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Item No. 7

DECLASSIFIED

FOIPOP Review Nov 2/2010

Halifax Regional Council
December 9, 2008
In Camera

Approved to Release Nov 5/2010

Date C. Kelly

TO: ~~Mayor Kelly and Members of Halifax Regional Council~~

SUBMITTED BY: _____
Dan English, Chief Administrative Officer

Wayne Anstey, Deputy Chief Administrative Officer - Operations

DATE: December 9, 2008

SUBJECT: Property Matter - Downtown Development Opportunities

PRIVATE & CONFIDENTIAL

ORIGIN

March 25, 2008 In Camera Report.

In 2005, HRM partnered with Trade Centre Limited (TCL), Province of Nova Scotia and ACOA to commission a consultant's feasibility study regarding Expansion of the World Trade and Convention Centre (WTCC) and a possible new and expanded Metro Centre. Subsequently, HRM was approached by the Province and invited to participate in an Expression of Interest (EOI) to identify potential opportunities for partnering with the private sector and to investigate alternative models for the ownership and/or operation of a new convention centre.

RECOMMENDATION

It is recommended that HRM Council:

1. Exclude Cogswell Interchange lands from consideration as the site of a World Trade and Convention Centre, to uphold the objectives of HRM by Design.
2. Inform the Province they should conclude EOI 08-055 as they see fit.

It is further recommended that this report not be released to the public until this current exploration process is complete.

BACKGROUND

In June 2005, in conjunction with the Province of Nova Scotia and Atlantic Canada Opportunities Agency (ACOA), HRM issued a request for proposals, (RFP) 05-150 WTCC Expansion and Metro Centre II - Feasibility Study.

The RFP 05-150 report, outlined a scenario whereby the WTCC would expand into the existing Metro Centre facility based on a new Metro Centre constructed elsewhere. Total cost of a new WTCC and Metro Centre was estimated at \$300M.

In April 2008, the Province of Nova Scotia, and HRM issued EOI 08-055 to seek expressions of interest to identify land/buildings suitable for development and interest from the private sector in an opportunity to partner in a development project in which a new WTCC would be a core component. It was envisaged that the approach would result in an alternative to the scenario identified in the RFP-05-150 report.

The purpose of EOI 08-055 was to develop a short list of proponents who could be invited by way of an RFP jointly issued by the Province and HRM to submit detailed proposals outlining the manner in which a new WTCC could be developed according to prescribed terms and conditions.

Over the past nine months, staff from HRM, the Province of Nova Scotia, and Trade Centre Limited have collaborated in developing, issuing, and reviewing responses to EOI 08-055. Care was taken to ensure that the terms of reference of the EOI outlined the criteria considered essential to the success of the development of a new WTCC in an increasingly competitive world market. The criteria formed the basis for scoring proposals. Some of the most important criteria were seen to be:

- geographic location within a central area of downtown Halifax (mandatory, pass/fail);
- close proximity to hotels (existing or proposed);
- convenient access to and proximity to the existing Pedway system;
- experience, qualifications and capabilities of the proponent team;
- financial capacity to deliver a project of such magnitude; and
- a requirement to attend a mandatory bidders meeting prior to submitting a proposal.

Although not developed in great detail, the EOI also contained some language that invited proponents to consider the potential to partner with the Province of Nova Scotia/HRM/TCL on matters above and beyond design/build .

Why has EOI #08-055 not been concluded yet?

There have been three significant developments that have caused a delay in finalizing EOI#08-055.

1. In June 2008, the Province of Nova Scotia engaged Partnerships BC to examine the suitability of a new World Trade and Convention Centre project as a strategic infrastructure project, otherwise known as a public private partnership. Partnerships BC issued a memo to the Province of Nova Scotia in October, recommending that some additional due diligence and analysis should be conducted prior to moving forward with the process to build a new World Trade and Convention Centre. In fact, Partnerships BC suggested the existing EOI process should be terminated, and that a new process should be initiated once the Province and HRM had certainty around what the governance structure for a new Trade and Convention Centre would look like, and how it would be funded.
2. In June 2008 HRM engaged the service of an external consultant experienced in P3 project development to work on HRM's 4 Pad Arena RFP. Through interaction with this consultant, and through some professional development focussed on Public Private Partnerships, HRM staff now have a better understanding of what best practice processes should be used when considering a P3 project.
3. In November 2008 the world economy slipped into a recession. It is unknown at this time how severe or prolonged the recession will be in Atlantic Canada; or what the impact will be on HRM. In light of this, any decision with respect to a new world trade and convention centre must be taken slowly and carefully.

