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## BOARD OF DIRECTORS

<b><u>DATE OF MEETING:</u></b>	Thursday, June 25, 2015
<b><u>TIME OF MEETING:</u></b>	8:00 a.m.
<b><u>PLACE OF MEETING:</u></b>	Union Station West Wing 97 Front Street West Toronto, Ontario M5J 1E6  Peter R. Smith Boardroom, 4 <sup>th</sup> Floor
<b><u>CHAIR:</u></b>	J. Robert S. Prichard
<b><u>PRESIDENT &amp; CEO:</u></b>	Bruce McCuaig
<b><u>MEETING SECRETARY:</u></b>	Mary Martin, Executive Vice President, General Counsel and Corporate Secretary
<b><u>MEMBERS PRESENT:</u></b>	Rahul Bhardwaj Iain Dobson Janet Ecker Anne Golden Marianne McKenna Rose Patten Bonnie Patterson Howard Shearer
<b><u>REGRETS:</u></b>	Stephen Smith
<b><u>OTHERS PRESENT:</u></b>	Kathy Haley, President, Union Pearson Express Greg Percy, President, GO Transit Robert Hollis, Executive Vice President, PRESTO Jack Collins, Executive Vice President, Rapid Transit Implementation Robert Siddall, Chief Financial Officer Judy Pfeifer, Vice President, Strategic Communications Leslie Woo, Chief Planning Officer Josh Colle, Chair, TTC Mary-Francis Turner, President, York Region Rapid Transit Corporation Javier Mena Diep, Senior Project Manager, VIVA Next John Traianopoulos, Vice President, Infrastructure Ontario Alba Taylor, Senior Legal Counsel & Associate Corporate Secretary

**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 9:00 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. Chair Prichard welcomed Messrs. Arora, Fisch and Zehr as guests of the Board.

Chair Prichard and Rose Patten declared a potential conflict of interest on Agenda Item 6 - Award Request for Highway 7 vivaNext Bus Rapid Transit Design Build Finance Contract. Staff confirmed these board members did not receive the board reports on this matter and agreed to recuse themselves from related Board discussions at the appropriate time.

**3. Approval of Minutes**

**RESOLVED:**

**THAT** the minutes of the Board of Directors meetings of March 3, 2015 be approved.

Carried

**4. Appointment of Officers**

**RESOLVED:**

**THAT** effective as of the dates set out below, the following persons be appointed to the offices opposite their name, to serve at the pleasure of the Board:

<b><u>Name</u></b>	<b><u>Office</u></b>	<b><u>Effective</u></b>
Daryl Barnett	Vice President, Network Infrastructuer	March 2, 2015
Matthew Baynie	Vice President, GO Operations	March 23, 2015
Fil Stabile	Vice President, Finance and Administration, PRESTO	April 1, 2015
James T. Purkis	Executive Vice President, Regional Express Rail	April 13, 2015

**AND THAT** the resignation of Paul Finnerty, Vice President, GO Operations, effective March 23, 2015, be accepted;

**AND THAT** the duly appointed Officers of Metrolinx are hereby restated as amended to

include the Chair and as set out in Schedule “A” to the report of the Executive Vice President, Secretary and General Counsel dated June 25, 2015.

**Carried**

**5. Contract and Transaction Approval**

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

**PUBLIC SESSION**

**6. Call to Order and Remarks by Chair**

Chair Robert Prichard called the public meeting to order at 10:00 a.m. confirmed that quorum was present.

**7. CEO’s Report**

Bruce McCuaig, President and CEO, presented the CEO’s report and provided an update on the many service and project announcements made over the past few months including: UP Express service launch; RER service concept for Barrie; Finch West and Hamilton LRT project initiation; extension of Lakeshore West service into Hamilton; Barrie and Stouffville corridor double tracking; identification of the preferred proponent for Eglinton Crosstown; the opening of the York Concourse; and the deployment of PRESTO at ten new subways stations. Enhanced service planning is also underway to support the Pan Am and Parapan Am games.

