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**BOARD OF DIRECTORS**

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**DATE OF MEETING:** February 17, 2022

**TIME OF MEETING:** 8:00 a.m.

**PLACE OF MEETING:** Video & Audio Conference

**CHAIR:** Donald Wright

**PRESIDENT & CEO:** Phil Verster

**MEETING SECRETARY:** Alba Sandre Taylor, Vice President & Corporate Secretary

**MEMBERS PRESENT:** Rick Byers  
Bryan Davies  
Janet Ecker  
Luigi Ferrara  
Diana Fletcher  
Michael Kraljevic  
Tony Marquis  
Emily Moore  
Reg Pearson  
Robert Poirier  
Sylvie Tessier  
Paul Tsaparis

**REGRETS:** None

**OTHERS PRESENT:** Karla Avis-Birch, Chief Planning Officer  
Mark Childs, Chief Marketing Officer  
Matt Clark, Chief Capital Officer  
Martin Gallagher, Chief Safety Officer  
Fiona Gardner, Chief Human Resources Officer (A)  
Jennifer Gray, Chief Financial Officer  
Barclay Hancock, Chief Payments Officer  
David Jang, Chief Communications Officer  
Steve Levene, Chief Operating Officer - Rapid Transit  
Heather Platt, Chief Legal Officer  
Ian Smith, Chief Operating Officer  
Anne Marie Aikins, Head of Media & Public Relations

Tom Aylward Nally, Senior Manager & Advisor to the Chief Capital Officer  
Lena Azzou, Chief of Staff to the President & CEO  
Mark Baillie-Rouse, Vice President, GO Expansion & Transformation  
Mark Bell, Vice President, GO Expansion On Corridor Works  
Caroline Busbridge, Manager & Senior Advisor to the Chief Operating Officer  
Rose Butler, Manager & Senior Advisor to the Chair  
Sharyn Byrne-Nearing, Vice President, Brand and Marketing  
Ryan Chan, Network Support Analyst  
Joseph Costigan, Sponsor, Hamilton LRT  
Lana Dajani, Senior Advisor  
Stephanie Davies, Executive Vice President, GO Expansion  
Lisa De Angelis, Vice President, E&AM Civil Infrastructure  
Antonio DiFebo, Manager & Senior Advisor to the COO  
Vesna Dobric, Senior Advisor, Board Governance  
Maryam Dorafshar, Vice President, Legal Services  
Sarah Farooq, Senior Advisor to the Chief Communications Officer  
Spencer Gibbens, RER Head Sponsor  
Kelly Hagan, Vice President, Community Engagement  
Angeline Hawthorn, Senior Advisor, Capital Projects Group  
Steven Hobbs, Chief of Staff to the President & CEO  
Andrew Hope, Executive Vice, President Subway Program Delivery  
Giulia Ilacqua, Senior Advisor Office of the President & CEO  
John Im, Program Sponsor, Hamilton LRT  
Kris Jacobson, Director, Bus Rapid Transit  
Laura Kutisker-Jacobson, Vice President, Commercial Management  
Audrey Lemieux, Senior Manager & Advisor to the Chief Financial Officer  
Michael Norton, Chief of Development  
Margo Stewart, Senior Advisor Capital Projects Group  
Teddy Tang, Senior Manager & Advisor to the Chief Financial Officer  
Laura Taylor, Board Coordinator  
Justyna Witek, Deputy Chief Financial Officer

## **CLOSED SESSION**

### **1. Call to Order and Remarks by Chair**

Chair Donald Wright called the meeting to order at 8:00 a.m. The Chair confirmed there was quorum and that the required notice of meeting as stipulated under the By-Law of the Corporation had been sent.

On behalf of the Board, the Chair acknowledged that the Board was meeting on lands traditionally occupied by Indigenous Peoples, including the Anishnabeg, the Haudenosaunee and the Wendat peoples, and affirmed Metrolinx's commitment to conducting business and building meaningful relationships with Indigenous communities upon the foundation of trust, respect and collaboration.

**[Redacted: Personal Information.]**

No other conflicts were declared.

## **2. CEO/Board In Camera Session**

The Board met in the absence of staff other than the President and Chief Executive Officer.

**[Redacted: Economic and Other Interests, Advice to Government.]**

**[Redacted: Advice to Government, Cabinet Records.]**

## **3. 2021 in Reflection**

Staff joined the meeting in progress at 9:02 a.m.

Matt Clark, Chief Capital Officer, Mark Childs, Chief Marketing Officer, Martin Gallagher, Chief Safety Officer, and Steve Levene, Chief Operating Officer - Rapid Transit, responded to questions relating to Metrolinx's 2021 achievements.