Due to the three items listed above, the EOI 08-055 conclusion has been delayed. If the Cogswell site is eliminated as a potential WTCC location, then HRM would convey this information to the Province, along with a recommendation that the Province should conclude EOI 08-055 as they see fit; either choosing to move forward to another EOI or RFP process, or to negotiate directly with the remaining proponent.

DISCUSSION

EOI 08-055 was issued on April 01, 2008 followed by a mandatory proponents meeting on April 09, 2008 and closed on May 16, 2008 with a total of six proposals received. The procurement process is being led by HRM with additional procurement consultation being provided by Province of Nova Scotia staff. An evaluation team was established comprising:

- three staff members from the Province of Nova Scotia;
- three staff members from HRM and
- one staff member from Trade Centre Limited.

One submission was rejected outright as incomplete and not eligible for further investigation as it met none of the minimum mandatory requirement of the EOI. The proponent was duly notified by HRM procurement.

Although not all of the remaining proposals were of equal quality or completeness, all were given an opportunity to further expand upon their submissions through a formal presentation to the evaluation team on June 16, 2008 at the World Trade and Convention Centre. These presentations

were considered in the evaluation and scoring along with the previous reviews of the submissions by the evaluation team.

Following the formal presentations, the completeness/qualification of two of the five remaining proposals, became a matter of detailed discussion by the evaluation team. Both proposals were found to be deficient in various respects but specifically with respect to the lack of development of any concept as to how the project could be positioned on the proposed sites. The evaluation team felt that neither proposal had been developed to a level of detail comparable to the other proposals on issues of siting and the land ownership ramifications of their proposals. The evaluation team felt that neither proposal established a level of confidence that their proposal could be developed on the sites suggested within any reasonable time frame.

The evaluation process resulted in a significant point separation between the two top placing submissions and the remaining proponents. As a result of the EOI process, there would appear to be two strong candidates, Hardman Group (proposing to use the Cogswell Interchange lands as their site) and Rank Incorporated (who propose the former Herald/Midtown site), who could be considered as short list candidates for submission of an RFP.

The Hardman and Rank proposals are similar in that both have strong, multi-discipline project teams and have partnered with a major hotel interest. However, they also differ in many important respects:

- The property owner for the Rank proposal (Ramia) is also the major investor and developer. The property owner for the Hardman proposal is HRM.
- The Rank proposal has fully developed site plan and architectural renderings showing in precise terms how a mixed use development with a convention centre as key element can be developed on the site. Pending confirmation on whether a convention centre is part of the proposed development, Rank is in a position now to make application to HRM for a development agreement and seek approval by Regional Council. Note: Council approval would require a public hearing and any decision is subject to appeal to the NSURB. The Hardman proposal will require a significant degree of pre-planning and design work in order to submit an RFP.
- The Rank proponent has a demolition permit and pending other approvals is prepared to proceed. The Hardman proposal will require more detailed planning prior to being in a similar position.
- The Rank site is in reasonable proximity to existing hotels (the closest being the Prince George). However, the Cogswell site is in close proximity to more hotels (both Deltas and the Marriott) and to Casino Nova Scotia and redevelopment offers a unique opportunity to improve overall accessibility in the northern downtown/waterfront area.
- The Hardman proposal has easier access to the existing Pedway system, potentially greater opportunity for future expansion, somewhat better approach to public consultation and

slightly better quality of submission and innovation resulting in a marginally higher score than the Rank proposal.

The design, construction, costing and other aspects of a major convention centre warrants careful consideration of ways to allocate risks and benefits within a private-public business relationship. It will be necessary to ensure the RFP document and evaluation criteria clearly outline the framework of potential partnership models that will form the basis of any detailed negotiations that may result from the RFP responses. Expertise in this area is quite specialized and is beyond staff capabilities. Should the Province and HRM decide to proceed with the above course of action, then it will be beneficial to engage external consulting services to assist in the preparation of the RFP document.

