

**Meetings Amongst Parties To  
Unanimous Shareholder Agreements  
August 20, 2024**

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**Meeting Minutes**

1:30 pm City Manager's Office at City Hall

Attendees:

*City of Ottawa:*

Wendy Stephanson, City Manager  
Cyril Rogers, Acting General Manager / Chief Financial Officer:  
Finance and Corporate Services Department  
Isabelle Jasmin, Deputy City Treasurer  
Dan Chenier, General Manager,  
Recreation, Cultural & Facility Services  
Stuart Huxley, Interim City Solicitor  
Steve Box, Director, City Manager's Office

*Ottawa Sports and  
Entertainment Group:*

Roger Greenberg, Executive Chair and Managing Partner

*Lansdowne Master GP Inc. and  
Component GPs:*

Mark Goudie, President & Chief Executive Officer  
David Porter, Senior Vice President, Finance & Technology  
Matt Perron, Associate General Counsel

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**1. Election of Chair**

Motion by Wendy Stephanson to elect Roger Greenberg as Chair. Mark Goudie seconded. Motion passed and position accepted.

**2. Appointment of Secretary**

Motion by Roger Greenberg to appoint Matt Perron as Secretary. Wendy Stephanson seconded. Motion passed and position accepted.

Chair called the meeting to order.

**3. Approval of Previous Meeting Minutes**

Motion by Wendy Stephanson to approve the minutes from the August 30, 2023 Component GP Unanimous Shareholder Agreement Meetings. Roger Greenberg seconded. Motion passed and minutes approved.

**4. Lansdowne Master GP Inc. ("Master GP") presentation of unaudited financial statements of Master GP and presentation of potential Major Decisions set out in the Master GP Unanimous Shareholder Agreement ("Master USA").**

Report by Master GP on unaudited Fiscal Year 2024 Financial Statements for Master GP to parties to the Master USA, being the City, OSEG and the Master GP (“**Master GP Parties**”) (Section 6.1(c) of the Master USA).<sup>1</sup>

Master GP introduced any required Major Decisions to be made by Master GP Parties; discussion of matters; and determination of such matters by the Master GP Parties (Section 3.10 of the Master USA). Motion by Wendy Stephanson for the City and OSEG to approve a Major Decision in relation to Master GP, namely:

- (a) to adopt and approve the financial statements of Master GP for the fiscal year ending March 31, 2024; and
- (b) to approve the re-appointment of KPMG as auditors of Lansdowne Master Limited Partnership.

Roger Greenberg seconded. Motion passed and Major Decisions approved.

#### **5. Lansdowne Stadium GP Inc. (“Stadium GP”) presentation of unaudited financial statements of Stadium GP and potential Major Decisions set out in the Stadium GP Unanimous Shareholder Agreement (“Stadium USA”).**

Report by Stadium GP on unaudited Fiscal Year 2024 Financial Statements for Stadium GP to parties to the Stadium USA, being the City, OSEG and the Stadium GP (“**Stadium GP Parties**”) (Section 6.1(a) of the Stadium USA).<sup>2</sup>

Stadium GP introduced any required Major Decisions to be made by Stadium GP Parties; discussion of matters; and determination of such matters by the Stadium GP Parties (Section 3.10 of the Stadium USA). Motion by Wendy Stephanson for the City and OSEG to approve a Major Decision in relation to Stadium GP, namely to approve the unaudited financial statements of Stadium GP for the fiscal year ending March 31, 2024. Roger Greenberg seconded. Motion passed and Major Decision approved.

#### **6. Lansdowne Retail GP Inc. (“Retail GP”) presentation of unaudited financial statements of Retail GP and potential Major Decisions set out in the Retail GP Unanimous Shareholder Agreement (“Retail USA”).**

Report by Retail GP of unaudited Fiscal Year 2024 Financial Statements for Retail GP to parties to the Retail USA, being the City, OSEG and Retail GP (“**Retail GP Parties**”) (Section 6.1(a) of the Retail USA).<sup>3</sup>

Retail GP introduced any required Major Decisions to be made by Retail GP Parties; discussion of matters; and determination of such matters by the Retail GP Parties (Section 3.10 of the Retail USA). Motion by Wendy Stephanson for the City and OSEG to approve a Major Decision in relation to Retail

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<sup>1</sup> Financial results of Lansdowne Master Limited Partnership, being a separate entity not party to the Master USA, are not included in Master GP’s financial statements. Financial results of Lansdowne Master Limited Partnership are provided in the Lansdowne Master Limited Partnership consolidated reporting.

