
BOARD OF DIRECTORS

<u>DATE OF MEETING:</u>	Friday, September 5, 2014
<u>TIME OF MEETING:</u>	8:00 a.m.
<u>PLACE OF MEETING:</u>	Union Station West Wing 97 Front Street West Toronto, Ontario M5J 1E6 Peter R. Smith Boardroom, 4 th Floor
<u>CHAIR:</u>	J. Robert S. Prichard
<u>PRESIDENT & CEO:</u>	Bruce McCuaig
<u>MEETING SECRETARY:</u>	Mary E. Martin, Executive Vice President, General Counsel and Corporate Secretary
<u>MEMBERS PRESENT:</u>	Rahul Bhardwaj Iain Dobson Janet Ecker Anne Golden Joseph Halstead Richard Koroscil Marianne McKenna (present until 10:30 a.m.) Nicholas Mutton Rose Patten Bonnie Patterson Howard Shearer Stephen Smith Doug Turnbull
<u>OTHERS PRESENT:</u>	Kathy Haley, President, Union Pearson Express Greg Percy, President, GO Transit Jack Collins, Executive Vice President, Rapid Transit Implementation Robert Hollis, Executive Vice President, PRESTO Robert Siddall, Chief Financial Officer Rose Butler, Manager & Senior Advisor to the President & CEO Leslie de Boerr, Director, Internal Audit Helen Ferreira-Walker, Director, Human Resources Paul Finnerty, Vice President, GO Operations David Gould, Treasurer Judy Pfeifer, Vice President, Strategic Communications Edgar Seiden, Vice President, Solution Development, PRESTO Fil Stabile, Vice President, Finance, PRESTO Alba Taylor, Legal Counsel & Associate Corporate Secretary Michael Wolczyk, Vice President, GO Capital Infrastructure Leslie Woo, Vice President, Policy, Planning & Innovation

CLOSED SESSION

1. CEO/Board In Camera Session

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

2. Call to Order and Remarks by Chair

Chair Prichard called the meeting to order at 8:30 a.m.

Chair Prichard confirmed there was quorum and that the required notice of the meeting as stipulated under the By-Law of the Corporation had been sent.

3. Approval of Minutes

RESOLVED:

THAT the minutes of the June 26, 2014 Board meeting be approved.

Carried

4. Appointment of Officers

RESOLVED:

THAT effective as of July 14, 2014 Don Dinnin be appointed Vice President, Procurement Services.

Carried

5. Bank Signing Officers

The Board approved the establishment of a bank account at the Royal Bank of Canada and the appointment of banking signing offers.

6. Project Contracts and Transactions

The Board had a confidential discussion on contract and transaction approval items.

PUBLIC SESSION

7. Call to Order and Remarks by Chair

Chair Robert Prichard called the public meeting to order at 10:38 a.m.

Chair Prichard confirmed that quorum was present. No declarations of conflict of interest were declared. Chair Prichard welcomed Member of Parliament Mike Sullivan, present in the public gallery.

8. CEO's Report

Bruce McCuaig, President and CEO, provided a summary of recent activities and transit achievements including the launch of the new TTC Spadina streetcars, the opening of the TTC Yonge St. North subway platform, and the opening of the second segment of the York VIVA Rapidway in Markham. Metrolinx also received the American Public Works Association 2014 award for Project of the Year, for the York Viva Bus Rapid Transit Project. GO Transit received a Compass Award for its “Know Before You Go” customer information campaign. The American Public Transit Association (“APTA”) recognized Metrolinx at the bronze level for its sustainability commitment. Metrolinx’s goal is to achieve APTA gold level recognition by 2017.

CEO McCuaig confirmed work is underway on RER to deliver on the Province’s commitment of fifteen minute electrified service on GO.

Mr. McCuaig acknowledged the high degree of public interest in UP Express fare pricing. Staff have been working to take into account all public commentary and a recommendation on the UP Express pricing model is expected at the December, 11, 2014 Board Meeting.

9. Regional Express Rail Update

Greg Percy, President, GO Transit, presented an update on Regional Express Rail and the work underway to deliver the service in a manner that will see improvements every year over the next ten year period. Mr. Percy provided an overview of the four planning elements which include the service concept, infrastructure needs, the phasing plan and the engagement plan, and gave a brief summary of the various issues to be addressed on each of the service corridors.

The Board asked about the relationship between Metrolinx’s work and what other entities including Hydro One will need to do to support the service. Staff explained that Hydro One will be responsible for the hydro electric distribution system, and will need to bring that work forward for environmental assessment apart from Metrolinx’s work program. Staff are working with Hydro One and the Province to examine how to align and expedite this work through, for example, an integrated environmental assessment process.

