
BOARD OF DIRECTORS

DATE OF MEETING:	September 7, 2023
TIME OF MEETING:	8:00 a.m.
PLACE OF MEETING:	J. Robert S. Prichard Boardroom 4 th floor, 97 Front Street West, Toronto, Ontario, M5J1E6 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 (until 12:00 p.m.) Janet Ecker Deb Hutton Mark McQueen Emily Moore Reg Pearson Robert Poirier Paul Tsaparis
REGRETS:	Luigi Ferrara Tony Marquis
OTHERS PRESENT:	Sylvie Tessier (guest of the Board) Also see Appendix A

CLOSED SESSION

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

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 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.

[Redacted: Personal Privacy]

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]

[Redacted: Advice to Government]

3. Payments (PRESTO) Procurement

[Redacted: Personal Privacy]

Staff joined the meeting in progress at 9:06 a.m.

Barclay Hancock, Chief Payments Officer, presented the request for approval to award various contracts as part of the PRESTO Procurement Program. **[Redacted: Economic and Other Interests]**

[Redacted: Economic and Other Interests]

3.1 In-camera Meeting with the Minister of Transportation and the Associate Minister of Transportation

[Redacted: Personal Privacy]

The Board held an in-camera meeting with the Honourable Prabmeet Sarkaria, Minister of Transportation and the Honourable Todd McCarthy, Associate Minister of Transportation.

The Minister thanked the Board and staff for their work advancing Metrolinx's important projects and

portfolios.

4. GO Expansion

Stephanie Davies, Chief Capital Officer – GO & UP, and Karla Avis-Birch, Chief Planning Officer, presented an overview of cost pressures across several work packages in the GO Expansion Program, including budget variances to estimates at completion and the total estimated potential pressure. Staff described Metrolinx’s strategies to address these cost pressures **[Redacted: Advice to Government, Economic and Other Interests]**. Work is also ongoing to actively manage the GO Reserve.

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

Staff noted that OnCorr is currently in the development phase and will return to the Board at the end of the development phase with a target price, which will in turn provide insight into the full impact of the potential cost pressures. **[Redacted: Advice to Government, Economic and Other Interests]**

The Board also discussed the structure of GO Expansion configuration states, which provide built-in decision points.

The Chair of the Capital Oversight Committee (COC) noted the work done by the COC with respect to OnCorr, noting that COC has expressed comfort with the strategy and decision-making while continuing to be active in discussions with management around decision-making.

Staff highlighted that notwithstanding the cost pressures, the GO Expansion business case Benefits Cost Ratio (BCR) remains positive. In response to a question, staff confirmed that they will return to the Board with BCR results for the GO Expansion program configuration states, noting that configuration state three captures a significant portion of the overall program as it impacts the largest proportion of ridership.

[Redacted: Advice to Government, Cabinet Records]

RESOLVED:

THAT, as described in the Chief Planning Officer, Chief Capital Officer (GO & UP), and Chief Financial Officer’s September 7, 2023 Report to the Board (the “Report”), Metrolinx will continue to manage the GO Expansion Program cost pressures through the strategies detailed in the Report, **[Redacted: Advice to Government, Economic and Other Interests]**

Carried

5. Environmental, Social, and Governance Annual Report

Jennifer Gray, Chief Financial Officer, presented Metrolinx’s Environmental, Social and Governance (ESG) Annual Report. An initial internal report was presented to the Board in June 2022. This new report will be published in conjunction with the Metrolinx Annual Report.

Metrolinx has completed a materiality assessment to identify key ESG topics, and there has been growth

and evolution with respect to environmental measures, including inclusion in Metrolinx's strategic objectives. Staff noted that ESG standards are evolving with staff tracking these developments in anticipation of future public-sector specific reporting requirements. In response to a question, it was noted that the ESG report does not need to be audited.

The Board noted the value of the advisory committees listed in the report [**Redacted: Advice to Government**].

6. Business Items

Items 6.1 and 6.2 were held until after the public session.

PUBLIC SESSION

7. Call to Order and Land Acknowledgment

The Chair called the meeting to order at 10:20 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.

8. Safety Moment

Karima Hashmani, Chief Inclusion Officer, reviewed safety and security measures and led the group in a safety moment reflecting on the need to be aware of students returning to school and more children walking and biking. Staff also highlighted various initiatives and activities underway with respect to Rail Safety Week.

9. Chair's Remarks

The Chair welcomed new board member Mark McQueen, highlighting his extensive experience in the financial services industry.

Recognizing recent cabinet appointments, the Chair thanked Metrolinx's former Minister and Associate Minister of Transportation for their support and partnership and formally welcomed the new Honourable Minister Prabmeet Sarkaria and Associate Minister Todd McCarthy.

