

Sonja K. Homenuck

Partner



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Toronto

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Overview

Sonja (She/Her/Hers) is a partner at Dentons and serves as national leader of the Firm's Real Estate group. Based in Toronto, she possesses strong, established local and regional knowledge on a wide range of real estate ventures and projects, and focuses on all aspects of commercial acquisitions and dispositions, financing and commercial leasing.

Sonja has experience acting on all kinds of acquisitions, dispositions and financing of commercial real estate, including some of the largest and most complex transactions in Canada. She has significant experience with hotels, industrial properties, office buildings, retail properties, recreational facilities and special use real estate. Her practicality and responsiveness make her a first choice for discerning clients.

Sonja acts for both landlords and tenants in respect of all types of leasing scenarios, including office, industrial and retail leasing, design-build leasing and design-build-finance leasing, leasebacks and ground leasing. Her extensive experience includes special uses such as libraries, community centres, hospital facilities, gymnasiums and fitness facilities, school uses, movie and production studios, entertainment venues, banquet halls, manufacturing facilities, mining uses and other special uses. Sonja's clients include developers, government entities, pension funds and private companies. She is highly sought-after for large-scale and novel leasing arrangements, and is a frequent writer and speaker on commercial leasing topics.

In addition, Sonja has a deep and sound understanding of developing joint-venture structures for real estate acquisitions, as well as preparing and negotiating all forms of agreements relating to real estate. She takes a strategic approach to commercial real estate acquisitions and dispositions, and often acquires land for development purposes.

Sonja's vast experience in all of these areas has earned her a place of prominence as one of the country's most distinguished lawyers in the field. She is consistently praised for her problem solving and unwavering commitment to her national and global clients, with the industry hailing Sonja as among Canada's leading lawyers in Commercial Leasing Law (*Best Lawyers in Canada*, 2018-2020), Real Estate (*The Legal 500 Canada*, 2019-2020) and Property Leasing (*The Canadian Legal Lexpert Directory*, 2018-2020).

Experience

- **Fire & Flower Holdings Corp.:** Advising Fire & Flower Holdings Corp. in its acquisition of Friendly Stranger Holdings Corp., making Fire & Flower the largest cannabis retailer in Canada.
- **Greystone:** Advising the Greystone administered fund and Slate Asset Management as its asset manager on the negotiation of acquisition of 191 Laurier Avenue and 120 Metcalf Street in Ottawa as a two building complex and lease back by the City of Ottawa and the Ottawa Public Library Board as tenant in respect of two leases, one for the Ottawa Public Library's main branch and one lease for office space.
- **Greystone:** Advising the Greystone administered fund and Canstone in 2018 as its asset manager on the negotiation of the CA\$479 million dollar acquisition of the three-tower project known as Constitution Square, the largest office complex in the City of Ottawa.
- **Confidential Client:** Advising tenant on the negotiation of office lease of 620,000 square feet which will include various special uses.
- **Mizrahi Developments:** Advising on the negotiation of the independent luxury developer with respect to all structuring and financing needs in the CA\$200 million+ acquisition of an eight-property land assembly at Yonge and Bloor Streets in downtown Toronto. The transaction also entailed the CA\$135 million acquisition of the century-old iconic 30,000-square-foot Stollerys menswear store located on that corner and the development, which will be an 80-storey mixed-use building.
- **Cityzen Developments and its affiliate Dominus Construction:** Advising on the negotiation of successful proponent in respect of the City of Brampton's P3 "Southwest Quadrant Development" core area expansion project in the design, build and financing of the construction of the City of Brampton's new city hall, with expansion of the old city hall building and construction of a bridge to connect the buildings over the roadway, completed by way of a long term ground lease and a long term building lease with subleases, such new city hall including an office building, a police information centre and retail space for subleasing, including the construction financing extended by Bank of Montreal and forward purchase transaction (prior to substantial completion) to Fengate.
- **Government Client (landlord):** Completing the negotiation of the purchase of a building from Women's College Hospital with a leaseback to the Hospital, together with the purchase of a second building from a third party and a lease to the Hospital in the second building for future premises, including fit up and full medical fit up and dovetailing both leases for smooth transition for the Hospital between buildings.
- **Argonaut Gold:** Advising on the negotiation of its proposed CA\$341 million business combination with Prodigy Gold Incorporated. The transaction values Prodigy's equity at approximately CA\$341 million on a fully diluted in-the-money basis and implies an enterprise value of approximately CA\$277 million.
- **Broccolini Construction Group:** Advising on the negotiation of all matters relating to (i) the design build lease negotiations with Sanmina for the development of a 115,400-square-foot complex; (ii) development matters relating to the project, including construction financing extended by HSBC Bank Canada; and (iii) forward purchase of the complex to Sanmina.
- **555 Carrière Holdings Inc.:** Advising as special counsel on the negotiation of its 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, QC, including the financing facility extended by OMERS.
- **Life Time Fitness Inc.:** Completing the negotiation of long-term ground leases for lands and land purchases in several municipalities upon which the fitness company constructed a 143,000-square-foot full-service gymnasium complex to include exercise equipment, personal trainers and nutritional counsellors, indoor and outdoor aquatics centers, outdoor waterslides, recreation pools, lap pools, children's play areas, whirlpools, an outdoor bistro, a spa and salon, café and many other services and uses.
- **Morguard Investments Limited:** Advising on the negotiation of its capacity as 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, ON. 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 fifty percent (50%) freehold interest in the Complex.

