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**CUSTOMER EXPERIENCE COMMITTEE**

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**PURPOSE**

The purpose of the Customer Experience Committee (the “Committee”) of the Board of Directors (the “Board”) of Metrolinx (the “Corporation”) is to assist with Board oversight of, and increase Board focus on, marketing, design excellence, customer experience, community engagement and related risks affecting the Corporation including: overseeing the Corporation’s integrated marketing and communication (marcomm) strategies and capital-related community engagement; design excellence programs and customer experience strategies; and reviewing progress on these initiatives and recommending the establishment of customer service and design excellence standards and monitoring the performance of management to such standards. In satisfying its role, the Committee shall adopt a results-based approach to the implementation of these initiatives and, to the extent possible, will endeavour to associate such initiatives with tangible measures of success, including ridership, revenues, reputation key performance indicators and documented improvements in the customer experience.

The Committee, as a standing committee of the Board, derives its mandate and responsibilities from the Board.

**A. Operating Principles****1. Functions and Composition**

- (a) There shall be a Customer Experience Committee, the members of which shall be four or more Directors named by the Board.
- (b) Members of the Committee shall be independent of management and the Corporation.
- (c) The Committee will carry out the duties outlined in these Terms of Reference and such other functions as are assigned or delegated to it by the Board.

2. **Chair** - The Committee Chair will be appointed by the Board. Where the Chair is absent at any meeting, one of the members of the Committee who is chosen to act by the members present shall preside and have all the powers of the Chair.

3. **Quorum** - The presence of the lesser of (a) three members of the Committee, and (b) a majority of the then-current members of the Committee constitutes a quorum for a meeting of the Committee. In the event any Committee member declares a conflict of interest with regards to any one or more matters under consideration by the Committee, such Committee member will not attend that portion of the meeting dealing with such matter(s) and the foregoing quorum requirement will be reduced

by one with regards to any decision or recommendation made with respect to such matter(s).

4. **Voting** - A matter put to a vote at a meeting of the Committee shall be decided by a majority of the votes cast, and in the event of an equality of votes the Chair has a second vote.
5. **Procedure and Conduct** - Subject to other provisions of any resolution of the Board respecting a specific matter, the Chair shall determine the procedure at and conduct of meetings of the Committee.
6. **Minutes** - Once they have been approved by the Committee, copies of the minutes of the proceedings of the Committee shall be sent by the Corporate Secretary to all of the Directors.
7. **Frequency of Meetings** - The Committee will meet at the discretion of the Chair, but not less frequently than four times each year.
8. **Agenda** - A written agenda for each meeting of the Committee together with any related materials will be distributed to the members of the Committee at least five days in advance of the meeting date.
9. **Supplemental Attendees** - Any person who may possess information that would be useful to the Committee in carrying out its duties may be invited by the Chair or acting Chair to attend any meeting of the Committee.
10. **Secretary** - The Corporate Secretary or the Corporate Secretary's designate shall act as the Secretary of all meetings of the Committee.
11. **Reporting** - Where appropriate, the Committee will provide a report of each meeting of the Committee at the next regular Board meeting or as may otherwise be required by the Board.
12. **Review of Terms of Reference** - The Committee shall review and assess the adequacy of these Terms of Reference at least annually. If the Committee recommends any amendments, the Committee shall submit revised Terms of Reference to the Board for its approval.
13. **Self-assessment** - An evaluation of the Committee shall be conducted regularly, in which the Committee shall review its performance for the purpose, among other things, of assessing whether the Committee fulfilled the responsibilities and duties stated in these Terms of Reference.
14. **Independent Counsel or Other Advisors** - The Committee has the authority to engage outside advisors including, but not limited to counsel, independent consultants

and/or other experts, as needed, to review any matter under its responsibility.