<sup>2</sup> Financial results of Lansdowne Stadium Limited Partnership, being a separate entity not party to the Stadium USA, are not included in Stadium GP’s financial statements. Financial results of Lansdowne Stadium Limited Partnership are provided in the Lansdowne Master Limited Partnership consolidated reporting.

<sup>3</sup> Financial results of Lansdowne Retail Limited Partnership, being a separate entity not party to the Retail USA, are not included in Retail GP’s financial statements. Financial results of Lansdowne Retail Limited Partnership are provided in the Lansdowne Master Limited Partnership consolidated reporting.

GP, namely to approve the unaudited financial statements of Retail GP for the fiscal year ending March 31, 2024. Roger Greenberg seconded. Motion passed and Major Decision approved.

**7. Ottawa REDBLACKS GP Inc. (“REDBLACKS GP”) presentation of unaudited financial statements of REDBLACKS GP and potential Major Decisions set out in the REDBLACKS GP Unanimous Shareholder Agreement (“REDBLACKS USA”).**

Report by REDBLACKS GP of unaudited Fiscal Year 2024 Financial Statements for REDBLACKS GP to parties to the REDBLACKS USA, being the City, OSEG and REDBLACKS GP (“**REDBLACKS GP Parties**”) (Section 6.1(t) of the REDBLACKS USA).<sup>4</sup>

REDBLACKS GP summarized prior year Major Decisions and introduced any required Major Decisions to be made by REDBLACKS GP Parties; discussion of matters; and determination of such matters by the REDBLACKS GP Parties (Section 3.10 of the REDBLACKS USA).

Motion by Wendy Stephanson for the City and OSEG to approve a Major Decision in relation to REDBLACKS GP, namely to approve the unaudited financial statements of REDBLACKS GP for the fiscal year ending March 31, 2024. Roger Greenberg seconded. Motion passed and Major Decision approved.

**8. Ottawa 67’s GP Inc. (“Ottawa 67’s GP”) presentation of unaudited financial statements of Ottawa 67’s GP and potential Major Decisions set out in the Ottawa 67’s GP Unanimous Shareholder Agreement (“Ottawa 67’s USA”).**

Report by Ottawa 67’s GP of unaudited Fiscal Year 2024 Financial Statements for Ottawa 67’s GP to parties to Ottawa 67’s USA, being the City, OSEG and Ottawa 67’s GP (“**Ottawa 67’s GP Parties**”) (Section 6.1(a) of the Ottawa 67’s USA).<sup>5</sup>

Ottawa 67’s GP summarized prior year Major Decisions and introduced any required Major Decisions to be made by Ottawa 67’s GP Parties; discussion of matters; and determination of such matters by the Ottawa 67’s GP Parties (Section 3.10 of the Ottawa 67’s USA). Motion by Wendy Stephanson for the City and OSEG to approve a Major Decision in relation to Ottawa 67’s GP, namely to approve the unaudited financial statements of Ottawa 67’s GP for the fiscal year ending March 31, 2024. Roger Greenberg seconded. Motion passed and Major Decisions approved.

**9. Other Business**

No other business.

**10. Adjournment**

Meeting then adjourned.

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<sup>4</sup> Financial results of Ottawa REDBLACKS Limited Partnership, being a separate entity not party to the REDBLACKS USA, are not included in REDBLACKS GP’s financial statements. Financial results of Ottawa REDBLACKS Limited Partnership are provided in the Lansdowne Master Limited Partnership consolidated reporting.

<sup>5</sup> Financial results of Ottawa 67’s Limited Partnership, being a separate entity not party to the 67’s USA, are not included in Ottawa 67’s GP’s financial statements. Financial results of Ottawa 67’s Limited Partnership are provided in the Lansdowne Master Limited Partnership consolidated reporting.