- **Noront Resources Ltd.:** Advising in connection with the negotiation of its CA\$11 million private placement of common shares.
- **Osisko Mining Corporation:** Advising the Canadian gold mining company on the negotiation of its proposed CA\$550 million acquisition of Queenston Mining Inc. by way of plan of arrangement. Osisko's flagship project is the Canadian Malartic gold mine located in the Abitibi mining district. Canadian Malartic currently represents the single biggest gold reserve in production in Canada. Osisko is included on the S&P/TSX Composite Index (including the S&P/TSX Global Gold Index and the S&P Global Mining Index), the leading indicator of market performance based on Canada's major corporations
- **Sprott Resource Lending Partnership:** Advising on the negotiation of CA\$72 million senior secured notes financing for North American Palladium Ltd.
- **Stonebridge Infrastructure Debt Fund I Limited Partnership and Industrial Alliance Insurance and Financial Services Inc.:** Advising on the negotiation of the CA\$60 million credit facility to finance the construction of a 10 MW hydroelectric project to be located on the French River in the district of Parry Sound, Ontario. The project is situated on federal Crown lands subject to the Dominion Water Power Act, reserve lands subject to the Indian Act and provincial Crown lands subject to the Public Lands Act and the Provincial Parks and Conservation Reserves Act.
- **Teledyne Technologies Incorporated:** Advising on the negotiation of the CA\$337 million acquisition of DALSA Corporate by plan of arrangement. The arrangement was completed following the approval of the Ontario Superior Court of Justice (Commercial List) and satisfaction of the various conditions precedent to the arrangement.
- **Toyota Motor Manufacturing Canada Inc.:** Advising on the negotiation of the acquisition of 1,000 acres of land (30 properties) for its new vehicle assembly plant to be built in Woodstock, Ont.
- **Confidential client:** Advising on the negotiation of the purchase and construction of a flagship multi-story vehicle dealership and head office in Canada for an automobile company together with a head lease as a financing arrangement with a second automobile company and a sublease to a dealer.
- **Confidential client:** Negotiating an industrial design-build lease, including approximately 300,000 square feet of warehouse space to be built with tenant option to expand and landlord's obligation to build additional buildings comprised of 200,000 square feet (for a total square footage of 500,000 square feet of warehouse space).
- **Confidential client:** Acting for this publicly traded U.S.-based REIT, on the negotiation of numerous joint ventures entered into with Ontario-based property developers to acquire and develop retail/commercial projects in the Greater Toronto Area.

