

# Kelly M. Elliott

## Canada Director – Practice Support & Optimization



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## Overview

Kelly Elliott leads Dentons' Practice Support & Optimization team for the Canada Region, setting the strategic direction for the Region's key internal processes, knowledge solutions and technology offerings that continually improve efficiency and effectiveness. A former practicing lawyer in real estate, project development and banking and finance, Kelly brings invaluable insight on client service excellence, process design and change management, as well as the suite of technology at Dentons that connects internal and external clients with solutions that best meet their complex and evolving technology needs.

A naturally innovative thinker, Kelly spearheads initiatives that further bolster Dentons' in-house technology solutions, which ultimately help the Firm's lawyers deliver high quality and timely client service. Working closely with leadership, practice groups, sectors, offices and business services, Kelly is at the helm of a team of Practice Support & Optimization colleagues, who work to ensure Dentons is investing in the right value-added technologies for clients, while continuing to deliver on the Firm's innovation and knowledge management strategies.

In her previous role as a partner in and co-lead of the Firm's Real Estate group, Kelly's extensive experience catapulted her to the top of her field and earned her the prestigious ranking of one Canada's leading lawyers in the areas of real estate law (*Best Lawyers*), and banking and financial institutions (*The Canadian Legal Expert Directory*). As a testament to her leadership skillset, her growing professional profile, and personal commitment to mentoring and influencing young women in her network, Kelly was named a 2019 recipient of the *Ottawa Business Journals* Forty Under 40 award, which recognizes accomplished and rising business leaders in the National Capital Region.

## Experience

- **Windmill Dream Zibi Ontario Inc.:** Advising Windmill Dream Zibi Ontario Inc. and related entities on the acquisition and financing of the lands forming part of the Zibi development, a world-class sustainable community and redevelopment project in downtown Ottawa and Gatineau, purchased for CA\$14 million.
- **Windmill Dream Zibi Ontario Inc.:** Advising Windmill Dream Zibi Ontario Inc. and related entities in respect of secured syndicated construction facilities for the Zibi development. The administrative agent, bookrunner and sole lead arranger of the syndicated facilities was the Canadian Imperial Bank of Commerce.

The aggregate amount of the credit facilities for the Ontario portion of the Zibi development was CA\$73.3 million and the aggregate amount of the credit facilities for the Quebec portion of the Zibi development was CA\$74.6 million.

- **Windmill Dream Zibi Ontario Inc.:** Advising Windmill Dream Zibi Ontario Inc. and related entities with respect to certain land swaps and grants of easements to regularize the land holdings on Chaudiere and Albert Islands (including leasehold, possessory, freehold, and licenced lands).
- **Chaudiere Hydro L.P. (an affiliate of Hydro Ottawa):** Advising Chaudiere Hydro L.P. (and related parties) in the completion of a private placement of CA\$204 million Senior Secured Amortizing Bonds to finance the construction of the Chaudiere Hydro L.P. Expansion Project, a 29.35-megawatt hydroelectric generation facility.
- **CanFirst Industrial Realty Fund V L.P.:** Advising the Fund in its CA\$65 million acquisition of the Ottawa Flex Property Portfolio comprised of 24 buildings with a total of 441,536 square feet of office space, and related acquisition financing extended by Wells Fargo Bank, N.A., Canadian Branch.
- **China Machinery Engineering Company and its subsidiary China-East Resources Import & Export Co.:** Advising the Chinese state-owned enterprise and its Canadian agent, Livesolar Capital Corp. on the establishment of a CA\$213 million construction credit facility, including interim bridge facility, in respect of the proposed 85-storey, mixed-use development known as 1 Bloor West, Toronto, Ontario, slated to be the tallest building in Canada.
- **Premier Aviation Overhaul Centre Inc.:** Advising on the sale of aircraft maintenance, repair and overhaul facilities in Ontario and Quebec.
- **Perspecsys Inc.:** Advising in relation to its acquisition by Blue Coat Systems, Inc.
- **Broccolini Construction Group:** Advising the developer/contractor in respect of all matters relating to “two-tier” ownership, co-development and construction of a 22-storey mixed-use condominium and hotel tower (Le Group Germain’s ALT Hotels brand), and the related CA\$33.8 million construction loan facility with Caisse Centrale Desjardins du Québec.
- **Cityzen Developments and its affiliate Dominus Construction:** Advising successful proponents in respect of the City of Brampton’s P3 “Southwest Quadrant Development” core area expansion project including the construction financing extended by Bank of Montreal and forward purchase transaction (prior to substantial completion) to Fengate.
- **National Bank of Canada:** Advising the bank in the extension of credit facilities to Canada Mortgage and Housing Corporation Pension Fund with respect to a portfolio of properties known as Durham Business Park in Oshawa, Ontario.
- **BridgePort Realty Capital Partners:** Advising the successful proponent in response to Alterna Savings and Credit Union head office RFP, as part of a mixed-use two-tower development being co-developed with Fiera Properties Inc. known as “Westboro Connection” in Ottawa, Ontario.
- **Outcore Equities Inc.:** Advising the Greystone administered fund on the acquisition of a 50 percent beneficial interest in “two tier” co-venture structure, in Export Development Canada’s former head office building for a purchase price of CA\$75.75 million.
- **Broccolini Construction Group:** Advising developer/contractor in respect of the design build and finance of Sanmina Corporation’s 115,400 square foot facility in Ottawa, ON, including construction financing extended by HSBC Bank Canada and ultimate forward purchase to tenant in accordance with a first right of refusal.
- **Bank of Montreal :** Advised the Bank in the restructuring of its CA\$285 million term credit facility to Pembroke Regional Hospital, replacing West Champlain Healthy Community Corporation as the direct obligor in compliance with the Public Hospitals Act (Ontario).
- **Stonebridge Infrastructure Debt Fund I Limited Partnership and Industrial Alliance Insurance and Financial Services Inc.:** Advising the lender agent on behalf of its fund and co-lender life co., in respect of a

CA\$60 million senior credit facility for the development of a 10 MW hydroelectric project by Hydromega and Dokis First Nation as co-proponents.

