**Minutes – Executive Policy Committee – September 17, 2024**

## REPORTS

**Item No. 4 Shareholder Approval for a Sale of the Portage Place Mall Assets, Assignment of Related Skywalk Agreements and Financial Support for a Redevelopment of the Mall (Daniel McIntyre Ward)**

EXECUTIVE POLICY COMMITTEE RECOMMENDATION:

The Executive Policy Committee concurred in the recommendation of the Winnipeg Public Service and recommended to Council:

1. That the City of Winnipeg, as a shareholder of the North Portage Development Corporation (NPDC), approve the Purchase and Sale Agreement (PSA) to sell the NPDC assets at Portage Place Mall (as hereinafter defined) to True North Real Estate Development Limited (TN), conditional on TN and NPDC through the board of NPDC or its delegated officers and/or directors finalizing any supporting schedules, closing and/or ancillary agreements to the PSA, in a manner that is not inconsistent with the PSA.

2. That the City of Winnipeg, as shareholder of NPDC and representing the City as party to such agreements, consent to the assignment of skywalk agreements for skywalks that connect to Portage Place Mall.

3. That authority be delegated to the Chief Administrative Officer to negotiate and approve the terms and conditions of any consent or assignment agreements for the assignment of skywalk agreements for skywalks that connect to Portage Place Mall in accordance with this report and such other terms and conditions deemed necessary by the Director of Legal Services and City Solicitor to protect the interests of the City.

4. That a Tax Increment Financing grant to TN or its legal designate in respect of 393 Portage Avenue be approved and that this grant be an annualized payment equal to 80 percent of incremental municipal property taxes for 25 years, beginning after September 1 of the year after an occupancy permit and a final assessment is attained for the multi-family housing or the balance of the redevelopment of Portage Place Mall, excluding the health care centre component.

5. That authority be delegated to the Chief Financial Officer to negotiate and approve the terms and conditions of a Tax Increment Financing (TIF) grant agreement for 393 Portage Avenue in Recommendation 4 above, in accordance with this report, the TIF Policy and such other terms and conditions deemed necessary by the Director of Legal Services and City Solicitor to protect the interests of the City.

EXECUTIVE POLICY COMMITTEE RECOMMENDATION (continued):

6. That a grant of up to $10 million to TN or its legal designate be approved from the 2025 and 2026 allocations of the City's Housing Accelerator Fund (approximately $5 million in each of these years) to support the multi-family housing to be constructed at 393 Portage Avenue.

7. That grants totaling up to $16.1 million to TN or its legal designate be approved to support the public space and public realm aspects of this development as follows:

   A. Up to $7.5 million to extend Edmonton Street North of Portage Avenue and upgrades to other streets nearby, to be provided from 2025 to 2027 and funded from the following amounts in the five-year capital forecast for regional road renewals as identified in the 2024 Capital Budget:

      i. $5.6 million for the Portage Place Revitalization Project;
      ii. $1.9 million from the "Regional Street Renewals-Annual Program – "Various locations to be identified" in 2027 reducing the forecasted amount in 2027 from $40.399 million to $38.499 million.

   B. Up to $6.5 million to cost share a new publicly accessible skywalk, repairs to existing skywalks, lighting and security features located within this development, to be provided from 2024 to 2025 and funded from unallocated amounts within the City's Strategic Infrastructure Basket from the Province of Manitoba, and;

   C. Up to $2.1 million to support a community drop in space to be located within this development, to be funded from amounts for a Portage Place Community Space that were approved in the 2023 Capital Budget.

8. That the City enter into, execute and deliver one or more grant agreements with TN or its legal designate and any other relevant parties or property owners to this development in order to implement Recommendations 6 and 7 above, and that the Chief Financial Officer be authorized to negotiate and approve such grant agreements in accordance with this report and such other terms as deemed necessary by the Director of Legal Services and City Solicitor to protect the interests of the City.

9. That the Proper Officers of the City be authorized to do all things necessary to implement the intent of the foregoing.

DECISION MAKING HISTORY:

Moved by Councillor Rollins,

That the recommendation of the Winnipeg Public Service be concurred in and forwarded to Council.