However due to the significant costs involved in the preparation of a response to an RFP of this nature HRM and Provincial staff both agree that Regional Council should provide some direction as to whether or not the Cogswell lands can be considered as a development option for this proposal.

HRM staff, in light of the extensive public consultation of the HRM By Design project have developed a rationale for excluding the Cogswell lands from the RFP, understanding that this would leave the Rank proposal as the only option to be considered.

Rationale for Rejecting Hardman Group's Cogswell Interchange Proposal

1) Intensify downtown first:

HRMbyDesign strongly encourages the existing downtown (which does not include the Cogswell area) to be densified, and to have its vacant and under-utilized sites developed prior to bringing new lands to market that are outside of the existing downtown. This is for reasons of efficient use of existing municipal services and infrastructure (including existing road networks) and of course it's for reasons of the vibrancy, bustle and prosperity that come with intense downtown use. HRMbyDesign identifies over thirty vacant sites in the existing downtown, which does not include the developed but under-utilized "opportunity" sites of which there are many more. To bring the Cogswell lands to market before these sites in the core have been infilled is to cast aside the important goals of intensification and sustainability. HRMbyDesign views Cogswell as a land bank to be drawn upon when the challenge of densifying downtown has been addressed. That being said, the municipality and the Province are facing increased maintenance costs to maintain the Cogswell Street interchange.

2) Previous Municipal Investment in the Core:

Over the past thirty years the Peninsula's population has declined by 25,000 people. This decline, combined with ever-increasing competition from retail and office space in suburban areas, has left the downtown Halifax core struggling for a critical mass of retail and office activity. For some time now the Municipality has been taking steps to address this difficult situation, including expenditures on streetscape improvements (notably Barrington and Spring Garden), establishing grants and incentives for the Barrington heritage area, subsidizing the downtown Business Improvement

Districts, the Regional Plan and its emphasis on the Capital District, undertaking two Public Lands Plans (Spring Garden/Queen, and Grand Parade/Province House), and of course the ongoing HRMbyDesign effort. Each of these investments have been directed in varying degrees at bringing vibrancy and prosperity back to the downtown core. To now begin investment in the Cogswell area (outside of the core) would be to undermine these other excellent initiatives, and substantial concern from the public could be anticipated as a result.

3) Conflict of Interest Concerns:

If the successful proponent, the Hardman group has volunteered to conduct the Cogswell Interchange masterplan and associated public consultation. However this was not contingent for their development proposal. Regardless of the outcome of the Cogswell lands discussions this should not proceed due to conflict of interest for the following reasons:

-Because they have an obvious interest in an outcome that favours a WTCC2 in this area, they have been found by HRM to be in a conflict of interest. This disqualifies them from participating in the masterplan process for this site. A separate masterplan/consultation conducted by an objective third party would better serve the needs and wishes of HRM and the community.

-The Office for Urbanism is a subconsultant to the Hardman Group on their WTCC2 EOI proposal, whose role would be to run the Cogswell Masterplan and public consultation work. The office for Urbanism is *also* the lead consultant for HRMbyDesign, an urban design plan for downtown which advocates the points made in #1 above, namely that the core should be densified prior to development of the Cogswell lands. Both the WTCC2 EOI and HRMbyDesign are current projects, therefore Office for Urbanism is in a conflict of interest not only because of concurrency but also because the two projects have contradictory outcomes.

4) Running out the Clock:

We know from the Cogswell Interchange maintenance schedule that some significant investments will be required to maintain the infrastructure beyond 2010. Planning for demolition of the interchange must begin so that the municipality can make timely decisions on maintenance/repair versus replacement of the Interchange. If HRM proceeds with the preparation and release of an RFP for the Masterplan Study, the Masterplan will be in place by 2010. Should HRM choose to wait and see if Hardman is the successful RFP bidder before conducting the Masterplan, then the maintenance clock will have been significantly run out, and it would be unlikely that the Masterplan would be delivered in time to inform our repair versus replacement decisions.

5) Double benefit for downtown:

If successful in future negotiations with the province, the Rank group, under proposed HRMbyDesign development rules, would have to apply for a plan amendment because its contemplated height is greater than what the new height limits allow on that site. HRMbyDesign is clear that in the case of such plan amendments a significant public benefit must be provided to offset

Halifax Metro Centre

- significant escalating costs to maintain the Cogswell Street Interchange
- the need to plan and budget for removal of the Cogswell Street Interchange

The land associated with the Cogswell Street Interchange is a tremendous asset for the municipality, and the current infrastructure is a liability. HRM will need to balance these considerations with the goal of achieving the vision of HRM by Design.

