
The BOARD OF DIRECTORS

DATE OF MEETING:	February 15, 2024
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 (until 12:30 p.m.) Luigi Ferrara Deb Hutton Tony Marquis Mark McQueen Emily Moore Reg Pearson Robert Poirier (until 9:00 a.m.) Paul Tsaparis
REGRETS:	None
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 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. Safety Briefing

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

3. CEO/Board In Camera Session

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

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

[Redacted: Economic and Other Interests, Solicitor-Client Privilege.]

In addition to the foregoing and based on limited public session attendance, the Board approved the following resolution for Agenda Item 14 (Fare Enforcement By-law Amendment).

RESOLVED:

THAT, as further described in the Chief Operating and Safety Officer's report dated February 15, 2024, (the "Report"), the Board approves amendments to By-law No. 7 to establish a Late Payment Fee for fare-related offences, as well as an increase to the additional fee for failure to attend a hearing officer appointment;

AND THAT amended By-law No. 7 attached to the Report as Appendix B is enacted, effective as of April 1st, 2024;

AND THAT the current By-law No. 7 be repealed and replaced with the revised By-law No. 7 attached as Appendix B to this Report, effective as of April 1st, 2024;

AND THAT the Board Chair and Corporate Secretary are authorized to sign the By-law.

Carried

4. Five Transformations

Barclay Hancock, Chief Payments Officer, Andrew Hope, Chief Capital Officer - Rapid Transit, and Frank Ibe, Executive Vice-President, Customer and Transit Operations, provided an overview of the five transformations necessary to ensure Metrolinx has the capabilities, processes, and behaviours needed for the sustainable delivery of its mandate. **[Redacted: Advice to Government, Economic and Other Interests, Relations with Other Governments, Labour and Employment-Related.]**

Staff explained how the success of all five transformations are monitored through an embedded balance score-card approach that includes safety and value for money.

5. OnCorr Progress

Stephanie Davies, Chief Capital Officer - GO & UP and Laura Kutisker-Jacobson, Executive Vice President, OnCorr, provided an update on OnCorr Development Phase progress.

Staff noted some of the challenges experienced to-date and work underway to plan the best path forward. Metrolinx staff have been deeply engaged and active in advancing solutioning and value engineering **[Redacted: Third Party Information, Economic and Other Interests, Advice to Government.]**

The Board discussed the increased involvement of Metrolinx staff as well as contractual 'off-ramp' opportunities. Staff noted that the end of the development phase will be a key

milestone. If the contract does not proceed to the next phase, Metrolinx will retain the design and intellectual property work and be able to re-procure smaller pieces of the capital work. However, staff noted that preference is to successfully conclude the development phase. As such staff resources are focused on getting to an acceptable target price. The next six weeks will be critical to these endeavours.

6. [Redacted: Solicitor-Client Privilege.] Ontario Line Progress

Andrew Hope, Chief Capital Officer – Rapid Transit and Richard Inglis, Executive Vice President, Subway Project Delivery - Ontario Line, presented an overview of Ontario Line project progress.

Staff described how the transition from procurement into active construction will continue to ramp up significantly in 2024, highlighting the status of the four major work packages, which have moved from procurement into the design and construction phases. **[Redacted: Economic and Other Interests, Solicitor-Client Privilege, Advice to Government.]**

Finally, the Board discussed the status of various work packages **[Redacted: Economic and Other Interests, Solicitor-Client Privilege, Advice to Government.]**

7. 2024-25 Business Plan

Jennifer Gray, Chief Financial Officer, presented the 2023-24 Metrolinx Business Plan, for adoption and submission to the Minister of Transportation in accordance with Provincial governance requirements.