Carried

Loren Remillard, President and CEO, The Winnipeg Chamber of Commerce, submitted a communication in support of the matter.

# ADMINISTRATIVE REPORT

**Title:** Shareholder approval for a sale of the Portage Place Mall Assets, Assignment of Related Skywalk Agreements and financial support for a Redevelopment of the Mall.

**Critical Path:** Executive Policy Committee – Council

## AUTHORIZATION

| Author | Department Head | CFO | CAO |
|---|---|---|---|
| M. Dryburgh | S. Armbruster | T. Graham | S. Armbruster, Interim CAO |

## EXECUTIVE SUMMARY

North Portage Development Corporation (NPDC) is recommending approval from its three shareholders – the City, the Province of Manitoba, and the Government of Canada – for a Purchase and Sale Agreement (PSA) to sell its land, parking and air rights (The Assets) at Portage Place Mall to True North Real Estate Development Limited (TN).

NPDC's Board is also recommending a condition of approval to the shareholders that requires TN and NPDC to finalize certain supporting schedules, closing and/or other supporting agreements to the PSA in a manner that is not inconsistent with the PSA.

Key terms of the PSA include an asset purchase price of $34.5 million and a requirement by TN to keep the skywalks connected to the mall open to the public following completion of the redevelopment. The PSA also requires TN to conclude a separate purchase of the leasehold interest of Spruceland Mall Limited Partnership which currently owns Portage Place Mall, that is being completed. These are the same as the terms in the Option to Purchase Agreement for the mall assets that was previously approved by NPDC's shareholders.

The Public Service recommends that the City of Winnipeg, as one of three shareholders of NPDC, approve the PSA. The resolution for the approval of the final sale of Portage Place assets has also been shared with the federal and provincial governments as they are the other two shareholders of NPDC. Their review of this important resolution is currently underway. It also recommends that the City, as a shareholder of NPDC, consent to assign its agreements regarding the skywalk connections to Portage Place Mall to TN.

TN needs approval of the PSA to start an estimated $650 million,1.2 million square foot redevelopment of Portage Place Mall over the next three to four years that includes:

- A Healthcare Centre built on the east side of the mall;
- Multi-family housing built on the west side of the mall with 200+ units, with up to 40 percent of these units rented at affordable levels, below 80 percent of median market rents for this area;
- Common space, green space and commercial space, and;

- An extension of Edmonton Street from Portage Avenue to the Promenade, north of the mall.

Redevelopment of Portage Place Mall will be among the largest private sector investments undertaken in Winnipeg's downtown history and will support several Council-approved plans, including the Strategic Priorities Action Plan, that are related to downtown redevelopment. The Public Service recommends the following grants of up to $39.7 million to support this project:

- An estimated $13.6 million tax increment financing (TIF) grant equal to 80 percent of the incremental municipal property taxes generated by this development over 25 years (the value of this grant measured in current dollars at the start of the TIF period is $6.7 million);
- $10 million from the City's Housing Accelerator Fund (HAF) to support the housing component;
- $7.5 million to extend Edmonton Street north of Portage Avenue and to upgrade other streets nearby;
- $6.5 million to support construction of a new publicly-accessible skywalk, upgrades to existing skywalks, as well as lighting and security measures for the public spaces located within this development, and;
- $2.1 million to support construction of a community drop-in space located within this development.

The grants noted above would be fully funded from the incremental municipal property taxes generated by a redevelopment of the mall, money that has been approved in a previous City budget and the five-year Capital Forecast, as well as housing and infrastructure money that the City will get from the federal and provincial governments. Providing these grants to TN will not impact the City's current multi-year tax supported operating budget.

TN will also require one or more Development Application approvals for this project, which they will be submitting to the City for review at a later date.

## RECOMMENDATIONS

1. That the City of Winnipeg, as a shareholder of the North Portage Development Corporation (NPDC), approve the Purchase and Sale Agreement (PSA) to sell the NPDC assets at Portage Place Mall (as hereinafter defined) to True North Real Estate Development Limited (TN), conditional on TN and NPDC through the board of NPDC or its delegated officers and/or directors finalizing any supporting schedules, closing and/or ancillary agreements to the PSA, in a manner that is not inconsistent with the PSA.