HRM's role and responsibilities related to the WTCC date back to an agreement between the Federal government, the Province of Nova Scotia and the former City of Halifax, dated March 28, 1981. The facility is owned and operated by Trade Centre Limited, a provincial Crown corporation, but pursuant to the agreement, HRM is required to make an annual financial contribution (with a CPI escalator) to the convention centre. This amount was budgeted at \$571,300 in 2008/2009.

FINANCIAL MANAGEMENT POLICIES / BUSINESS PLAN

This report complies with the Municipality's Multi-Year Financial Strategy, the approved Operating, Capital and Reserve budgets, policies and procedures regarding withdrawals from the utilization of Capital and Operating reserves, as well as any relevant legislation.

ALTERNATIVES

HRM Council could indicate that the Cogswell Interchange lands should be considered as a site for a new World Trade and Convention Centre.

ATTACHMENTS

Attachment 1 - March 25 In-Camera report - Downtown Development Opportunities

Attachment 2 - Cogswell Street Interchange - Summary *Redacted*

Attachment 3 - Cogswell Interchange - Drawing of Structures *Redacted*

If the report is released to the public, a copy can be obtained by contacting the Office of the Municipal Clerk at 490-4210, or Fax 490-4208.

Report Prepared by: Phil Townsend, Manager Facilities Planning, 490-7166
Andy Filmore, HRM Urban Design Project Manager 490-6495

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Financial Approval by: _____
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Original signed



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ATTACHMENT 1

Halifax Regional Council
March 25, 2008
In Camera

TO: Mayor Kelly and Members of Halifax Regional Council

SUBMITTED BY:

Dan English, Chief Administrative Officer

Wayne Anstey, Deputy Chief Administrative Officer - Operations

DATE: March 12, 2008

SUBJECT: Expression of Interest - Downtown Development Opportunities

PRIVATE & CONFIDENTIAL

ORIGIN

In 2005, HRM partnered with Trade Centre Limited (TCL), Province of Nova Scotia and ACOA to commission a consultant's feasibility study regarding Expansion of the World Trade and Convention Centre (WTCC) and a possible new and expanded Metro Centre.

Several months ago, HRM was approached by the Province and invited to participate in an Expression of Interest (EOI) to identify potential opportunities for partnering with the private sector and to investigate alternative models for the ownership and/or operation of a new convention centre.

RECOMMENDATION

It is recommended that Council approve the release, in partnership with the Province of Nova Scotia, of an Expression of Interest to investigate private sector interest in the construction of a building to provide approximately 200,000 square feet of exhibit space and related convention

facilities for the World Trade and Convention Centre as described in the Background and Discussion Sections of this report.

It is further recommended that this report not be released to the public until this current exploration process is complete.

BACKGROUND

HRM's role and responsibilities related to the WTCC date back to an agreement between the Federal government, the Province of Nova Scotia and the former City of Halifax, dated March 28, 1981. The facility is owned and operated by Trade Centre Limited, a provincial Crown corporation, but pursuant to the agreement, HRM is required to make an annual financial contribution (with a CPI escalator) to the convention centre. This amount was approximately \$545,000 in 2007/2008.

The WTCC has proven to be a powerful economic engine for HRM and the Province of Nova Scotia. TCL advises that in its very first year of operation (1985), the present facility generated \$10 million in revenue. In the 24 years since, its operations have contributed an estimated total of \$2.2 billion in direct expenditures, \$1.6 billion in incremental expenditures, \$930 million in additions to household income, and \$97 million in government tax revenues. The tax revenues alone have resulted in a 2:1 return on the original investment. Compared to the significant economic wealth the WTCC generates each year, the annual HRM financial contribution is considered money well spent.

The WTCC is also the hub of a much wider economic region stretching across all four Atlantic Provinces. Meetings and conventions are big business in North America, and that business is growing by about eight per cent each year (it doubles every nine years). In fact, the conventions and events industry is the fastest growing in Canada. Our country's 17 major convention centres together generate an overall economic benefit in excess of \$2 billion a year, of which WTCC represents less than four per cent. Keep in mind that this figure doesn't account for exhibition halls, universities, hotel function rooms and other meeting spaces – so the real economic benefit of this sector in Canada is much larger than current stats can measure.