Staff noted that the business plan is a continuation of the narrative set out by the draft budget, previously approved by the Board in October 2023. **[Redacted: Cabinet Records, Advice to Government.]**

The Board further discussed the business plan's presentation of ridership numbers based on a prior forecast relative to recent ridership data and expectations. Staff indicated that the Ministry is kept up to date on ridership data **[Redacted: Advice to Government, Economic and Other Interests.]**

RESOLVED, on recommendation of the Audit, Finance, and Risk Management Committee and subject to revision to include information on current ridership forecasts as discussed by the Board:

THAT the 2024-25 Metrolinx Business Plan attached to the February 15, 2024 report of the Chief Financial Officer, be adopted by Metrolinx and submitted to the Minister of Transportation for the Minister's consideration and approval in accordance with section 32 of the *Metrolinx Act, 2006*;

AND THAT, subject to minor edits as necessary, the Chair sign and submit, on behalf of Metrolinx, the government priorities attestation for the 2024-25 Metrolinx Business Plan's transmittal to the Minister of Transportation, as attached to this Report;

AND THAT, in the event the Minister requests material amendments to the Business Plan, an amended Business Plan be brought back to the Board for further consideration.

Carried, as revised.

8. Business Items

8.1 [Redacted: Economic and Other Interests, Cabinet Records.]

PUBLIC SESSION

9. Call to Order and Land Acknowledgment

The Chair called the meeting to order at 10:35 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

Andrew Hope reviewed safety and security measures and led the group in a safety moment, reflecting on construction and public safety interfaces with a focus on preventing utility strikes, particularly critical in dense urban areas where numerous utilities are located underground. With worker safety as the top priority, preventing utility strikes is essential to mitigate risks to both workers and the public. By implementing proper work planning, completing thorough locates, and adhering to safety procedures, Metrolinx aims to minimize the potential impacts of utility strikes, including service outages, community inconvenience, and project delays. There is continual and ongoing collaboration with project teams, safety departments, and contractors.

11. Chair's Remarks

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

1. A letter from Mike Schreiner, MPP of Guelph, received December 22, 2023 regarding Connect-to-GO services in Guelph.

12. CEO's Report

Phil Verster, President and Chief Executive Officer, highlighted recent Metrolinx activities and achievements. In February Metrolinx celebrated Black History Month through various initiatives honouring black communities' contributions and promoting diversity and inclusion. Other notable Metrolinx activities included: the launch of Ontario's One Fare program, which offers free transit transfers for transit riders across various regions, reducing costs and enhancing accessibility; advancements in contactless payments that have improved convenience for passengers, with a substantial increase in users opting for open payments; and record-high punctuality rates for rail and bus services, improving customer satisfaction.

On the capital side, major infrastructure projects like the Eglinton Crosstown LRT and Ontario Line progress despite challenges, supported by extensive community engagement efforts. GO train and bus services have also seen significant improvements, reflecting the organization's commitment to meeting commuter needs. Finally, prioritizing safety has led to a notable decline in injury rates.

Looking ahead, 2024 promises continued progress with a focus on delivering enhanced services while prioritizing safety and customer satisfaction.

13. Making Possibilities Happen

13.1 Enhancing our Customer Experience

Mark Childs, Chief Marketing Officer, and Frank Ibe, Executive Vice President, Customer and Transit Operations, presented an overview of recent ridership recovery, highlighting that the transit landscape has undergone a transformation marked by significant changes in ridership patterns and customer needs following the pandemic. Staff has taken a data-driven approach to aligning to new travel patterns to meet customer needs and behaviours.

Throughout the past year, there has also been progress and momentum on various customer service and experience initiatives, which are key to ridership recovery and enhancing customer service and satisfaction. Recent activities include the successful launch of Ontario's One Fare program, offering free transit transfers, and significant advancements in contactless payment methods. Customer satisfaction rates for both UP and GO services have reached impressive levels, reflecting the dedication of frontline operations teams. Increased ridership and service improvements, such as the expansion of bus networks, have been strategically implemented to meet evolving customer needs. Safety remains a top priority, with a focus on clear communication and minimal disruption during maintenance and construction work. Looking ahead, Metrolinx aims to continuously provide customers with curated travel ideas and experiences, promoting leisure travel and inclusivity within the region.

In response to a question on construction and how passenger and pedestrian interaction is being managed, staff confirmed that Metrolinx closely coordinates with community engagement teams to inform customers of major track closures a week in advance, utilizing various communication channels including on trains and in stations, on websites, and through email alerts. Focus is placed on providing clear wayfinding and alternative route guidance. Additionally, a live safety campaign reinforces behavioural safety practices, contributing to high customer satisfaction rates.

13.2 Making it Easier to Pay and Choose Transit First

Barclay Hancock and Karla Avis-Birch, Chief Planning Officer, presented an overview of the new ways to pay launched by PRESTO over the past few months, including the launch of PRESTO contactless and Interac Debit across transit agencies, including the TTC.

