

**TRANSLINK BOARD OF DIRECTORS
PUBLIC BOARD MEETING**

AGENDA

June 25, 2025
10:00 am – 12:30 pm
Virtual Meeting

1. Call to Order and Opening Items
2. Public Delegations
3. CEO Report
4. BC Rapid Transit Company
5. Coast Mountain Bus Company
6. Transit Police
7. Finance and Audit Committee Chair Report
8. Planning, Communities and Communication Committee Chair Report
9. Human Resources and Governance Committee Chair Report
10. IT Committee Chair Report
11. HandyDART Delivery Model Review Update – Project Update
12. Fare Evasion Mitigation Program Update
13. Consent Agenda
 - 13.1. Review of Board Governance Manual and Articles
 - 13.2. Response to Public Delegations
 - 13.3. Comparing Transit Fare Rates Across Canada's Large Urban Regions
 - 13.4. Metro 2050 Regional Growth Strategy Proposed Amendment, City of Delta (Springs Boulevard)
 - 13.5. TransLink Bridges – Operations, Maintenance and Rehabilitation Report
14. Conclusion of Public Board Meeting



TO: Board of Directors

FROM: Kevin Quinn, CEO

DATE: June 25, 2025

SUBJECT: Q2 2025 CEO Report

The purpose of this report is to provide a summary of TransLink's key activities from the past quarter.

TRANSLINK STRATEGIC PRIORITY: DELIVER TODAY

R6 Scott Road wins Bill Curtis Outstanding Transportation Project Award



The R6 Scott Road RapidBus has rapidly become a transit success, earning the 2024 Bill Curtis Award for Outstanding Transportation Project from the Institute of Transportation Engineers – Greater Vancouver. In just one year, it's the second busiest RapidBus route in Metro Vancouver and the busiest south of the Fraser, with about 16,000 weekday boardings. Key features like bus priority lanes on 38 per cent of the route, all-door boarding, and upgraded signals have boosted ridership by 1.5 million over the past year.

Beyond transit, the R6 has improved pedestrian safety, added community art, and supported transit-oriented development. This award recognizes the hard work and collaboration of teams across the TransLink Enterprise including Coast Mountain Bus Company, Bus Priority, Engineering Project Delivery, Transit Planning, and more, alongside our contractor Binnie, and municipal partners in Surrey and Delta. Their efforts have set a new standard for regional transit excellence.

Summer Service Changes & the Bike Bus

On June 9, TransLink announced the return of the 900 Bike Bus as well as seasonal service on 13 bus routes as part of our [Summer Service Changes](#). The 900 Bike Bus will provide cyclists with convenient access to ferry sailings at the Tsawwassen Ferry Terminal on Fridays, weekends, and holidays. Additionally, TransLink will increase service on two of the region's busiest bus routes, the R1 and R6 RapidBus routes in Surrey and Delta, by adding earlier northbound morning trips throughout the week.



We will continue monitoring ridership levels across the region to ensure service is provided where it is needed most as more people choose transit. Fall Service Changes will take place in September and will include bus service expansion from the 2025 Investment Plan.

TRANSLINK STRATEGIC PRIORITY: DELIVER TOMORROW

2025 Investment Plan Approved

In April, the 2025 Investment Plan was approved. The plan provides operational funding through 2027, helps to address TransLink's structural deficit, and reinforces transit as a strategic investment in B.C.'s future, while supporting affordable housing, a thriving economy, and climate targets.

TransLink's services are primarily funded by transit fares, property taxes, and fuel and parking sales taxes. To support the new Investment Plan, the following changes to funding have been approved:

- **Property Tax:** A 0.5 per cent increase to the average property tax bills in 2025. This change equates to an estimated \$20 increase for the median household and was reflected on resident's property tax bill in May 2025.
- **Parking Sales Tax:** The tax on parking rights will increase by five per cent, from 24 per cent to 29 per cent, effective August 1, 2025.
- **Transit Fares:** A five per cent increase in transit fares will take effect on July 1, 2026.



With help from these funding measures, the 2025 Investment Plan expands bus service, reduces overcrowding, and advances early priorities in the [Access for Everyone Plan](#). The plan prevents any cuts to transit services by funding TransLink operations through the end of 2027, and reduces the operating deficit by nearly half thereafter.

What the 2025 Investment Plan will deliver

- **Largest expansion in bus service approved since 2018.** Starting in September 2025 and continuing into 2027, bus service will increase by five per cent. This will enable overcrowding relief on up to 50 of our busiest routes; 40 new or improved routes to support transit-oriented communities, industrial areas, and neighbourhoods with limited or no transit service; seven new or improved seasonal services to parks and beaches; and extending the R2 RapidBus to Metrotown. This is in addition to the three per cent service increase enabled through the 2024 Investment Plan—a combined eight per cent increase in transit service since September 2024.
- **Advancing new rapid transit.** This plan funds the next phase of design work for three future Bus Rapid Transit corridors: King George Boulevard; Langley-Haney Place; and Metrotown to North Shore.
- **More transit capacity.** This plan funds more HandyDART trips and increases capacity on existing West Coast Express trips in response to growing ridership and customer demand.
- **Keeping all road users moving.** This plan increases funding for the Major Road Network by 70 per cent. This will include pavement rehabilitation, supporting local governments in addressing road condition deterioration, and ensuring that people and goods can keep moving safely and reliably. With this, it funds the local government Streets Program for one more year, with continued funding



available in 2026 for investments in walking, cycling and road safety. It also extends the Bus Speed and Reliability Program for one more year, to help speed up bus service and make it more cost-efficient to deliver.

TRANSLINK STRATEGIC PRIORITY: DELIVER TOGETHER

TransLink's Annual Service Performance Reviews

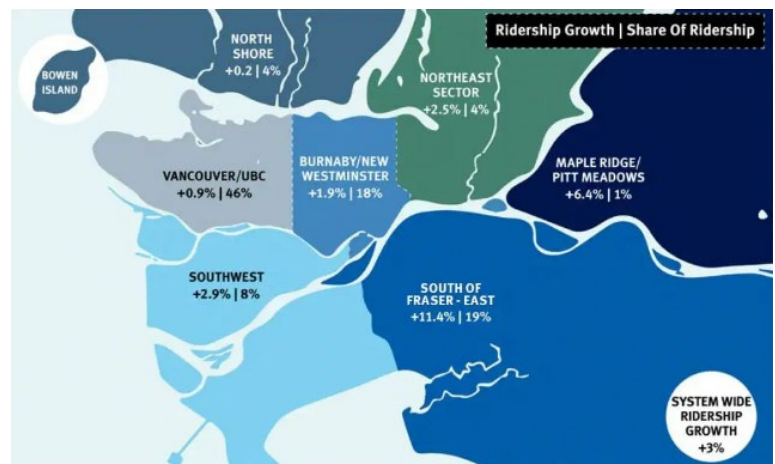


On May 21, we released the 2024 Transit Service Performance Review (TSPR) and the 2024 HandyDART Service Performance Review (HDSPR). These annual reports provide key insights into how our customers used the transit network in the previous year and how we tailored our service to meet their needs.

2024 Transit Service Performance Review

With over 420,000 people relying on transit each weekday in Fall 2024 to access jobs, schools, and activities, the [Transit Service Performance Review \(TSPR\)](#) highlights the essential role public transit plays in Metro Vancouver's economy. The region remains one of North America's leading transit hubs, ranking second in per capita ridership in Canada, behind only Greater Montreal.