Staff outlined the following:

- the importance of a business-case approach, utilizing objective, evidence-based criteria, to ensure value for money is attained;
- how electrification can improve service through faster acceleration and deceleration;
- the costs and complexities associated with completing the necessary rail and road grade separations required to support the level of service;
- the need to add new tracks on the existing rail corridors and the related property acquisitions required;
- the importance of engaging and working closely with corridor stakeholders including CN and CP, and the need to separate commuter and freight traffic;
- work underway to assess, address and align capacity at Union Station with the proposed level of service, how passenger flows will be managed in the pre and post ten-year term, and GO’s partnership with the TTC on this issue;
- funding opportunities including Federal government contributions, the Canada Builds program, municipal engagement, and consideration of different procurement models

- with Infrastructure Ontario; and
- concerns about the industry's capacity to respond to the work ahead, and opportunities to partner with industry.

A report back will follow at the December, 11, 2014 Board Meeting. The Board requested that the report back include a budget framework for the project.

10. Customer Service Committee Chair's Report

Nick Mutton presented the Customer Service Committee Chair's report with updates on PRESTO self-serve initiatives, design excellence, and the status of Metrolinx's regional transit traveller information system program.

11. Five Year Strategic Plan 2013 – 2018

Leslie Woo presented Metrolinx's Five Year Strategic Plan 2013-2018. This strategy is the foundational piece for Metrolinx's budgeting, business planning, and audit and annual report benchmarking. A draft has been posted for public input. Staff anticipate next year's strategy will incorporate more detail on RER as that planning progresses, and the foundation for this work has been included in this year's plan.

The Board asked staff to revise the document to include the following:

- to elevate the importance of and add more detail on the goods movement program, which remains one of Metrolinx's priorities;
- to include more information on The Big Move legislative review, including alignment with the Growth Plan review and coordination with the Ontario Growth Secretariat; and
- to expand the innovation program to include collaboration with other transit agencies.

Subject to completion of the foregoing modifications, the Board passed the following resolution:

RESOLVED:

THAT, subject to minor editing and final formatting, the 2015-2020 Metrolinx Five Year Strategy (the "Strategy") attached to the report to the Board dated September 5, 2014 from the Vice President, Policy, Planning and Innovation, be approved;

AND THAT the President and CEO align corporate budgeting, priorities and performance planning with this strategy;

AND THAT the President and CEO be authorized to post this strategy on the Metrolinx website for public information.

Carried

12. 2014-15 Business Plan and Capital and Operating

Robert Siddall, Chief Financial Officer, presented the 2014-15 Metrolinx Business Plan, recently reviewed by the Audit, Finance and Risk Management Committee.

The Board asked if staff have considered programs and opportunities to leverage and monetize corporate assets and the key risks to achieving the plan.

Staff described work underway considering how to leverage corporate assets including the establishment of the land asset maximization committee. A report back to the Board on these programs will follow.

Staff identified the high rate of growth, broad mandate, and need to obtain cooperation from many internal and external stakeholders as key areas of risk in the plan.

RESOLVED:

THAT the 2014-15 Metrolinx Business Plan attached to the September 5, 2014 report of the CFO, be approved for submission to the Minister of Transportation for the Minister's consideration and approval in accordance with section 32 of the *Metrolinx Act, 2006*;

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 prior to adoption.

Carried

13. Quarterly Reports

Quarterly Reports for Union Pearson Express, PRESTO, GO Transit, Policy, Planning and Innovation, Strategic Communications, Rapid Transit Implementation and the Economic Analysis and Investment Strategy were taken as read.

Staff provided brief updates on preparatory work underway for The Big Move legislative review and progress on the Eglinton Crosstown tunnelling. The Board discussed how Crosstown progress is being communicated to the public, opportunities to capture the inspiration and enthusiasm inherent in a project of this size, and community and local business engagement and support programs.

14. Report of Board Standing Committees

17.1 Executive Committee

Robert Prichard, Executive Committee Chair, reported to the Board.

17.2 Audit, Finance & Risk Management Committee

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

17.3 Governance Committee

Joseph Halstead, Governance Committee Chair, reported to the Board.

17.4 Human Resources & Compensation Committee

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

17.5 Customer Service Committee

Nick Mutton, Customer Service Committee Chair, reported to the Board.

15. Agenda Proposals for Next Meeting

There were no agenda proposals for the next meeting.

16. Other Business

There was no other business to discuss.

EXECUTIVE SESSION

17. Executive Session

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

18. Executive Session

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

ADJOURNMENT

There being no further business before the Board of Directors, the meeting was adjourned at 2:00 p.m.

Carried

J. Robert S. Prichard, Chair

Mary E. Martin, Secretary

c/s