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**BOARD OF DIRECTORS**

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<b>DATE OF MEETING:</b>	December 2, 2021
<b>TIME OF MEETING:</b>	8:00 a.m.
<b>PLACE OF MEETING:</b>	Video & Audio Conference
<b>CHAIR:</b>	Donald Wright
<b>PRESIDENT &amp; CEO:</b>	Phil Verster
<b>MEETING SECRETARY:</b>	Alba Sandre Taylor, Vice President & Corporate Secretary
<b>MEMBERS PRESENT:</b>	Rick Byers Bryan Davies (until 10:30 a.m.) Janet Ecker Luigi Ferrara Diana Fletcher Michael Kraljevic Tony Marquis Emily Moore Reg Pearson Robert Poirier Clio Straram Sylvie Tessier Paul Tsaparis
<b>REGRETS:</b>	None
<b>OTHERS PRESENT:</b>	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 (A) Jennifer Gray, Chief Financial Officer Barclay Hancock, Chief Payments Officer David Jang, Chief Communications Officer Steve Levene, Chief Operating Officer - Rapid Transit Heather Platt, Chief Legal Officer Ian Smith, Chief Operating Officer Lindsay Allison, Vice President, Capital Finance

Tom Aylward Nally, Senior Manager & Advisor to the Chief Capital Officer  
Lena Azzou, Chief of Staff to the President & CEO  
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  
Vesna Dobric, Senior Advisor, Board Governance  
Sarah Farooq, Senior Advisor to the Chief Communications Officer  
Trevor Geach, Legal Counsel  
Kelly Hagan, Vice President, Community Engagement  
Steven Hobbs, Chief of Staff to the President & CEO  
Andrew Hope, Executive Vice President, Subway Program Delivery  
Rajesh Khetarpal, Vice President, Community Engagement  
Keri Merrimen, Customer Service Ambassador  
Becca Nagorsky, Director, Project Planning  
Michael Norton, Chief of Development  
Jason Ryan, Vice President, Pre-Construction Services  
Teddy Tang, Senior Manager & Advisor to the Chief Financial Officer  
Laura Taylor, Board Coordinator  
Justyna Witek, Deputy Chief Financial Officer  
Karen Woo, Executive Vice President, Program Management

## **CLOSED SESSION**

### **1. Call to Order and Remarks by Chair**

Chair Donald Wright called the meeting to order at 8:00 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.

**[Redacted: Personal Information, Economic and Other Interests.]**

No other conflicts were declared.

### **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.]**

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

### 3. Metrolinx 2025 Transformation Plan

Staff joined the meeting in progress at 9:02 a.m.

Phil Verster, President & Chief Executive Officer, provided an update on the tragic incident that occurred on Saturday evening on a Metrolinx rail worksite. **[Redacted: Advice to Government.]**

CEO Phil Verster then turned to present a report requesting approval of the Metrolinx 2025 Divisional Transformation Plans (“DTPs”). **[Redacted: Advice to Government.]**

### 4. Cost Pressures on Capital Program

Karen Woo, Executive Vice President, Program Management, presented on Capital Program cost pressures and risks. **[Redacted: Economic and Other Interests.]** Staff highlighted how this work factors into the Capital Projects 2025 Divisional Transformation Plan. Staff noted that such pressures are being experienced industry wide, and that the Ministry of Transportation (“MTO”) has also briefed on staff’s observations and expected impacts to Metrolinx.

The Board considered the estimated value of the impact on the program **[Redacted: Economic and Other Interests.]**

The Board noted that the Capital Oversight Committee had spent some time considering this matter with management and was satisfied that management understood the issues and risks and was actioning them appropriately.