Annual transit journeys have returned to a steadier pace of growth, reaching 240.9 million in 2024, a three per cent increase compared to 2023. Transit ridership in 2024 grew the most in areas where population growth and transit investments align. Communities like Surrey and Langley continue to experience the highest ridership growth, driven by strong population increases, fast and frequent service, and transit-oriented development. The 2024 TSPR also illustrates that targeted service reallocations have helped us meet rising demand. However, persistent overcrowding on key high-growth routes highlights the urgent need for further transit investment and service improvements to build a future-ready network that supports a growing population and thriving communities.



2024 HandyDART Service Performance Review

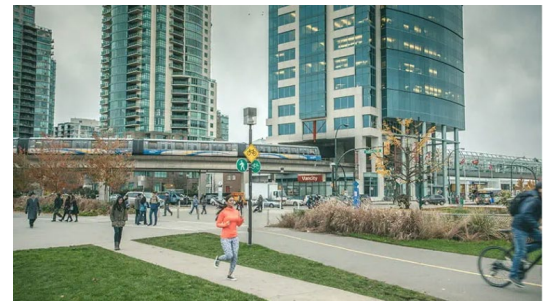
The [2024 HandyDART Service Performance Review \(HDSPR\)](#) demonstrates the importance of HandyDART services in Metro Vancouver. In 2024, we delivered a total of 1,165,800 HandyDART trips. Excluding the 18-day

service disruption due to job action at Transdev in September, trips increased by 6.2 per cent increase compared to the same 11-month period in 2023.

In 2024, 91 per cent of HandyDART trips were delivered on time, helping maintain trust in the service. Customer satisfaction scores remained high for overall service, on-time performance, and ease of booking. These results reflect the dedication of the HandyDART team, who work diligently every day to deliver excellent service for customers across the region.

2023 Trip Diary Results & Dashboard

The Trip Diary is TransLink's most comprehensive survey of travel patterns in Metro Vancouver. Conducted every five years, the latest iteration, carried out by Ipsos in Fall 2023, captured nearly 100,000 trips, providing valuable insights into where, how, and why people move across the region. This data informs TransLink and regional partners' planning efforts, supporting goals set out in Transport 2050.



Since the previous survey in 2017, the region has seen a rise in sustainable travel; transit, walking, and cycling now make up 30 per cent of trips, an increase of four percentage points. At the same time, personal vehicle trips have decreased by five points, and Vehicle Kilometres Travelled (VKT) have fallen by 5.1 per cent. This shift, combined with slower travel demand growth, suggests changing behaviors and growing support for active and sustainable modes of transportation.

The Trip Diary's data is essential for long-term planning, forecasting, and policy decisions. Findings from the 2023 survey are available on TransLink's website through the [2023 Trip Diary Visualization Tool](#), an interactive dashboard showcasing trip data and demographic insights.

Regional Trucking Standards Report



TransLink is leading the development of new regional trucking standards to harmonize the size, weight, and permitting requirements for commercial vehicles across Metro Vancouver. This effort, coordinated with local governments and industry stakeholders through the Commercial Vehicle Working Group (CVWG), aims to improve the movement of goods and support national trade.

Currently, inconsistent standards and separate municipal permits create inefficiencies for carriers. The new standards, almost fully adopted by local governments, will standardize the definition of "heavy truck" and align oversize and overweight truck permitting, making it easier for carriers to operate regionally.

Transport trucks play a critical role in delivering goods that support everyday life and economic activity. These harmonized standards, along with a new regional permit manual, will help reduce infrastructure damage,



prevent traffic disruptions, and improve safety. The new [Regional Permit Policies and Procedures Manual](#) is available on our website.

TransLink hosts CUTA Spring Summit & AGM

From May 11 to 13, TransLink hosted the Canadian Urban Transit Association (CUTA)'s Spring Summit and AGM at the Sheraton Wall Centre in Vancouver. Over 300 delegates from transit agencies from across the country attended this wide-ranging conference, which featured engaging presentations and valuable networking opportunities.

This event enabled us to share insights, explore new ideas, and offer transit professionals from across Canada a closer look at how Metro Vancouver's transit system works. Highlights included guided tours of our transit facilities, informative presentations from experts across various business areas, and meaningful discussions on transit initiatives across the country.





PRESIDENT & GENERAL MANAGER 2025 Q1 REPORT JUNE 2025 TRANSLINK BOARD MEETING

I am pleased to provide this BCRTC update report to the TransLink Board of Directors.

2025 is BCRTC's 40th anniversary. We are building on our strong foundations to continue delivering excellent service to our customers every day; to maintain our assets in a state of good repair; and to prepare for an exciting future. The start of testing and commissioning for the new Mark 5 trains has been an exciting milestone for our team in the first quarter of 2025. Meanwhile, ridership across all rail services is growing, our key performance indicators remain generally aligned with targets, and we continue with various initiatives to build and strengthen our culture.

BCRTC Objective: Deliver Excellent Service

Service

SkyTrain service on the Expo and Millennium lines remains frequent, reliable, and safe. In Q1, our service delivery continued to perform above expectations while our on-time performance scores continue to show positive results. In Q1, trains were on-time over 94% of the time and delivered 99.7% of our scheduled service. We have recently optimized on-train operations training procedures to further minimize customer impacts.

At the beginning of February, BCRTC implemented our 2025 Snow Plan in response to a weeklong forecast of winter weather. Our planning, preparation, and deployment were all effective during the weather event, ensuring rail, stations, and platforms were clear of ice and snow. BCRTC's teams delivered scheduled service with minimal delays, supporting our region's transportation network as residents chose rail service as a safe and reliable option to driving.

The enterprise Language Pin pilot has been extended due to its overwhelming success. In the first phase, 21 SkyTrain Attendants (STAs) signed up to wear language pins to provide 26 language services to support non-English speakers riding our system. We have expanded this second phase to all staff in operations and maintenance who are customer facing and now have a total of 45 staff proudly wearing their language pins to enhance our customer experience.

The SkyTrain customer satisfaction survey score in Q1 met target with a score of 8.2. There were improvements shown in all categories compared to Q4 2024, with the "Feel Safe from Crime while onboard" sub-score increasing by 0.4, "Not being Overcrowded" increasing by 0.2, and "Reliable Service" increasing by 0.1.

Passenger injuries were better than target with 0.9 incidents per million boarded passengers, most of them due to slips, trips, and falls.

While our escalator availability score of 94.1% was strong this quarter, it was below the target of 95.3%. The Elevating Devices team is addressing the root cause of these failures by increasing their parts inventory, improving technician laptop tooling, and arranging knowledge sharing events. Elevator availability continues to perform well with 99.5% availability compared to the target of 98.5%.

SkyTrain and West Coast Express ridership continues to show growth year-over-year. For the quarter, SkyTrain ridership was 25.5M (up 0.7%) on the Expo and Millennium Lines and 10M (up 2.5%) on the Canada Line. West Coast Express ridership increased 14% compared to the same period in 2024.

State of Good Repair

Our rail grinding program completed 55 km of rail maintenance in Q1, to mitigate noise emissions. We also replaced 300 metres of rail, completed a full switch replacement, and began work replacing power rail in the Scott Road to King George area.

