



## Brennan M. Carroll

### Partner

T 416.367.6721

F 416.367.6749

Toronto

[BMCarroll@blg.com](mailto:BMCarroll@blg.com)

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[Commercial Real Estate](#)

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Brennan practices commercial real estate and development law, providing legal services to a large cross section of clients. He provides practical, efficient and timely advice to his clients for all types of commercial real estate transactions, including purchases, sales, leasing, joint venture and development arrangements, and financings.

Brennan has particular expertise working with public and quasi-public clients, including various hospitals, colleges and municipalities, such as William Osler Health System, Niagara Health System and Mohawk College. Projects for these clients include the design, build, financing, operation and maintenance of privately-managed medical office buildings and student residences. He also works closely with real estate professionals and in-house legal counsel for some of Canada's largest commercial and retail players, including Bell Canada, Circle-K and Northland Power, to deal with their most important real estate matters

## Experience

- Provided advice to Algonquin College with respect to its partnership with the Algonquin College Students Association for the design, construction, operation and maintenance of a LEED Gold Certified \$48 million Athletics and Recreation Centre (ARC) to be located at Algonquin College's Ottawa Campus. The structure of the arrangement included a long-term ground lease coupled with complex operating and programming agreements. The ARC opened in fall 2021.

- Provided advice to Michael Garron Hospital on its partnership with other key community agencies regarding the funding, construction and operation of a new health and wellness hub in a former Target store at Toronto's East York Town Centre. The transaction included the assumption of a complex lease with the private landlord, engagement with the Ministry of Health for funding assurances, and complex joint use and governance arrangements and leases with important community partners who will be operating space within the hub.
- Worked with a number of Ontario hospitals, including Niagara Health, Grand River Hospital, University Health Network, Markham-Stouffville Hospital, Collingwood General and Marine Hospital, and St. Joseph's Healthcare Hamilton, to create unique off-site arrangements to deal with COVID-19. Ontario's Ministry of Health created a special directive temporarily allowing for patient care to be provided in facilities outside of traditional hospital buildings. This has resulted in engagement with hotels, universities, colleges and local municipalities to identify facilities that could allow for such accommodation, either for treating COVID-19-positive patients or other patients. Some facilities were used for health care and social services staff to quarantine. The agreements crafted by BLG's real estate team (Brennan Carroll, [Andrew Guerrisi](#) and [Anthony Deluca](#)) addressed issues including site modifications to allow for these different uses, understanding off-limit areas, building security, housekeeping services, waste removal, food services, uninterrupted power supply and "hand-back" obligations. The real estate team worked closely with other BLG lawyers to address issues including Ministry approvals, patient care and other regulatory issues, insurance and risk issues, privacy issues, employment issues, and engagement with third-party service providers (including existing providers for the hotels and hospitals).
- Provided advice to St. Joseph's Housing Corporation in Guelph to develop the Silver Maple Seniors Living Project. The project includes 28 seniors' market-rate rental townhomes and a mix of affordable and market rental units in the 87-unit seniors' apartment building (with 65 units designated affordable). BLG negotiated contracts with Amico Design Build Inc. and Amico Properties Inc. to develop the Housing Corporation's vacant land. BLG worked with the client to arrange project funding with the Canada Mortgage and Housing Corporation (CMHC) through the National Housing Co-Investment Fund (NHCF).
- Provided advice to Grey Bruce Health Services on acquiring certain land from the County of Grey for a new Hospital in Markdale, Ontario. The acquisition of the parcel of land included the granting and retention of various easements to allow for construction of the new hospital, together with an adjacent health-related development.
- Provided advice to Weeneebayko Area Health Authority on the acquisition of certain land from the Town of Moosonee for a new hospital serving Moosonee and Moose Factory, Ontario. The acquisition of the parcel of land included the granting and retention of various easements to allow for construction of a new hospital, together with other development in the area.
- Provided advice to Investors Group on extending an office lease for more than 210,000 square feet within 150 Queen St. W. and 150 Simcoe St. in Toronto. The extensions included a significant landlord improvement allowance and other work contributions, storage and naming rights.
- Provided advice to UBS Securities on an amendment and restatement of UBS's existing Canadian head office lease at 161 Bay St. in Toronto, which included an extension for a further 10 years.
- Providing advice to Markham Stouffville Hospital regarding the long-term ground lease in favour of Uxmed Inc., a corporation controlled by a group of local doctors, to allow Uxmed to design, build, finance, maintain and operate a medical office building located adjacent to the existing hospital building in Uxbridge, Ontario. Advice included engagement with Uxmed's construction financing, co-ordinating planning approvals and ensuring there is reciprocal easement and operations for the entire hospital campus. Upon completion of the building, a significant portion will be subleased by Markham Stouffville Hospital.
- Providing advice to the City of Brampton regarding establishing a community hub to be designed, built, financed, constructed, operated and maintained as part of a neighbourhood transit-oriented