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

1. A letter from H. Pham, received September 5, 2023 regarding Fare Integration.
2. A letter from Stop Trains in Our Parks Coalition, September 5, 2023, regarding the Eglinton

Cross Town West Extension

10. CEO's Report

Phil Verster, President and Chief Executive Officer, highlighted recent Metrolinx activities and achievements, including:

- a) the introduction of new payment options such as debit and credit contactless payment on the TTC, with over 700,000 transactions in the first two weeks; and recent success collaborating with financial institutions to reduce transaction fees for riders;
- b) the introduction of new and increased service frequency on various bus and rail routes, improved on-time performance, and reliability enhancements aimed at providing a better customer experience;
- c) initiatives promoting ridership recovery and growth through, for example, partnerships with organizations like the Toronto Blue Jays and expanded services during leisure and tourism events;
- d) progress on major construction projects like the Finch West LRT, with the installation of 116 canopies and road restoration works underway, and the Ontario Line (with the issuance of RFPs for major works); and
- e) efforts to improve community engagement and minimize disruptions during construction, including lessons learned through community feedback on the Ontario Line.

Finally, the CEO acknowledged the importance of observing the National Day of Truth and Reconciliation, emphasizing Metrolinx's commitment to equity, diversity, and inclusion for both employees and in the communities served.

11. Rapid Transit Capital Projects Progress

Andrew Hope, Chief Capital Officer – Rapid Transit, presented an overview of construction progress on various capital projects including: Finch West LRT, Ontario Line, Hazel McCallion LRT, Eglinton Crosstown West Extension, Scarborough Subway Extension, Yonge North Subway Extension, and Eglinton Crosstown LRT.

Staff emphasized Metrolinx's commitment to transparency and public engagement in providing regular project updates.

The Board asked how lessons learned from the Eglinton Crosstown LRT are being applied to other projects. Staff explained how expertise in track installation from the engineering and asset management team is being utilized on projects like Finch and Hurontario to ensure proper procedures and best practices are followed. This approach reflects Metrolinx's commitment to continuous improvement and knowledge transfer across its transit initiatives.

12. GO & UP Capital Projects Progress

Stephanie Davies highlighted construction progress on various GO Transit capital projects including: Eglinton GO Station, Confederation GO Station, Stouffville Stations and Steeles Underpass, Davenport Diamond Guideway, Maple GO Station, Lakeshore East Corridor Widening, OnCorridor Works, and the

East Harbour Transit Hub.

In response to a question, staff explained how precise data collection using a rail trolley helps inform design, assess costs, and manage risks in projects like OnCorr, emphasizing the importance of having accurate data for decision-making and cost estimation.

13. Enjoy the Ride

Sharyn Byrne-Nearing, Vice President, Brand and Marketing, and Rick Radovski, Vice President, Sales Non-Fare Revenue and Partnerships, summarized recent marketing activities and observed results.

Staff highlighted considerable progress on ridership recovery, with GO Transit now ranking second among all North American commuter transit agencies, and a substantial increase in new riders compared to August 2019.

Staff attributed the rise in ridership to major events like the CNE, Honda Indy, Pride, and other events, for which Metrolinx also offered additional services, and successful partnerships such as with the Toronto Blue Jays.

Marketing has also begun to use of micro-content creators to enhance the brand's authenticity and provide information on services and new initiatives in the local context.

Additionally, staff highlighted strategic partnerships with e-scooter rental service Scooty, car-sharing platform Turo, and Second Cup Coffee and Chocolato café. These partnerships are aimed at providing first-mile last-mile solutions and high-quality amenities for riders.

14. PRESTO – More Ways to Pay

Barclay Hancock highlighted progress on PRESTO Contactless and other new ways to pay, including efforts to reduce and simplify payments such as the reduction of the PRESTO card price (to \$4), the successful rollout of PRESTO contactless across GTHA transit agencies (including more recently on the TTC), and future plans for a virtual PRESTO in mobile wallet, providing the same benefits and allowing passengers to tap their virtual PRESTO cards via smartphones or other wearables.

15. Connecting Communities Through Consultation

Kelly Hagan, Vice President, Community Engagement, Rajesh Khetarpal, Vice President, Community Engagement, and Greg Medulun, Vice President, Strategic Communications presented on recent community engagement activities focused on building transit connections and stronger ties with residents and neighbourhoods.

Staff highlighted the essential role of Metrolinx's Communications and Community Engagement teams in serving the community through informing and engaging on Metrolinx's projects and initiatives. The Community Engagement team have conducted extensive community consultations, held numerous outreach events, and distributed over half a million construction notices. These efforts have recently

garnered 1.2 million social media impressions, 165,000 views on Metrolinx news features, and more than 500 media responses.