While meetings comprise the greatest number of total events, it is the large conventions that generate the most economic impact. Convention delegates generate diversified spending across a range of sectors: they stay at local hotels, dine at restaurants, visit cultural attractions, take taxis, rent cars, shop at retail outlets and pursue recreational activities, such as cycling, kayaking or skiing. The average convention delegate spends approximately \$251.80 per day in Nova Scotia, or \$526.27 per stay. That's seven times what the average local event attendee spends.

HRM enjoys a stellar reputation as a host of successful events, attracting such large-scale events

such as the Juno Awards, the 1995 G7 Summit and, the 2007 Global Microcredit Summit. By way of example, the latter event alone brought 2,200 delegates to Halifax from 115 countries. In fiscal year 2006/07, WTCC's 680 events drew in 123,795 attendees, who generated \$115.4 million in direct spending. Every day our community experiences the positive economic benefits of hosting significant events like these – a vibrant downtown filled with hotels, restaurants and retail businesses.

HRM is good at event hosting because we have a natural affinity for it and a sterling reputation. Convention organizers tell us that attendance increases significantly when they bring their conferences to HRM. Their delegates have always wanted a reason to visit Halifax and Nova Scotia, and they take advantage of the opportunity to explore, arriving earlier and staying later than they typically do when attending conventions in other destinations. Conventions here also attract delegates who otherwise might not have thought to visit our community and province. As a result, we get the opportunity to showcase the best Nova Scotia has to offer and to sell visitors on an extended stay or lure them to return with their families, thus contributing more incremental dollars to our economy.

The WTCC facility has done a yeoman-like job until now, but after 24 years it is tired and increasingly small in comparison to the national competition. Our key competitors all offer more exhibit space – an average of 140,000 sq. ft., compared to our 50,000 square feet. And these competitors continue to upgrade their facilities: expansions have created an 82.4% increase in rentable exhibit space across Canada from 1996 to 2008, the fastest growth in the industry's history. To remain competitive in the future, HRM must have a convention centre that offers approximately 200,000 square feet of exhibit space.

Amid the current international climate of rapid convention facility growth, our ability to compete is increasingly restricted. Interviews suggest that HRM is in danger of losing some regular convention business due to the deficiency in convention space. In fact, TCL has had to turn away some large conventions due to capacity issues. Furthermore, the size of many conventions have increased, with the result that many organizations which traditionally made Halifax a regular site for its annual meetings, such as the Canadian Bar Association and the Canadian Medical Association, have now grown to a size where the WTCC can no longer host them. Without expanding these facilities, HRM will not be able to grow our convention business and risk losing our current clientele – along with the economic benefit they bring to Nova Scotia as a whole. The WTCC's growing inability to host large-scale events that wish to come to HRM means significant lost revenue.

As a result, TCL, in partnership with the Province, HRM and ACOA, commissioned a study in 2005 to examine our potential for growth in the convention business, as well as identify the need for new or expanded facilities to pursue that potential. The results of that study have not yet been presented to Council or the provincial Cabinet. It is important that we take the opportunity to

consider all options prior to proceeding and to undertake appropriate economic modelling on the options presented. As well, the report was put on hold pending the results of the bid to host the 2014 Commonwealth Games. However, what we do know is that the study states that both US and Canadian meeting planners view HRM very positively, except in terms of capacity for large events. The WTCC is optimal for delegations in the range of 500 to 800 and in some cases up to 1,000 delegates. Beyond this number, the region is constrained in both the number of hotel rooms and convention space available.

Both HRM and the Province recognize that expansion of existing convention facilities or construction of a new convention centre would be too expensive for local governments to construct at this time, given their financial constraints. Therefore, in consideration of the substantial economic impact this facility has province-wide, and specifically within our municipality, HRM staff and the Province are recommending a joint initiative to identify potential opportunities in the private sector for partnership and development of a new convention centre. HRM has an interest in this important project in terms of the development of the downtown, the economic benefits associated with the convention industry and any potential impacts future convention centre development would have on the Metro Centre.

