

## **BOARD OF DIRECTORS**

**DATE OF MEETING:** Wednesday, May 19, 2010

**PLACE OF MEETING:** Metrolinx  
Executive Boardroom  
6<sup>th</sup> Floor, 20 Bay Street  
Toronto, ON  
1:00 p.m.

**CHAIR:** Rob MacIsaac

**PRESIDENT & CEO:** Rob Prichard

**VICE-CHAIR:** Peter Smith

**MEMBERS PRESENT:** Elyse Allan  
Jennifer Babe  
Paul Bedford  
Rahul Bhardwaj  
Tony Gagliano  
Joseph Halstead  
Richard Koroscil  
Lee Parsons  
Rose Patten  
Stephen Smith  
Douglas E. Turnbull

**REGRETS:** Nicholas Mutton

**OTHERS PRESENT:** Gary McNeil, Executive Vice President, Metrolinx, Managing Director, GO Transit  
Mary Martin, General Counsel and Corporate Secretary, Meeting Secretary  
Frances Chung, Treasurer  
Jack Collins, Vice President, Project Implementation  
John Howe, Vice President, Investment Strategy and Project Evaluation  
Judy Knight, Vice-President, Corporate Infrastructure  
Greg Percy, Vice President, Operations  
Heather Platt, Senior Legal Counsel and Associate Corporate Secretary  
Mary Proc, Vice President, Customer Service  
Robert Siddall, Chief Financial Officer

Leslie Woo, Vice President, Policy and Planning  
Penny Wyger, Vice President, Corporate Services

**1. Call to Order and Remarks by the Chair**

Chair MacIsaac called the meeting to order at 1:07 p.m.

Regrets were received from Nicholas Mutton.

Chair MacIsaac confirmed there was quorum and that the required notice of the meeting as stipulated under By-Law No. 1 of the Corporation had been sent.

On behalf of the Board, Chair MacIsaac congratulated Tony Gagliano on his recent receipt of an honorary doctorate from Ryerson University.

The Chair also congratulated Elyse Allan following her recent appointment as an officer of G.E. Worldwide.

**2. CEO's Report**

Rob Prichard, President and CEO presented his report to the Board. With the recent first year anniversary of the merger of the old Metrolinx and GO Transit Mr. Prichard provided an overview of Metrolinx's impressive accomplishments: a dedicated, engaged board of directors; GO Transit's on time performance improvements; significant advancements on the implementation of the Big 5 projects; the rich public debate emerging on ways to pay for public transit; the approval of the Business Plan identifying ten priorities and an ambitious capital plan; and the increased expansion of the public sessions of board meetings.

**3. Managing Director's Report**

Gary McNeil, Managing Director, GO Transit, Executive Vice President, Metrolinx, presented his report to the Board. He reported that GO Transit's on time performance had improved by 11%. Ridership is down by 5% over last year due to the poor economy time period. On May 10, 2010 Presto had been launched.

**4. Metrolinx Vision and Mission Statement**

Rob Prichard and Gary McNeil presented the Metrolinx Vision and Mission Statement. The Board directed staff to come back with a new Vision and Mission statement addressing points raised during Board discussions. To inform a recommended Vision and Mission statement Mr. Prichard indicated that Metrolinx would first think through organization values.

**Recommendation**

**THAT** Management returns to the Board at its June 29, 2010 meeting with a recommended Vision and Mission Statement informed by Metrolinx values inclusive of values for the GO

Transit operations.

**5. Achieving 5 in 10: A Revised Plan for the Big Five Transit Projects**

Rob Prichard provided introductory remarks which included a warm thanks to York Region Rapid Transit Corporation for accommodating required changes to the York VIVA implementation plan due to the cash flow deferrals. The assistance of Toronto and TTC staff was also gratefully acknowledged.

Jack Collins presented a detailed report on Achieving 5 in 10: A Revised Plan for the Big Five Transit Projects to the Board.