- **Toronto-Dominion Bank:** Advising the Bank as lead arranger, administrative agent and collateral agent for a syndicate of lenders on the CA\$80 million construction facility to Claridge Homes in respect of the development and construction of a four-tower condominium project known as Claridge Plaza in Ottawa, Ontario.
- **DoALL Inc.:** Advising as Canadian counsel on the cross-border CA\$60 million financing with Wells Fargo Bank of its Canadian-owned corporate assets.
- **Morguard Investments Limited:** Advising the Vendor on the disposition of Centennial Towers to The Great-West Life Assurance Company, the largest single asset building sale of 2013 in Ottawa, Ontario.
- **Wabun Tribal Council:** Advising the Tribal Council as "aboriginal" proponents in the development, construction and financing of three run-of-water hydroelectric projects with private sector proponent, Hydromega.
- **Canada Mortgage and Housing Corporation Pension Fund and BridgePort Realty Capital Partners:** Advising the Purchasers on the acquisition of 81 Metcalfe Street, a tower in Ottawa, Ontario, including the assumption of securitized loan obligations in compliance with the *Financial Administration Act*.
- **Broccolini Construction Group:** Advising the developer/contractor on its successful award of two Federal Crown procurement tenders valued in excess of CA\$250 million by Public Works and Government Services Canada for "design build" and finance of two office towers with an aggregate square footage of 900,000 in the City of Gatineau, including representation at the Canadian International Trade Tribunal and the Federal Courts in relation to various challenges which arose during the procurement process.
- **555 Carrière Holdings Inc.:** Advising as special counsel on the CA\$50 million acquisition through insolvency proceedings of a single Federal Crown tenant office tower (known as the St. Laurent Building and located at 555 de la Carrière, Gatineau, Québec), including the financing facility extended by OMERS.
- **Broccolini Construction and Canderel Management:** Advising the successful proponents on the design, build and finance of Export Development Canada's 18-storey, 479,000-square-foot head office complex, including the syndicated construction financing with CIBC as lead arranger, and BMO and BNS as joint lead arrangers, and the forward sale to Manulife.
- **HSBC Bank Canada:** Advising the Bank in connection with its CA\$15 million credit facility extended to Ross Video Limited, a Canadian designer and manufacturer of video production applications.
- **Morguard Investments Limited:** Advising the asset advisor/manager for certain undisclosed pension funds (collectively, the "Funds") in the restructuring of the Funds' collective interest in the Telesat Court Complex in Gloucester, Ontario. Specifically, the lease agreement with Telesat as tenant was renegotiated and extended as part of the arrangement, which resulted in the Funds contemporaneously acquiring Telesat's undivided beneficial 50 percent freehold interest in the Complex.
- **Crown Corporations (Canada Mortgage Housing Corporation, Royal Canadian Mint, Canada Lands Corporation and Canada Post Corporation):** Advising on various mandates relating to private sector "project" and "procurement" transactions in compliance with the *Financial Administration Act*.

## Recognition

- Recognized in *The Canadian Legal Lexpert Directory* as one of Canada's leading lawyers in the area of Banking & Financial Institutions (2018-2019)
- Recognized in *The Legal 500 Canada* in the area of Real Estate (2019)
- Recognized in *The Best Lawyers in Canada* as one of Canada's leading lawyers in Real Estate Law (2019-2020)

- Recognized in the *Lexpert Special Edition – Canada’s Leading Infrastructure Lawyers* (2018)
- Recognized in the *Lexpert Special Edition – Canada’s Leading Energy Lawyers* (2018)

## Honors and Awards

- Recipient of the “Forty Under 40” award presented by the *Ottawa Business Journal and Ottawa Board of Trade* (2019).

## In the Media

- Featured in “Here are Ottawa-Gatineau’s 2019 Forty Under 40 recipients ,” *Ottawa Business Journal*, April 2019

## Insights

- The *Open For Business Act: Bill 68 – An Act to promote Ontario as open for business by amending or repealing certain Acts - Enacted as: Chapter 16 of the Statutes of Ontario, 2010*

## Activities and Affiliations

- Member, Canadian Bar Association

## Areas of focus

### Practices

- Aboriginal Law (Canada)
- Banking and Finance
- Capital Markets
- Corporate
- Project Development
- Real Estate
- Restructuring, Insolvency and Bankruptcy
- Financial Services Litigation

### Industry sectors

- Construction
- Energy
- Financial Institutions
- Government
- Hotels and Leisure
- Infrastructure and PPP

- Private Equity

## Education

- McGill University, 2008, BCL / LLB
- University of Ottawa, 2005, B.Comm. (Hons)

## Admissions and qualifications

- Ontario, 2009

## Languages

- English