Staff provided a brief update on the status of GO Expansion, subways tunnelling work underway, and progress on establishing the subways' delivery partners teams. The Board discussed Metrolinx's role in the planning and delivery of the SmartTrack program (including City funding and stations procurement and construction delivery models), and what will happen to the subways tunnel boring machines after the tunnels are constructed.

The Board asked about communications received from various community organizations on community benefits. Staff confirmed that they are engaged with these organizations and are working constructively with them to connect them to the appropriate government programs to help them achieve their goals.

Staff highlighted marketing and customer service accomplishments that have resulted in increased customer brand trust metrics, and efforts to build Metrolinx's engineering, asset management and rapid transit teams in preparation for operational readiness for the Eglinton Crosstown. Finally, staff noted key safety achievements including improved safety culture and capabilities, along with significantly reduced staff and contractor injury metrics.

#### 4. Community Benefits/Support Implementation Plan and Proposal

Karla Avis-Birch, Chief Planning Officer, reported on Metrolinx's commitment to implement Community Benefits/Supports to engage with and give back to local communities through Metrolinx's projects. Activities have been organized under four main pillars: Employment Opportunities; Local Business Supports; Public Realm Improvement; and Supporting Community Improvements. Staff described how Metrolinx is implementing clear requirements in its contracts so expectations on how contractors must work in these areas are clear. **[Redacted: Advice to Government.]**

**[Redacted: Advice to Government.]**

Finally, the Board discussed how Metrolinx's community relations team engages external public relations firms to support community consultations and engagement. Staff described that such contractors are used to right-size resources for projects, and bring in additional capabilities such as additional languages to support door to door campaigns and embedded community offices.

**[Redacted: Advice to Government.]**

#### 5. 2022-23 Business Plan

Jennifer Gray, Chief Financial Officer, and Justyna Witek, Deputy Chief Financial Officer, presented Metrolinx's 2022-23 Business Plan. Staff summarized the business plan approval process and noted that earlier discussed financial pressures not expressly included (but generally referenced) within the business plan will be managed as risks by **[Redacted: Cabinet Records, Advice to Government.]**

The Board discussed Metrolinx's efforts to hedge fuel prices. **[Redacted: Economic and Other Interests.]**

**[Redacted: Cabinet Records.]**

**[Redacted: Advice to Government, Cabinet Records.]**

#### 6. Fiscal Outlook

Jennifer Gray, Ian Smith, Chief Operating Officer, and Mark Childs reported on the 2022-23 Fiscal Outlook including the anticipated operating subsidy gap recently updated based on the impacts of the spring Omicron wave. **[Redacted: Economic and Other Interests.]**

**[Redacted: Advice to Government, Cabinet Records.]** Staff are also consulting with other organizations to understand return to work impacts on ridership.

**[Redacted: Advice to Government, Cabinet Records.]**

## 7. OnCorr Update

[Redacted: Economic and Other Interests, Advice to Government, Cabinet Records.]

## 8. Hamilton LRT Update

Matt Clark presented a report requesting endorsement of the contracting strategy to deliver the Hamilton LRT. [Redacted: Economic and Other Interests, Advice to Government.]

[Redacted: Economic and Other Interests, Advice to Government.]

## PUBLIC SESSION

## 9. Call to Order and Land Acknowledgment

The Chair called the meeting to order at 10:46 a.m.

On behalf of the Board, the Chair acknowledged that the Board was meeting on lands traditionally occupied by Indigenous Peoples, including the Anishnabeg, the Haudenosaunee and the Wendat peoples, and affirmed Metrolinx's commitment to conducting business and building meaningful relationships with Indigenous communities upon the foundation of trust, respect and collaboration.

## 10. Safety Moment

Steve Levene, Chief Operating Officer - Rapid Transit, reviewed safety and security measures and led the group in a safety moment.

## 11. Chair's Remarks

On behalf of the Board, the Chair noted the recent departure of Board member Clio Straram due to the expiry of her term of appointment. The Chair thanked Ms. Straram for her service and valuable contributions to Metrolinx, in particular her participation as a member of Metrolinx's Customer Experience Committee and Customer Service Advisory Committee.

The Chair acknowledged receipt of the following correspondence, which has been distributed to the Board:

- a) A letter from Elizabeth Crowe, Chair of York Catholic District School Board ("YCDSB") received December 03, 2021, regarding Yonge North Subway Extension ("YNSE") Alignment.
- b) A letter from Maggie Redmonds and Eon Song on behalf of Save Jimmie Simpson received December 31, 2021, regarding Vegetation Removal between Eastern and Pape Avenues.

