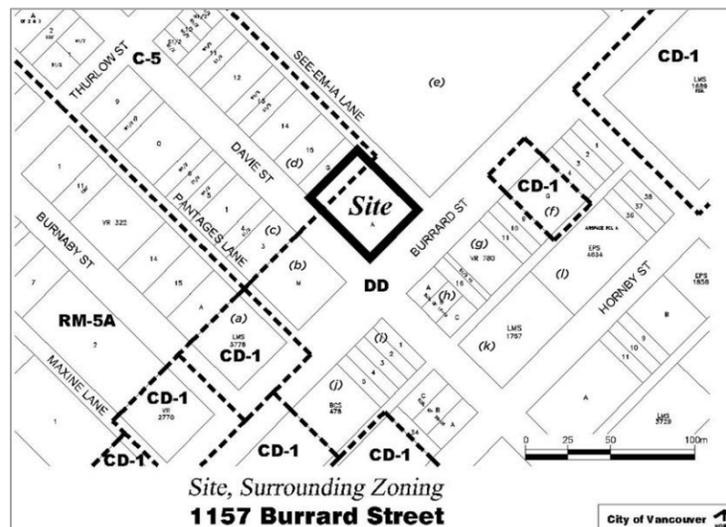
- **1450 West Georgia Street** – Wesgroup Properties, on behalf of 1450 West Georgia Investments Ltd, submitted a proposal for a 49-storey mixed-use building with a floor area of 26,604 sq. m (286,363 sq. ft.) and a floor space ratio (FSR) of 14.14. A total of 193 market strata units and 162 market rental units are proposed. The proposal includes a cash CAC of \$8,900,000 payable prior to enactment of the CD-1 By-law. As discussed below, there is a condition of approval to bring forward the CD-1 Bylaw for Council's consideration and enactment within 24 months following Council's approval in principle. This was extended by Council for a further 6 months.
 - **Council Approved in Principle – October 12, 2021**
 - **Target Enactment deadline – October 12, 2023**
 - **Amended Target Enactment deadline – April 12, 2024**

Figure 1: 1450 West Georgia Street and surrounding zoning



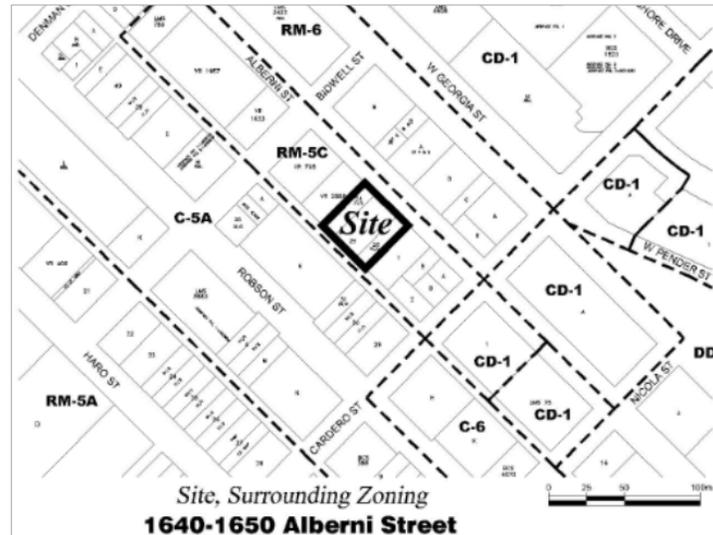
- **1157 Burrard Street** – Merrick Architecture, on behalf of Prima Properties (135) Ltd., submitted a proposal for a 47-storey mixed-use building with a floor area of 26,850 sq. m (289,014 sq. ft.) and a floor space ratio (FSR) of 13.37 FSR. A total of 289 strata-titled residential units, commercial units at grade, a 37-space childcare facility and a 1,466 sq. m (15,781 sq. ft.) arts and culture hub is proposed, as well as a cash CAC of \$10,600,000 payable prior to enactment of the CD-1 By-law. As discussed below, there is a rezoning condition of approval to bring forward the CD-1 Bylaw for Council's consideration and enactment within 24 months following Council's approval in principle. This was extended by Council for a further 6 months.
 - **Council Approved in Principle – October 12, 2021**
 - **Target Enactment deadline – October 12, 2023**
 - **Amended Target Enactment deadline – April 12, 2024**

