

BOARD OF DIRECTORS

DATE OF MEETING:	October 7, 2021
TIME OF MEETING:	9:00 a.m.
PLACE OF MEETING:	Video & Audio Conference
CHAIR:	Donald Wright
PRESIDENT & CEO:	Phil Verster
MEETING SECRETARY:	Alba Sandre Taylor, Vice President & Corporate Secretary
MEMBERS PRESENT:	Rick Byers Bryan Davies Janet Ecker Luigi Ferrara Diana Fletcher Michael Kraljevic Tony Marquis Emily Moore Reg Pearson Robert Poirier Clio Straram Sylvie Tessier Paul Tsaparis
REGRETS:	None
OTHERS PRESENT:	Karla Avis-Birch, Chief Planning Officer Mark Childs, Chief Marketing Officer Matt Clark, Chief Capital Officer Martin Gallagher, Chief Safety Officer Fiona Gardner, Chief Human Resources Officer Jennifer Gray, Chief Financial Officer Steve Levene, Chief Operating Officer (Rapid Transit) Heather Platt, Chief Legal Officer Jennifer van der Valk, Chief Communications Officer (A) Daniela Aubry, Deputy Chief Payments Officer Lena Azzou, Chief of Staff to the President & CEO Mark Baillie, Vice President GO Expansion & Transformation Nadia Brooks, Senior Advisor to the Chief Financial Officer

Caroline Busbridge, Manager & Senior Advisor to the Chief Operating Officer
Rose Butler, Manager & Senior Advisor to the Chair
Sharyn Byrne-Nearing, Vice President, Brand and Marketing
Stephanie Davies, Executive Vice President, GO Expansion
Antonio DiFebo, Manager & Senior Advisor to the Chief Operating Officer
Vesna Dobric, Senior Advisor, Board Governance
Fawad Ebraemi, Vice President, Delivery
Sarah Farooq, Senior Advisor to the Chief Communications Officer
Trevor Geach, Legal Counsel
Uma Gopinath, Chief Information Officer
Steven Hobbs, Chief of Staff to the President & CEO
Michael Hodge, Program Sponsor, Scarborough Subway Extension
Linda Irrsack, Corporate Controller
Michael Johnston, Director, GO Expansion, Early Works
Ken Kuschei, Director, Customer Insights
Andre Lalonde, Vice President, Transit Operations
Audrey Lemieux, Senior Advisor to the Chief Financial Officer
Jocelyn McCauley, Senior Advisor to the Chief Safety Officer
Erin Moroz, Head Sponsor, Extensions Program
Todd Pecjak, Vice President, I&IT Program Management Office
Rick Radovski, Vice President, Sales, Non-Fare Revenue and Partnerships
James Schick, Manager, GO Expansion Early Works
Ann Short, Director, Financial Planning & Analysis
Laura Taylor, Board Coordinator
Daniel Tiburcio, Senior Manager, Budget Planning & Analysis
Samantha Vigder, Director, Capital Planning
Eve Wiggins, Vice President, Bus Services
Justyna Witek, Deputy Chief Financial Officer
Rosslyn Young, Vice President, Procurement Services

CLOSED SESSION

1. Call to Order and Remarks by Chair

Chair Donald Wright called the meeting to order at 9:00 a.m. The Chair confirmed there was quorum and that the required notice of meeting as stipulated under the By-Law of the Corporation had been sent. No conflicts of interest were declared.

The Chair acknowledged that the Committee was meeting on lands traditionally occupied by Indigenous Peoples, including the Anishnabeg, the Haudenosaunee and the Wendat peoples, and affirmed Metrolinx's commitment to conducting business and building meaningful relationships with Indigenous communities upon the foundation of trust, respect and collaboration.

The Chair reviewed safety and security measures and led the group in a safety moment.

2. CEO/Board In Camera Session

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

[Redacted: Economic and Other Interests, Cabinet Records, Solicitor-Client Privilege.]

3. Approval of Minutes

RESOLVED:

3.1 September 9, 2021

THAT the minutes of the Board of Directors meeting of September 9, 2021 be approved.

3.2 September 23, 2021

THAT the minutes of the Board of Directors meeting of September 23, 2021 be approved.

Carried

4. 2022-2023 Operating Budget Approval

Jennifer Gray, Chief Financial Officer, and Justyna Witek, Deputy Chief Financial Officer, requested approval to submit the proposed 2022-2023 Operating Budget to the Ministry of Transportation to initiate related budget discussions.

[Redacted: Advice to Government.]

The Board discussed various risks to the budget and mitigation plans **[Redacted: Economic and Other Interests.]**

[Redacted: Advice to Government.]

[Redacted: Economic and Other Interests, Relations with Other Governments.]

RESOLVED, on recommendation of the Audit, Finance and Risk Management Committee:

THAT management is authorized to initiate budget discussions with the Ministry of Transportation (MTO) and submit an operating budget proposal consistent with the information in the October 7, 2021 Metrolinx 2022-2023 Operating Budget report;

AND THAT management report back on the results of the provincially approved operating subsidy as the process continues;

AND THAT, based on discussions with MTO, management submit any updates to the proposed 2022-2023 Operating Budget to the Board for approval prior to resubmission to MTO.

Carried

5. 2022-2023 Capital Budget Approval

Jennifer Gray requested approval to submit the proposed 2022-2023 Capital Budget to the Ministry of Transportation to initiate related budget discussions.

RESOLVED, on recommendation of the Audit, Finance and Risk Management Committee:

THAT management is authorized to initiate budget discussions with the Ministry of Transportation (MTO) and submit a capital budget proposal consistent with the information in the October 7, 2021 Metrolinx 2022-2023 Capital Budget report;

AND THAT management report back on the results of the provincially approved capital subsidy as the process continues;

AND THAT, based on discussions with MTO, management submit any updates to the proposed 2022-2023 Capital Budget to the Board for approval prior to resubmission to MTO.

Carried

6. Business Items

[Redacted: Economic and Other Interests, Advice to Government.]

7. Other Business

There was no other business to discuss in closed session.

8. Adjournment

There being no further business before the Board of Directors, the meeting was adjourned at 10:50 a.m.

Donald A. Wright, Chair

Alba Sandre Taylor, Secretary

c/s