- c) A letter from SaveTPARK received December 15, 2021, regarding Metrolinx's agreement with the Islamic Society of Toronto.
- d) A letter from SaveTPARK received December 24, 2021, regarding the expropriation or sale of 4 Thorncliffe Park.
- e) A letter from Chris Williams, Chester Hill Cambridge Thorncliffe Residents' Association, received February 14, 2022, regarding Metrolinx plans in the Don Valley.
- f) A letter from the Honourable Jessica Bell, Member of Provincial Parliament University-Rosedale and endorsed by 220 individuals and organizations, received February 16, 2022, regarding placement of a rail maintenance facility in the Don Valley.
- g) A letter from Alexander Adams received February 16, 2022, regarding the Heritage Road Layover project on the Kitchener Line.
- h) A letter from Rosemarie Powell, an Executive Director of the Toronto Community Benefits Network, received February 16, 2022, regarding Community Benefits.
- i) A letter from Ameen Binwalee, CEO of Out of the Box Social Enterprise, received February 16, 2022, regarding Community Benefits.
- j) A letter from David Lidov received February 16, 2022, regarding Community Benefits.
- k) A letter from Debra Eklova and Sahle Robinson, co-chairs of the Community Action Planning Group in the Jane-Finch-Keele community, received February 16, 2022, regarding Community Benefits.
- l) A letter from Diane Enhorning, Board Director of the Community Share Food Bank, received February 16, 2022, regarding Community Benefits.
- m) A letter from Rick Ciccarelli from the Mount Dennis ecoNeighbourhood Initiative, received February 16, 2022, regarding Community Benefits.

## 12. CEO's Report

Phil Verster, President and Chief Executive Officer, highlighted recent Metrolinx activities and achievements, including: adjusting Metrolinx services and return to the workplace plans as COVID-19 cases increased due to the Omicron variant and then the subsequent recovery of ridership as COVID-19 cases start to decrease; continued progress on capital projects such as the arrival of the tunnel boring machines for Eglinton Crosstown West and the Scarborough Subway extension; community engagement with stakeholders and partners along project corridors including the agreement reached with the Islamic Society of Toronto in Thorncliffe Park as part of the Ontario Line project; the launch of a new Metrolinx Podcast - Between the Lines; progress of various other projects including the Eglinton Crosstown LRT, expanding service to Niagara and transformation of the transit safety division to better support customer

service delivery and customer experience; continued support of the Province's vaccination efforts through the GO VAXX mobile clinics; and planning for 2022-23 business year.

The CEO also formally recognized the following individuals for their contributions and achievements:

- a) Mini Gupta, Director for Systems for the Eglinton Crosstown LRT project, who put her first training into practice to get necessary assistance to a consultant experiencing a medical emergency at their home; and
- b) James Wattie, Matt Llewellyn from the media relations team, Andrea Azzolin from Customer Care, and Thairu Taban and Nesha Khadaran from the Network Operations Centre, for providing assistance to one of our vulnerable customers, after they mistakenly took the wrong train and became stranded at a GO station.

### **13. Capital Projects Progress**

Matt Clark provided an update on 2021 winter construction progress on various capital projects including: Rutherford Road Underpass; Hurontario LRT (noting the recent naming of the line after Hazel McCallion, former Mayor of the City of Mississauga); Ontario Line & Yonge North Extension (including recently held open houses to provide an overview of the environmental assessment report for the Ontario Line); Finch West LRT; Union Station Enhancement Project (highlighting the benefits of the alliance contracting approach on this project); Scarborough Subway Extension, and GO Expansion Early Works.

Reflecting on the correspondence received by the Board at today's meeting, the Board asked how Metrolinx can help to ensure communities benefit from the work and investments in Metrolinx's projects. Staff provided examples of initiatives Metrolinx undertakes to provide community benefits. These include substantive enhancements to facilities in communities, public realm improvements (including improvements to public parks) and connecting local organizations with the right agencies and programs to help them support their goals. On the capital project side Metrolinx also considers opportunities to optimize the space we're using and improve community benefits through review of design and constructability issues.

### **14. Tunnel Boring Machines Making Progress**

Andrew Hope, Executive Vice, President Subway Program Delivery, highlighted progress on the launch of Metrolinx's Tunnel Boring Machines ("TBMs") for the subway program. Staff described how the TBMs work and how quickly they are able to tunnel. Staff also noted the success of Metrolinx's public naming campaign that resulted in the three TBMs for the Scarborough and Eglinton extensions being called Ziggy Scardust and Remy and Renny respectively.