Figure 2: 1157 Burrard Street and surrounding zoning



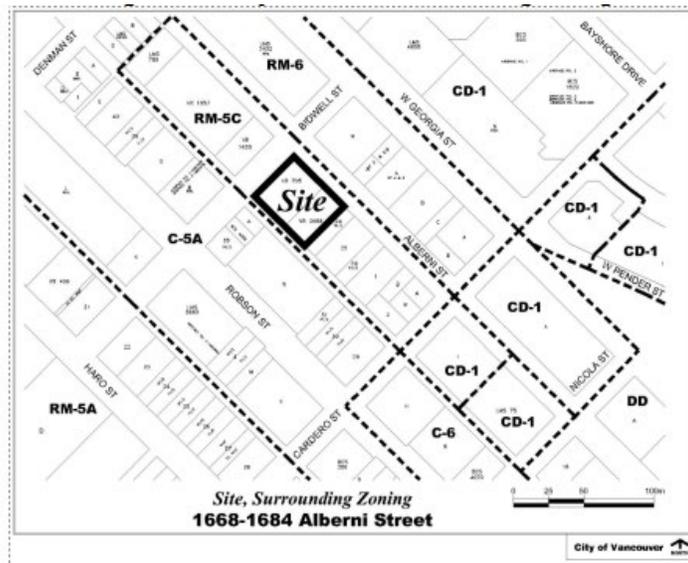
- **1640-1650 Alberni Street** – IBI Group, on behalf of 1650 Alberni Residential Ltd. and 1650 Alberni Commercial Ltd., submitted a proposal for a 43-storey residential building comprised of approximately 198 strata-titled residential units and 66 secured rental units. The required rental floor area provides that 20% is proposed to be below-market rental. A height of 117.3 m (385 ft.) and an FSR of 14.97 are proposed. A cash CAC of \$32,700,000, subject to a phased CAC payment, is a condition of enactment. As discussed below, there is a condition of approval to bring forward the CD-1 Bylaw for Council’s consideration and enactment within 24 months following Council’s approval in principle. This was extended by Council for a further 6 months.
 - **Council Approved in Principle – December 9, 2021**
 - **Target Enactment deadline – December 9, 2023**
 - **Amended Target Enactment deadline – June 9, 2024**

Figure 3: 1640-1650 Alberni Street and surrounding zoning



- **1668-1684 Alberni Street** – Bing Thom Architects Inc., on behalf of 700 Bidwell Property Inc., submitted this application to rezone the site from RM-5C to CD-1. The proposal is for a 40-storey residential building with 128 strata-titled residential units, including townhouse units on the ground floor. The total density is 10.81 FSR and the building height is 117.3 m (385 ft.). A cash CAC of \$37,041,000, subject to a phased CAC payment, is a condition of enactment. As discussed below, there is a condition of approval to bring forward the CD-1 Bylaw for Council’s consideration and enactment within 24 months following Council’s approval in principle.
 - **Council Approved in Principle – May 17, 2022**
 - **Target Enactment deadline – May 17, 2024**

Figure 4: 1668-1684 Alberni Street and surrounding zoning



2. Policy Context

Community Amenity Contribution (CAC) – In accordance with the City’s Financing Growth Policy, an offer of a CAC to address the impacts of rezoning was secured for the respective Rezoning Lands. CACs are typically made through the provision of either on-site amenities or a cash contribution towards public benefits and takes into consideration community needs, area deficiencies and the impact of the proposed development on City services. As part of these applications, the applicants offered in-kind amenities and/or cash CACs (noted above), which were supported by staff and approved by Council following a Public Hearing. Cash CACs are typically collected prior to enactment of the rezoning by-law to off-set and support growth related amenities in the community. The applicant is not required to pay and the City is not entitled to receive the CAC unless and until the applicant proceeds to enactment. Subject to receipt of the cash CAC, those funds will be allocated to support delivery of the West End Public Benefits Strategy through the capital plan and budget processes.