redevelopment in Brampton, Ontario. The community hub will engage a number of community-oriented partners, including the Brampton Public Library and a new elementary school with the Region of Peel School Board. The hub will also need to engage with private developers of adjacent properties and an updated transit station developed by Metrolinx.

- Providing advice to the City of Vaughan regarding acquiring and developing an above-grade park and pedestrian mews that will form a key part of the emerging Vaughan Metropolitan Centre. The transactions involve complex development and reciprocal easement and operating agreements to allow private developers to own, construct and operate below-grade parking facilities beneath City amenities to accommodate residential condominium units, including availability for public parking.
- Represented Sinobec Holdings, a client primarily serviced by BLG Montreal's corporate commercial team, on the lease of an approximately 50,000 square foot building at 2000 Drew Rd. in Mississauga, Ontario, for a new warehousing and office facility.
- Representing Kingston Health Sciences Centre regarding developing a new women's health clinic on vacant land located in the Kingston East Medical Centre. The new facility will include fee simple ownership of a parcel of tied land, together with an interest in a common elements condominium corporation.
- Complex commercial and development-related agreements to allow for cutting-edge multi-use real property developments, often mixing traditional multi-family residential developments with healthcare or seniors living homes, retail or office uses. Examples include agreements that allow condominium unit owners to use services offered by seniors care providers (and vice-versa) and community hub arrangements that allow different charitable and not-for-profit organizations to service local communities from an integrated and efficient hub.
- Bell Canada and Bell Mobility, to negotiate and review leases, license agreements, marketing agreements and other contracts respecting the use of real property for various telecommunications and broadcasting purposes, such as data centres, POP rooms, easements and telecommunications towers as well as the disposition of property associated with development on adjacent property including a sale of 234 Simcoe Street, Toronto to Lanterra Developments in October, 2018 and sale of property on Roehampton Avenue, Toronto to Metropia Developments in September 2018.
- Various clients, including a pension fund investor dealing in large retail shopping centres and a major national grocer on the development or the purchase, sale and financing of both vacant and developed properties, including reciprocal agreements related to development, use and cost-sharing with adjoining owners and including compliance with municipal real property requirements related to Site Plan approval.
- ATS Automation to negotiate the lease of a new 150,000 square foot facility at 1 Natura Way, Cambridge, Ontario in October 2018.
- Niagara Health with respect to the sale of its facility in Niagara-on-the-Lake to the Town of Niagara-on-the-Lake in September 2018.
- Microsoft, with respect to the negotiation of completion of its new Canadian head office lease at CIBC Square in Toronto in July 2018.
- CreateTO, an agency of the City of Toronto, with respect to its real property related interests in Pinewood Toronto Studios, one of the largest purpose-built production studios in Canada, including financing arrangements with Infrastructure Ontario in 2017 and 2018.
- Muskoka Brewery with respect to the lease extension and significant upgrade of its home brewery in Bracebridge, Ontario in May 2018.
- First Capital Realty with respect to a new retail development in downtown Toronto in a joint venture arrangement with Stackt, which arrangement was created in March 2018.
- Durham College with respect to the construction, lease and management arrangement of its student residence in Whitby, Ontario with Campus Living Centers in March 2018.
- Niagara Health with respect to the purchase of the site for its new Regional Hospital in Niagara Falls, Ontario from the City of Niagara Falls in October 2017.