Planning is underway for the replacement of the last legacy switch on the Expo Line between Gateway and King George Station. This work is scheduled for Q3 and involves single-tracking during service hours, for six weeks this summer. No station closures are required for this work.

Brentwood SkyTrain Station upgrades were completed in March. As one of the busiest stations on the Millenium Line, the upgrades are a welcome enhancement for our customers as we prepare for continued growth in the Brentwood/Gilmore areas. With more faregates, escalators, and better amenities, the station is well prepared for future growth and increasing ridership.

The SkyTrain Station re-coating project continues at several stations. The work at 22nd Street Station is nearing completion with an anticipated wrap-up date in July. In addition, we are planning to start Phase 1 of recoating work at Surrey Central at the beginning of Q2, as well Edmonds Station in June. To minimize customer impacts, the Surrey Central work will be coordinated with the power rail replacement project occurring in the area.

Work for the facility roof replacement project continues at various stations, power substations, and facilities. Examples include power substation roof work at Holdom, Gateway, and Lougheed Town Centre, all scheduled for completion in Q2.

The escalator replacement project currently underway on the Expo Line side of the Commercial-Broadway station is progressing as planned. Project progress in February allowed the reopening of a major stairwell, elevator, and elevated walkway that were closed to enable construction. This project remains on schedule to open in June 2025.

Within our program of corporate system upgrades, our new employee intranet launched at the end of Q1. The modern platform is already improving staff engagement, information sharing, and key document search / retrieval functions.

BCRTC Objectives: A Healthy, Motivated, and Fulfilled Team

Employee Safety

Starting this year, BCRTC will be reporting lost time injury frequency (LTIF) in two categories: physical and mental health related incidents. Physical LTIFs will continue to be measured against a target of 3.9 while the mental health categories will show the actual rate.

In Q1, physical LTIF (4.1) was slightly above the company's target of 3.9 injuries for every 200,000 hours worked but showed a significant improvement from Q4 2024. Ergonomic-related injuries (muscle and joint strains) and slips/trips remain the main cause of injuries. The mental health LTIF was 1.1 for the quarter, which was also lower than the Q1 2024 rate. In total there were 11 physical injuries and 3 mental health claims in the quarter.

The Safety department continues to conduct deep dives into injury trends and implement prevention plans. For mental health claims, staff continue to be supported through our EFAP benefit in addition to our Critical Incident Support team, which provides employees with emotional and psychological support and outreach resources.

People and Culture

We are proudly maintaining high attraction and retention rates, and low retirement rates (from among those eligible), confirming that BCRTC remains a preferred employer.

The BCRTC People Services team introduced a new, more immersive and engaging onboarding experience for new hires. This *First Mile* orientation for the first class of new employees was held in January. Every two weeks, multiple departments come together to deliver a memorable first day for new hires, including an introduction to the organization, reference to policies, interactive knowledge checks, supplementary eLearning resources, and an instructor-led tour. The rollout was successful, and the initiative will continue to be fine-tuned to ensure ongoing improvement of content and delivery.

As part of our ongoing commitment to fostering a respectful, inclusive, and welcoming workplace, we launched the *We ALL Belong Here* campaign in Q1. The associated posters serve as a visible reminder of our dedication to fairness, respect, and belonging, reinforcing our respectful workplace policies and the values BCRTC upholds as an organization. The campaign is supplemented by *More Than a Bystander* training which also rolled out in Q1, and we have also started preparing an enhanced leadership training program for supervisors and managers, initially targeting skill upgrades for employees new to leadership positions.

BCRTC Objective: Achieve Future Readiness

BCRTC continues to plan, support, and help deliver the rail system's major expansion program. This includes supporting the Broadway Subway and Surrey-Langley SkyTrain (SLS) projects, plus the new Operations Control Centre (OCC2), the new Operations and Maintenance Centre (OMC4), the new Mark V trains, and upgrades at OMC1. BCRTC's focus is on requirements-setting, design reviews, system integration, quality management, operational readiness, and testing/commissioning. Our team is continuously reviewing resourcing requirements in all departments to support system growth and to inform TransLink's annual budget and Investment Plan processes. Some highlights from the past quarter include:

Vehicle Maintenance Shop 3 (VMS3)

This project is located at our main Operations and Maintenance Centre (OMC1) and is being delivered by TransLink. VMS3 is scheduled to open by late 2025 or early 2026. In Q1, roof and exterior cladding work continued immediately after the completion of structural steel installation. In addition, crews will begin to install interior scaffolding so trades can begin building system and concrete work.

New Maintenance and Storage Yard (OMC4) in Coquitlam

This project is also being delivered by TransLink. Construction activity has accelerated, including with the removal of contaminated materials. Two major retaining walls are 50% complete, with a third wall started. Additionally, pier column work for the flyover structure is ongoing. Work on the flyover and track construction in the Trans-Canada Pocket continues to make progress.

Mark 5 Trains

Mark 5 train in-system network testing started on March 8 on the Expo Line. This qualification phase requires the MK5 train to complete 2,000 continuous kilometers on our system without a fault. This is the last phase before the trains can enter revenue service. Subject to the successful completion of testing, the first train is expected to enter revenue service in June. There are currently four trains at our Burnaby Maintenance facility in various stages of testing.

New Operations Control Centre (OCC2)

This project is being delivered by TransLink, and is scheduled to open in 2026. To date, the building scope of work is 95% complete. Looking inside OCC2, the control room desks have been installed, and final panels of the video wall are in place. Video wall testing continues. In the data centre, racks are now being populated with servers, workstations and network infrastructure. Work continues on various electrical and mechanical system installations. Operational Readiness detailed planning is under way.

Broadway Subway Project (BSP)

This 5.7km Millennium Line extension project (VCC to Arbutus) is being delivered by the Province, and remains on schedule to open in 2027. BCRTC continues to provide support and update operational readiness as construction progresses and system design components are designed. Construction on six new stations remains the focus, along with the installation of elevated guideway tracks.

The Millennium Line and Canada Line are being connected at Broadway-City Hall Station from West Broadway to West 10th Avenue. Throughout Q1, work has focused on constructing the walls, columns, floors, and roof of this underground station.

Work inside the tunnels continues, with crews building the concrete base for track installation. Excavation is underway to create multiple cross-passageway service doors between the inbound and outbound tunnels.

Surrey Langley SkyTrain (SLS)

This 16km Expo Line extension project (King George to Langley) is also being delivered by the Province, and remains on schedule to open in 2029. BCRTC continues to provide support as major construction activities kick-off.

The project has now entered an exciting new phase: guideway construction. In 2025, construction efforts are focused on building foundations for approximately 200 guideway piers and columns. Crews have started work to cast more than 4,400 concrete segments to form the SLS guideway.

The development of the precast concrete facility in Surrey's Campbell Heights is also underway, along with the start of construction on Green Timbers and Langley City Centre stations.