2. That the City of Winnipeg, as shareholder of NPDC and representing the City as party to such agreements, consent to the assignment of skywalk agreements for skywalks that connect to Portage Place Mall.

3. That authority be delegated to the Chief Administrative Officer to negotiate and approve the terms and conditions of any consent or assignment agreements for the assignment of skywalk agreements for skywalks that connect to Portage Place Mall in accordance with this report and such other terms and conditions deemed necessary by the City Solicitor/Director of Legal Services to protect the interests of the City.

4. That a Tax Increment Financing grant to TN or its legal designate in respect of 393 Portage Avenue be approved and that this grant be an annualized payment equal to 80 percent of incremental municipal property taxes for 25 years, beginning after September 1 of the year after an occupancy permit and a final assessment is attained for the multi-family housing or the balance of the redevelopment of Portage Place Mall, excluding the health care centre component.

5. That authority be delegated to the Chief Financial Officer to negotiate and approve the terms and conditions of a Tax Increment Financing (TIF) grant agreement for 393 Portage Avenue in Recommendation 4 above, in accordance with this report, the TIF Policy and such other terms and conditions deemed necessary by the City Solicitor/Director of Legal Services to protect the interests of the City.

6. That a grant of up to $10 million to TN or its legal designate be approved from the 2025 and 2026 allocations of the City's Housing Accelerator Fund (approximately $5 million in each of these years) to support the multi-family housing to be constructed at 393 Portage Avenue.

7. That grants totaling up to $16.1 million to TN or its legal designate be approved to support the public space and public realm aspects of this development as follows:

    A. Up to $7.5 million to extend Edmonton Street North of Portage Avenue and upgrades to other streets nearby, to be provided from 2025 to 2027 and funded from the following amounts in the five-year capital forecast for regional road renewals as identified in the 2024 Capital Budget:

        i. $5.6 million for the Portage Place Revitalization Project;
        ii. $1.9 million from the "Regional Street Renewals-Annual Program –"Various locations to be identified" in 2027 reducing the forecasted amount in 2027 from $40.399 million to $38.499 million.

    B. Up to $6.5 million to cost share a new publicly accessible skywalk, repairs to existing skywalks, lighting and security features located within this development, to be provided from 2024 to 2025 and funded from unallocated amounts within the City's Strategic Infrastructure Basket from the Province of Manitoba, and;

    C. Up to $2.1 million to support a community drop in space to be located within this development, to be funded from amounts for a Portage Place Community Space that were approved in the 2023 Capital Budget.

8. That the City enter into, execute and deliver one or more grant agreements with TN or its legal designate and any other relevant parties or property owners to this development in order to implement Recommendations 6 and 7 above, and that the Chief Financial Officer be authorized to negotiate and approve such grant agreements in accordance with this report and such other terms as deemed necessary by the City Solicitor/Director of Legal Services to protect the interests of the City.

9. That the Proper Officers of the City be authorized to do all things necessary to implement the intent of the foregoing.

## REASON FOR THE REPORT

The Unanimous Shareholder Agreement (USA) between The City of Winnipeg, the Province of Manitoba, the Government of Canada, NPDC, and the Forks Renewal Corporation (FRC) requires unanimous written consent of the shareholders for "the sale, lease, exchange or disposal of all or substantially all of the property, assets and undertaking of either of NPDC or FRC."

Council approval is required to assign the agreements for the skywalks connecting to Portage Place Mall. Council approval is also required to provide grants to TN to support a re-development of Portage Place mall.

## IMPLICATIONS OF THE RECOMMENDATIONS

City of Winnipeg approval, as one of three shareholders of NPDC, will help to ensure the Purchase and Sale Agreement is approved by the option expiry period of September 30, 2024. Council approval of the grants for the re-development of Portage Place will allow TN to move forward with its re-development plans and help TN confirm additional financial support from other levels of Government for this project.