## **15. Let's Get Ready to Ride**

Sharyn Byrne-Nearing, Vice President, Brand, Digital & Product Marketing, summarized the results of Metrolinx's winter and spring marketing activities and priorities for the coming year, including attracting new riders to Metrolinx. Related efforts include ensuring services are flexible (such as providing self-serve options like e-ticketing) and relaunching the "GO Beyond" campaign focussed on spring activities. In addition to partnerships on key regional events, Metrolinx is also focussing on connecting with multicultural events.

## **16. Quarterly Reports**

Quarterly Reports for PRESTO, Operations, Planning, Capital Projects, Marketing and Communications were taken as read.

### **CLOSED SESSION**

After a short break, the meeting reconvened at 11:52 a.m. for the closed session

## **17. Consent Items**

### **FOR APPROVAL**

#### **RESOLVED:**

**THAT** Consent Agenda items 17.1 and 17.2 are approved as follows:

#### **17.1 December 2, 2021 Minutes**

**THAT** the minutes of the Board of Directors meeting of December 2, 2021 be approved.

#### **17.2 January 25, 2022 Minutes**

**THAT** the minutes of the Board of Directors meeting of January 25, 2022 be approved.

**Carried**

## **18. Report of the Board Standing Committees**

### **18.1 Executive Committee**

Donald Wright, Executive Committee Chair, reported on the Committee's meetings since December 2, 2021.



## 18.2 Audit, Finance & Risk Management Committee

Bryan Davies, Audit, Finance & Risk Management Committee (“AFARM”) Chair, reported on matters discussed at the Committee’s February 15, 2022 meeting. The AFARM Chair emphasized work underway to assess Metrolinx’s Enterprise Risk Management program maturity, which will be presented to a special AFARM committee for consideration in advance of proceeding to the Board.

## 18.3 Capital Oversight Committee

Emily Moore, Capital Oversight Committee (“COC”) Chair, reported on matters discussed at the Committee’s meetings held since December. The COC Chair noted the committee’s discussion on capital program cost pressures as previously considered by the Board. The COC also reviewed the status of the Rapid Transit program, including ECLRT operational readiness work underway, the complexities of Metrolinx’s project scheduling system and processes, and the status of Metrolinx’s transit-oriented communities program. Finally, the COC considered the Capital Project Group’s 2025 transformation planning activities and priorities.

## 18.4 Customer Experience Committee

On behalf of the committee chair, Reg Pearson reported on matters discussed at the Customer Experience Committee’s (“CEC”) February 16, 2022 meeting. The CEC reviewed recent observed ridership changes reflecting changing trip purposes and **[Redacted: Advice to Government, Labour Relations.]** The Board briefly discussed Metrolinx’s intention to retain COVID-19 safety protocols in place for the time being.

## 18.5 Governance Committee

Janet Ecker, Governance Committee Chair, reported on matters discussed at the Committee’s February 15, 2022 meeting including: topics for the March 30, 2022 Board strategy session; the committee’s review of Executive Committee activities and mandate; and additional Board Educational Sessions planned over the coming year.

### 18.5.1 Revised Real Estate Terms of Reference

**RESOLVED**, on recommendation of the Real Estate Committee and the Governance Committee:

**THAT**, the revised Real Estate Committee Terms of Reference as set out in the Corporate Secretary’s February 15, 2022 report to the Governance Committee be approved.

Carried

## 18.6 Human Resources and Compensation Committee

Reg Pearson, Human Resources & Compensation Committee (“HRCC”) Chair, reported on the Committee’s February 16, 2022 meeting. **[Redacted: Labour Relations, Advice to Government, Cabinet Records.]**

## 18.7 PRESTO Committee

Paul Tsaparis, PRESTO Committee Chair, reported on the Committee’s activities. As no meetings had been held, there was nothing to report.

## 18.8 Real Estate Committee

Robert Poirier, Real Estate Committee (“REC”) Chair, reported on the Committee’s meetings held since December 2, 2021. The Committee met on December 10, 2021 and January 24, 2022 and discussed various matters including **[Redacted: Advice to Government.]**

**[Redacted: Economic and Other Interests, Advice to Government.]**

## 19. Other Business

There was no other business to discuss.

## EXECUTIVE SESSIONS

### 20. Executive Session

The Board held an executive session in the absence of staff other than the CEO.

### 21. Executive Session

The Board held an executive session in the absence of staff.

### 22. Adjournment

There being no further business before the Board of Directors, the meeting was adjourned at 12:34 p.m.

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Donald A. Wright, Chair

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Alba Sandre Taylor, Secretary

c/s