
BOARD OF DIRECTORS

DATE OF MEETING:	November 30, 2023
TIME OF MEETING:	8:00 a.m.
PLACE OF MEETING:	J. Robertson S. Prichard Boardroom 4 th 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 Luigi Ferrara Deb Hutton (Virtual) Tony Marquis Emily Moore (Virtual) Reg Pearson (Virtual, until 9:30 a.m.) Robert Poirier Paul Tsaparis
REGRETS:	Mark McQueen
OTHERS PRESENT:	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

Remaining attendees noted in Schedule "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

[Redacted: Personal Privacy]

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

[Redacted: Economic and Other Interests, Solicitor-Client Privilege, Advice to Government, Cabinet Records]

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

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

3. In Camera: [Redacted: Economic and Other Interests] Commercial Items

[Redacted: Personal Privacy]

[Redacted: Economic and Other Interests, Solicitor-Client Privilege, Advice to Government]

4. In Camera: [Redacted: Economic and Other Interests] Project Review Report Back

[Redacted: Personal Privacy]

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

CLOSED SESSION

Staff joined the meeting in progress at 9:26 a.m.

On behalf of the Board, the Chair recognized Janet Ecker and Sylvie Tessier for their service to Metrolinx, with both their terms recently concluding. Janet Ecker served on the Metrolinx Board of Directors from 2012 until 2023, including as a member of the Audit, Finance, and Risk Management and the Executive Committees, as well as chairing the Governance Committee since 2019. Sylvie Tessier served on the Metrolinx Board of Directors from 2020 until 2023, during which time she served as a member of the Payments (PRESTO) and Audit, Finance, and Risk Management Committees. Janet Ecker and Sylvie Tessier were presented with plaques in recognition of their service to Metrolinx.

5. Business Items

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

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

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

PUBLIC SESSION

6. 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 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.

7. Safety Moment

Frank Ibe, Executive Vice President, Customer and Transit Operations, and Mark Childs, Chief Marketing Officer, reviewed safety and security measures and led the group in a safety moment, reflecting on lessons learned from a recent fire onboard a train.

8. Chair's Remarks

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

- (a) A letter from H. Culhane received November 28, 2023 regarding the Milton Line.
- (b) A letter from S. Shamoan received November 29, 2023 regarding Special Constables and Auxiliary and access to transit.
- (c) A letter from R. Neals received November 25, 2023 regarding Kawartha Lakes Regional Transportation.
- (d) A letter from D. Tredente received September 7, 2023 regarding Safety Guidelines
- (e) A letter from L. Burman received November 28, 2023 regarding Graffiti on Bridge in Kitchener.
- (f) A letter from TMU Planning Alumni and Students received November 25, 2023 regarding Fourth Annual Bike Tour.

9. CEO's Report

Phil Verster, President and Chief Executive Officer, highlighted recent Metrolinx activities and achievements, including the launch of debit and credit contactless payment options, with over 17 million boardings to date, over half of which are from the TTC and comprising approximately 80% of total PRESTO boardings. Google Wallet integration has also been implemented, with 16,000 customers adopting this method within the first two weeks. Ridership across all services has reached 34.4 million, surpassing the original target, with customer satisfaction at 83% for the month and 84% year-to-date. Recent adjustments to services include increased postsecondary GO bus services and additional trips on rail lines to meet demand. Despite disruptions in October, on-time performance remained above target at 96.2%. Progress has been made on various projects, including the Ontario Line and GO Network expansion, while the Eglinton Crosstown opening date is pending, with a focus on safety and reliability. Community engagement efforts have also been extensive, with public engagement underway for the Shepherd extension.

Finally, the CEO acknowledged the organization has received recognition for safety initiatives and project planning.

10. Rapid Transit Capital Projects Progress

Andrew Hope, Chief Capital Officer - Rapid Transit, presented an update on construction progress on various Rapid Transit capital projects including: Eglinton Crosstown LRT, Finch

West LRT, Ontario Line, Hazel McCallion Line, Yonge North Subway Extension, Scarborough Subway Extension, Hamilton LRT, and Eglinton Crosstown West Extension.

Key highlights include significant advancements on the Eglinton Crosstown LRT, with five crucial work streams nearing completion. Progress on construction is evident, with road restrictions lifted along most of the 19 km alignment, and remaining work concentrated around the Eglinton and Yonge intersection. Utility relocations are nearly complete, and road restoration activities are underway. Testing and commissioning efforts are ongoing, with a major milestone achieved through the release of a new software update for the signaling and train control system. Fleet availability has improved significantly, with 21 active trains operating on the line recently.

The Finch West LRT project has also seen notable progress, with all 18 vehicles operational, installation of rail and stop canopies complete, and testing and commissioning activities underway. Additionally, substantial advancements have been reached on the Ontario Line, Hazel McCallion Line, Yonge North Subway Extension, and Eglinton Crosstown West Extension, demonstrating substantial advancements across multiple projects in the region.