Q1 Key Performance Indicators – SkyTrain

Key Performance Indicators – as of March 31, 2025	SkyTrain (Expo-Millennium Line)		
	Q1 Target	Q1 Actual	Q1 Last Year
Deliver Excellent Service			
Customer Service Performance Survey Results	8.2	8.2	8.0
Boarded Passengers (in thousands)	26,644	25,513	25,351
Major Passenger Injuries (per million boarded passengers)	1.0	0.9	1.3
On-Time Performance (OTP)	95.2%	94.1%	93.6%
Percentage of Scheduled Service Delivered	99.6%	99.7%	99.1%
Controllable Delay Events: Response Time 16 – 30 Minutes	12	22	16
Beyond Control Delay Events: Response Time 16-30 Minutes	-	4	4
Controllable Delay Events: Response Time over 30 Minutes	9	8	10
Beyond Control Delay Events: Response Time over 30 Minutes	-	8	16
Elevator availability	98.5%	99.5%	99.3%
Escalator availability	95.3%	94.1%	96.9%
Customer Complaints (per million boarded passengers)	14.5	11.2	12.3
A Healthy, Fulfilled and Motivated Workforce			
Employee Physical Lost Time Frequency (per 200,000 hours worked)	3.9	4.1	2.2
Employee Mental Lost Time Frequency (per 200,000 hours worked)	-	1.1	3.0
Physical Assaults (per 200,000 hours worked)	1.5	0.7	1.5
Retention Rate (rolling 12 months)*	95.0%	94.9%	93.7%
Finance			
Operating Cost per Service Hour	\$251.10	\$238.04	\$229.40
Operating Cost per Capacity km	\$0.0657	\$0.0645	\$0.0624

* Retention Rate related data only available from January 2024.

Q1 Key Performance Indicators – West Coast Express

Key Performance Indicators – as of March 31, 2025	West Coast Express		
	Q1 Target	Q1 Actual	Q1 Last Year
Deliver Excellent Service			
Customer Service Performance Survey Results	-	9.0	8.8
Boarded Passengers (in thousands)	355	426	373
Major Passenger Injuries (per million boarded passengers)	0.0	0.0	0.0
On-Time Performance	97.8%	95.4%	91.6%
Percentage of Scheduled Service Delivered	99.9%	98.7%	99.7%
Customer Complaints (per million boarded passengers)	82	89.2	126.1
A Healthy, Fulfilled and Motivated Workforce			
Employee Lost Time Frequency (per 200,000 hours worked)	0.0	0.0	0.0
Physical Assaults (per 200,000 hours worked)	0.0	0.0	0.0
Finance			
Operating Cost per Service Hour	\$699.21	\$707.47	\$718.16
Operating Cost per Capacity km	\$0.1257	\$0.1288	\$0.1292

Q1 Key Performance Indicators – Canada Line

Key Performance Indicators Based on Canada Line 28 Day Report, Year 16, Period 7,8,9 (3 periods) January 7, 2025 ~ April 1, 2025	Canada Line		
	Q1 Target	Q1 Actual	Q1 Last Year
Safety			
Major Passenger Injuries (per million boarded passengers) (Serious and Fatal)	-	0.6	2.3
Lost Time Accidents	-	0	3
Physical Assaults/Threats	-	0	5
Total Reportable Incident	-	4	13
Service Performance			
System Availability	98.00%	99.52%	99.44%
Vehicle Availability	96.90%	99.52%	99.44%
Station Availability	100.00%	100.00%	100.00%
Operations			
Incidents with duration 16 – 30 Minutes	-	7	7
Incidents with duration over 30 Minutes	-	3	5
Escalator Availability	95.00%	99.12%	98.10%
Elevator Availability	95.00%	97.98%	97.27%
Customer Experience			
Customer Satisfaction Service Score (Based on TransLink Customer Service Performance Report)	-	8.5	8.3
Customer Complaints (Based on monthly Customer Information Data)	-	6.2	9.7
Ridership (in million)	10.20	10.0	9.62

Bus incident in Horseshoe Bay

- On May 28, 2025, a CMBC bus was involved in an incident that resulted in the loss of life of a four-year-old boy and injured two other individuals. CMBC is working with the West Vancouver Police Department which is leading the investigation.

CMBC Strategic Priority: CUSTOMER JOURNEY AND SERVICE

Build on service reliability, ensure customers are informed, safe, and comfortable, prior to, during, and after bus service. Focus on customer needs within service design to drive ridership while balancing customization with operational efficiency.

Special Events

- CMBC supported a wide variety of large-scale public events that required significant transit coordination over the last quarter. The most notable among them was the Vancouver Sun Run. This year's event saw approximately 47,000 participants and followed a route from Georgia Street to Stadium-Chinatown, impacting major transportation corridors. In addition to the Sun Run, CMBC provided transit support for several other high-attendance events including the Vaisakhi Parades in both Vancouver and Surrey, and the Lunar New Year Parade in Vancouver.

Transit Service Changes

- CMBC implemented Spring Service Changes on April 21, 2025 and Summer Service Changes on June 23, 2025. This wraps up the deployment of most of the service expansion funded in the 2024 Investment Plan.
- Spring 2025 saw the introduction of approximately 50,000 service hours across 35 bus routes, most of which are service frequency and convenience improvements. A project of special note is the vehicle upgrade of Route 23 (English Bay/Main Street Station) to conventional buses instead of Community Shuttle buses. This project resolves longstanding chronic overcrowding and required close collaboration between CMBC, TransLink, and City of Vancouver staff to resolve complex funding and engineering challenges prior to implementation.
- For summer 2025, CMBC introduced service changes to better serve warm weather destinations such as lakes and beaches. Compared to summer 2024, improvements were made to service levels on Routes 23, 42, 150, and 362 in response to ridership demand. In addition, the Bike Bus will operate from June 27 to September 1, 2025 between Tsawwassen Ferry Terminal and Bridgeport Station.

Customer Information Call Centre

- In Q1 2025, Customer Information Agents received 117,627 calls. This is a 9% decrease for call volumes compared to Q4 2024 and a 20% decrease compared to Q1 2024. The significant decrease year-over-year is a result of increased calls in January 2024 due to labour action.
- The Lost Property team received 9,853 calls in Q1 2025 which is a 1% increase compared to Q1 2024. The team received 9,028 items in Q1 2025 which is an 8% increase compared to Q1 2024. Approximately 30% of items were returned to customers, consistent with previous quarters.

Access Transit Service Delivery

- In Q1 2025, ridership increased by 3% compared to Q1 2024. Regarding requested trips, 98% were delivered excluding client cancellations which is flat with Q4 2024. In addition, on-time performance was 90% which is on target and flat with Q4 2024.
- The Q1 2025 taxi usage rate was 23% of total trips. This is a 3% decrease from Q4 2024.
- CMBC's Access Transit Service Delivery team continues to work closely with the service provider, Transdev, to manage service and introduced new pilot measures to increase productivity late last year. In Q1 2025, the pilot demonstrated notable improvement with March 2025 achieving the highest productivity level in several months. Access Transit Service Delivery and Transdev will continue efforts to determine next steps, including enforcement of the cancellation policy, which took effect on May 1, 2025.

Wheelchair-accessible Bus Stops

- As of April 23, 2025, CMBC had 7,090 accessible bus stops out of 8,272 total. Each year, CMBC aims for a 2% increase in wheelchair-accessible bus stops which will amount to the transformation of about 150 bus stops in 2025. This initiative is a collaboration between CMBC and the municipalities who own and maintain bus stops.

CMBC Strategic Priority: OPERATIONAL EXCELLENCE

Drive excellence and operational leadership in current modes while maintaining flexibility to link to future mobility.

