Minutes of
Meeting of Board of Directors
on September 10, 2009

The Board of Directors of York Region Rapid Transit Corporation met at 12:06 p.m. in Committee Room A, Regional Building, 17250 Yonge Street, Newmarket, Ontario.

Directors present at this Meeting:

Mr. B. Fisch – Chair
Mr. D. Barrow
Ms. L. Jackson, Vice Chair
Mr. F. Scarpitti

Others:	Mr. J. Jones
Staff:	D. Albers, D. Clark, D. Duncan, P. May, B. Titherington, S. Tuckey, M-F. Turner, J. Vanderburgh, K. Webber,
Regional Staff:	L. Bigioni, C. Raynor, J. Hulton, K. Llewellyn-Thomas, B. Macgregor, L. Russell, K. South, E. Wilson

Declaration of Interest

Nil

09-01 Holding of Meetings

It was moved by Ms. Jackson that the directors waive any notice requirements in respect of the calling of this meeting and hereby consent to holding this meeting and any future Board meetings at the offices of The Regional Municipality of York, Administrative Centre, in Committee Room A, 17250 Yonge Street, Newmarket, until otherwise hereafter resolved, which was **Carried**.

09-02 Election of Vice Chair

It was moved by Mr. Scarpitti that Ms. Jackson be Vice Chair of the Board of Directors of York Region Rapid Transit Corporation for the remainder of the Council term 2009-10, which was **Carried**.

09-03 Election/Appointment of Officers

It was moved by Mr. Barrow that Susan Tuckey be and is hereby appointed Treasurer of the Corporation and that Janis Vanderburgh be and is hereby appointed Secretary as well as Solicitor of the Corporation, which was **Carried.**

09-04 Set Fiscal Year end at December 31st each year

It was moved by Mr. Barrow that the fiscal year end be set at December 31st of each year, which was **Carried**.

09-05 Location of the registered office of the Corporation

It was moved by Mr. Scarpitti that the registered office of the Corporation be at 3601 Highway 7 East, Twelfth Floor, Markham, Ontario, which was **Carried**.

09-06 Board Reports

A report of the President, dated September 10, 2009, was presented recommending that:

1. The Board approve the templates for reports to the Board as outlined in this report.

It was moved by Ms. Jackson that the foregoing report be adopted, which was **Carried**.

09-07 Yonge Subway Extension: Approval of Conceptual Design Assignment

A report of the President, dated September 10, 2009, was presented recommending that:

1. The Board approve an expenditure of $4.31 million for YRRTC's share of the anticipated cost of the Conceptual Design assignment for the Yonge Subway Extension.
2. York Region be requested to fund this expenditure from the general capital

reserve.

3. The TTC be requested to reimburse $0.85 million to York Region for expenditures related to the completion of the Transit Project Assessment Process and production of the Environmental Project Report.
4. The Board authorize staff to work in partnership with the TTC to co-manage this work.
5. The report be circulated to the City of Toronto, the TTC, the City of Vaughan, the Towns of Markham and Richmond Hill and to Metrolinx.

It was moved by Mr. Scarpitti that the foregoing report be adopted, which was **Carried**.

09-08 Metrolinx – Yonge Subway Benefits Case

A report of the President, dated September 10, 2009, was presented recommending that:

1. This report be received for information.

It was moved by Mr. Scarpitti that the foregoing report be adopted, which was **Carried**.

09-09 Project Status Quarterly Report – Q3 – 2009

A report of the President, dated September 10, 2009, was presented recommending that:

1. The first quarterly progress report of the Chief Finance and Strategy Officer be received for comment and information.

It was moved by Ms. Jackson that the foregoing report be adopted, which was **Carried**.

09-10 Yonge Subway Extension: Government Relations Services

A report of the President, dated September 10, 2009, was presented recommending that:

1. The Board approve the release and award of a Request For Proposal (RFP) for government relations services in relation to the proposed Yonge subway extension.

It was moved by Mr. Scarpitti that the foregoing report be adopted, which was **Carried**.

09-11 Accommodating Hydro Facilities in Regional Centres and Corridors

The Board was presented with information on the program to accommodate Hydro facilities in Regional Centres and Corridors. The Board was given an overview of the principles driving the program as well as maps indicating the proposed accommodation locations and the priority of each installation.

It was moved by Ms. Jackson that the foregoing presentation be received for information, which was **Carried**.

09-12 Private Session

It was moved by Mr. Barrow that the Board meeting resolve into private session to discuss the status of various agreements, which was **Carried.**

The Board resolved into private session at 1:40 p.m. and reconvened in public session at 2:23 p.m.

The Board reported the following recommendations being adopted in private session:

1. The Corporation be authorized to enter into a Rapid Transit Agreement with The Regional Municipality of York that will govern the parties respective rights and obligations in respect of the York Region Rapid Transit Project (the "Project"), provided that the form of Agreement has been approved by the Chair and the Corporation's solicitor.

2. The Corporation be authorized to enter into a Memorandum of Agreement with The Regional Municipality of York and Metrolinx with respect to certain strategic interim projects to be undertaken by the Corporation utilizing a portion of the $1.4 Billion funding provided by the government of the Province of Ontario for the Project, provided that the form of Agreement has been approved by the Chair and the Corporation's solicitor.

3. The Corporation be authorized to enter into a Performance Agreement in respect of the Project with The Regional Municipality of York and Metrolinx with respect to certain other project work to be undertaken by the Corporation utilizing a portion of the aforementioned $1.4 Billion funding, provided that the form of Agreement has been approved by the Chair and the Corporation's solicitor.

4. The Corporation be authorized to enter into a VivaNext Procurement Agreement that amends the Going-Forward Business Arrangements Framework Agreement made as of the 30th day of June, 2006, among The Regional Municipality of York, the Corporation, DMJM + Harris Canada Inc., IBI

Group, Delcan Corporation, Peter Kiewit Sons Co., Ellisdon Corporation, Siemens Canada Limited, and Nord/LB Financial Services LLC, provided that the form of Agreement has been approved by the Chair and the Corporation's solicitor.

5. The Corporation be authorized to enter into a Permission to Enter/Construction Agreement among The Regional Municipality of York, the Town of Markham and the Corporation effective September 21, 2009 with respect to the construction of Enterprise Phase 2 and additional rapidway construction on Town owned rights-of-way on Cedar Lane and Town Centre Boulevard, in Markham, provided that the form of Agreement has been authorized by the Chair and the Corporation's solicitor.

6. The Chair and the President be authorized to execute each of the above-mentioned Agreements on behalf of the Corporation together with any other documents or ancillary agreements in connection with each, subject to the prior review of the Corporation's solicitor.

(See Minute P09-01)

There being no further business, the Board adjourned at 2:23 p.m.

Bill Fisch, Chair	Janis Vanderburgh, Secretary

:CR

::ODMA\PCDOCS\YORK\1184961\1