Staff provided examples of successful community engagement initiatives such as open houses for station conceptual designs and a public realm design competition.

Additionally, staff highlighted Metrolinx's commitment to community benefits and support, including job creation, local procurement, and green space expansion.

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 11:38 a.m. for the closed session.

James Dodds left the meeting at 12:00 p.m.

6.1 [Redacted: Economic and Other Interests]

6.2 [Redacted: Economic and Other Interests]

17. Consent Items

FOR APPROVAL

RESOLVED:

THAT Consent Agenda item 17.1 is approved as follows:

17.1 Approval of June 29, 2023 Minutes

THAT the minutes of the Board of Directors meeting of June 29, 2023 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 June 29, 2023. The Committee met twice since the last Board meeting, and twelve transactions were considered, the most significant related to the Yonge North Subway Extension, which accounted for 40% of the aggregate transaction value considered by the Executive Committee.

18.2 Audit, Finance & Risk Management Committee

Bryan Davies, Audit, Finance & Risk Management Committee (“AFARM”) Chair, reported on matters discussed at the Committee’s September 5, 2023 meeting, including proposed updates to the Contract Authorization and Document Execution Policy and the Enterprise Risk Management Policy and Framework.

The Vice Chair noted that changes to the Contract Authorization and Document Execution Policy do not impact the Board approval threshold. On the Enterprise Risk Management Policy and Framework revisions, the Vice Chair noted that future reviews will move to a standard two-year review cycle.

18.2.1 Contract Authorization and Document Execution Policy

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

THAT Metrolinx’s revised Contract Approval and Document Execution Policy (the “Policy”) be approved as described in the report to the Audit, Finance and Risk Management Committee from the Chief Financial Officer on September 5, 2023 (the “Report”);

AND THAT the Board authorize those individuals identified in the Policy to approve and execute contracts (as described in the Policy) on behalf of Metrolinx pursuant to section 2.3(a)(iii) of By-Law No. 1;

AND THAT the Board authorize staff to update the Policy on an ongoing basis to reflect changes in job levels, role titles or to add new job levels and roles to the appropriate approval authority levels;

Carried

18.2.2 Enterprise Risk Management Policy and Framework

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

THAT, as described in the Chief Financial Officer’s September 5, 2023, report to the Audit, Finance, and Risk Management Committee, the revised Enterprise Risk Management Framework (ERM) and Policy including the revised Metrolinx Enterprise Risk Scoring Matrix and the new ERM risk categories for Metrolinx be approved.

AND THAT all previous versions of the Policy be repealed and replaced by the revised Policy appended to the Report.

Carried

18.3 Capital Oversight Committee

Emily Moore, Capital Oversight Committee (“COC”) Chair, reported on matters discussed at the Committee’s meetings held since August 21, 2023. The COC Chair noted that the Committee has had discussions on how to effectively provide governance oversight and made some recommendations for change, including adjustments to Committee agendas and the engagement of the Internal Audit function to provide some additional project review and assurance for the COC.

The COC Chair noted that the health check memo now includes a KPI on delivery partner performance. The Committee has spent significant time on the Eglinton and East Harbour projects and have confirmed that lessons learned on Eglinton are being applied to other projects.

18.4 Customer Experience Committee

Luigi Ferrara, Customer Experience Committee (“CEC”) Chair, reported on matters discussed at the CEC’s September 6, 2023 meeting, including ridership results, recent campaigns, and non-fare revenue opportunities. The Committee has continued to engage through the lifecycle of the Customer Digital Transformation Strategy and recently received a report on accessibility, including how Metrolinx is meeting its obligations under the *Accessibility for Ontarians with Disabilities Act, 2005*.

The Board noted recent issues experienced with WiFi services on UP Express, and staff committed to investigating this further.

18.5 Governance Committee

Janet Ecker, Governance Committee Chair, reported on matters discussed at the Committee’s September 5, 2023 meeting including a briefing on the communications protocol, the status of material claims, external legal counsel spend, and updates to the Board manual. Updates were also made to the Board work plan to add enterprise risk management and Environmental, Social and Governance (ESG) reporting as part of the Board’s annual activities.

The Committee reviewed the results of the Board pulse survey, noting that while results overall were quite positive, the Committee discussed certain areas to watch and areas of continuous improvement.

The Committee Chair noted the Committee’s recommendation that the Board delegate authority to the Board Chair to facilitate the appointment of an additional Executive Committee member (given a current vacancy).

The Board discussed the provincial appointments process, as well as current and upcoming renewals and vacancies.

