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**BOARD OF DIRECTORS**

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<b>DATE OF MEETING:</b>	November 13, 2024
<b>TIME OF MEETING:</b>	8:00 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>	Don 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 (Virtual) James Dodds (Virtual) Luigi Ferrara Deb Hutton (Virtual) Tony Marquis (Virtual) Reg Pearson Robert Poirier (Virtual) Paul Tsaparis
<b>REGRETS:</b>	Karen Tam
<b>OTHERS PRESENT:</b>	Mark Childs, Chief Marketing Officer Martin Gallagher, Chief Operating Officer (GO & UP) & Chief Safety Officer Karima Hashmani, Chief Inclusion Officer Barclay Hancock, Chief Payments Officer Andrew Hope, Chief Capital Officer (Rapid Transit) David Jang, Chief Communications Officer Fay Pittman, Chief Engineer Heather Platt, Chief Legal & Commercial Officer Phil Taberner, Chief Operating Officer (Operations Rapid Transit)

*Remaining Attendees noted in Schedule "A"*

## **CLOSED SESSION**

### **1. Call to Order, Land Acknowledgement, and Conflicts**

The Chair called the meeting to order at 8:01 a.m. and delivered the land acknowledgment.

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.

No conflicts of interest were declared.

### **2. Safety Moment**

The Corporate Secretary reviewed safety and security measures and the group held a safety moment. **[Redacted: Economic and Other Interests.]**

**[Redacted: Third Party Information, Economic and Other Interests.]**

### **3. Regional Planning**

Marcy Burchfield, VP Planning and Nicolas Day, Director of Regional Planning, led a session focusing on the upcoming 2051 Regional Transportation Plan (RTP). **[Redacted: Advice to Government.]**

**[Redacted: Advice to Government, Cabinet Records.]**

**[Redacted: Relations with Other Governments.]**

**[Redacted: Advice to Government.]**

### **4. Capital Projects**

The Board and staff were joined by Javier Sevilla Roca, CEO of Flatiron Dragados, Manuel Rivaya, SVP, Urban Transport Solutions at AECON, and Brad Mytko, SVP of Ledcor's Infrastructure division. **[Redacted: Economic and Other Interests, Third Party Information.]**

**[Redacted: Advice to Government, Economic and Other Interests, Third Party Information.]**

Merrs. Roca, Rivaya, and Mytko left the meeting.

The Board and staff reflected on the discussion. **[Redacted: Advice to Government, Economic and Other Interests.]**

*After a short break, the meeting reconvened at 11:45 a.m.*

**5. In Camera - Bring it Live**

The Board met *in camera* in the absence of staff.

**6. Other Business**

There was no other business discussed.

**7. Executive Session**

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

**8. Executive Session**

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

**RESOLVED:**

**THAT**, the Board authorizes the establishment of an ad hoc committee in accordance with the mandate and for the purposes described by the Chair, with two (2) committee members to be identified by the Chair, and that the committee report back to the Board on progress from time to time.

**Carried**

**9. Adjournment**

There being no further business before the Board of Directors, the meeting was adjourned at 12:11 p.m.

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Donald A. Wright, Chair

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Alba Sandre Taylor, Secretary

c/s

## Schedule "A"

### November 13, 2024 Board of Directors Strategy Session – Other Attendees

Other Attendees:

- Tom Aylward Nally, Senior Manager & Advisor to the Chief Capital Officer
- Marcy Burchfield, Vice President, Planning
- Matt Clark, Special Advisor to President and CEO
- Ben Doadt, Director, Legal Services & Associate Corporate Secretary
- Kent Evans, Legal Counsel
- Samantha Gurpersaud, Board Coordinator
- Brad Mytko, Sr Vice President, Infrastructure, Ledcor
- Debbie Ovsenny, Vice President HR Operations
- Lora Pontoni, Law Clerk
- Manuel Rivaya, Sr Vice President, Urban Transportation Solutions, Aecon
- Laizabelle San Gabriel, Senior Advisor, Board Governance
- Kaya Sabag, Manager Board & Governance Strategy
- Javier Sevilla, Chief Executive Officer, Flatiron Dragados
- Jocelyn Short, Chief of Staff to the President & CEO