## HISTORY / DISCUSSION

North Portage Development Corporation (NPDC) is recommending approval from its three shareholders – the City, the Province of Manitoba, and the Government of Canada – for a Purchase and Sale Agreement (PSA) to sell its land, parking and air rights (The Assets) at Portage Place Mall to True North Real Estate Development Limited (TN).

NPDC's Board is also recommending a condition of approval to the shareholders that requires TN and NPDC to finalize certain supporting schedules, closing and/or other supporting agreements to the PSA in a manner that is not inconsistent with the PSA.

Key terms of the PSA include an asset purchase price of $34.5 million and a requirement by TN to keep the skywalks that are connected to the mall open to the public. The PSA also requires TN to conclude a separate purchase of the leasehold interest of Spruceland Mall Limited Partnership which currently owns Portage Place Mall, that is being completed. These are the same as the terms that are contained in the Option to Purchase Agreement for the mall assets that was previously approved by NPDC's shareholders. A summary of the PSA is contained in Attachment 1.

NPDC will invest the money that it receives from this asset sale to generate an annual income that will replace the parking and leasehold income that it currently receives from Portage Place Mall.

The Public Service is recommending that the City of Winnipeg, as one of three shareholders of NPDC, approve the PSA. Reviews are still underway by the federal and provincial governments. It also recommended that the City, as a shareholder of NPDC, agree to assign its agreements with the current mall owner to TN regarding the skywalk connections to the Portage Place Mall.

Approval of the PSA by all three shareholders is required for TN to start an estimated $650 million,1.2 million square foot redevelopment of Portage Place mall over the next three to four years.

Redevelopment of the mall will be anchored by a 265,000 square foot Healthcare Centre of Excellence to be built on the eastern pad site of the mall, which will include a Primary Care/mental health and addictions clinic, surgery, diagnostics, renal dialysis and other health care services. It will also provide an expanded footprint for the Pan Am Clinic downtown.

The Province of Manitoba has signed a letter of intent with TN to lease the health care centre for 35 years, which is a critical component to ensuring the financial viability of the entire re-development of the mall.

The redevelopment also includes a 15 story multi-family housing tower to be built on the west pad site of the mall with 200+ housing units, with up to 40 percent of these units rented at affordable rates below 80 percent of median market rents for the area.

The current area of the mall between the east and west pad sites will be re-developed to include community/common space, green space as well as commercial space, including a grocery store. It will also include a new road on Edmonton Street connecting Portage Avenue to the Promenade, north of the mall.

The redevelopment of Portage Place Mall will be among the largest private sector investments ever undertaken in Winnipeg's downtown and should be a catalyst to support further downtown redevelopment projects in the future. It will also support many Council-approved plans related to downtown redevelopment including the Strategic Priorities Action Plan, OurWinnipeg 2045 and Complete Communities 2.0. It also reflects TN's extensive consultations with many community stakeholders on this project. Refer to Attachment 2 for more details on this project.

TN will also require one or more Development Application approvals for this project that they will be submitting to the City in the future. These future approvals are in addition to the approvals that are being requested in this report.

The Public Service is recommending the following City grants be approved to support this redevelopment at this time:

**Tax Increment Financing (TIF) Grant - $13.6 million (estimated value over 25 years)**

The Council-approved TIF Policy allows for a TIF grant to be paid to the owner of a Transformative Development that is equal to 80 percent of the annual incremental municipal property taxes generated by the development for up to 25 years.

The TIF Policy defines a Transformative Development to be a significant development or re-development of an existing building that is publicly accessible, located downtown, can increase the value of properties adjacent to the development, and involves a minimum capital investment of $100 million from Government and non-Government sources. TN's re-development of Portage Place Mall meets the definition of a Transformative Development in the TIF Policy.

TN is requesting TIF support from the City of Winnipeg to support the affordable housing rent levels and public realm/ amenity investments that will support the housing component of this

development. Based on a review of TN's financial plan, the Public Service is satisfied that a municipal TIF grant of 80 percent of the incremental municipal property taxes from this development for 25 years is required to help ensure that these aspects of the development can be achieved.