PRESTO contactless has experienced remarkable uptake since launch, as has PRESTO card in Google Wallet. Scheduled to launch on February 26, the One Fare program will build on these initiatives by facilitating free transfers between TTC and local transit providers, streamlining travel and eliminating double fares. Through collaborative efforts with government and transit partners, an integrated regional transit network, offering commuters significant savings and efficiency enhancements.

In response to a question regarding open payments ramping up and levelling off, staff confirmed open payments have shown acceptance levels reaching 70% in other regions after five years. It's expected to represent half of the product mix in the coming years. Currently applicable only for adult fares, efforts are underway to expand open payments to all concession types in the future.

13.3 Progress on GO & UP Capital Projects to Better Connect Communities

Stephanie Davies presented an update on construction progress on various GO & UP Capital Projects including Kitchener Line Expansion - 4th Track, Union Station Enhancement Project, East Harbour Transit Hub, Long Branch GO Station, Stouffville Line 2nd Track and Signals, Bowmanville Extension, Existing Stations Renovations, and On-Corridor Works.

Key highlights from the GO expansion Capital program include progress on various projects across the Greater Toronto and Hamilton Area. The completion of the Bloor bridge structure shift on the Kitchener line and the demolition of the Sherbourne signal bridge at the Union Station enhancement project are significant achievements. Progress was also made on projects such as the East Harbor Transit Hub, Stouffville corridor, and Long Branch GO station rehabilitation projects. Additionally, the Bowmanville Expansion Project reached a crucial milestone with the completion of the environmental assessment addendum. Procurement for early station renovations and the acceptance of the operations and maintenance proposal from ONxpress further demonstrate advancements in transit infrastructure development. These

achievements highlight the commitment to enhancing transit services and infrastructure throughout the region.

In response to a question regarding the accessibility of new platforms for wheelchair users, staff confirmed that all new stations are constructed with accessibility in mind, featuring a designated area on the platform equipped with a mini ramp for wheelchair access into the fifth coach. While some older stations, like Long Branch, are not currently accessible, there are efforts underway to make them so in the future as part of the ongoing stations rehabilitation program.

13.4 Progress on Rapid Transit Projects to Create a Better Network

Andrew Hope, Chief Capital Officer – Rapid Transit, presented an update on construction progress for various Rapid Transit capital projects.

Key highlights include running the first light rail vehicle along the entire Finch West LRT alignment, completion of the maintenance and storage facility for the line, and ongoing track installation for the Hazel McCallion LRT. Updates were also provided for the Ontario Line, Yonge North Subway Extension, Scarborough Subway Extension, and Eglinton Crosstown West Extension projects, noting advancements in tunnelling, track installation, and station development. Additionally, updates were provided on the Scarborough Sunway Extension stations rail and systems package and agreements with Aecon for the Eglinton Crosstown West extension elevated guideway. Finally, the reopening of sidewalks at the Eglinton and Yonge intersection indicates a return to normalcy in the community.

In response to the question about tunnelling under Highway 401, staff confirmed two recent examples where Metrolinx completed similar projects including the Eglinton Crosstown West extension, where Metrolinx contractors tunnelled under the interchange with Highway 427 and Highway 401, as well as the Kitchener line, where a new tunnel was built under Highway 401 and 409. Staff highlighted that while such projects require careful planning and coordination, Metrolinx has experience in executing them.

14. Fare Enforcement By-law Amendment

Frank Ibe presented a report requesting approval to introduce new graduated fee structures to enable Revenue Protection Officers (“RPOs”) and Customer Protective Officers (“CPOs”) to issue escalating fees based on the frequency of previous fare-related offences issued through Notices of Violation.

The amendment to Bylaw 7 involves an increase in the administration fee for late payments, aiming to enhance fee recovery rates and manage late payments effectively. Following the successful implementation of a graduated fee system for fare evasion, which saw a 77% increase in recovery rates, the proposal suggests a \$25 late payment fee for unpaid fees exceeding 15 days. Additionally, there's a request to raise the non-attendance fee for hearings

from \$30 to \$100 to deter non-attendance and offset associated costs. Emphasizing equitable application, Metrolinx commits to considering individual circumstances, particularly for vulnerable individuals, and allowing discretion to waive fees when warranted.

