

**Subject: Lansdowne Partnership Plan Agreements - Amendments Related to
the Lansdowne 2.0 Project**

File Number: ACS2025-LEG-GEN-0002

**Report to Finance and Corporate Services Committee on 29 October 2025
and Council 7 November 2025**

Submitted on October 20, 2025 by Stuart Huxley, Interim City Solicitor

Contact Person: Stuart Huxley, Interim City Solicitor

613-580-2424, ext. 21630, stuart.huxley@ottawa.ca

Ward: Citywide

**Objet : Conventions relatives au Plan de partenariat du parc Lansdowne
(PPPL) - Modifications liées au projet Lansdowne 2.0**

Numéro de dossier : ACS2025-LEG-GEN-0002

Rapport présenté au Comité des finances et des services organisationnels

Rapport soumis le 29 octobre 2025

et au Conseil le 7 novembre 2025

Soumis le 2025-10-20 par Stuart Huxley, Avocat général (par intérim)

Personne ressource : Stuart Huxley, Avocat général (par intérim)

613-580-2424, poste 21630, stuart.huxley@ottawa.ca

Quartier : À l'échelle de la ville

REPORT RECOMMENDATION(S)

That the Finance and Corporate Services Committee recommend Council:

- 1. Approve the amendments to the Lansdowne Partnership Plan Agreements as described in this report and attached as Document 1 – “Summary of the Amendments to the LPP Agreements necessary to carry out the Lansdowne 2.0 Project.”**
- 2. Receive the final Amended and Restated Legal Agreements as set out in**

Document 2 – “Listing of Amended and Restated LPP Agreements” which are on file with the City Clerk.

RECOMMANDATION(S) DU RAPPORT

Que le Comité des finances et des services organisationnels recommande au Conseil :

- 1. d’approuver les modifications des Conventions relatives au Plan de partenariat du parc Lansdowne comme il est décrit dans le présent rapport et le document 1 ci-joint – « Synthèse des modifications des Conventions relatives au PPPL nécessaires pour la mise en œuvre du projet Lansdowne 2.0 »;**
- 2. de prendre connaissance des Conventions juridiques officielles modifiées et remaniées comme il est indiqué au document 2 – « Liste des Conventions modifiées et remaniées relatives au PPPL », qui sont conservées au greffe municipal.**

BACKGROUND

This Report should be read in conjunction with its companion Report, the *Lansdowne 2.0 Redevelopment and Authorization to Proceed with Legal Close and Implementation Plan* (Ref. No. ACS2025-IWS-0003). That report describes in greater detail the redevelopment plan for Lansdowne, the material changes to the Partnership between the City and Ottawa Sports and Entertainment Group (OSEG), the business case justifying those changes and the deal between the City and Mirabella Development Corporation for the sale and development of the air rights at Lansdowne.

Should Council wish to move to the legal close of the Amended and Restated LPP Agreements, Council will need to approve the companion *Lansdowne 2.0 Redevelopment and Authorization to Proceed with Legal Close and Implementation Plan* (Ref. No. ACS2025-IWS-0003).

On October 12, 2012, the City and OSEG entered into the Lansdowne Partnership Plan through the execution of a suite of legal agreements (the “Original LPP Agreements”). Those agreements and their terms are described in detail in *Lansdowne Partnership Plan Implementation – Final Report on Legal Agreements* report (Ref. No. [ACS2012-CMR-LEG-0002](#)).

As part of the Lansdowne 2.0 Project, on November 10, 2023, City Council approved

the *Lansdowne Partnership Plan – Authorization to Proceed to the Next Steps in the Redevelopment* report (Ref. No. [ACS2023-PRE-GEN-0009](#)). Recommendation #8 of that Report directed the City Manager, in consultation with the Chief Financial Officer/Treasurer and City Solicitor to negotiate with OSEG the amendments to the Original LPP Agreements necessary to reflect the changes to the Partnership as described in that Report.

As a result of that direction from City Council, the City Manager and Lansdowne 2.0 Project Team negotiated amendments to the Original LPP Agreements with OSEG. All of the material legal and business terms between the City and OSEG necessary to carry out the Lansdowne 2.0 Project have been completed. Those amendments are set out in the Amended and Restated LPP Agreements. Document 1 to this Report provides a summary of the material amendments made to the Original LPP Agreements by the Amended and Restated LPP Agreements. Document 2 to this Report lists the Amended and Restated LPP Agreements which, (i) are completed and on file with the City Clerk, (ii) will be completed on or before legal close of the Amended and Restated LPP Agreements; and (iii) those legal agreements which will be completed after the legal close.

DISCUSSION

This report provides the final negotiated Amended and Restated LPP Agreements for City Council's consideration.

The Original LPP Agreements set out the terms of the Partnership between the City and OSEG for the development and running of Lansdowne Park. The original agreements established the Lansdowne Master Limited Partnership, the four component partnerships, provided for the development and lease of the Retail Component, the refurbishment and lease of the Stadium Component, and the operation of the Ottawa Redblacks and the Ottawa 67's. To proceed with the Lansdowne 2.0 Project, certain terms in the Original LPP Agreements need to be amended. These amendments are set out in the Amended and Restated LPP Agreements.

