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**BOARD OF DIRECTORS**

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<b>DATE OF MEETING:</b>	October 6, 2022
<b>TIME OF MEETING:</b>	9:00 a.m.
<b>PLACE OF MEETING:</b>	J. Robert S. Prichard Boardroom 4 <sup>th</sup> floor, 97 Front Street West, Toronto, Ontario, M5J 1E6  Video & Audio Conference
<b>CHAIR:</b>	Donald Wright
<b>PRESIDENT &amp; CEO:</b>	Phil Verster
<b>MEETING SECRETARY:</b>	Alba Sandre Taylor, Vice President & Corporate Secretary
<b>MEMBERS PRESENT:</b>	Bryan Davies James Dodds Janet Ecker Luigi Ferrara Michael Kraljevic (until 10:54 a.m.) Tony Marquis Emily Moore Reg Pearson Robert Poirier Sylvie Tessier Paul Tsaparis
<b>REGRETS:</b>	Deb Hutton
<b>OTHERS PRESENT:</b>	Ramneet Aujla, Chief Human Resources Officer Karla Avis-Birch, Chief Planning Officer Mark Childs, Chief Marketing Officer Stephanie Davies, Chief Capital Officer - GO & UP Martin Gallagher, Chief Operating Officer (GO & UP) and Chief Safety Officer Jennifer Gray, Chief Financial Officer Barclay Hancock, Chief Payments Officer Karima Hashmani, Chief Inclusion Officer Andrew Hope, Chief Capital Officer - Rapid Transit David Jang, Chief Communications Officer

Steve Levene, Chief Operating Officer - Rapid Transit  
Heather Platt, Chief Legal Officer  
Lindsay Allison, Vice President, Capital Finance  
Tom Aylward Nally, Senior Manager & Advisor to the Chief Capital Officer  
Lena Azzou, Vice President, Strategy & Transformation  
Genefer Behamdouni, Director, Business Transformation and Strategy  
Danielle Bury, Director, Hamilton LRT  
Caroline Busbridge, Manager & Senior Advisor to the Chief Operating Officer  
Sharyn Byrne-Nearing, Vice President, Brand and Marketing  
Lauren Chang MacLean, Director, Legal Services  
Kanivanan Chinniah, Head Sponsor, Rapid Transit  
Joseph Costigan, Sponsor, Hamilton LRT  
Antonio DiFebo, Manager & Senior Advisor to the COO  
Vesna Dobric, Senior Advisor, Board Governance  
Joseph Ehrlich, Director, Project Planning  
Sarah Farooq, Senior Advisor to the Chief Communications Officer  
Jason Fellen, Vice President, Hamilton LRT  
Rob Genoway, Director, Legal Services  
Uma Gopinath, Chief Information Officer  
Angeline Hawthorne, Senior Advisor Office of the CCOs  
Steven Hobbs, Chief of Staff to the President & CEO  
Mishaal Hussain-Surani, Chief of Staff to the President & CEO  
Caitlin Kavanagh, Director, Employee Labour Relations  
Sadaf Khorsand, Manager & Senior Advisor Marketing  
Ken Kuschei, Vice President, Insights Data and Fare Strategy  
Kaitlin Lee-Bun, Senior Advisor, Chief Safety Officer  
Audrey Lemieux, Senior Manager & Advisor to the Chief Financial Officer  
Giulia Ilacqua, Senior Advisor Office of the President & CEO  
John Im, Program Sponsor, Hamilton LRT  
Fahreen Kurji, Vice President, Capital Projects Commercial Management  
Chris Lansley, Chief Risk Officer  
Paul Manhire, Executive Vice President, Light Rail & Bus Project Delivery  
Greg Murphy, Vice President, Audit Regulatory Compliance & Controls  
Rick Radovski, Vice President, Sales Non-Fare Revenue and Partnerships  
Margo Stewart, Senior Advisor Capital Projects Group  
Daniel Tiburcio, Director, Financial Planning & Analysis

Justyna Witek, Deputy Chief Financial Officer  
Francis Wolfram, Senior Advisor  
Samantha Vigder, Director, Capital Planning & Analysis

## **CLOSED SESSION**

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

Chair Donald Wright called the meeting to order at 9:00 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 Huron-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.

No 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, Cabinet Records]**

**[Redacted: Economic and other interests, Advice to Government]**

**[Redacted: Economic and other interests, Advice to Government]**

### **3. Safety Moment**

Staff joined the meeting at 10:05 a.m.

Justyna Witek, Deputy Chief Financial Officer, reviewed safety and security measures and the group held a safety moment.

### **4. 2023-2024 Operating Budget Approval**

Jennifer Gray, Chief Financial Officer, and Justyna Witek presented a request to submit the proposed 2022-2023 Operating Budget to the Ministry of Transportation to initiate related budget discussions.

Staff described relevant processes and Provincial approvals leading up to the final budget. Further updates will be provided at future meetings leading up to Board approval in February. Staff

described key areas of focus in the budget **[Redacted: Economic and other interests, Advice to Government]**.

**RESOLVED**, on recommendation of the Audit, Finance and Risk Management Committee:

**THAT** management is authorized to initiate budget discussions with the Ministry of Transportation (MTO) and submit an operating budget proposal consistent with the information in the October 6, 2022 Metrolinx 2023-2024 Operating Budget report;

**AND THAT** management report back on the results of the provincially approved operating subsidy as the process continues; and

**AND THAT**, based on discussions with MTO, management submit any updates to the proposed 2023-24 operating budget to the Board for approval as part of the 2023-24 Business Plan prior to resubmission to MTO.

**Carried**

#### **5. 2023-2024 Capital Budget Approval**

Lindsay Allison, Vice President, Capital Finance, presented a request to submit the proposed 2023-2024 Capital Budget to the Ministry of Transportation to initiate related budget discussions. **[Redacted: Economic and other interests, Advice to Government]**

**RESOLVED**, on recommendation of the Audit, Finance and Risk Management Committee:

**THAT** management is authorized to initiate budget discussions with the Ministry of Transportation (MTO) and submit a capital budget proposal consistent with the information in the October 6, 2022 Metrolinx 2023-2024 Capital Budget report;

**AND THAT** management report back on the results of the provincially approved capital subsidy as the process continues;

**AND THAT**, based on discussions with MTO, management submit any updates to the proposed 2023-2024 Capital Budget to the Board for approval as part of the 2023-2024 Business Plan prior to resubmission to MTO.

**Carried**

#### **6. Finch West Light Rail Transit**

**[Redacted: Economic and other interests, Advice to Government, Solicitor-Client Privilege]**

#### **7. Hamilton Light Rail Transit Package 1 Stage 2 Treasury Board Approval**

[Redacted: Economic and other interests, Advice to Government, Cabinet Records]

**8. Labour Relations**

[Redacted: Labour Relations and Employment Related]

**9. Other Business**

There was no other business to discuss.

**10. Executive Session**

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

**11. Adjournment**

There being no further business before the Board of Directors, the meeting was adjourned at 11:55 a.m.

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Donald A. Wright, Chair

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Alba Sandre Taylor, Secretary

c/s