**[Redacted: Advice to Government, Cabinet Records.]**

### 5. ESG Strategy and KPIs

Jennifer Gray, Chief Financial Officer, Karla Avis- Birch, Chief Planning Officer, and Martin Gallagher, Chief Safety Officer, presented an overview of Metrolinx’s development of an Environmental, Social, and Governance (“ESG”) Strategy and related key performance indicators (“KPIs”). Staff are developing an umbrella approach to respond to ESG issues and are targeting a report back to the Board in June 2022. Staff noted Metrolinx started reporting KPIs based on the Global Reporting Initiative (GRI) framework a few years ago. A full assessment of the current KPIs and how ESG can be integrated is underway. **[Redacted: Advice to Government.]** Staff emphasized that this is not just a matter of adding more enterprise KPIs to the list, but rather thinking strategically about the things Metrolinx currently does and consolidating and reporting on these activities through an ESG lens.

The Board considered ESG standards and guidelines anticipated from the Public Sector Accounting Board (“PSAB”), and potential impacts on the organization’s approach. Staff confirmed current work is designed to prepare for such standards and any requirements that may be imposed on Metrolinx in the next two to three years.

The Board discussed other potential inputs into the Metrolinx ESG approach, including the United Nations Sustainable Development Goals, anticipated ISO standards currently under development by the Canadian Standards Association, and various other diversity and inclusion standards and guidelines. The Board also discussed Board composition and ways in which it could be more representative of the ethnic diversity of the region/province. The Board encouraged staff to seek out such standards and inputs to assist in developing the ESG KPIs, and to ensure the strategy aligns with the annual mandate letter recently provided by the Minister.

## **6. Fare Review**

Karla Avis-Birch, Becca Nagorsky, Director, Project Planning, and Larissa England, Transit Network Integration Program Sponsor, presented a report on advancing regional fare integration. Staff provided an overview of ongoing discussions at the round table established between local transit agencies, Metrolinx and the Province, and highlighted Metrolinx's three primary fare integration activities planned for the near term, including: increasing co-fare coverage to 100%; introducing an affordability pilot; and implementing a youth concession in alignment with similar local transit concessions available in the region.

Staff also described work underway on reviewing fare structures and developing the fare integration business case [**Redacted: Cabinet Records.**].

The Board considered the roles of and opportunities for input from local transit agencies on the roundtable [**Redacted: Advice to Government.**] and through direct consultation with Metrolinx, provincial funding for fare integration, fare integration governance, and service delivery standards and operational implementation challenges. The Board further considered whether a structure such as the Metrolinx-TTC Joint Advisory Group could be helpful in engaging the municipalities, and additional opportunities to leverage and drive fare integration.

The Board discussed the marketing, communications, and launch plans for the three initial fare integration initiatives. The Board encouraged staff to focus on customer impacts (through customer stories and testimonials), benefits delivery and enhanced network connectivity in marketing and promotional materials.

Finally, the Board discussed the scope, costs, and key milestones of the affordability pilot. Staff confirmed Brampton Transit was chosen to allow unforeseen implementation issues, if any, to be worked out on a smaller network before rolling out on a larger system like the TTC. Currently each transit agency with an affordability program has different concessions and different eligibility requirements. One objective of the pilot is to make a more standardized program and processes for all of the local transit agencies to use, leveraging PRESTO as the delivery mechanism.

### **6.1 Other Business: Ontario Line and Thorncliffe Park Properties**

In the interest of time the Board considered the Ontario Line report included in the Board

meeting materials under “Other Business”.

Matt Clark, Chief Capital Officer, Jason Ryan, Vice President, Pre-Construction Services, and Malcolm MacKay, Program Sponsor, Ontario Line, presented the report requesting approval for the acquisition of lands required for the Ontario Line Maintenance and Storage Facility (“MSF”) site and other segments of the Ontario Line, including in and around Thorncliffe Park.

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

## **PUBLIC SESSION**

### **7. Call to Order and Land Acknowledgment**

The Chair called the public session of the meeting to order at 10:40 a.m.

On behalf of the Board, the Chair acknowledged that the Board 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 asked the CEO to provide an update on a fatal incident on the Lakeshore East rail corridor involving a contractor. Phil Verster, President & CEO, extended his deepest condolences to the family of the victim. He also described the current status of Ministry of Labour investigations and expected impacts on service.