Performance obligation to enact the CD-1 By-law – *The Community Amenity Contributions Policy for Rezoning*s and the West End Community Plan currently allows for CACs to be negotiated and for Council to approve conditions relating to the rezoning proposal. These applications were subject to extensive negotiations in 2019/2020 between the applicants and staff. Given the market uncertainty at the time (start of the pandemic) and the City’s intent to advance these projects to construction in a timely manner, in 2021/2022, Council approved the CAC offering and the recommended performance obligation for the respective applicants to satisfy their rezoning conditions so that the respective CD-1 By-laws could be brought forward to Council for consideration and enactment. The resolution of these negotiations and the 24-month performance obligation was intended to expedite housing delivery.

Despite the City’s desire to advance these projects in a timely fashion through imposing the 24-month performance obligation, the enactment process and steps to satisfy the rezoning conditions of approval is largely applicant driven. The 24-month target was set based on enactment trend data for Public Hearings in 2021 and 2022 which showed that over 95% of rezoning applications proceeded to zoning enactment within 24 months of the Public Hearing. As such, the Condition of Approval stipulates that if enactment of the CD-1 By-law has not occurred prior to the date that is 24 months following the date of Council’s approval in principle of the rezoning application, the approval in principle may at such time be terminated, revoked, rescinded or reconsidered by Council, at its sole discretion, and the rezoning application or a revised rezoning application may be required to return to public hearing and shall in any event be brought to Council for consideration and approval, including of an appropriate CAC offering at such time.

In October 2023, as the deadline for three of the four rezoning applications was approaching, the applicants requested additional time to proceed to enactment. At the time, staff recommended a 6-month extension which, in staff’s view, was reasonable to finalize remaining agreements and conditions and to provide the applicants with the ability to proceed to enactment, should they choose to do so. Council approved a 6-month extension for those three projects noted above.

Strategic Analysis

The applicants are requesting to further modify the Condition of Approval relating to the performance obligation of securing an enacted CD-1 By-law for the rezoning application within the required timeframe. For 1450 West Georgia Street and 1157 Burrard Street, the amended extension period lapsed in April 2024. For 1640-1650 Alberni Street, the amended extension period lapsed in June 2024. For 1668-1684 Alberni Street, the initial condition lapsed in May 2024. The applicants have all requested extensions or modifications to this requirement citing continued challenges in strata market conditions, escalating construction costs, more stringent lending criteria and higher interest rates.

It is important to note that the City, as a regulator, has most control over establishing land use policies and development approval processes – whether that is at rezoning or Development Permit stages. Staff work towards the applicants' timing and expectations to advance a project to enactment and permit issuance. Following approval, there are many factors at play leading to building completion **beyond** municipal permitting, such as equity funding, financing, interest rates, construction and supply costs, labour and trades availability. All these factors have an impact on whether and when a project proceeds to construction and completion.

Staff and the applicant teams have worked closely together to advance the respective agreements and Conditions of Approval, as well as the development permit applications which have been filed and under review for each project. A number of agreements and conditions have been satisfied, with only a few outstanding Conditions of Approval remaining for each project. Staff believe that the applicants **could** proceed to enactment, should the earlier noted prevailing external factors alleviate to a point where project viability is restored.

Staff have considered these requests, and have sought direction from the City's Risk Management Committee (RMC), which is responsible for reviewing and making recommendations to Council pertaining to deviations from Council's adopted CAC Policy. The recommendation from RMC is to grant a further 2-year extension into Spring 2026 given the considerations noted above and the broader macro economic conditions that may continue into 2025. Should Council approve the extension, applicants could proceed to enactment at any time before May 31, 2026. It should be noted that RMC strongly recommends against removing these conditions of enactment to ensure the City continues to have oversight and ability to encourage projects to proceed. Table 1 below summarizes the proposed extensions to the target enactment dates.

Table 1: Summary, staff recommended modifications

Rezoning Application	Public Hearing Date	Current Target Enactment Date	Proposed Target Enactment Date
1450 W Georgia St	October 12, 2021	April 12, 2024	May 31, 2026
1157 Burrard St	October 12, 2021	April 12, 2024	May 31, 2026
1640-1650 Alberni St	December 9, 2021	June 9, 2024	May 31, 2026
1668-1684 Alberni	May 17, 2022	May 17, 2024	May 31, 2026

Subject to Council approval of the proposed modification to the Condition of Approval, staff will work with the respective applicants to amend or replace the existing or proposed legal agreements, legal covenants and financial securities that are contemplated in the Conditions of Approval to give effect to this direction.