DISCUSSION

HRM and the Province, through this EOI, want to identify land/buildings that are suitable for development and to identify potential interest from the development community in participating in an innovative opportunity, in which a new WTCC would be a core component. This process will build on the existing study by determining private interests and options to be considered.

A short list of proponent(s) drawn from the submissions to this EOI may be asked to submit a more detailed response to a future Request for Proposals (RFP), to be issued after the review of this EOI. This would outline in greater detail the nature of their proposals and the partnering opportunities their proposals may hold for the Province and HRM.

The vision of the new WTCC in downtown Halifax is a state-of-the art, energy efficient, cost-effective structure that embodies and demonstrates the commitment of TCL, the Province and HRM to provide economic catalysts to the growth of the Nova Scotia business community. While meeting the business needs of TCL, the new WTCC will have an increased positive impact on the sustainable future of Halifax's downtown.

Proposed Design Criteria

- The building will be designed and constructed in accordance with sustainable development principles targeting a gold level LEED™ (Leadership in Energy and Environmental Design) certification

- The building will provide greenhouse gas savings and will exemplify Nova Scotia's commitment to the Environmental Goals and Sustainable Prosperity Act which can be seen at http://www.gov.ns.ca/legislature/legc/bills/60th_1st/3rd_read/b146.htm. It would also support HRM's commitment to its sustainable environment strategy, which can be seen in detail at <http://www.halifax.ca/environment>
- The building will provide a healthy and effective contemporary office and convention space environment for employees and patrons
- The building will be designed to be adaptable to changing technology and workplace environments to suit WTCC's present and future business needs
- The building will be cost-effective in both construction and operation and represent a sound financial investment
- The building will strengthen and contribute to the sustainable future of Halifax's downtown through new investment, increased downtown activity and positive integration into the existing fabric and infrastructure of transit, walkway systems and retail space
- The building will be a contemporary and distinctive "signature" design that celebrates the importance of the WTCC to the Province and HRM and that enhances the overall image of the downtown
- The building will be constructed through a collaborative process that involves the development community and the general public in providing enhanced, value-added opportunities to the project
- Proponents are advised that steps to implement policies arising from the HRM's 'HRM By Design' project are underway
- Proponents shall recognize that the significant impact of the proposed development and the public accountability of the partners will require substantial public consultation and feedback re suitability and appearance during the design development phase of the successful project. Details of the proponent's public consultation strategy will be sought in the subsequent RFP.

Proposed Location Criteria

HRM's downtown core has a strong reputation as a compact, convenient major event city. Delegates marvel at their ability to attend events within minutes of a full range of services and activities. Access to the waterfront is a major asset. Any new convention facility needs to be in the downtown core, which is, and will continue to be, a main selling feature, providing easy access to the waterfront, bars, restaurants, hotels and other attractions. The geographic

boundaries of the sites that will be considered in responses to the Expression of Interest are:

North - Cornwallis Street from Harbour to Brunswick

West - Brunswick Street from Cornwallis to Spring Garden Road

South - Spring Garden Road to Barrington Street to Inglis Street extended to Harbour

Staff recognize the potential enormity of this undertaking, given the many Capital and other infrastructure challenges faced by HRM. However, the feasibility phase of this project will help Council to better understand the case for action around this project and whether consideration should be given to a different ownership or operating business model. Council should also understand that this investigation study should not be interpreted as a funding commitment for the project. This analysis will simply serve to better understand the scope and detail of the enterprise and help Council better understand where the project will fit relative to other Capital infrastructure projects.

BUDGET IMPLICATIONS

There are currently no identifiable budget implications of this recommendation. If approved, as the process continues staff will update Council on the possible budget implications of the submitted proposals.

FINANCIAL MANAGEMENT POLICIES / BUSINESS PLAN

This report complies with the Municipality's Multi-Year Financial Strategy, the approved Operating, Capital and Reserve budgets, policies and procedures regarding withdrawals from the utilization of Capital and Operating reserves, as well as any relevant legislation.

ALTERNATIVES

Council can choose to not explore this investigation with the Province of Nova Scotia. This is not the recommended alternative.

ATTACHMENTS

N/A

If the report is released to the public, a copy can be obtained by contacting the Office of the Municipal Clerk at 490-4210, or Fax 490-4208.

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