

BOARD OF DIRECTORS

<u>DATE OF MEETING:</u>	Thursday, April 28, 2011
<u>TIME OF MEETING:</u>	8:30 a.m.
<u>PLACE OF MEETING:</u>	Metrolinx 20 Bay Street 6 th Floor Toronto, Ontario M1E 3J5 Executive Boardroom
<u>CHAIR:</u>	J. Robert S. Prichard
<u>PRESIDENT & CEO:</u>	Bruce McCuaig
<u>MEETING SECRETARY:</u>	Mary E. Martin, Corporate Secretary and General Counsel
<u>MEMBERS PRESENT:</u>	Jennifer Babe Paul Bedford Rahul Bhardwaj Bruce McCuaig Joseph Halstead Richard Koroscil Nicholas Mutton Lee Parsons Douglas Turnbull Rose Patten Peter Smith
<u>REGRETS:</u>	Tony Gagliano Stephen Smith
<u>OTHERS PRESENT:</u>	Gary McNeil, President, GO Transit 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 Mary Proc, Vice President, Customer Service Robert Siddall, Chief Financial Officer Leslie Woo, Vice President, Policy and Planning Vasie Papadopoulos, Vice President, Strategy and Communications Alba Taylor, Associate Legal Counsel and Associate Corporate Secretary

1. Call to Order and Remarks by Chair

Chair Robert Prichard called the meeting to order at 8:33 a.m.

Regrets were received from Tony Gagliano and Stephen Smith.

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.

A declaration of interest was received from Jennifer Babe with respect to Item 3: Toronto Update. The Chair acknowledged receipt of the declaration, and confirmed that Ms. Babe would refrain from participating in the discussion. No other declarations of interest were declared.

Chair Prichard noted the significance of today's meeting agenda items, including the Toronto Plan, Union Station, and the Corporation's Budget and Capital Plan.

2. CEO's Report

Bruce McCuaig, President and CEO, welcomed the Board Members and public in attendance. Congratulations were extended to Gary McNeil, President, GO Transit, and the GO Transit team for exceptional results achieved on customer service and on time performance over the past quarter.

3. Toronto Update

Bruce McCuaig, President and CEO, and Jack Collins, Vice President, Rapid Transit Implementation, presented the Metrolinx/Toronto Transit Plan.

Bruce McCuaig confirmed that the memorandum of agreement between Metrolinx and the City of Toronto, as announced by the Premier and the Minister of Transportation on March 31, 2010, is consistent with principles previously supported by the Board. Under the memorandum of agreement, regional transportation objectives will be retained with no loss of existing investment and no increase in costs overall.

The Board discussed project phasing, ridership estimates, and overall consistency of the Toronto plan with the requirements of the Big Move. Staff agreed to return to the Board if Eglinton station locations change as a result of the environmental assessment process.

4. PRESTO Rollout Update

Ernie Wallace, Executive Director, PRESTO, presented the PRESTO Rollout Update. The Metrolinx and City of Toronto memorandum of agreement provides for the Toronto Transit Commission's (TTC) full participation in PRESTO. Staff remain confident that the TTC's business requirements can be met to support full PRESTO rollout. Once fully deployed, PRESTO will accommodate up to 2 million cards in circulation.

5. 2011-12 Capital & Operating Budget

Robert Siddall, Chief Financial Officer, presented the Metrolinx Fiscal 2011-12 Budget Plan. The final budget will return to the Board for approval in June once ratified by the Province. Recent significant ridership growth has resulted in an adjustment to the base cost assumptions which nevertheless remain conservative (assuming only 2% growth and no fare increase.) Operating expenses have also been reduced on account of recent corridor purchases. Identified key deliverables are consistent with the Metrolinx vision and mission – to deliver projects on time, within budget, and at a high level of customer satisfaction.

The Board discussed the correlation between growth in capital investment, ridership, revenue and expenses, and the impact on revenues if growth exceeds the 2% estimate. The reduction in operating expenses incurred because of the corridor acquisitions is offset by the increase in maintenance costs required for “state of good repair”. In the June report-back staff have been asked to include information on the Corporation’s plans to increase modal split to GO stations so that reliance on capital investment for parking structures might be reduced.

6. GO Transit Quarterly Report Ending March 31, 2011

Gary McNeil, President, GO Transit, presented the GO Transit Quarterly Board Update. He thanked staff for their hard work in achieving the excellent results of the year overall and past quarter, including the high ridership levels, increased customer satisfaction (from 59% to 82% overall), and improved on-time performance.

The Board encouraged staff to seek greater media attention on GO’s achievements. Staff plans a communication strategy to inform the broader public about GO’s successes and position GO as a commuting alternative. The Board discussed the importance of a functional, efficient transportation system to attract foreign investment in the region.

7. Union Station

Judy Knight, Vice President, Corporate Infrastructure, presented the Union Station Train Shed Roof report including an overview of the current, revised project and related construction challenges. Staff have developed a good working relationship with the City of Toronto to ensure project coordination moves smoothly. Staff anticipate that construction will be completed by 2016 with no negative impact on the Air Rail Link delivery timeline for the Pan Am Games.

CLOSED SESSION

8. CEO’s Report

Bruce McCuaig reported to the Board.

9. Approval of Minutes

Mary Martin, General Counsel and Corporate Secretary, presented the Minutes from the February 18, 2011 meeting.

RESOLVED:

THAT the minutes of the Board of Directors meeting of February 18, 2011 be approved.

Carried

10. Quarterly Reports

The Board received quarterly reports for each of: Air Rail Link, PRESTO, Procurement, Human Resources, Strategy and Communications, Finance/Budget, Policy and Planning, Investment Strategy and Project Evaluation and Rapid Transit Project Implementation.

11. Contract and Transaction Approvals

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

12. Acquisition Process

Robert Siddall and Mike Millar, Director, Realty Services, presented the Acquisition Process report.

13. Non-Fare Revenues

Robert Siddall reported to the Board on Non-Fare Revenues.

14. Update of Board Standing Committees

(a) Executive Committee

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

(b) Audit, Finance & Risk Management Committee

Lee Parsons, acting Chair of the Audit, Finance and Risk Management Committee reported to the Board.

(c) Governance Committee

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

(d) Human Resources & Compensation Committee

Consideration and approval of the recommendations of the Human Resources and Compensation Committee, as reported by Rose Patten, Committee Chair, was deferred to the Executive Session.

(e) Customer Service Committee

Nick Mutton, Chair of the Customer Service Committee 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.

ADJOURNMENT

There being no further business before the Board of Directors, the meeting was adjourned at 5:00 p.m.

Carried

J. Robert S. Prichard, Chair

Mary E. Martin, Secretary

c/s