Recommendation 1 – Approval of the Restated and Amended LPP Agreements

Document 1 entitled "Summary of the Amendments to the LPP Agreements necessary to carry out the Lansdowne 2.0 Project," summarizes and highlights the material changes to the terms of the Original LPP Agreements that are made by the Amended and Restated LPP Agreements.

The Original LPP Agreements are sorted into three “tiers” or groups of agreements. The Tier 1 Agreements are the most important and set out the key business and legal terms of the redevelopment. There are four Tier 1 agreements: the Amended and Restated Project Agreement, the Amended and Restated Stadium Lease, the Amended and Restated Retail Lease and the Amended and Restated Master Limited Partnership Agreement. The Tier 2 and Tier 3 legal agreements are complementary but subordinate to the Tier 1 legal agreements.

Approval of this recommendation will allow Council to receive all the finalized legal agreements per the second report recommendation and as outlined in Document 2 of this report.

Recommendation 2 – Receipt of the finalized Restated and Amended LPP Agreements

As noted, the *Lansdowne Partnership Plan – Authorization to Proceed to the Next Steps in the Redevelopment* report (Ref. No. [ACS2023-PRE-GEN-0009](#)), approved by City Council on November 10, 2023, directed staff to proceed to the next steps in the redevelopment of Lansdowne Park. At that Council meeting, the City Manager committed to reporting back to Council on the finalized legal agreements once they had been completed for Council’s information prior to making the decision of whether or not to proceed with the redevelopment.

The finalized Restated and Amended LPP Agreements will be filed with the Office of the City Clerk on October 22, 2025. All the material legal and business terms between the City and OSEG have been documented in final form. The finalized Restated and Amended LPP Agreements do not become legally operative between the City and OSEG unless Council approves Recommendation 3(b) in the companion report titled *Lansdowne 2.0 Redevelopment and Authorization to Proceed with Legal Close and Implementation Plan* – (Ref. No. ACS2025-IWS-IS-0003).

Document 2 - “Listing of Amended and Restated LPP Agreements,” identifies those legal agreements which are currently completed and ready for execution, those legal agreements which will be completed in advance of the legal close of the transaction and those legal agreements which are necessary for the transaction but will be completed after the legal close. The legal agreements completed and on file with the Clerk are the primary Tier 1 agreements that are required to carry out the changes to the partnership necessary to carry out the Lansdowne 2.0 Project. The legal agreements to be completed prior to or after legal close are subordinate to these agreements.

Should any Member of Council or the public wish to refer to a legal agreement referenced in this report, it should be noted that they are listed in Document 2 to this report and are on file with the Office of the City Clerk. In the event of any discrepancy or contradiction between the overview of a particular legal agreement as set out in Document 1 and the agreement itself, the terms and conditions of the actual legal agreement govern.

FINANCIAL IMPLICATIONS

There are no Financial Implications arising from this Report.

LEGAL IMPLICATIONS

There are no legal impediments to receiving the information in this Report and approving its recommendations.

Borden Ladner Gervais LLP, the external lawyers acting for the City throughout the negotiations for the Amended and Restated LPP Agreements have confirmed for the City that the Agreements read as a whole are in accordance with the instructions provided to BLG by the City and, subject to the advice provided to the City and instructions received from the City, are satisfactory from a legal perspective and have assured the City accordingly. The agreements are recommended for execution by the City should Council authorize proceeding to legal close of the agreements through approval of the companion Report, the *Lansdowne 2.0 Redevelopment and Authorization to Proceed with Legal Close and Implementation Plan* (Ref. No. ACS2025-IWS-0003).

COMMENTS BY THE WARD COUNCILLOR(S)

This is a citywide report.

CONSULTATION

This is a legal administrative report issued to meet the requirements of the Delegation of Authority By-law. As such, no consultation was undertaken.

DELEGATION OF AUTHORITY IMPLICATIONS

The delegations of authority granted the City Manager by Council by *Lansdowne Partnership Plan – Delegation of Authority for Administering Finalized and Executed Lansdowne Partnership Plan Legal Agreements* (Ref. No. [ACS2013-CMR-LEG-0005](#)) and *Lansdowne Partnership Plan – Report on Exercise of Delegated Authority and*

Proposed Amendment to Existing Authority for the Operations Phase (Ref. No. [ACS-CMR-LEG-0005](#)), would apply to the administration of the Amended and Restated LPP Agreements. Any exercises of delegated authority by the City Manager pursuant to the Original LPP Agreements are reported to Council through the Annual Lansdowne Reports.

ECONOMIC IMPLICATIONS

Refer to the *Economic Impact of Lansdowne 2.0 Redevelopment* (Ref. No. ACS2025-SI-ED-0012) for the Project's overall impacts.

TERM OF COUNCIL PRIORITIES

This report supports the City's ongoing commitments in the current Term of Council Priorities for a diversified and prosperous economy and the City's commitment to financial sustainability and transparency.

SUPPORTING DOCUMENTATION

Document 1 – "Summary of the Amendments to the LPP Agreements necessary to carry out the Lansdowne 2.0 Project."

Document 2 – "Listing of Amended and Restated LPP Agreements"

DISPOSITION

Should Council approve the Amendments to the LPP Agreements, staff will move to close the transaction.