In response to a Board question on the status of community interruptions (such as road closures), staff explained that the final part of major construction on the ECLRT is expected to be completed early in the new year, with Crosslinx Transit Solutions moving swiftly and making good progress.

11. GO & UP Capital Projects Progress

Stephanie Davies, Chief Capital Officer - GO & UP, presented an update on construction progress on various GO & UP capital projects including: Union Station Enhancement Project, Finch Kennedy GO Station, Eglinton GO Station, Old Elm GO Station, East Harbour Transit Hub, Barrie Double Track Enabling Works, Davenport Diamond Grade Separation, and Guelph GO Station.

Excavation at Union Station and utility relocation at Finch Kennedy Station are underway, showcasing the program's commitment to enhancing capacity and accessibility. The opening of Old Elm station and ongoing works at the East Harbor Transit Hub and Barrie corridor further aim to accommodate future service enhancements. Additionally, the Kitchener GO extension project is progressing, with the installation of new platform canopies at Guelph GO station and the construction of additional track sections to increase service frequency on the Kitchener line.

In response to a question, staff confirmed that increasing bike facilities are a priority at all our stations. The planning team has developed a station access plan that includes various modes of transit access, including cycling, walking, bike sharing, and car sharing. Further, staff is coordinating closely with local transit authorities to ensure integration of services at the stations. Finally, staff confirmed an upcoming program to expand access at 22 stations across the system, targeting areas where improvements can be made to encourage a modal shift towards more sustainable modes of transportation.

12. Customer Service Initiatives

Frank Ibe presented an overview of the 2024 Customer Experience Strategy programs and initiatives.

In 2023, Metrolinx focused on enhancing customer satisfaction through qualitative and quantitative analysis of journey stages, implementing "Text for Help" for immediate assistance, and launching a safety campaign. Platform staff and station safety ambassadors were deployed across the network while beautifying stations with a friendly horticulture competition. On-time performance was prioritized, leading to a peak customer satisfaction score of 88%.

In 2024, Metrolinx's C-Stars strategy emphasizes staff competence, station cleanliness, reliability, and safety. The goal is to create a transit system that exceeds customer expectations, with tangible improvements like visible safety ambassadors, simplified information displays, redesigned ticket counters, and enhanced customer engagement. Through these initiatives, Metrolinx aims to improve the overall customer experience and satisfaction.

13. 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 11:22 a.m. for the closed session

In response to a recent Board request to provide more visualization of capital project works, staff presented images of the push box used to build a tunnel on the Hazel McCallion LRT and similar plans to use a push box on the Lakeshore West Corridor. Other images presented included Port Credit station construction and the elevated guideway over Highway 403.

14. Consent Items

FOR APPROVAL

RESOLVED:

THAT Consent Agenda items are approved as follows:

14.1 Approval of October 5, 2023 Minutes

THAT the minutes of the Board of Directors meeting of October 5, 2023 be approved.

14.2 GO Expansion - A Visual Guide

14.3 YNSE [Redacted: Economic and Other Interests, Advice to Government, Cabinet Records

Carried

15. Report of the Board Standing Committees

15.1 Executive Committee

Donald Wright, Executive Committee Chair, reported on the Committee's meetings since September 7, 2023. The Committee met twice (on September 21, 2023 and October 30, 2023) since the last Board meeting and considered eleven (11) transactions.

The Chair noted that items are preferably brought to the full Board as time allows, and staff are reviewing the scheduling of Board and Committee meetings to ensure they are appropriately spaced. However, the use of the Executive Committee saves time for strategic conversation at the Board level and provides flexibility to respond to time sensitive approvals in between Board meetings.

15.2 Audit, Finance & Risk Management Committee

Bryan Davies, Audit, Finance & Risk Management Committee ("AFARM") Chair, reported on matters discussed at the Committee's November 28, 2023 meeting, including updates to the Procurement Policy, the Committee's engagement on safety matters, the recent review of the internal audit function by the Institute of Internal Auditors, the continued close out of existing matters from the Office of the Auditor General of Ontario audits, and the external auditors annual audit plan for the fiscal year. At the request of the external auditor, all Committee members confirmed they were not aware of any fraud.

15.2.1 Procurement Policy Update

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

THAT, as described in a report from the Chief Financial Officer dated November 28, 2023 (the "Report"), the revised Procurement Policy be approved;

AND THAT, as described in the report, the Board authorize staff to update the Policy on an ongoing basis to reflect changes in trade treaty thresholds and the Ontario Public Service Procurement Directive.

Carried

15.3 Capital Oversight Committee

Emily Moore, Capital Oversight Committee (“COC”) Chair, reported on matters discussed at the Committee’s meetings held since November 6, 2023, including Committee discussion of capacity challenges both for Metrolinx and more broadly within the market, the management of contractors and consultants, OnCorr signaling and train controls, and project decision making and strategy. The Committee also conducted a deep dive on Finch West LRT testing and commissioning, and more broadly, an LRT performance deep dive.