Bus Fleet Update

- In the spring and summer, CMBC will receive 84 Nova Bus 40-foot compressed natural gas buses and 7 Nova Bus 40-foot battery-electric buses. They will go into revenue service shortly after arrival.
- The trolley bus replacement project commenced pre-production meetings in Q1 2025 with the manufacturer, Solaris. A team of Solaris' representatives travelled from Poland to Vancouver to participate in a series of meetings with the CMBC and TransLink project teams at Vancouver Transit Centre. They reviewed vehicle specifications and other project details.

Fare Revenue

- For Q1 2025, total currency processed in bills was \$9M, a decrease of 10.9% compared to Q1 2024. Total coin processed was \$4.5M, a decrease of 13.5% versus Q1 2024. The rolling 12-month total currency counted has been decreasing more slowly over the past year.

Financial Results

- For the first quarter ended March 31, 2025, CMBC costs, excluding allocated costs and including recoveries, were \$12.5M or 4.9% favourable to budget. All areas, other than contracted services, are favourable. The key drivers of this favourability include:
 - **Favourable:**
 - **Salaries, wages, and benefits:** \$4.4M (3.6%) favourable mainly due to vacancies, lower than forecasted wages in some areas, and potential efficiencies from the implementation of MyWork (the new Daily Operations Management System in Operations).

- **Benefits:** \$2.4M (5.8%) favourable. Roughly half of this favourability is related to statutory benefits due to vacancies and new hires starting later than budgeted. The other half is related to extended health benefits.
- **Fuel:** \$2.2M (11%) favourable, due to lower cost per litre and reduced service kilometres for diesel, gas, and DC power. These savings do not yet account for the elimination of the carbon tax.
- **Unfavourable:**
 - **Vacation expenses:** \$945K (12.6%) unfavourable, primarily because employees are accruing vacation time but not yet using it as we are still early in the year. For comparison, in Q1 2024, we were \$2.1M (31.4%) unfavourable.
 - **Other Contracted Services:** \$383K (4.8%) unfavourable, due to higher labour costs related to overtime, maintenance costs related to older buses, and under accrual of 2024 costs. This is offset by lower fuel costs (not yet impacted by carbon tax elimination) and vacancies.

CMBC Strategic Priority: SAFETY AND SECURITY

Build on service reliability, ensure customers are informed, safe, and comfortable, prior to, during, and after bus service. Focus on customer needs within service design to drive ridership while balancing customization with operational efficiency.

My Health, Safety and Environment (MyHSE)

- MyHSE will be the TransLink enterprise's new health and safety software system. It will be used to record safety incidents and concerns, conduct investigations, assign and implement corrective actions, manage employee injury claims, and report on safety performance.
- A phased launch is planned, commencing with CMBC Safety in summer 2025, followed by Occupational Health functionality in fall 2025. The launch will be supported by online learning modules, user guides, in-person training, IT support, and a network of super users who will be available to assist their co-workers.

Occupational Recover at Work Program

- In 2023 and 2024, CMBC implemented several changes to our Recover at Work Program. Changes included an updated policy, more actively offering alternate/modified duties, and expanding the alternate duties options, among other items.
- In 2024, CMBC reached out to 348 injured employees with occupational injuries (within a couple days of injury) to discuss return-to-work opportunities. Approximately 50% of injured workers are now entering modified or alternate duties during their recovery.
- With these changes, there is now an improving trend in both Lost Time Injuries and Days Lost due to injury. We will continue to refine our program and processes, including integrating mental health injuries into the program, and report back on our progress at a future date.

Employee Workplace Injuries / Accepted Lost Time Claims

- During Q1 2025, CMBC recorded 82 accepted Lost Time claims at a rate of 6.9 per 200,000 hours worked, which is an improvement compared to the same period last year with 90 claims and a rate of 8.0. *Motor Vehicle Collisions* are the leading incident type (representing 24% of all claims), followed by *Falls on the Same Level* (12%), and *Other Bodily Motion* (11%).

Transit Operator Assaults

- The number of Operator assaults was below average in January (3) and then spiked in February (6) and March (10). Then, they returned to below average levels in April (3). There is no indication the spike was part of a new trend. It is currently believed to be a statistical anomaly.
- CMBC continues its efforts to eliminate assaults and keep Transit Operators safe through cross-departmental efforts with the Violence in the Workplace Prevention Committee, as well as collaboration with Transit Security, Transit Police, and Unifor Local 111, the union representing Transit Operators.

SeaBus Passenger Counting System Pilot

- A new passenger counting system is being tested at SeaBus. The scope of the pilot is to design, test, and install a counting system at both the north and south SeaBus terminals that would provide greater than 99% accuracy for vessel occupancy at each sailing, as required by Transport Canada. The current system involves turnstiles that are approximately 25 years old and reaching the end of their service life.
- In addition to enhancing the customer boarding experience, the new system would prevent passengers from boarding the vessels upon reaching capacity, provide real-time passenger counting data to the SeaBus Captain, and allow for enhanced data analysis.

CMBC Strategic Priority: ENVIRONMENTAL SUSTAINABILITY

Focus on leadership in sustainable service delivery and building organizational resiliency and adaptability to climate events.

CMBC Environmental Department's 30th Anniversary

- CMBC's Environmental department was created in 1995 and will celebrate a milestone birthday this year. The department has accomplished many notable items over the past 30 years. The following four give a small sense of the breadth of their work and its impact on CMBC and the region as a whole:
 - **2008** - Launch of the Energy Management Program to conserve energy, identify efficiency measures, and create a culture of energy conservation.
 - **2010** - Vehicle idling reduction policy introduced. Since the Idle Free Program began, it has won many awards, and idling has gradually reduced year after year.
 - **2015** - Buses equipped with emergency spill kits to provide Operators with materials to contain spills and prevent spilled fluids from entering storm drains.
 - **2018** - CMBC began recycling driver seats. Foam can be repurposed into carpet padding and seat covers processed into a fuel source for cement processing.

Renewable Diesel

- CMBC is continuing to stay on track to meet 2030 emissions targets. Our 2025 year-to-date avoided emissions total is 7,948 tonnes of carbon dioxide equivalent (CO₂e).
- Recognizing the success of the renewable diesel program at our transit centres, CMBC Maintenance is currently looking to increase the volume of the renewable diesel fuel supply. This would allow Hamilton Transit Centre to join the program in Q3 2025. Renewable diesel is currently available at four out of our six transit centres including Burnaby, Port Coquitlam, Surrey, and Vancouver.

Letenda Demonstration Battery-electric Bus

- In Q1 2025, CMBC tested a 32-foot battery-electric bus from Letenda, a new Montreal-based manufacturer. They plan to enter production in Q2 2026.
- The Letenda bus has capacity for 44 passengers (22 seated and 22 standing). It has a range of 250-300 kilometres, and a battery capacity of 222 kWh total.
- For the duration of the six-week trial we accumulated 3,293 kilometres, averaging 114 kilometres per day. During this period, the bus successfully travelled 173 routes, utilizing six different Transit Operators, and transported more than 1,700 passengers (rides were free of charge). A feedback survey was shared with both employees and passengers. Almost 300 responses were received with very positive reviews.

Burrard Chinook SeaBus Engine Repower Project

- The Burrard Chinook's engine replacement is being done at Point Hope Shipyard in Victoria in Q1 2026. The work is expected to take approximately two months.
- To ensure CMBC is being efficient with costs and the vessel's time away from revenue service, we will combine the engine replacement project with inspections that must take place every five years according to Transport Canada regulations. This includes drydocking, hull examination, right-angle drive changes, and various other regulatory inspections.

