BOARD OF DIRECTORS STRATEGY SESSION

DATE OF MEETING: March 30, 2022

TIME OF MEETING: 9:15 a.m.

PLACE OF MEETING: J. Robertson S. Prichard Boardroom
4th floor, 97 Front Street West, Toronto, Ontario, M5J 1E6

Video & Audio Conference

CHAIR: Donald Wright

PRESIDENT & CEO: Phil Verster

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

MEMBERS PRESENT: Bryan Davies
James Dodds
Janet Ecker
Luigi Ferrara
Debbie Hutton
Michael Kraljevic
Tony Marquis
Emily Moore
Reg Pearson
Robert Poirier (until 11:50 a.m.)
Sylvie Tessier
Paul Tsaparis

REGRETS: Rick Byers (on leave of absence)

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
Karima Hashmani, Chief Inclusion Officer
David Jang, Chief Communications Officer
Steve Levene, Chief Operating Officer - Rapid Transit
Heather Platt, Chief Legal Officer
Ian Smith, Chief Operating Officer
CLOSED SESSION

1. Call to Order and Remarks by Chair

Chair Donald Wright called the meeting to order at 9:15 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.

[Redacted: Personal Information.]

No other conflicts of interest 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: Economic and Other Interests, Advice to Government, Cabinet Records.]

STRATEGY ITEMS

3. Land Acknowledgement and Safety Moment

Staff joined the meeting at 10:32 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.

The Chair reviewed safety and security measures and the group held a safety moment.

4. Metrolinx 2025 Transformation Plan

Phil Verster, President and Chief Executive Officer, together with the Senior Management Team provided an overview of the Metrolinx 2025 Transformation Plan (the “Plan”). The Plan includes actions and objectives for each of Metrolinx’s divisions, including six key divisions, to ensure readiness for 2025 by building internal capabilities and enhancing the organization’s sustainability. Staff confirmed that the Plan has been developed internally, without input from external consultants, and therefore reflects management’s vision of what we want to look like in 2025. A two-day strategy session has been planned by the management team to further determine and establish related cultural components and build on existing principles of numeracy (to guide the business), equity, and customer focus. A small internal team has been formed under the Chief Financial Officer to guide related activities.

Ian Smith, Chief Operating Officer, provided an overview of the GO & Up Transformation Plan including activities to ensure readiness for GO Expansion (OnCorr), and Customer Satisfaction and on-time performance targets. [Redacted: Advice to Government.]

Steve Levene, Chief Operating Officer - Rapid Transit, highlighted the breadth of the Rapid Transit transformation plan including asset (and asset performance) management, related commercial management functions, and development of a maintenance academy that makes knowledge a core competency. [Redacted: Advice to Government.]

David Jang, Chief Communications Officer, described objectives and activities planned to transform Metrolinx’s Communications & Engagement team. On the communications side a key objective is to pivot Metrolinx to a more proactive organization with narratives shaped around the purpose of Metrolinx’s projects. [Redacted: Advice to Government.]

Matt Clark, Chief Capital Officer, summarized the purpose and objectives of the Capital Projects Transformation plan which aims to transform Metrolinx to a more active, hands on and knowledgeable owner that works collaboratively with its contractors and suppliers in planning and delivering the work. [Redacted: Advice to Government.]

5. Risk Maturity Assessment and Roadmap Preview

Jennifer Gray, Chief Financial Officer, and Chris Lansley, Chief Risk Officer, presented the results of the Enterprise Risk Management Maturity Assessment. Staff highlighted Metrolinx’s success in building an enterprise risk management framework with associated key performance indicators for the organization. Most recently risk-based discussions within the
organization have started to evolve and become more organic, active and solutions oriented. Based on the maturity assessment, the management team will meet to align on target maturity and related actions, objectives and priorities.

[Redacted: Advice to Government.]

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

[Redacted: Personal Information.]

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

7. MX-IO Memorandum of Understanding

This item was deferred to a future meeting.

8. Other Business

There was no other business to discuss.

9. [Redacted: Advice to Government.]

10. In Camera Meeting of the Board

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

19. Adjournment

There being no further business before the Board of Directors, the meeting was adjourned at 1:39 p.m.

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Donald A. Wright, Chair              Alba Sandre Taylor, Secretary

\[c/s\]