A TIF grant equal to 80 percent of the incremental municipal property taxes provided over 25 years from this re-development is estimated to be $13.6 million. However, the value of this grant measured in current dollars at the start of the TIF period is $6.7 million using the City's current discount rate of 5.5 percent. This is based on the estimated incremental municipal property taxes generated from the housing and commercial components only. Other portions of this development, most notably the health care component, are assumed to be exempt from municipal property taxes under Provincial legislation.

The estimated value of the TIF grant is equal to 80 percent of the difference between the actual municipal property taxes payable on the development each year for 25 years after it is complete and the current municipal property taxes payable on the mall.

Approval of this TIF grant would result in the City retaining the remaining 20 percent of the incremental municipal property taxes generated by this development over 25 years, estimated to be $3.4 million. Furthermore, during and after the 25-year TIF period, this development will pay all applicable municipal business taxes and frontage levies, and upon expiry of the TIF it will yield an estimated $1.2 million of municipal property taxes annually.

**Affordable Housing - $10 million**

The re-development includes an estimated 216 units of multi-family housing with a mix of one to three bedroom units, with up to 40 percent of these units rented at affordable rates (which will be less than 80 percent of median market rents for the Centennial Zone as defined by CMHC, which currently range from $654/month for a bachelor suite to $1,260/month for a three bedroom unit).

TN will undertake the housing development in partnership with the Southern Chiefs' Organization (SCO), executed through the creation of a non-profit organization called TN-SCO Housing 92 Inc. to deliver and manage this component of the development. To achieve deeply affordable rents, this entity will require funding from the Housing Accelerator Fund (HAF).

The Public Service proposes up to $10 million be approved for this development from the 2025 and 2026 allocations of the City's total $122 million HAF program allocation. Providing this over two years will give the Public Service flexibility to manage the cashflow of this grant based on the needs of TN/SCO and the cashflow requirements of other Council-approved HAF initiatives over this time period.

If this $10 million grant is approved, it would result in a capital subsidy of approximately $46k/unit for this development, which is less than the maximum of $60k/unit that is available under the current HAF Capital Grant Program, although funding under the current HAF Capital Grant Program By-law is limited to $5 million per project, so this grant needs to be approved outside of the current HAF Capital Grant program.

HAF funds for this development will be conditional on TN/SCO meeting all other requirements of the HAF Capital Grant Program By-law, including the affordability requirement (at least 30 percent of the units in a project to be rented at less than 80 percent of the median market rental

rates for at least 20 years for this area), building permit acquisition within one year of conditional approval, and entering into an agreement that is substantially similar to the one that is required for other proponents funded under the current HAF Capital Grant program. The date of Council approval of this report will serve as the date of official approval of grant for this development.

**New Road Construction, Streetscaping and Related Works - $7.5 million**

The re-development plan includes construction of a new road that will extend Edmonton Street north of Portage Avenue to the Promenade located behind the mall. It will include a road complete with sidewalks, lighting, signalization and other related infrastructure. It will be designed to safely accommodate pedestrians, cyclists and vehicles and will serve as a drop off point for patients accessing the health care centre.

The design of this road is still being finalized and it will require input from City officials in Public Works and Transit to ensure that it is built according to City standards and requirements. TN's plan is to construct this road and then turn it over to the City once it is complete, in order for it to be opened and maintained as a public right of way, likely by 2028. TN is also proposing to undertake streetscaping and other upgrades to nearby streets potentially including Carlton Street, Vaughan Street and Portage Avenue within the overall amount of $7.5 million.

As this new road and related works will be City owned assets, it is recommended that they be paid for from funds that are currently earmarked for streets related to the Portage Place Mall revitalization and unallocated regional road renewal funds that are currently in the City's five-year Capital Forecast.

The City's contribution to the infrastructure work noted above would be limited to $7.5 million. It would be provided conditional on TN ensuring that the new road and the other work is built to all City standards and requirements as well as TN entering into a Development Agreement with the City for this purpose and complying with any other City requirements.

**Skywalks, Lighting and Security - $6.5 million**

The redevelopment includes construction of a new publicly accessible skywalk connecting the health care facility to the remaining components of the development. It also involves upgrades to the existing skywalks that are connected to the mall as well as installation of lighting and security features in the public spaces located within the development.