Should Council not wish to grant a 2-year extension (Recommendations A to D) and/or wish to make further modifications to the conditions of approval, Council could refer the applications back to staff to renegotiate the CAC offering and associated conditions of enactment with the applicants. Such changes to the conditions of approval would trigger the need to return to a public hearing, for future consideration by Council.

Staff would like to note that CACs (cash or in-kind) are determined in accordance with the Council adopted CAC Policy, and are necessary to provide for public amenities and infrastructure to address the impacts of growth. Recent data continue to show that the vast majority (over 90%) of rezoning applicants advance their projects to enactment within 24 months of Council’s approval in principle.

Financial Implications

The rezoning Condition of Approval for 1450 West Georgia Street and for 1157 Burrard Street requires a cash CAC of \$8.9 million and \$10.6 million, respectively, payable prior to enactment of the CD-1 By-law.

The rezoning Condition of Approval for 1640-1650 Alberni Street and for 1668-1684 Alberni Street requires a cash CAC of \$32.7 million and \$37.041 million, respectively, subject to a phased CAC payment.

Should Council grant the 2-year extension to the deadline for enactment (to May 31, 2026), the cash CACs will continue to be payable prior to enactment (or on a phased approach as approved by Council) in accordance with the City’s CAC Policy. CACs, together with other development contributions such as Development Cost Levies and servicing conditions, are needed to fund public amenities and infrastructure to support growth in the community. Upon receipt of the cash CACs from these rezoning applications, the funds will be allocated to support implementation of the West End Public Benefits Strategy through the capital plan and budget processes.

It should be noted that the proposed modifications are considered on a case-by-case basis for the reasons set out above. Council's consideration of this request does not constitute a change to the City's CAC Policy.

Legal Implications

The respective applicants are required to make payment of the rezoning Conditions of Approval for the CAC prior to enactment. Subject to Council's consideration, the obligation to enact the respective CD-1 By-laws will be extended as may be approved by Council pursuant to this Report. The City has taken and will continue to take the appropriate steps to secure the CAC obligations through the payment of cash CACs prior to enactment, and secure the delivery of amenities and deferred cash CACs through legal agreements, legal covenants and financial securities. The existing or proposed legal agreements, legal covenants and financial securities will be modified or replaced to give effect to this direction.

CONCLUSION

Pursuant to the recommendations from RMC, the General Manager of Planning, Urban Design and Sustainability recommends approval of the amendments, as set out in Recommendations A, B, C and D, to the rezoning Conditions of Approval, as set out in Appendix B – Part 2 for each of the respective rezoning application that received Council's approvals in principle, enclosed in the Appendices of this report.

Should these rezoning applications proceed to enactment, the CACs, together with other development contributions such as Development Cost Levies and servicing conditions, will contribute to the implementation of the West End Public Benefits Strategy.

* * * * *

Appendix A
1450 West Georgia Street - Condition of Approval 2.17, as amended
(Appendix B – Part 2 of the Referral Report)

Referral Report ([link](#))

Community Amenity Contribution (CAC)

- 2.17 Pay to the City the cash Community Amenity Contribution of \$8,900,000 (cash CAC offering) which the applicant has offered to the City. Payment is to be made prior to enactment of the CD-1 By-law, at no cost to the City, and on terms and conditions satisfactory to the Director of Legal Services. The \$8,900,000 is to be allocated to support delivery of the West End Community Plan Benefits Strategy.

If enactment of the rezoning by-law has not occurred prior to **May 31, 2026** ~~the date that is 30 months following the date of Council's approval in principle of this rezoning application~~, then the approval in principle may at such time be terminated, revoked, rescinded or reconsidered by Council. The rezoning application or a revised rezoning application may be required to return to public hearing and shall in any event be brought to Council for consideration and Council's approval, including an appropriate CAC offering at such time.

Note: Where the Director of Legal Services deems appropriate, the preceding agreements are to be drawn, not only as personal covenants of the property owners, but also as Covenants pursuant to Section 219 of the Land Title Act.

The preceding agreements are to be registered in the appropriate Land Title Office, with priority over such other liens, charges and encumbrances affecting the subject site as is considered advisable by the Director of Legal Services, and otherwise to the satisfaction of the Director of Legal Services prior to enactment of the by-laws.