The Committee has also increased its engagement with the Metrolinx internal audit function as it relates to the capital program and will look to formalize the increased engagement in the Committee’s Terms of Reference.

15.4 Customer Experience Committee

Luigi Ferrara, Customer Experience Committee (“CEC”) Chair, reported on matters discussed at the Committee’s November 29, 2023 meeting, including updates on October ridership, recent marketing campaigns such as the GO Commuter bumper sticker campaign, and go-forward strategy on brand digital and product marketing. The Committee Chair commended staff for their excellent efforts in this regard in particular. The Committee Chair also noted non-fare revenue program discussions including challenges with billboard permitting and the impact of ridership on advertising revenue. Furthermore, the Committee Chair noted that the Committee had discussed opportunities for earned media, community benefits programs, **[Redacted: Economic and Other Interests, Advice to Government]**.

15.5 Governance Committee

Don Wright, Governance Committee Chair, reported on matters discussed at the Committee’s November 28, 2023 meeting, including work relating to a board practice review to ensure that the Board and committees receive the information required to effectively and efficiently meet their oversight responsibilities. The Board discussed various practices already in place at the Board and committee level, including the use of a CEO session at the start of each Board meeting, and ensuring meeting materials capture key ideas and narratives with an appropriate level of detail. The Committee Chair also noted the annual code of conduct acknowledgement for Board members and the setting of 2025 board and committee meeting dates, including proactively holding time for board education sessions

15.5.1. Standing Committee Appointments

RESOLVED, on recommendation of the Governance Committee:

THAT Sarah Clark and Howard Permut be reappointed as non-director members of the Capital Oversight Committee for a term of three years, effective November 26, 2023

and ending November 29, 2026;

AND THAT in recognition of recent and upcoming Board member term expiries, the Board Chair is authorized to make adjustments to the Board Standing Committee memberships, including appointing such additional members and new committee chairs, as necessary to enable the continued functioning and effectiveness of those committees, subject to the Board Chair's discussions with affected Board Members and current standing committee chairs and provided that such appointments and adjustments are made before the February 2024 quarterly Board and Committee meetings

Carried

15.6 Human Resources & Compensation Committee

Reg Pearson, Human Resources & Compensation Committee ("HRCC") Chair, reported on the Committee's November 29, 2023 meeting, including the recent employee engagement survey, pay equity compliance, the Committee's recent meeting with staff from OMERS, and Metrolinx's shift to more time in office based on business needs.

[Redacted: Economic and Other Interests, Advice to Government, Labour Relations and Employment - Related]

15.7 Payments (PRESTO) Committee

Paul Tsaparis, Payments (PRESTO) Committee Chair, reported on matters discussed at the Committee's meetings held since November 2, 2023, including the global peer scan recently undertaken with respect to similar payment cards, the major payments procurement work underway, and the work of the Joint Advisory Group with the TTC.

15.8 Real Estate Committee

Robert Poirier, Real Estate Committee ("REC") Chair, reported on the Committee's meetings held since September 7, 2023. The Committee has met three (3) times (September 18, 2023, October 27, 2023 and November 13, 2023) and discussed various transactions. The Committee Chair noted that the full Board will continue to be invited to attend the Committee's quarterly market updates.

16. Other Business

There was no other business to discuss.

EXECUTIVE SESSIONS

17. Executive Session

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

18. Executive Session

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 12:45 p.m.

Donald A. Wright, Chair

Alba Sandre Taylor, Secretary *c/s*

Schedule "A"**November 30, 2023 Board Meeting - Other Attendees**

Other Attendees: Tom Aylward Nally, Senior Manager & Advisor to the Chief Capital Officer
Mark Ciavarro, Deputy Chief Capital Officer - RT
Sharyn Byrne-Nearing, Vice President, Brand and Marketing
Ben Doadt, Director, Legal Services
Joshua Engel-Yan, Program Sponsor, Eglinton West Extension
Samantha Gurpersaud, Board Coordinator
Ryzwana Hafiz, Corporate Law Clerk
Steven Hobbs, Chief of Staff to the President & CEO
Mishaal Hussain-Surani, Chief of Staff to the President & CEO
Frank Ibe, Executive Vice President, Customer and Transit Operations
Richard Inglis, Executive Vice President, Subway Project Delivery - Ontario Line
Paul Judge, Deputy Chief Capital Officer - GO & UP
Dean Kotwal, Vice President, Commercial Management - Payments Special Projects
Malcolm MacKay, Program Sponsor, Ontario Line
Marcia Medrano, Executive Vice President, GO Expansion Early & Complementary Works
Greg Murphy, Vice President Audit Regulatory Compliance & Controls
Laizabelle San Gabriel, Senior Advisor, Board Governance
Jake Schabas, RER Head Sponsor
Richard Walker, Deputy
Robert Pattison, Senior Vice President, Commercial Resolutions, Infrastructure Ontario
Chris Phillips, Senior Vice President, Project Delivery (LRTs), Infrastructure Ontario