TN's preliminary budget for this aspect of the development is approximately $26 million. A City grant of $6.5 million is one-quarter of this budget and would require the other levels of government and/or TN to fund the remainder of the total cost.

If Council approves this grant, it would be provided over two years (2024 to 2025) and funded from unallocated amounts within the City's Strategic Infrastructure Basket (SIB) from the Province of Manitoba that Council has referred to the 2025 Budget. The City's contribution to this aspect of the development would be conditional on TN ensuring public access to the new skywalk and other public spaces within the development. The Province of Manitoba would also need to approve the use of SIB funds for this purpose.

**Community drop in space - $2.1 million**

The redevelopment includes a publicly-accessible community drop in space that is expected to be programmed to include sports, arts and cultural activities. The specific programming and capital budget for this component of the development is still being finalized.

It is recommended that the City provide a grant of up to $2.1 million for the capital costs related to this item. This would be sourced from funds that have already been approved and budgeted for a similar feature of a previous redevelopment proposal of Portage Place Mall that did not proceed. A grant for this item would be conditional on ensuring public access and preparation of final costs estimates for this space which are consistent with the proposed conditions for the other aspects of City financial support for this development that are contained in this report.

**Concluding Remarks**

TN's proposed redevelopment of Portage Place mall is expected to have a significant and transformational impact on Winnipeg's downtown. It will also complement SCO's Wehwehneh Bahgahkinahgohn development involving the former Hudson's Bay Building.

The proposed City contribution to TN 's redevelopment of Portage Place mall will enable TN to continue planning this development as it is currently envisioned, and help it to secure additional funds from other levels of government. The City contribution to this development is fully funded through a combination of incremental municipal property taxes, funds that have already been approved in previous City budgets and the five-year capital forecast as well as other existing sources. This will not impact the City's tax-supported operating budget.

The proposed City contribution to TN's redevelopment of Portage Place mall is $39.7 million. This is higher than the total level of Council-approved support of $20 million for a previously unsuccessful redevelopment proposal of Portage Place Mall. However, TN's proposal is estimated to involve an investment of at least $650 million, whereas the previous proposal was estimated to involve approximately $400 million.

Furthermore, TN's plan involves a commitment to ensure that up to 40 percent of the new housing units in the development will be rented at affordable levels for at least 20 years which requires a significant level of subsidy, whereas the Council-approved support for the previous redevelopment proposal of Portage Place only required 10 percent of the new housing units to be rented at affordable levels for at least 10 years.

**Requested Changes**

At a Reports Briefing on August 29, 2024, an earlier draft of this administrative report was reviewed by members of the Executive Policy Committee and the following revisions were requested:

- Include alignment with the Strategic Priorities Action Plan.

## FINANCIAL IMPACT

**Financial Impact Statement** **Date:** August 26, 2024

**Project Name:** **First Year of Program** **2024**

**Shareholder approval for a sale of the Portage Place Mall Assets, Assignment of Related Skywalk Agreements and financial support for a Redevelopment of the Mall**

| | 2024 | 2025 | 2026 | 2027 | 2029 to 2053 |
|---|---|---|---|---|---|
| **Capital** | | | | | |
| Capital Expenditures Required | $ - | $ 5,800,000 | $ 5,800,000 | $ 4,500,000 | $ - |
| Less: Existing Budgeted Costs | - | 5,800,000 | 5,800,000 | 4,500,000 | - |
| Additional Capital Budget Required | $ - | $ - | $ - | $ - | $ - |
| **Funding Sources:** | | | | | |
| Debt - Internal | $ - | $ - | $ - | $ - | $ - |
| Debt - External | - | - | - | - | - |
| Strategic Infrastructure Basket (Province of Manitoba) | 3,250,000 | 3,250,000 | - | - | - |
| Regional Street Renewal Reserve | - | 1,500,000 | 1,500,000 | 4,500,000 | - |
| Portage Place Community Space Capital Budget approved for 2023 | - | 1,050,000 | 1,050,000 | - | - |
| Total Funding | $ 3,250,000 | $ 5,800,000 | $ 2,550,000 | $ 4,500,000 | $ - |
| Total Additional Capital Budget Required | $ - | | | | |
| Total Additional Debt Required | $ - | | | | |
| **Current Expenditures/Revenues** | | | | | |
| Direct Costs | $ - | $ 5,000,000 | $ 5,000,000 | $ - | $ 13,580,060 |
| Less: Incremental Revenue/Recovery | - | - | - | - | 16,975,075 |
| Net Cost/(Benefit) | $ - | $ 5,000,000 | $ 5,000,000 | $ - | $ (3,395,015) |
| Less: Existing Budget Amounts | - | 5,000,000 | 5,000,000 | - | - |
| Net Budget Adjustment Required | $ - | $ - | $ - | $ - | $ (3,395,015) |