Energy Management Assessment

- An Energy Management Assessment was conducted in April 2025. The last assessment was done three years ago. The purpose of the assessment is to identify priority areas for energy program development through engagement of key internal stakeholders. Several improvement areas were identified, with a focus on developing measurable energy KPIs, re-establishing an energy management capital budget, clarifying energy management roles and responsibilities, and integrating energy efficiency studies into existing infrastructure programs and condition assessments. The final report will be available in the coming months.

Environmental Spills

- Buses contain various fluids that can be released into the environment due to accidents or equipment failures. Spill causes are investigated, and targeted campaigns are launched to prevent recurrence when defects are identified as the source.
- In Q1 2025, CMBC reported 1.23 spills per million kilometres (spills/Mkm), compared with 1.33 spills/Mkm in Q4 2024. CMBC continues its long-term focus on investigating systemic causes of spills and leaks, with the goal of addressing mechanical issues that lead to spills. As the bus fleet is renewed, new mechanical issues may arise, so these initiatives are ongoing.
- In Q1 2025, three spills triggered reporting requirements and were reported to the Ministry. None of these incidents are expected to result in liability or environmental damage.

CMBC Strategic Priority: EMPLOYEES

Tailor approaches for different employee groups and focus on development and growth.

Transit Operator Recruitment

- In 2025, CMBC's target is to hire 732 new Transit Operators (624 Conventional and 108 Community Shuttle). Three hiring events have been held so far in 2025 and we have hired 363 Transit Operators (291 Conventional and 72 Shuttle) which is 49.5% of our goal for 2025.

Mechanic Tradespersons Recruitment

- To maintain staffing levels and plan for the future, CMBC aims to hire 29 Mechanics in 2025. Q1 got the year off to a very good start with 20 Mechanics hired (69% of our goal).
- At the start of Q2 2025, the Fleet Overhaul department hosted a student from the BCIT Women in Trades Program, allowing the participant to be involved in a two-week job shadowing experience. The opportunity arose from CMBC's continued hiring presence at career fairs and networking directly with BCIT about their Women in Trades Program.
- In Q1 2025, to support the future Mechanic Transperson recruitment pipeline:
 - CMBC hosted an information session for BCIT's Trades Discovery for Women Program. The information session was attended by 16 students who are currently participating in the program.
 - CMBC Maintenance leaders participated in BCIT's "Jill of all Trades" event for students in grades 9-12 who identify as female or may be gender diverse. Our participation included hosting an employer booth to share information about CMBC's career opportunities and heavy-duty mechanic Apprenticeship Program.

Equity, Diversity, and Inclusion (EDI)

- The development of a new EDI module has been incorporated into CMBC's New Conventional Operator Training Program which launched in January 2025. In addition, a module is currently under discussion for new Community Shuttle Operators and a decision will be made shortly regarding how and when it can be developed and incorporated into their program.
- All Maintenance teams are preparing to complete the first round of EDI e-learning modules in Q2 2025. In Q1 2025, all Maintenance Managers and Assistant Managers received in-person EDI training to help support the roll-out of this initiative.
- The second round of EDI e-learning modules with three new topics is under development and set to be completed by the beginning of Q2 2025. They will then be made available to all employees via the e-learning platform, MyLearn.
- CMBC's EDI Program Manager is developing a Cross-Cultural Awareness Workshop that will be delivered online on a quarterly basis to CMBC employees. This workshop will serve as Part 2 of the in-person Introductory EDI Workshop that has been delivered to exempt teams across CMBC over the last two years.

Supporting Neurodivergent Passengers

- In late 2024, CMBC's Training & Development department partnered with the Pacific Autism Family Network (PAFN) to create a training video for Transit Operators.
- The video, "Supporting Your Neurodivergent Passengers," is supported by interviews with actors and advocates from the neurodivergent community and uses bus-related scenarios to give Operators tips and techniques for supporting customers who may be neurodivergent.
- In Q1 2025, the video was introduced into CMBC's '1-Day Refresher Training' program and was added to both Conventional and Community Shuttle New Operator Training. Building on this success, the Training & Development department is currently investigating the creation of similar videos specific to vulnerable customer groups for introduction in 2026.

CMBC Strategic Priority: TECHNOLOGY

Prioritize technology enabling improvements to internal operations.

Enterprise Resource Planning – Enterprise Asset Management Project

- CMBC's Enterprise Asset Management (EAM) project includes the development of a software system for tracking financial and physical assets (e.g. buses, infrastructure items). Once completed, it's expected to have more than 51,516 assets and over 24,308 distinct parts.
- The designed approach to this project includes two distinct streams (cloud migration and four waves of key improvements). System and business improvements began delivery starting in Q1 2025 and will continue through Q3 2026.
- The cloud migration piece took place in Q1 2025. After cloud migration, the next significant step is Wave 1 key improvements, which are forecasted for implementation in mid to late Q2 2025.

KEY PERFORMANCE INDICATORS AS OF MARCH 31, 2025

KEY PERFORMANCE INDICATORS ¹	2025 ANNUAL TARGET/ TREND	2025 YTD TARGET/ TREND	2025 YTD ACTUAL	2024 YTD ACTUAL
TransLink Customer Survey – Bus service overall ²	8.0	8.0	7.9	7.5
Scheduled Revenue Service Delivered ³	99.0	99.0	99.2	97.9
Customer complaints per million boarded passengers	82.0*	82.0*	74.0	77.3
Validated HandyDART complaints per 1,000 trip requests	0.5	0.5*	0.5	0.5
On-time Performance				
Bus Regularity – frequent service	80.0%	80.0%	79.6%	79.3%
Bus Punctuality – infrequent service	80.0%	80.0%	82.4%	81.9%
On-time Performance – HandyDART	90.0%	90.0%	90.4%	91.4%
Preventable collisions per million km ⁴	11.6*	11.6*	8.8	11.0
Operator assaults (CUTA 1-4) per million boarded passengers ⁵	0.2*	0.2*	0.3	0.2
WorkSafe BC Accepted Lost Time Claims per 200,000 hours worked	7.7*	7.7*	6.9	8.0
Pedestrian incidents per million service hours	14.5*	14.5*	13.6	11.4
Cyclist incidents per million service hours	3.3*	3.3*	2.9	1.5
Injury claims – passengers per million boarded passengers	3.6*	3.6*	3.9	2.9
Greenhouse Gas Emissions – Carbon Dioxide tonnes per million service km – 12 months rolling ⁶	1,320	1,320	1,315	1,314
CMBC operating cost per service hour	\$159.95	\$159.53	\$154.20	\$154.33
Access Transit operating cost per trip	\$58.16	\$58.74	\$58.38	\$56.48
Access Transit trips provided (thousands)				
HandyDART	1,297	314	236	237
Supplemental taxi service	152	37	71	64
Total Trips ⁷	1,449	350	307	301

* CMBC always strives to continuously improve in our efforts. The target represents the historical trend, taking into consideration the initiatives implemented to lower the trend.

¹ Performance measures are for CMBC business operations (Conventional Bus, Community Shuttle, and SeaBus and exclude contracted conventional transit and contracted Community Shuttle as of March 31, 2025, and March 31, 2024 unless otherwise stated.

² The TransLink Customer Survey is conducted every quarter. The 2025 and 2024 YTD Actuals represent the results of the first quarter.