Mr. Prichard provided concluding remarks, identifying the growing acknowledgment that the Investment Strategy will need to be advanced before 2013.

During Board discussions Mr. Collins was asked whether Metrolinx had the capacity to complete all of its projects including not only the Big 5 Projects but also the GO Transit projects. Mr. Collins advised of the private sector's appetite for supporting these transactions. Mr. Prichard also pointed to the strong internal teams at TTC and York VIVA.

The Board complimented Metrolinx on the manner in which it had handed the Big 5 cash flow deferral. In the Board's view new choices had been made in a principled manner and the Board had been kept well informed every step of the process.

**RESOLVED:**

**THAT** the Board authorizes Metrolinx to proceed in accordance with *Achieving 5 in 10: A Revised Plan for the Big 5 Transit Projects*; and

**THAT** staff is directed to submit the Plan to the Province for its approval

**Carried**

**6. GO's Quarterly Customer Service Report**

Mary Proc, Vice President, Customer Services presented the Quarterly Customer Service Report to the Board.

**7. Benefits Case Analysis – GO Rail**

John Howe, Vice President Investment Strategy and Project Evaluation, presented the Benefits Case Analysis for each of the Barrie Corridor, Milton Corridor, Richmond Hill Corridor and Bowmanville Extension.

**RESOLVED:**

**THAT** the Metrolinx Board receive the GO Transit Benefit Case Analysis (BCA) report for rail service improvements in the Barrie, Milton and Richmond Hill corridors, and the Bowmanville extension

**THAT** the Board direct staff to:

- Input the BCA findings into the Metrolinx Project Prioritization Framework and Metrolinx Electrification Study of the GO Transit rail system, both currently under development
- Continue to work on planning, design and engineering (PDE) and Environmental Assessment (EA) requirements to strengthen the cost confidence process and maintain these projects in a high state of implementation readiness
- Report back on the BCA results for the Stouffville Corridor in June 2010

**Carried**

**CLOSED SESSION**

**8. CEO's Report**

Rob Prichard presented his report to the Board.

**9. Managing Directors Report (Closed Session)**

Gary McNeil presented the Managing Director's Report to the Board.

**10. Approval of Minutes – February 19, 2010 and April 23, 2010**

**RESOLVED:**

**THAT** the minutes of the Board meetings of February 19, 2010 and April 23, 2010 be approved.

**Carried**

**11. Quarterly Reports**

Quarterly reports for each of: GO Transit Infrastructure; Operations; Human Resources and Procurement; Strategy and Communications; Finance and Budget; Policy and Planning (including Innovation); Investment Strategy; and Big 5 Project Implementation were received for information.

**12. LRV Update**

Jack Collins presented the LRV Update to the Board.

**13. Contract Approvals**

The Board had a confidential discussion on contract approvals.

**14. Board Policy Delegation to Committees**

Mary Martin, General Counsel and Corporate Secretary presented the Board Policy Delegation to Committees report to the Board.

**15. Report of Board Standing Committees**

**(a) Executive Committee**

Rob MacIsaac, Chair of the Executive Committee reported to the Board.

**(b) Audit, Finance and Risk Management Committee**

Stephen Smith, Chair of the Audit, Finance and Risk Management Committee reported to the Board.

**(c) Governance Committee**

Rob MacIsaac, Chair of the Governance Committee reported to the Board.

**(d) Human Resources and Compensation Committee**

Rose Patten, Chair of the Human Resources & Compensation Committee reported to the Board.

**(e) Customer Service Committee**

Richard Koroscil, Acting Chair of the Customer Service Committee reported to the Board.

**16. Agenda Proposals for Next Meeting**

There were no agenda proposals for the next meeting.

**ADJOURNMENT:** 5:00 p.m.

**Carried**

Certified to be the true minutes of the meeting of the Board of Directors held on May 19, 2010.

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Robert MacIsaac, Chair

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Mary E. Martin, Secretary

c/s