### **8. Safety Moment**

David Jang, Chief Communications Officer, reviewed safety and security measures and led the group in a safety moment, emphasizing the importance of emergency first aid training and a recent incident in which a Metrolinx Customer Service Ambassador saved the life of a passenger on a train by using her first aid training.

### **9. Chair’s Remarks**

The Chair highlighted key items on the Board meeting agenda.

The Chair acknowledged receipt of the following correspondence, which has been distributed to the Board:

1. A letter from SaveTPARK dated October 19, 2021 regarding site selection process for the Ontario Line Maintenance and Storage Facility;

2. A letter from the Save Jimmie Simpson Community Group dated November 10, 2021 regarding the Ontario Line Health Impact Assessment commissioned by Save Jimmie Simpson and the South Riverdale Community Health Centre;
3. A letter from various students, planning, and alumni associations of Ryerson University and the University of Toronto, Scarborough dated November 30, 2021, thanking Metrolinx staff members for attending as guest speakers at several events held by the organizations over the Fall; and
4. A letter from A Voice for Transit dated December 1, 2021 requesting that GO reintroduce a co-fare with the TTC.

## **10. CEO's Report**

CEO Phil Verster highlighted recent Metrolinx activities and achievements, including: the launch of Toronto to London GO Train service; installation of the last piece of track along the Eglinton Crosstown LRT alignment; delivery and testing of six Light Rail Vehicles ("LRVs") for the Eglinton Crosstown LRT; installation of the first steel girders at the Davenport Diamond site; execution of a memorandum of understanding ("MOU") with the City of Hamilton for the delivery of the proposed Hamilton LRT project; receipt of two bids on the OnCorridor procurement, bringing to an end nearly three years in market; preliminary results of the Whitby Autonomous Vehicle Shuttle pilot, and lessons learned with winter approaching; and GO Expansion green initiatives, including tree planting and parks enhancements from Halton to Leslieville.

CEO Phil Verster acknowledged the challenging year Metrolinx experienced operationally with ridership demand varying throughout the year. In response Metrolinx has become more agile and flexible in response, which has in turn also impacted its cost base.

The CEO formally recognized the following individuals for their contributions and achievements:

1. Lena Azzou, Chief of Staff to the President and CEO, on being named one of Canada's Top 100 Most Powerful Women by the Women's Executive Network;
2. Karla Avis-Birch, Chief Planning Officer, for receiving the Ryerson University Alumni Achievement award; and
3. Uma Gopinath, Chief Information Officer, for being featured as an innovator leading us into the future in the Women Travel Tech report by the Women Leading Travel & Hospitality Association.

The CEO also congratulated Vito Mangialardi, Metrolinx's senior manager for business continuity management, for his receipt of the 2021 BCI Global Award.

The CEO also recognized the following individuals for outstanding service and safety contributions:

1. Hung Hin, Signal Systems Specialist, who witnessed a car go through a barrier while driving home. His quick actions resulted in emergency responders arriving promptly to help the driver;
2. Marc D'Andrea, Track Specialist, who assisted a customer onboard a GO train, who was in distress and missed their stop after becoming aware of a family emergency;
3. Keri Merrimen, Customer Service Ambassador, who along with GO customers and other eyewitnesses, provided life-saving CPR to a passenger who was travelling on her train;
4. Elaine Carter, Customer Care Coordinator, who has been commended time and time again for consistently delivering excellent service to both her travelling customers and her peers, as well as her eye for safety and her willingness to help; and
5. Jonathan Friesen, GO Bus Driver, who while on his route witnessed an individual on an overpass. Concerned for the person's safety, Jonathon secured his bus and intervened, staying with the individual until emergency services arrived to provide necessary assistance.