³ The Scheduled Revenue Service Delivered for the first 3 months of 2025 were slightly higher than 2025 budget, mainly attributed to bus service cancellation due to winter weather in the first three months of the year.

⁴ The 2025 YTD Actual data is subject to change due to the timing of adjudications. The 2025 YTD data is as of March 31, 2025.

⁵ CMBC recorded 19 Transit Operator assaults in the first 3 months of 2025 which is higher than the same period last year with 12.

⁶ The 2025 YTD data is 12 months rolling as of March 31, 2025. The 2024 YTD data is 12 months rolling as of March 31, 2024.

⁷ The number of Access Transit trips provided in the first 3 months of 2025 were lower than the 2025 YTD budget due to lower than anticipated demand. TransLink remains committed to ensuring services are fully available for passengers unable to use conventional public transit without assistance. As such, budgeted 2025 service levels are aligned with the 2024 Investment Plan. The Investment Plan service level was established to ensure that customers can continue to complete trips on this essential service as demand grows.



METRO VANCOUVER TRANSIT POLICE REPORT FOR JUNE 2025 TRANSLINK BOARD MEETING

TransLink Strategic Priority: Customer First

- **Community Safety Officers ("CSOs")**

Class 4 of the CSO Program started training in April 2025. The additional 10 CSOs were hired to offset attrition due to the movement of some CSOs to become police recruits with the Transit Police (and other police agencies). Since the inception of the CSO program in 2023, 10 CSOs have become police recruits with Transit Police, which was a secondary objective of the program. With the addition of Class 4, Transit Police



maintains its 24 CSO staffing goal for the pilot program. CSOs perform a wide range of duties, such as high visibility patrols, community engagement, fare enforcement, support to persons in vulnerable circumstances, enforcement of transit rules, support to police officers in investigations, as well proactive action in emerging events to ensure safety and security of transit riders and employees. The three-year evaluation of the pilot program is currently underway.

- **New Youth Liaison Officer ("YLO")**

Transit Police has established a new YLO position in the Community Engagement Team. Constable Rylan Armstrong was selected for this position. The YLO will focus on police work primarily involving the prevention of youth related crime by educating and supporting communities throughout the transportation system. The YLO will provide counsel, guidance, and support to youth, caregivers, and others through support, referrals, monitoring, internal/external communication, as well as provide a single point of contact for internal and external partners involving youth related matters.

- **Transit Police – General Investigation Unit (“GIU”) –**

On February 27, 2025, following a property crime investigation by GIU, supported by CMBC partners, a suspect was identified and arrested for after-hours break-ins at the West Coast Express Station in Coquitlam. Evidence of two break-ins (January 20 and February 10) to the station had been reported by Compass Vending Machine Technicians, who noted that there had been attempts to break into the machines. GIU recommended charges against the suspect and he was released with conditions, pending his upcoming court date.



- **Transit Police – Crime Suppression Team (“CST”)**



CST conducted a high-impact five-day operation that targeted criminal activity around the Langley Centre bus loop. This exchange consists of seven bus bays, supporting 15 bus routes, and is located adjacent to a shopping plaza and casino. CST worked with other Transit Police teams and also received support from Surrey RCMP Crime Reduction Unit, Langley RCMP Special Response Team, CFSEU-BC Uniform Gang Enforcement Team and the BC Municipal Undercover Program. The project resulted in 54 arrests, 31 weapons

being seized, and 50 police files being generated. Included were significant drug and contraband items, including fentanyl, cocaine, illicit tobacco and cash proceeds. Keeping transit hubs safe is important, including for preparation for the expansion underway.

- **Community Safety Survey**

Transit Police contracted Leger to administer the 2024 Transit Police Community Safety Survey. This survey is required to meet provincial policing standards (2023) and will be conducted at least every three years (if not more frequently). The survey design was consistent with Public Safety Canada’s standardized metrics and done in a manner that supports accessibility and mitigates systemic barriers to participation. The online survey took place over fall 2024, with the target audience being 1500 people who have used the transit system or have interacted with a Transit Police Officer within the past year. The quantitative results were required to be reflective of the Metro Vancouver region (geographically and demographically) and have sufficient sampling from six demographic subgroups (including those who self-identify as Indigenous, members of the 2SLGBTQ+ community and those living with a mental illness). The survey was offered in English, Punjabi and Simplified Chinese. Some highlights of the survey follow:

- o 87% aware of the Transit Police;

- o 79% of respondents said they did not report the crime they witnessed on the transit system over the past year, 16% had witnessed an event they believed was a crime, and 5% of respondents had directly experienced something they believed was a crime;
- o More than half (53%) of all crimes were reported, either by the respondent directly or someone they knew;
- o 47% of respondents feel there are too few Transit Police; 4% feel there are too many;
- o 37% are aware of the Transit Police texting service and 22% have used the service
- o When asked to provide a rating for the overall services provided by Transit Police, the average score provided was 6.8/10;
- o 35% of respondents say that police in Metro Vancouver are doing a good or excellent job (15% gave a score of poor or very poor); and
- o 32% of respondents say that police in Canada are doing a good or excellent job (20% gave a score of poor or very poor).

The survey provides important insights into transit user's awareness of and Transit Police services, perceptions of Transit Police and the service provided, perceptions of safety on the transit system and the incidence of contact with Transit Police, and feedback on these interactions. The survey further supports Transit Police's Strategic Plan, Pillar 2 – Engaged Community Partners, and its commitment to listen closely to community feedback and consider recommendations for change.



- **2022-2026 Strategic Plan - 2024 Year-End Update**
Throughout 2024, Transit Police continued to make important progress against the 11 Strategic Plan Objectives, in support of Transit Police's core purpose of 'Safety for all transit users in Metro Vancouver'. To view the 2024 year-end update report: [Strategic Plan - Transit Police](#)

- **Training**

- Red Dot Sighting System ("RDS")

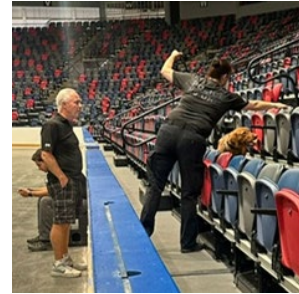


– Transit Police Officers commenced RDS training in April and completion is expected by November 2025. Once trained, Officers will transition to RDS use on their duty firearm. Other Lower Mainland police agencies are also making such a switch. RDS is designed to accurately aim their firearm at a target more quickly. RDS allows an Officer to maintain a constant focus on the threat and keep their field of view open, resulting in better threat assessments and

quicker reactions to changes in the subject's behavior. RDS has demonstrated a faster proficiency achievement rate for police recruits new to firearms, valuable for Officers in crisis situations, and supports protection of the public.

Semi-annual Police Supervisors' Training – The May 2025 Supervisor training covered the Transit Police respectful workplace policy, supervisors/managers responsibilities in such matters, and how the complaint process under the *Police Act* may be applied. The training also included a refresher on review of search incident to arrest, search incident to detention, plain view, and consent searches, and current Supreme Court case law on searching inside a dwelling house without warrant. This training is important to remaining current on the ever-changing landscape of policing and the law.

Transit Police - Explosive Detection Dog Unit ("K9 Unit") – In April 2025, the K9 Unit and Delta Police K9 Unit co-hosted the annual Canadian Police Canine Association Detection Dog Seminar, with 23 dog teams attending from across British Columbia, Alberta, Canada Corrections and the RCMP. The seminar delivered an invaluable training environment, with realistic scenarios, with the involvement of top canine trainers from across North America. The Transit Police K9 team provided outstanding leadership while strengthening partner agency collaborations.