- Bedrock Industries, LP on real property matters associated with its purchase of Stelco Inc. in July 2017, including the creation of significant long-term leases of two keys sites in Hamilton and Nanticoke, Ontario.
- Stackpole International with respect to the purchase of its facilities in Ancaster, Mississauga and Stratford in various transactions in 2016 and 2017.
- Mohawk College with respect to a lease and property management arrangement of its student residence in Hamilton, Ontario with Campus Living Centers in December 2016.
- William Osler Health System on public private arrangement in May 2016 for construction and leaseback of an Ancillary Services Building at its Etobicoke General Hospital location.
- Choice Properties REIT on all real property matters related to its IPO in July 2013 and for subsequent vend-ins.
- Larco Investments on a significant transaction involving the sale and leaseback of seven office buildings from the Federal Government of Canada in October 2007.
- Lenders on real-estate based financings and on other credit facilities where real property is given as security, including a BMW Financial Services in the car dealership industry.
- Electricity generation and distribution clients regarding the real estate issues related to the development of major generation and distribution projects, including wind turbine farms and solar projects for Northland Power (rooftop panels and ground-mount facilities) in the Province of Ontario.
- Public-private partnership arrangements for large infrastructure projects, from the perspective of both the public and private side of the arrangement. Key stakeholders including private landowners, not-for-profit entities and funders on the development and structuring of Community Hubs.

## Insights & Events

- Ontario COVID-19 commission suggests public-private LTC model in final report
- Presenter, "[Mixed Use Developments – Complex Legal Issues for Seniors Living](#)," *ORCA Together We Care Conference*, 2021.
- "Forever" means 40 years for Restrictive Covenants in Ontario-The Andrews v. Rago Decision
- Presenter, "Health Sector Leases," *The Six-Minute Commercial Leasing Lawyer 2019 - Law Society of Ontario*, February 2019.
- Quoted, "Private sector gains allure for community hubs," *Canadian Facility Management & Design*, January 2019.
- Panelist, "Going to Pot – How to leverage New Cannabis Businesses in your Portfolio and Common Pitfalls to Avoid", *RealTrends*, September 2018.
- Member Profile: Brennan Carroll, Partner at Borden Ladner Gervais LLP
- New Toronto Cultural Co-location By-law
- Author, "The Importance of Entering into a Third Party Agreement in a Sublease", *Ontario Real Estate Law Development*, November 2017.
- Do I have an Enforceable Contract?: The Importance of Entering into a Third Party Agreement in a Sublease
- Speaker, "Letters of Intent and Other Preliminary Real Estate Arrangements", *Law Society of Ontario – Commercial Real Estate Transactions*, September 2017.
- Surplus Property Transition Initiative
- New Energy And Water Consumption Reporting To Be Phased In For Large Buildings
- Significant Changes To The Land Transfer Tax Act
- [Author, "Ontario's Community Hubs Initiatives Encourage Delivery of Community-Enhancing Services". \*Principal Connections, Fall 2016\*](#)
- Community Hub Strategies for Social Enterprise

- Ontario's Community Hubs Initiatives Encourage Delivery of Community-Enhancing Services
- Community Hubs: Strategies for Lead Agency De-Risking
- Dispositions of Surplus Properties by School Boards — How New Rules Benefit Community Hubs and Impact Others
- Introduction To Ontario's Community Hubs Strategic Framework And Action Plan
- Don't Stress with Distress: A Landlord's Distress Remedy in *Delane Industry Co. Ltd. v. PCI Properties Corp.*
- New and Improved Funding Options for Community Hubs

## Beyond Our Walls

### Professional Involvement

- Member, Urban Land Institute (Toronto) currently serving on Membership Committee
- Member, Ontario Bar Association, Real Property Law Section

### Community Involvement

- Created and organized the ULI Leadership Program, which involves seven full day sessions for emerging real estate leaders
- Arranged long-term employment at Loblaws for BLG's sponsored family of Syrian refugees in 2017
- Significant pro bono work for The Stop, a not-for-profit organization that deals with food and nutrition education; in particular, helped negotiate lease for The Stop's anchor tenancy of the Wychwood Green Barns, a project spotlighted in Pro Bono Law Ontario's 2009 Annual Report
- Legal Advisor to John Howard Society on a potential support centre located near to Toronto's new jail in south Etobicoke
- Volunteer, BLG Reads to Kids

## Awards & Recognitions

- Recognized in the 2022 edition (and since 2021) of *Chambers Canada – Canada's Leading Lawyers for Business* (Real Estate- Ontario).
- Selected by peers for inclusion in the 2022 edition (and since 2014) of *The Best Lawyers in Canada*® (Real Estate Law).
- Recognized in the 2021 edition of the *Canadian Legal Lexpert Directory* (Property Leasing)
- Recognized in the 2021 edition of *Lexpert Special Edition: Energy*

## Bar Admission & Education

- Ontario, 2001
- LLB, University of Western Ontario, 1999
- Political Science courses, University of Western Ontario, 1994-96



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