The preceding agreements shall provide security to the City including indemnities, warranties, equitable charges, letters of credit and withholding of permits, as deemed necessary by and in a form satisfactory to the Director of Legal Services. The timing of all required payments, if any, shall be determined by the appropriate City official having responsibility for each particular agreement, who may consult other City officials and City Council.

Appendix B
1157 Burrard Street - Condition of Approval 2.12, as amended
(Appendix B – Part 2 of the Referral Report)

Referral Report ([link](#))

Community Amenity Contribution (CAC) – Cash Payments

2.12 Pay to the City the cash component of the Community Amenity Contribution of \$10,600,000 (cash offering) which the applicant has offered to the City to support delivery of the West End Community Plan Benefits Strategy.

Note to applicant: Where the Director of Legal Services deems appropriate, the preceding agreements are to be drawn, not only as personal covenants of the property owners, but also as Covenants pursuant to Section 219 of the Land Title Act.

Note to applicant: If enactment of the rezoning by-law has not occurred prior to **May 31, 2026** ~~the date that is 30 months following the date of Council's approval in principle of this rezoning application~~, then the approval in principle may at such time be terminated, revoked, rescinded or reconsidered by Council, in its sole discretion. The rezoning application or a revised rezoning application may be required to return to public hearing and shall in any event be brought to Council for consideration and Council's approval, including of an appropriate CAC offering at such time.

The preceding agreements are to be registered in the appropriate Land Title Office, with priority over such other liens, charges and encumbrances affecting the subject site as is considered advisable by the Director of Legal Services, and otherwise to the satisfaction of the Director of Legal Services prior to enactment of the by-laws.

The preceding agreements shall provide security to the City including indemnities, warranties, equitable charges, letters of credit and withholding of permits, as deemed necessary by and in a form satisfactory to the Director of Legal Services. The timing of all required payments, if any, shall be determined by the appropriate City official having responsibility for each particular agreement, who may consult other City officials and City Council.

Appendix C
1640 – 1650 Alberni Street - Condition of Approval 2.11 (e), as amended
(Appendix B – Part 2 of the Referral Report)

Referral Report ([link](#))

Community Amenity Contribution (CAC) – Cash Payments

- 2.11 Pay to the City the cash Community Amenity Contribution of \$32,700,000 (cash CAC offering) which the applicant has offered to the City to support delivery of the West End Community Plan Public Benefits Strategy. Payment of the CAC is to be made as outlined below, at no cost to the City, and on terms and conditions and in a form satisfactory to the Director of Legal Services:
- (a) \$20,000,000 must be paid by wire transfer prior to the enactment of the rezoning By-law;
 - (b) \$12,700,000 (the “Outstanding Balance”) must be secured with the City prior to enactment of the CD-1 By-law pursuant to 2.11 (d and e), and must be paid by wire transfer by the earlier of the following dates: (i) the issuance of the first building permit on the Rezoned Lands; and (ii) the date that is 24 months (measured in calendar days) following the date of enactment of the CD-1 By-law for the Rezoned Lands; and (iii) for certainty, the City is entitled to full payment of the Outstanding Balance on that date which is 2 year after the date of enactment of the CD-1 By-law; and
 - (c) The Outstanding Balance will be charged interest from the enactment date of the rezoning By-law for the Rezoned Lands at prime plus 2% (per Bank of Montreal daily prime rates) with interest paid to the City on quarterly instalments until the date that such amount is fully paid.
 - (d) The Applicant will enter into a Deferred CAC Agreement (which may be in the City’s sole discretion be registered on title to the Rezoned Lands), which will set out the particulars and obligations of the Applicant in respect of the payment of the Outstanding Balance, as provided for herein, all on terms and conditions to the satisfaction of the Director of Legal Services, including a requirement that if the Applicant should sell (in whole or in part), its interest in the development of the Rezoned Lands or shares in the owner or corporations which hold legal or beneficial interest in the owner of this development, then the City may immediately draw down all of the hereinafter described as the Letter of Credit security upon the closing of such sale transaction.
 - (e) The Outstanding Balance will be secured with the City in the following manner: \$12,700,000 will be secured by a Letter of Credit in a form and on such terms and conditions in the sole discretion of the Director of Legal Services and Director of Finance and the Letter of Credit must be, provided to the City prior to enactment of the rezoning By-law. (Collectively called the “City Security”) The City will be entitled to realize on the foregoing security if the required payments are not made to the City