In response to a question, staff confirmed hearings are allowed both in person and remotely.

The Board Chair confirmed the by-law was approved by the Board of Directors during the closed session.

15. 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 11:48 a.m. for the closed session.

16. Consent Items

FOR APPROVAL

RESOLVED:

THAT Consent Agenda items are approved as follows:

16.1 November 30, 2023 Minutes

THAT the minutes of the Board of Directors meeting of November 30, 2023 be approved.

Carried

17. Report of the Board Standing Committees

17.1 Executive Committee

Donald Wright, Executive Committee Chair, reported on the Committee's meetings since January 25, 2024. The Committee met twice since the last Board meeting and considered eleven transactions. The Chair noted the most significant Executive Committee approval since the prior quarterly Board meeting was the award of two contracts for track, signal and right of way maintenance for the east and central regions, **[Redacted: Economic and Other Interests]**.

17.2 Audit, Finance & Risk Management Committee

Bryan Davies, Audit, Finance & Risk Management Committee (“AFARM”) Chair, reported on matters discussed at the Committee’s February 13, 2024 meeting. The Committee Chair noted recent safety performance and highlighted a bus driver successfully managing a rear axle failure of a GO Bus travelling on the 401, resulting in no injuries for the twelve passengers on board at the time of the rear axle failure. The Committee Chair further highlighted the work of the Safety Regulatory Oversight Office, and the quarterly risk monitor, including capital risks and cyber risks.

17.2.1 Enterprise Privacy Policy

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

THAT as described in the Chief Legal Officer and Chief Privacy Officer’s February 13, 2024 report to the Audit, Finance and Risk Management Committee, the Metrolinx Enterprise Privacy Policy be approved to provide clarity and consistency to privacy practices and requirements at Metrolinx, reinforce accountability for privacy matters across the enterprise, document existing practices, and advance implementation of the privacy-related components of the Province’s Policy on Record Keeping, Access and Privacy in a manner that reflects Metrolinx’s governance and operations.

Carried

17.3 Capital Oversight Committee

Emily Moore, Capital Oversight Committee (“COC”) Chair, reported on matters discussed at the Committee’s meetings held since January 29, 2024, including the increased engagement of the Committee with Internal Audit’s capital program activities, including the Finch West LRT Project Day One Operations Readiness Assessment, which was reviewed by the Committee. The Committee Chair also noted the standard inclusion of the Program Health Check report in the Committee report, with the report now including delivery partner key performance indicators (“KPIs”).

The Committee Chair provided a summary of other items included on the Committee’s agenda, including discussion on the OnCorr program and the Eglinton Crosstown LRT, utility management in capital projects, Ontario Line commercial landscape and strategy, and OnCorr operations. The Committee Chair noted that capacity is a continuing theme of Committee discussions.

The Board discussed delivery partner KPIs, including the governance of KPIs. The Committee Chair asked that the Committee be provided with an opportunity to review various tier 1 and 2 KPIs, with a focus on delivery partners, including discussion on value for money, at an

upcoming Committee meeting.

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

17.4 Customer Experience Committee

Luigi Ferrara, Customer Experience Committee (“CEC”) Chair, reported on matters discussed at the Committee’s February 14, 2024 meeting, including ridership recovery, trip purpose and customer analytics, service changes, planning for the upcoming FIFA World Cup, the vulnerable person strategy, community engagement, and non-fare revenue initiatives and performance. The Committee Chair acknowledged staff’s ongoing focus on understanding the broader context of hybrid work given its continued impact on Metrolinx, along with seasonal impacts.

17.5 Governance Committee

Donald Wright, Governance Committee Chair, reported on matters discussed at the Committee’s February 13, 2024 meeting, including the annual review of committee Terms of Reference, the intent to bring in a speaker to provide a governance education session to the Board at the upcoming May meeting, and updates to the Code of Conduct to explicitly incorporate political activity and disclosure of wrongdoing. The Committee Chair further highlighted the Board’s upcoming strategy session and future planning for Board education sessions. The Committee also reviewed a material claims report.