18.5.1 Executive Committee Membership

RESOLVED, on recommendation of the Governance Committee:

THAT the Board Chair is authorized to appoint an additional Board Member to the Executive Committee, and make any related committee membership adjustments to facilitate this appointment, over the autumn period and in advance of the November quarterly Board and Committee meetings.

Carried

18.6 Human Resources & Compensation Committee

Reg Pearson, Human Resources & Compensation Committee (“HRCC”) Chair, reported on the HRCC’s September 6, 2023 meeting.

[Redacted: Labour Relations and Employment-Related]

The Committee also discussed talent risk and workstreams underway to mitigate recruitment and retention risks.

Finally, the Committee recommended Board approval of Metrolinx’s recognition of the National Day for Truth and Reconciliation as a paid day off. The Board discussed the importance of establishing the day as a day for learning and reflection for staff.

18.6.1 Recognition of the National Day for Truth and Reconciliation

RESOLVED, on recommendation of the Human Resources and Compensation Committee:

THAT as set out in the report to the Human Resources and Compensation Committee (“the Committee”) from the Chief Human Resources Officer (“CHRO”) dated September 6, 2023 (“the Report”), Metrolinx recognize the federally regulated statutory holiday - the National Day for Truth and Reconciliation on September 30, 2023 - as a paid day off (all Metrolinx services will continue to operate on a regular schedule, and those required to work will be paid per the applicable Collective Agreement or employee policy) for staff for 2023, and annually thereafter;

AND THAT in recognition of the solemnity of this day and its importance of building meaningful relationships with Indigenous peoples, Metrolinx continues to provide opportunities for and encourages staff to learn about and engage in initiatives supporting the National Day for Truth and Reconciliation throughout the month of September.

Carried

18.7 PRESTO Committee

Paul Tsaparis, PRESTO Committee Chair, reported on matters discussed at the Committee’s meetings held since August 21, 2023. The Committee Chair highlighted the value PRESTO represents to customers, and the importance of recent work on regional fare integration.

18.8 Real Estate Committee

Robert Poirier, Real Estate Committee (“REC”) Chair, reported on the Committee’s meetings held since August 15, 2023. The Committee Chair highlighted that all Board members had been invited to the most recent meeting to hear a presentation from a real estate advisor and thanked many Board members for attending.

19. Other Business

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

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 1:04 p.m.

Donald A. Wright, Chair

Alba Sandre Taylor, Secretary

c/s

Appendix A: September 7, 2023 Board Meeting - Others Present

Senior Management Team:

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

Other Staff:

Lindsay Allison, Vice President, Capital Finance
Tom Aylward Nally, Senior Manager & Advisor to the
Chief Capital Officer
Lena Azzou, Vice President, Strategy & Transformation
Marcy Burchfield, Vice President, Planning
Sharyn Byrne-Nearing, Vice President, Brand and
Marketing
Kanivanan Chinniah, Head Sponsor Rapid Transit
Ben Doadt, Director, Legal Services
Juan Duran Zambrano, Vice President, Bus Fleet
Maintenance
Fawad Ebraemi, Executive Vice President, Payments
Transformation
Ifath Fatima, Senior Advisor Office of the CCOs
Jessica Foulds, Director, Strategy and Transformation
Samantha Gursaud, Board Coordinator
Kelly Hagan, Vice President, Community Engagement
Jen Harwood, Director, Payments
Adam Hasham, Senior Advisor Office of the CCOs
Steven Hobbs, Chief of Staff to the President & CEO
Michael Hodge, Vice President, Ontario Line Project-
wide Services
Mishaal Hussain-Surani, Chief of Staff to the President
& CEO
Richard Inglis, Executive Vice President, Subway
Project Delivery - Ontario Line
Rodney Jones, Director, Bus Fleet E&AM
Avneet Kainth, Director, E&AM Special Projects
Rajesh Khetarpal, Vice President, Community
Engagement
Dean Kotwal, Vice President, Commercial
Management - Payments Special Projects
Audrey Lemieux, Senior Manager & Advisor to the
Chief Financial Officer

Nikhil Lobo, Director, Service Planning
Malcolm MacKay, Program Sponsor, Ontario Line
Paul Maglietta, Vice President, Bus Operations
Greg Medulun, Vice President, Strategic
Communications
Marlene Monkman, Vice President, Procurement
Services
Rick Radovski, Vice President, Sales Non-Fare Revenue
and Partnerships
Laizabelle San Gabriel, Senior Advisor, Board
Governance
Rob Sherrin, Vice President, E&AM Fleet &
Electrification
Wesley Suh, Vice President, Service & Access Planning
Teddy Tang, Director, Intergovernmental Finance
Policy
Sahar Tolami, Senior Advisor, Rapid Transit Program
Sponsor
Justyna Witek, Deputy Chief Financial Officer