BOARD OF DIRECTORS

DATE OF MEETING: Monday, January 9, 2012

TIME OF MEETING: 2:00 p.m.

PLACE OF MEETING: Metrolinx
20 Bay Street
6th Floor
Toronto, Ontario
M5J 2W3

Executive Boardroom

CHAIR: J. Robert S. Prichard

PRESIDENT & CEO: Bruce McCuaig

MEETING SECRETARY: Mary E. Martin, General Counsel and Corporate Secretary

MEMBERS PRESENT: Paul Bedford
Rahul Bhardwaj
Joseph Halstead
Richard Koroscil
Nicholas Mutton
Lee Parsons
Rose Patten (via teleconference)
Peter Smith (via teleconference)
Stephen Smith
Douglas Turnbull

REGrets: None

OTHERS PRESENT: Jack Collins, Vice President, Rapid Transit Implementation
Mark Ciavarro, Director, Program Management, Rapid Transit Implementation
Mary-Lou Duffy, Vice President, Finance, PRESTO
Judy Knight, Vice-President, Corporate Infrastructure
Greg Percy, Vice President, Operations
Mary Proc, Vice President, Customer Service
Robert Siddall, Chief Financial Officer
Alba Taylor, Legal Counsel and Associate Corporate Secretary
Leslie Woo, Vice President, Policy, Planning and Innovation
Steve Zucker, Managing Director and Executive Vice President, PRESTO
CLOSED SESSION

1. **CEO’s Report**

Bruce McCuaig, Chief Executive Officer, provided a report to the Board.

2. **Crosstown Update**

Mr. McCuaig and Mr. Collins (Vice President, Rapid Transit Implementation), presented the Crosstown Update.

3. **Contract and Transaction Approvals**

The Board had a confidential discussion on contract and transaction approvals.

4. **Agenda Proposals for Next Meeting**

There were no agenda proposals for the next meeting.

5. **Other Business**

There was no other business.

6. **Executive Session**

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

7. **Executive Session**

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

**Public Session**

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

Chair Robert Prichard called the meeting to order at 3:00 p.m.

Chair Prichard 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.

No declarations of interest were declared.

9. **CEO’s Remarks and Amendment to By-Law No. 2 – Fare Increase**

Bruce McCuaig, President and Chief Executive Officer, provided an overview of the proposed fare increase, calling upon Mr. Robert Siddall, Chief Financial Officer, to provide a more detailed overview. In their summaries Mr. McCuaig and Mr. Siddall emphasized the increases in
cost drivers relative to past fare increases as well as increased train and bus service levels. The last fare increase occurred almost two years ago in March, 2010. Board members requested a report back to include greater detail on the cost structure, potential non-fare revenue sources, the pros and cons of off peak pricing, and measurement of performance relative to costs per mile and revenue per mile.

After discussion the following resolution was carried:

RESOLVED:

THAT By-law No. 2A and By-law No. 2A-01 be repealed and replaced with By-law No. 2A attached to the Chief Financial Officer’s report to the Board dated January 9, 2012 to:

1. introduce a 3-tiered fare increase effective February 18, 2012 as follows:
   a. a 30 cent increase on fares between $4.20 and $5.50;
   b. a 35 cent increase on fares between $5.51 and $7.00;
   c. a 40 cent increase on fares greater than $7.00.

2. delete the existing Tariff of Fares, and substitute in its place a new Tariff of Fares in the form attached to the new By-law No. 2A.

3. delete the existing Table of Fares, and substitute in its place a new Table of Fares in the form attached to the new By-law No. 2A.

AND FURTHER THAT the Chairman and Secretary be authorized to sign the By-law.

Carried

ADJOURNMENT

There being no further business before the Board of Directors, the meeting was adjourned at 4:00 p.m.

Carried

J. Robert S. Prichard, Chair

Mary E. Martin, Secretary

c/s