Recognition

Sonja has been recognized for her extensive knowledge and experience in a variety of respected publications from 2018 to present day, including:

- *The Legal 500 Canada:* Real Estate
- *The Best Lawyers in Canada:* Commercial Leasing Law; Real Estate Law
- *The Canadian Legal Lexpert Directory:* Property Leasing

Honors and Awards

- Named as a "Corporate Lawyer to Watch" by the *Lexpert/American Lawyer Guide to the Leading 500*

Lawyers in Canada (2013)

- Named as a finalist for *Lexpert Rising Stars: Leading Lawyers Under 40* (2012)

In the Media

- Quoted in "How to navigate lease extensions and renewals," REMI Network, September 2017

Insights

- Co-author, "Commercial landlords – Worried about a tenant's insolvency? Take (letters of) credit where credit is due," *Dentons client alert*, November 13, 2020
- Co-author, "Asbestos in Commercial Buildings: A Québec BAPE Report Provides an Opportunity to Revisit the Landlord-Tenant Liability Rules" *Dentons client alert*, August 11, 2020
- Co-author, "Canada Emergency Commercial Rent Assistance Program - Federal government provides details on rent relief for small and medium-sized businesses affected by COVID-19," *Dentons client alert*, April 24, 2020
- Co-author, "Nova Scotia's COVID-19 Commercial Rent Deferral Support Program and guidelines ," *Dentons client alert*, March 30, 2020
- "When Does a Landlord Have to Intervene in a Dispute with Two Tenants?" *The Six-Minute Commercial Leasing Lawyer 2019*, Law Society of Ontario
- "Exercising an option to extend, late," *The Six-Minute Commercial Leasing Lawyer 2018*, Law Society of Ontario
- "Deadline approaching for compliance with record-keeping requirements pursuant to the Ontario Business Corporations Act," *Dentons Insight*, November 2018
- "Practical advice for complying with Ontario's new corporate record keeping requirements (as relates to Real Estate)," *The Six-Minute Commercial Leasing Lawyer 2017*, Law Society of Ontario
- "Exercised your renewal option late? There may be hope for you yet," *Dentons Insight*, July 2017
- "Avoid a flood of uncertainty: draft to include costs that aren't maintenance, repair, or replacement in a commercial lease," *Lexology*, July 8, 2014
- "That's unreasonable! Where's my consent? ," *Lexology*, November 2012
- "That's unreasonable! Where's my consent?," *Focus on Real Estate*, November 2012
- "Good, better, best: The consequences of agreeing to use best efforts in a commercial lease," *British Columbia Real Estate Law Developments*, April 2012; and *Lexology*, April 2012; and, *Focus on Real Estate*, April 2012.

Activities and Affiliations

- Member, Ontario Bar Association
- Member, Canadian Bar Association
- Member, International Bar Association
- Member, Commercial Real Estate Women (CREW)
- Member, International Council of Shopping Centers

- Member, NAIOP
- Director, Silverhill Institute of Environmental Research and Conservation

Presentations

- Presenter, The Six-Minute Commercial Leasing Lawyer 2017, 2018 and 2019, Law Society of Ontario
- Presenter, Real Estate Strategy and Leasing Conference, 2016 and 2017
- Presenter, Roundtable Discussions, International Council of Shopping Centers Canadian Law Conference, numerous years
- Panel Moderator on "Express Leasing," Real Leasing Forum, September 2010

Areas of focus

Practices

- Hotel Financing
- Real Estate
- Real Estate Finance
- Real Estate Joint Ventures, Partnerships and Other Co-Ownerships
- Real Estate Leasing Occupation and Operation
- Real Estate Public Private Partnerships and PF1/PF2/PF3 Projects

Industry sectors

- Hotels
- Mineral and Mining Title
- Mining
- Mining Finance and M&A Transactions
- Solar
- Title Insurance
- Title Review and Due Diligence

Issues and opportunities

- Global Smart Cities & Connected Communities Initiative and Think Tank

Education

- University of Victoria, 1998, LLB
- University of Victoria, B.A. (with Distinction) 1995

Admissions and qualifications

- Ontario, 2000

Languages

- English