Mr. McCuaig noted various awards received by staff including three awards for UP Express from the Global AirRail Alliance for Project of the Year and a leadership award given to Kathy Haley. Leslie Woo was also awarded the Outstanding Leader award from the Women’s Infrastructure Network and the University of Waterloo’s Distinguished Alumna Award. In addition Metrolinx has been identified as one of Canada’s Top Employers for Young People. The Eglinton Connects study, a partnership between Metrolinx and the City of Toronto, has been awarded the 2015 Canadian Institute of Planners Award for planning excellence. These and other awards received demonstrate support for Metrolinx’s vision, mission, and accomplishments.

**8. Presentation by TTC Chair Josh Colle**

Chair Prichard welcomed TTC Chair Josh Colle and CEO Andy Byford as guests of the Board. Chair Colle and CEO Byford provided an overview of the current activities, services, and challenges faced by the TTC today. While ridership continues to grow, the system is challenged by aging infrastructure that impacts reliability and the need for more service. Many significant projects are underway to address these challenges including: the Spadina subway extension; the delivery of a new fleet of streetcars; the implementation of communications-based train control to replace the existing signalling system; and the expedited system-wide deployment of PRESTO. The TTC has also been undergoing a transformational culture change focused on the customer and customer service.

The Board asked about the streetcar delivery challenges faced by the TTC, City work underway to link development charges and infrastructure such as transit. The Board discussed issues relating to fare integration including customer expectations and financial impacts. Chair Colle agreed that PRESTO

implementation will enable further consideration of fare integration issues including fare structures and policies.

The Board asked whether the TTC was considering different models for capital project delivery. Chair Colle acknowledged that the TTC is considering alternative options including delivery through Infrastructure Ontario's alternative finance and procurement model.

Chair Prichard thanked Chair Colle and CEO Byford for their comments and demonstrated commitment to working together. In the spirit of collaboration, Chair Prichard extended an invitation to the TTC Board to meet with the Metrolinx Board in a joint session to discuss issues of mutual interest.

**9. PRESTO Update**

Robert Hollis, Executive Vice President, PRESTO, presented an update on PRESTO activities including the deployment of hand held devices for use on buses and third-party paratransit such as taxis. Mr. Hollis described work underway to support debit and credit open payment anticipated in 2017.

**10. UP Express Update**

Kathy Haley, President, Union Pearson Express, presented an update on UP Express, including launch activities, projected daily ridership, and on time performance. The Board discussed wayfinding challenges experienced by customers. Staff confirmed that work is underway to improve signage.

**11. Capital Projects Update**

Jack Collins provided an update on various capital projects underway including RER enabling works and Rapid Transit Implementation activities. The Board discussed the availability of Federal funding under the P3 Canada program.

**12. Yonge Relief Network Study**

Leslie Woo and Anna Pace, Project Director, Regional Express Rail, presented the findings of the Yonge Relief Network study, which was completed in partnership with the City of Toronto, the TTC, and York Region. Staff confirmed that the study incorporates current data and assumptions, as agreed to by the study partners, and includes anticipated impacts from the RER base case, Eglinton Crosstown, the Toronto-York Spadina Subway Extension, the TTC's automatic train control program and the TTC's new subway trains. The study will need to be refreshed to reflect the results of other work underway including Smart Track, the City of Toronto's Eglinton West service analysis, and any fare and service integration. Staff expressed a high level of comfort with the study's findings and believe that the core benefits of Smart Track are represented in the study.

The Board discussed the significance of the impact of automated train control, and whether that project could be accelerated to expedite intended impacts.

Staff confirmed that the study will be updated and enhanced over the coming months as the City of Toronto's work on Smart Track and Metrolinx's work on RER and fare and service integration proceed. The Board asked staff to consider a joint meeting with the TTC, York Region, and City of

Toronto planning personnel when the study is further updated.