in the amounts and at the times set out above. The deferred payments and interest will also be secured by building permit and occupancy permit holds for the development and Section 219 covenants registered in the Land Title Act, as appropriate, on terms and conditions to the satisfaction of the Director of Legal Services in priority to all other registered parties and to be released only on confirmation of receipt by the City of the full payment of the CAC offering and interest. If enactment of the rezoning By-law has not occurred prior to **May 31, 2026** ~~the date that is 30 months following the date of Council's approval in principle of this rezoning application~~, then the approval in principle may at such time be terminated, revoked, rescinded or reconsidered by Council, in its sole discretion, and the rezoning application or a revised rezoning application may be required to return to public hearing and shall in any event be brought to Council for consideration and Council's approval, including of an appropriate CAC offering at such time.

Appendix D
1668 – 1684 Alberni Street - Condition of Approval 2.9 (e), as amended
(Appendix B – Part 2 of the Referral Report)

Referral Report ([link](#))

Community Amenity Contribution (CAC) – Cash Payments

2.9 Pay to the City the cash Community Amenity Contribution of \$37,041,000 (cash CAC offering) which the applicant has offered to the City to support delivery of the West End Community Plan Public Benefits Strategy. Payment of the CAC is to be made as outlined below, at no cost to the City, and on terms and conditions and in a form satisfactory to the Director of Legal Services:

- (a) \$20,000,000 must be paid by wire transfer prior to the enactment of the rezoning By-law;
- (b) \$17,041,000 (the “Outstanding Balance”) must be secured with the City prior to enactment of the CD-1 By-law pursuant to 2.9 (d and e), and must be paid by wire transfer by the earlier of the following dates:
 - (i) the issuance of the first building permit on the Rezoned Lands; and
 - (ii) 11:59 p.m. on the day preceding the second anniversary of enactment of the CD-1 By-law for the Rezoned Lands; and
- (c) The Outstanding Balance will be charged interest from the enactment date of the rezoning By-law for the Rezoned Lands at prime plus 2% (per Bank of Montreal daily prime rates) with interest paid to the City on quarterly instalments until the date that such amount is fully paid.

For certainty, the City is entitled to full payment of the Outstanding Balance and any interest not then-paid on the earlier of the date set out in Section 2.9(b)(i) and 2.9(b)(ii), and issuance of a building permit prior to the second anniversary of the enactment of the CD-1 By-law for the Rezoned Lands will trigger the requirement to make payment of the Outstanding Balance and any interest not then-paid; and

- (d) The Applicant will enter into a Deferred CAC Agreement (which may be in the City’s sole discretion be registered on title to the Rezoned Lands), which will set out the particulars and obligations of the Applicant in respect of the payment of the Outstanding Balance, as provided for herein, all on terms and conditions to the satisfaction of the Director of Legal Services, including a requirement that if the Applicant should sell (in whole or in part), its interest in the development of the Rezoned Lands or shares in the owner or corporations which hold legal or beneficial interest in the owner of this development, then the City may immediately draw down all of the hereinafter described as the City Security upon the closing of such sale transaction.

- (e) The Outstanding Balance (but for clarity, not interest thereon) will be secured with the City in the following manner: \$17,041,000 will be secured in a manner and in such form and on such terms and conditions in the discretion of the Director of Legal Services and Director of Finance and the security must be provided to the City prior to enactment of the rezoning By-law or, at the option of the Owner, such other security as may be acceptable to the Director of Legal Services. (Collectively called the "City Security") The City will be entitled to realize on the foregoing the security if the required payments are not made to the City in the amounts and at the times set out above. The Outstanding Balance and interest payments thereon will also be secured by building permit and occupancy permit holds for the development and Section 219 covenants registered in the Land Title Act, as appropriate, on terms and conditions to the satisfaction of the Director of Legal Services in priority to all other registered parties and to be released only on confirmation of receipt by the City of the full payment of the CAC offering and interest. If enactment of the rezoning By-law has not occurred prior to **May 31, 2026** ~~the date that is 24 months following the date of Council's approval in principle of this rezoning application~~, then the approval in principle may at such time be terminated, revoked, rescinded or reconsidered by Council, in its sole discretion, and the rezoning application or a revised rezoning application may be required to return to public hearing and shall in any event be brought to Council for consideration and Council's approval, including of an appropriate CAC offering at such time.