## **B. Principal Duties and Responsibilities**

1. **Initiative Planning and Adherence** - The Committee shall advise and assist the Board in developing and implementing enterprise initiatives that involve developing and implementing key customer experience, marketing and design excellence strategies. This will ensure that the customer remains as one of Metrolinx's top priorities as Metrolinx fulfills its mission to be a leader in transit planning, building and operating. The Committee will review the progress of the proposed strategies and all related risks. Such initiatives are to be considered holistically, taking into account customer experience, marketing and design excellence.
2. **Work Plan** - To guide its activities, the Committee shall annually prepare a work plan. Work plan items will be informed by the Committee's mandate as set out in these Terms of Reference, Metrolinx's Strategic Priorities, and customer insights ("Voice of the Customer" research, market insights and analytics) to guide customer experience, marcomm, community engagement and design excellence initiative development and execution. The work plan will incorporate the development and implementation of:
  - (a) Key customer experience elements that build exemplary service delivery as it relates to service availability, digital experience and station amenities.
  - (b) Review of high-quality information of customer statistics and preferences for decision making.
  - (c) An integrated customer experience, capital-related communication and community engagement approach for future capital projects (including, but not limited to: light rail transit, GO service expansion, bus rapid transit, subways and integrated station designs such as Ontario Line. This includes a holistic integration of customer insights, universal accessibility, design excellence and customer experience. Community engagement and capital communication plans may be referred to the Capital Oversight Committee for its advice.
  - (d) Overall design excellence program oversight, including architecture and urban design; land-use planning; universal accessibility and sustainable design; and industrial and interior design including the implementation of specific programs such as Integrated Art and Harmonized Wayfinding and signage.
  - (e) Metrolinx's marcomm Strategy in order to assist with the achievement of Metrolinx's Strategic Priorities. Highlights and progress of major campaigns and milestones will be shared in addition to marcomm plans, market segmentation and target achievement. Marcomm will focus on initiatives driving revenue and ridership, reputation and promotions of major projects. At

the discretion of the Committee, matters concerning PRESTO marketing may be referred to PRESTO Sub-Committee for its advice.

- (f) Further development and implementation of Metrolinx's Brand Strategy ensuring alignment to Metrolinx's vision, mission, values and Strategic Objectives. The Brand Strategy will link Metrolinx's visual identity work, marcomm activities, and integrate with design excellence.
- (g) Partnerships, both strategic and promotional, that contribute to ridership, fare and non-fare targets as outlined in the Strategic Priorities will be evaluated according to their ability to deliver an enhanced customer experience.
- (h) Fare and pricing strategies as they relate to service integration, promotions for revenue/ridership generation, and marketing promotions from a customer experience perspective.
- (i) On an ad hoc basis, additional items which impact the overall customer experience as assessed on priority and reputational risk.

3. **Risk Management Activities** - In keeping with the responsibilities of the Audit, Finance and Risk Management Committee on enterprise risk management oversight, as contained in its terms of reference, the Customer Experience Committee will:

- (a) Ensure that it fully understands the customer experience enterprise risks to which the Corporation is exposed, the Corporation's enterprise risk management (ERM) framework, and the policies, procedures and controls used by management to identify, monitor, assess and manage these risks;
- (b) Ensure that all key risks related to the achievement of the Corporation's marketing strategies, design excellence programs and key customer experience initiatives are identified and documented with mitigating strategies, and monitored in reaching its proposed targets; and
- (c) Review and report enterprise risks relevant to Metrolinx's Customer Experience mandate to the Audit, Finance and Risk Management committee of the Board on a quarterly basis to ensure the Committee is apprised of the enterprise risks that exceed the risk appetite and whether management is responding to them.

4. **Customer Experience Advisory Committee** - The Committee shall consider the recommendations of the Customer Experience Advisory Committee (a panel of 10 customers who meet quarterly, and who represent GO's 7 train corridors, bus services, student riders, and includes a member of GO's Accessibility Committee). The Committee will make recommendations to the Board based on its assessment of the Customer Experience Advisory Committee's recommendations.

5. **Metrolinx Program Coordination** - The Committee shall review, and provide risk informed recommendations and information to the Board on matters that involve program coordination to achieve desired customer experience, marcomm, community engagement, or design excellence objectives, both internally (across departments or service areas), or among one or more transit properties in the Greater Toronto and Hamilton Area, examples include but are not limited to: service expansion, retail, transit oriented development and level boarding.
6. **Assess Future Needs** - The Committee shall review and provide risk informed recommendations and information to the Board on any and all matters, including projects, programs and services, affecting the customer experience, whether that involves GO Transit, the Union Pearson Express, PRESTO, or future augmentations to the Metrolinx mandate.
7. **Advocate for appropriate funding** - When necessary, the Committee shall recommend to the Board the appropriate level of additional funding required from the Province for initiatives that will result in better customerservice.
8. **Effective Date** –These Terms of Reference take effect on the date it is approved by the Board.

**Approved by the Board of Directors on November 26, 2020 and re-affirmed by the Governance Committee on February 15, 2022.**