Finally, the CEO noted Metrolinx's receipt of the following rewards and accolades:

1. The Association of Registered Interior Design of Ontario Impact award for our work on subway designs and for developing a new design standard;
2. The 2021 Toronto Urban Design award for the Guildwood GO station;
3. The Canadian Council for Public Private Partnership award for Innovation and Excellence for the 401 Tunnel;
4. The American Public Transportation Association 2020 Bus COVID-19 Gold award;
5. Canada's Safest Public Transportation Employer award from Canadian Occupational Safety; and
6. Gold awards for "It's Happening" campaign at both the Canadian Marketing Awards and the London International Awards.

Finally, the Board viewed a video on Metrolinx's capital projects progress.

The Board discussed progress on the Ontario Line project, the changes it will facilitate in

certain areas of Toronto, and the scope and extent of the outreach work undertaken to date and planned for the future. Staff shared some of its efforts to consult with community groups and partners, noting the coordination required with provincial officials, and community officials and figures, to incorporate advice and recommendations from stakeholders.

### **11. Capital Projects Progress**

Matt Clark provided an update on Fall construction progress on various capital projects including: Union Station Rail Corridor, Hurontario Light Rail Transit, the Scarborough Subway Extension (including delivery of the tunnel boring machines), Unionville GO Station, GO Bus Infrastructure Improvement Program, Ontario Line Joint Corridor Early Works, and Eglinton Crosstown LRT.

### **12. Let's Get Ready to Ride**

Sharyn Byrne-Nearing, Vice President, Brand, Digital & Product Marketing, presented an update on ridership recovery action plans. Weekend leisure travel continues to increase as targeted marketing, promotional, and partnership initiatives encourage travel within the region. Customer satisfaction measures are also increasing. Finally, staff reported on several parking lot events planned for the festive season, the return of UP Express amenities, and PRESTO initiatives in flight (including an app refresh and revitalization of the PRESTO Perks program).

### **13. Building a Greener Region**

David Jang and Kelly Hagan, Vice President, Community Engagement, presented a report on green initiatives across the region and works supporting delivery of a more sustainable transit network. Staff highlighted tree planting initiatives, the preservation of "Old Elm", invasive and non-native vegetation removal efforts, and other activities designed to renew and revitalize green spaces across Metrolinx's service area.

#### **RESOLVED:**

**THAT** as described in the Chief Communications Officer and Vice President, Community Engagement's December 2, 2021 report, Metrolinx continue to advance programs and sustainability strategies that provide enhanced benefits to communities from the implementation of Metrolinx's capital program and services, including meaningful engagement with communities, enhancing parks and green spaces as well as other community beautification initiatives, as described.

**Carried**

### **14. Quarterly Reports**

Quarterly Reports for PRESTO, Operations, Planning, Capital Projects, Marketing and

Communications were taken as read.

**CLOSED SESSION**

After a short break, the meeting reconvened at 11:42 a.m. for a closed session.

**15. Consent Items**

**FOR APPROVAL**

**RESOLVED:**

**THAT** Consent Agenda items 15.1 and 15.2 are approved as follows:

**15.1 October 7, 2021 Minutes**

**THAT** the minutes of the Board of Directors meeting of October 7, 2021 be approved.

**15.2 Appointment of Officers**

**THAT**, as described in the Corporate Secretary's December 2, 2021 report (the "Report"), the following persons be appointed to the offices set out opposite their name, effective as of the dates noted:

<b>Name</b>	<b>Office</b>	<b>Effective Date</b>
David Jang	Chief Communications Officer	October 25, 2021

**AND THAT**, after giving effect to the foregoing resolution, the incumbent officers of Metrolinx are confirmed as set out in Schedule "A" to Report.

**Carried**

**16. Report of the Board Standing Committees**

**16.1 Executive Committee**

Donald Wright, Executive Committee Chair, reported on the Committee's meetings since September 9, 2021. The Committee met three (3) times and seventeen (17) transactions were considered. The Committee Chair acknowledged ongoing efforts to prioritize only urgent matters for consideration by the Executive Committee on behalf of the full Board.