**Additional Comments:**

1) Capital Expenditures Required represents grants from the City of Winnipeg to support public space and public realm aspects of the development: New Road Construction, Streetcaping, and Related Works ($7.5 million); Skywalks, Lighting, and Security ($6.5 millions); and Community drop in space ($2.1 million).

2) Existing Budgeted Costs represents funds earmarked for streets related to the Portage Place mall revitalization and unallocated regional road renewal funds in the approved Capital Budget ($7.5 million); unallocated amounts from the City's Strategic Infrastructure Basket (SIB) from the Province of Manitoba ($6.5 million); and funds approved in the capital budget for redevelopment of Portage Place Mall ($2.1 million).

3) Direct Costs represents grants to the approved developers for eligible expenditures towards redevelopment of Portage Place Mall, funded by the Housing Accelerator Fund (HAF).

4) Existing Budget Amounts represents the HAF grants budgeted and funded from Canada Mortgage and Housing Corporation (CMHC).

5) The development plan includes a tax increment financing grant to TN of $13.6 million, equal to 80 percent of the incremental municipal property taxes for up to 25 years (2029-2053) generated from the redevelopment. In that same time period it is estimated the City will collect approximately $17 million in municipal property taxes, generating approximately $3.4 million of net benefit.

6) Estimates are based on a 2% annual rate of inflation. Final assessment values and related taxes can only be calculated upon completion of projects. As such, the amount of municipal taxes are subject to many different variables and may vary from these estimates.

*Randy Bernard*

Randy Bernard, CPA, CMA
Manager of Finance & Administration (Campus)
Corporate Finance Department

## CONSULTATION

This Report has been prepared in consultation with:

- Legal Services
- Planning, Property and Development
- Public Works
- Assessment and Taxation
- Community Services

## OURWINNIPEG POLICY ALIGNMENT

**Economic Prosperity - 3.6 Downtown Economic Investment**. Prioritize the Downtown by leveraging private and public investments, including housing entrepreneurship, arts entertainment and tourism that advances its status as an economic driver.

**City Building - 6.16 to 6.19 – Downtown Economic Investment** – Support Development that reflects the Downtown's designation as a Transformative Area and preeminent complete community. Facilitate the intensification of Downtown residential development that supports the diversity of housing needs, and builds on the character of existing Downtown districts and destinations.

## WINNIPEG CLIMATE ACTION PLAN ALIGNMENT

4.1 – Increase strategic infill development that provides access to and capitalizes on existing and planned corridors with frequent transit service.

## WINNIPEG POVERTY REDUCTION STRATEGY ALIGNMENT

Affordable Housing Life Pole and Goal 2: The City actively plans for and partners in affordable housing.

## STRATEGIC PRIORITIES ACTION PLAN ALIGNMENT

Key Theme 1: The Downtown

Action 1.6 - Develop a city-wide housing strategy and action plan including the downtown with the outcome being net new residential, not-for-profit, affordable housing units.

Key Theme 3: A Livable, Safe, Healthy, Happy City

Action 3.4 – Construct more affordable and social housing through partnerships with private sector, not-for-profit, and other governments.

**SUBMITTED BY**

Department: Office of the Chief Administrative Officer
Prepared by: Matt Dryburgh Senior Manager, Economic Development and Policy
Date: August 26, 2024

Attachment 1 – Summary of the Purchase and Sale Agreement

Attachment 2 – Portage Place Campus Redevelopment Plan