The Committee Chair provided an update on Board leadership roles, with changes to the Chair of the Capital Oversight Committee and the Real Estate Committee.

17.5.1. Standing Committee Terms of Reference Review

RESOLVED, on recommendation of the Audit, Finance and Risk Management, Capital Oversight, Customer Experience, Governance, Human Resources and Compensation, Payments (PRESTO), and Real Estate Committees (collectively the “Standing Committees”):

THAT, as described in the report from the Director, Legal Services, & Associate Corporate Secretary dated February 14, 2023 (the “Report”), the Terms of Reference for the Standing Committees as attached to the Report are approved.

Carried

17.5.2 Board Code of Conduct PSOA Review

RESOLVED, on recommendation of the Governance Committee:

THAT the Board Code of Business Conduct and Ethical Behaviour be approved as amended to include specific reference to Metrolinx's Political Activity and Disclosure of Wrongdoing Policies, all as more particularly described in the Corporate Secretary's February 13, 2024 report to the Governance Committee.

Carried

17.5.3 Board and Committee Appointments

RESOLVED, on recommendation of the Governance Committee:

THAT Robert Poirier be appointed Chair of the Capital Oversight Committee and James Dodds Chair of the Real Estate Committee, effective as of today's date;

THAT in light of recent and upcoming Board member term expiries and new potential appointments, 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 June 2024 quarterly Board and Committee meetings.

Carried, as revised.

17.6 Human Resources & Compensation Committee

Reg Pearson, Human Resources & Compensation Committee ("HRCC") Chair, reported on the Committee's February 14, 2024 meeting, noting discussions on talent risk, the workplace strategy and office space, and recent HR division activities and achievements as highlighted in the Human Resources quarterly report. The Committee Chair further noted annual review of policies and activities supporting compliance with the *Public Service of Ontario Act, 2006* and other HR statutory and regulatory requirements.

The Chair noted a number of other updates will be proved *in camera*, in the absence of staff.

17.7 Payments (PRESTO) Committee

Paul Tsaparis, Payments (PRESTO) Committee Chair, reported on matters discussed at the

Committee's meetings held since February 15, 2024, noting that many of the Committee's discussions related to topics covered under the Five Transformations agenda item and have already been discussed.

17.8 Real Estate Committee

Don Wright reported on the Committee's meetings held since February 15, 2024. The Committee has met twice, on December 11, 2023 and January 22, 2024. The Committee recommended approval of a lease amendment to the Executive Committee, received a quarterly market update, and conducted its regular reviews of the development pipeline.

18. Other Business

There was no other business to discuss.

EXECUTIVE SESSIONS

19. Executive Session

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

20. Executive Session

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

21. Adjournment

There being no further business before the Board of Directors, the meeting was adjourned at 12:47 p.m.

Donald A. Wright, Chair

Alba Sandre Taylor, Secretary

c/s

Schedule "A"
February 15, 2024 Board Meeting - Other Attendees

Other Attendees:

Lindsay Allison, Vice President, Capital Finance
Tom Aylward Nally, Senior Manager & Advisor to the Chief Capital Officer
Sharyn Byrne-Nearing, Vice President, Brand and Marketing
Marcy Burchfield, Vice President, Planning
Claudia Denes, Director, GO Expansion Sponsor
Christina Dmytruszko, Senior Manager, Commercial Management - Freight Railways
Ben Doadt, Director, Legal Services & Associate Corporate Secretary
Samantha Gurpersaud, Board Coordinator
Steven Hobbs, Chief of Staff to the President & CEO
Michael Hodge, Vice President, Ontario Line Project-wide Services
Frank Ibe, Executive Vice President, Customer and Transit Operations
Richard Inglis, Executive Vice President, Subway Project Delivery - Ontario Line
Laura Kutisker-Jacobson, Executive Vice President, OnCorr
Benjamin Kwok, Senior Manager, GO Expansion Sponsor
Audrey Lemieux, Senior Manager & Advisor to the Chief Financial Officer
Marcia Medrano, Executive Vice President, Early and Complementary Works
George Papafotis, Vice President, Commercial Management Third Party Railways
Laizabelle San Gabriel, Senior Advisor, Board Governance
Jocelyn Short, Chief of Staff to the President & CEO
Richard Walker, Deputy
Justyna Witek, Deputy CFO