**RESOLVED:**

**THAT** the Board:

1. Receive the findings of the Yonge Relief Network Study noting that:
  - a. Significant relief to the Yonge Subway will be achieved with currently committed transit improvements underway including:
    - i. TTC's automatic train control and new subway trains;
    - ii. The Toronto-York Spadina Subway Extension; and
    - iii. GO Regional Express Rail.
  - b. Based on 1(a) above, more rapid transit service and capacity that is currently funded and being implemented will meet the future 15 year demand, assuming current forecasts on the growth rate of downtown employment and the implementation of TTC automatic train control on the Yonge Subway.
  - c. The options to address Yonge Subway capacity in the long term were compared and assessed:
    - i. The Relief Line between the Danforth Subway and Downtown, currently under study by the City of Toronto and TTC, will provide significant relief to the Yonge Subway and Danforth Subway; and
    - ii. The extension of the Relief Line to north towards Sheppard Ave East will provide additional positive benefits.
2. Direct the Metrolinx CEO to work with the City of Toronto City Manager and the TTC CEO to develop an integrated approach to advance the Relief Line project planning and development, incorporating further business case analysis and the findings of the Yonge Relief Network Study to:
  - a. further assess the extension north to Sheppard Avenue East to identify a preferred project concept;
  - b. inform the planning underway by the City of Toronto and TTC to identify stations and an alignment for the Relief Line from Danforth to the Downtown area; and
  - c. continue to engage the public in this work as it develops.
3. Direct staff to work in consultation with York Region, City of Toronto and the TTC to advance the project development of the Yonge North Subway Extension to 15% preliminary design and engineering;
4. Thank the YRNS Stakeholder Advisory Committee for their commitment, insight, input and advice to the study under the leadership of the co-chairs (Henry J.P. Wiercinski and Dr Pamela Robinson);
5. Thank the YRNS Peer Review Panel (consisting of Dr Jeff Casello, University of Waterloo and Dr. Amer Shalaby University of Toronto), for their assistance and advice to the study; and

6. Report back to the Board in Spring 2016 on progress in advancing project planning and development on the Relief Line and Yonge North Subway Extension

**13. 5 Year Strategy Progress and 2015/16 Business Plan (Operating and Capital)**

Robert Siddall, Chief Financial Officer, and Leslie Woo presented a report on the 2015/16 Business Plan and progress under the 5 Year Strategy. Staff noted that significant effort had been invested in the document to ensure alignment with the Regional Transportation Plan, the ten year capital plan, the five year strategy and other documents including the workforce plan. Chair Prichard confirmed that the Audit, Finance and Risk Management Committee had also reviewed and were satisfied with the Business Plan.

**RESOLVED:**

**THAT** the 2015-16 Metrolinx Business Plan attached to the June 25, 2015 report of the Chief Financial Officer, 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**

**14. 2014-15 Annual Report**

Howard Shearer, on behalf of the Chair, Audit, Finance and Risk Management Committee, presented the 2015-16 Annual Report and confirmed that the Committee had also reviewed and recommended its approval. The Annual Report will remain draft until tabled with the legislature in accordance with the *Metrolinx Act, 2006*.

**RESOLVED, as revised:**

**THAT** the Metrolinx Annual Report 2014/15, including the Audited Financial Statements for the year ended March 31, 2015, be approved; and

**THAT** the CEO submit the Annual Report to the Ministers of Transportation and Finance in accordance with the *Metrolinx Act, 2006*.

**15. Quarterly Reports**

Quarterly Reports for Union Pearson Express, PRESTO, GO Transit, Planning and Policy, Strategic Communications, and Capital Projects were taken as read.

**CLOSED SESSION**

**16. Report of Board Standing Committees**

**16.1 Executive Committee**

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

**16.2 Audit, Finance and Risk Management Committee**

Howard Shearer, on behalf of the Audit, Finance and Risk Management Committee, reported to the Board.

**16.3 Governance Committee**

Rahul Bhardwaj, Chair, Governance Committee, reported to the Board.

**16.4 Human Resources & Compensation Committee**

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

**16.5 Customer Service Committee**

Marianne McKenna, Chair, Customer Service Committee, reported to the Board.

**17. Agenda Proposals for Next Meeting**

There were no agenda proposals for next meeting.

**18. Other Business**

There was no other business to discuss.

**EXECUTIVE SESSIONS**

**19. Executive Session**

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

**20. Executive Session**

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

This item was approved by the Board during the morning executive session.

**ADJOURNMENT**

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

**Carried**

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J. Robert S. Prichard, Chair

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Mary Martin, Secretary

c/s