## **16.2 Audit, Finance & Risk Management Committee**

A written summary to the Board of Directors from Bryan Davies, Audit, Finance & Risk Management Committee (“AFARM”) Chair on matters discussed at the Committee’s November 30, 2021 meeting was taken as read.

## **16.3 Capital Oversight Committee**

Emily Moore, Capital Oversight Committee (“COC”) Chair, reported on matters discussed at the Committee’s meetings held since September 9, 2021, including: cost pressures in capital projects procurements and adequacy of mitigation measures; maturation of control processes and improvements made to operational interface with project delivery; the results of contract change orders analysis (on frequency and magnitude); and continuous improvement efforts underway to afford greater control over the number of contract change orders and amendments required throughout the project lifecycle.

The Committee Chair also shared member feedback on the COC site tour. COC members, were impressed by the scope and magnitude of the capital projects in progress and the milestones achieved to date.

## **16.4 Customer Experience Committee**

Luigi Ferrara, Customer Experience Committee (“CEC”) Chair, reported on matters discussed at the Committee’s December 1, 2021 meeting, including: short term GO Network parking initiatives; ongoing improvements to Metrolinx’s Indigenous Relations Program; strong customer satisfaction (“CSAT”) results through September (typically a low scoring month); and various non-fare revenue recovery initiatives.

The Board further discussed Metrolinx’s parking strategy and requested that staff schedule a joint session with CEC and REC to discuss various types of structured parking options, benchmarking from across the region, and current Metrolinx offerings.

## **16.5 Governance Committee**

Janet Ecker, Governance Committee Chair, reported on matters discussed at the Committee’s November 29, 2021 meeting, including: the new Legal Claims Reporting Process to keep the Board apprised of material litigation claims (through a defined reporting threshold and cadence); a recommended process for Board members to respond to enquiries from vendors interested in Metrolinx business and operations; status of Board appointments/reappointments; diversity and inclusion initiatives at the Board and Committee level; and 2023 Board and Committee planning.

## 16.6 Human Resources & Compensation Committee

Reg Pearson, Human Resources & Compensation Committee (“HRCC”) Chair, reported on matters discussed at the Committee’s December 1, 2021 meeting, **[Redacted: Economic and Other Interests, Advice to Government, Labour Relations.]**

**[Redacted: Cabinet Records, Advice to Government.]**

The Board deferred consideration of the approval items to the Board-only in camera session.

## 16.7 PRESTO Committee

Paul Tsaparis, PRESTO Committee Chair, reported on matters discussed at the Committee’s meetings held since September 9, 2021, including: **[Redacted: Economic and Other Interests.]**; TTC Joint Advisory Group activities **[Redacted: Economic and Other Interests.]**; measures employed across local transit agencies to combat child fare fraud (resulting in up to an 80% reduction); expanding the list of PRESTO card retailers to enhance access to transportation; and the preliminary results of the Open Payments pilot on UP Express **[Redacted: Economic and Other Interests.]**

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

## 16.8 Real Estate Committee

Robert Poirier, Real Estate Committee Chair, reported on the matters discussed at the Committee’s meetings held on September 29, 2021, October 14, 2021, and November 24, 2021, including: a successful tour with the Harvard Advanced Development Program delegates (which will result in an assessment and input recommendations **[Redacted: Economic and Other Interests.]**); several key property transactions **[Redacted: Economic and Other Interests.]**

## 17. Other Business

In light of the upcoming end of Clio Straram’s term of appointment, the Board Chair recognized Ms. Straram for her valued contributions to the Board and thanked her for her service.

There was no other business to discuss.

## EXECUTIVE SESSIONS

## 18. Executive Session

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

[Redacted: Labour Relations, Cabinet Records.]

**19. Executive Session**

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

**20. Adjournment**

There being no further business before the Board of Directors, the meeting was adjourned at 12:42 p.m.

**Carried**

\_\_\_\_\_  
Donald A. Wright, Chair

\_\_\_\_\_  
Alba Sandre Taylor, Secretary

*c/s*