TransLink Strategic Priority: State of Good Repair

- **Performance Measurement Culture**

Transit Police is an intelligence-led and data-driven police agency, and gathers comprehensive statistics in relation to crime and organizational performance. Transit Police shares statistical and performance information with the public, TransLink and stakeholders through a variety of tools, including reports on the Transit Police website. The following is a snapshot of key statistics for 2025 Q1 as compared to 2024 Q1.

In 2025 Q1, Transit Police had a total of 3,326 Police Files, which is a 5% decrease from 2024 Q1 (3,516).

Metro Vancouver Transit Police Crime and Safety Statistics	2024 Q1	2025 Q1	% Change	Positive Monitoring Needs Action
Rate of Crimes Against Persons/100,000 Boarded Passengers	.37	.34	-9%	
<i>Actual Number of Crimes Against Persons (includes assists)</i>	355	327	-8%	
Rate of Crimes Against Property/100,000 Boarded Passengers	.44	.34	-22%	

<i>Actual Number of Crimes Against Property (includes assists)</i>	421	330	-22%	
Other Criminal Code Violations/100,000 Boarded Passengers¹	.20	.19	-5%	
<i>Actual Number of Criminal Code Violations (includes assists)</i>	191	184	-4%	
Provincial Violation Tickets ("VTs")	1838	2199	20%	
Arrests - Warrants Executed (All)	279	207	-26%	
Arrests - New Charges²	146	126	-14%	
Breaches <i>(includes secondary offences and assists)</i>	111	104	-6%	
Total S. 28 Mental Health Act Apprehension Files	62	52	-16%	
<i># of S.28 MHA individuals committed, held, voluntary admitted</i>	85%	71%	-14% points	
Rate of Sexual Offences/100,000 Boarded Passengers	0.04	0.03	-25%	
<i>Actual Number of Sexual Offences (includes assists)</i>	36	29	-19%	
Fare Infraction Notices	2029	2039	0.5%	
Number of Unique SMS Text Conversations	1776	2746	55%	
Number of Police Files Generated from SMS Texts Conversations	622	631	1%	
Transit Conduct & Safety Regulation³	1,094	959	-12%	

- Ridership Boarded Passenger levels increased 1% when comparing 2025 Q1 to 2024 Q1 (96,659,265 compared to 95,641,306). The 2025 Q1 results continue to show a decrease in the rates of Crimes Against Persons (down 9%) and Crimes Against Property (down 22%) per 100,000 Boarded Passengers when compared to 2024 Q1. These rate drops reflect the increase in ridership as well as reductions in the actual number of crimes against persons and property files.

Assault of Station Attendant – In May 2025, a SkyTrain Attendant was at Commercial-Broadway Station when a person approached the STA and

¹ Other Criminal Code Violations: Includes such offences as weapons, disturbing the peace, child pornography, obstruct peace officer, possess break and enter instruments, intimidation and threats, breach/bail violations, indecent acts/exposing, and counterfeiting.

² Arrest means an actual arrest and all other cases where charges were recommended to Crown Counsel.

³ Under the *Greater Vancouver Transit Conduct and Safety Regulation* (a Provincial regulation), this count reflects actions taken and fines issued related to such areas as: proof of payment not transferrable; requirement to obey signs and rules; restrictions on access to transit property; public safety, order and convenience and protection of property; and dealing with fare officers. Misuse of fare gates is section 8(4) of this regulation.

began a conversation. After a few moments, the person became confrontational and the STA asked the person to leave the station. The person raised their fist, swung a charging cable at the STA, and then spat in the STA's face. Transit Police were advised of the assault and, upon investigation, located the suspect behind a nearby grocery store and then arrested the suspect. They were released on an Undertaking and one count of Assault is being recommended.

- The number of sexual offence files for 2025 Q1 was down 19% when compared to the 2024 Q1. A decrease of 25% is also reflected in the rate of sex offences per 100,000 Boarded Passengers for the comparative periods. Transit Police takes reports of sex offences seriously and investigates thoroughly. Transit Police recognizes there may be under-reporting of incidents and promotes reporting through a variety of initiatives, including texting 87 77 77 and ongoing anti-sex offending campaigns with community partners. In 2024, a new webpage was added to the Transit Police website to promote reporting of sexual assaults and to help inform victims of the investigation process and victim supports available.
- SMS text 87 77 77 continues to be promoted as a way for transit riders to discreetly contact Transit Police when issues of concern arise while on transit. There was a 55% increase in unique SMS Text conversations with the Transit Police's Operations Communication Centre ("OCC") when comparing 2025 Q1 to 2024 Q1, which is partly attributed to the impact from the expansive text/safety campaign over the past couple of years. In 2025 Q1, 25% of conversations were converted to police files – lower than the 35% in 2024 Q1. This may reflect that transit users find the text service easy to use for non-police concerns. The calls are triaged by the OCC and many of the other conversations redirected to transit customer service or other service providers.
- When comparing 2025 Q1 to 2024 Q1, Transit Police had a 16% decrease in apprehensions of persons under Section 28 of the *Mental Health Act*, where a person was deemed to be a danger to themselves or others. These individuals were taken to hospital for assessment from medical practitioners and 71% were certified, held, or voluntary admitted once at hospital. Transit Police refer some individuals /clients to the Transit Police's Mental Health Liaison Officers (one more recently added), who work with the client and partner agencies to seek appropriate support services and resources for the client moving forward, while also mitigating future issues on transit.
- There was a 20% increase in Provincial Violation Tickets in 2025 Q1 compared to 2024 Q1. This is mostly attributed to the ongoing work by the CSOs and Targeted Mobile Enforcement Team, whose duties include enforcement of the *Greater Vancouver Transit Conduct and Safety Regulation* and issuance of Fare

Infraction Notices. There was a 12% decreased in actions taken under the *Greater Vancouver Transit Conduct and Safety Regulation* for the compared periods in 2025 and 2024.

- In 2025 Q1, Transit Police Officers made 207 arrests for outstanding criminal warrants⁴ (includes RCMP, Municipal Police and Transit Police issued warrants from BC and elsewhere). This is 26% lower than in 2024 Q1. New charge arrests and breach files⁵ also decreased by 14% and 6% respectively. Many warrants relate to crimes that occurred off the transit system. Arrests on the warrants can arise from Transit Police Officers patrols in and around the transit system, and officer enforcement of transit conduct and safety regulations, such as a person pushing through a fare gate. Warrant arrests help ensure that individuals who have committed crimes and are unlawfully at large are removed from the transit system and the broader community.

Warrant Arrest – In April 2025, Transit Police patrol officers attended a residence in Whalley to locate a person on an outstanding warrant (Breach of Release Order). Officers found the person no longer resided at that location; however, they checked nearby facilities and the person was located and arrested. In addition to the Transit Police warrant, the person had warrants from Surrey RCMP for Sex Assault with a Weapon and Sex Assault Breach Release Order, Mission RCMP for Breach Release Order, a multi jurisdictional warrant from Surrey Police Service and Vancouver Police Department, and one from Manitoba for Fail to Comply with Probation. This was an important apprehension for crime prevention and public safety.

⁴ Warrant arrests and breaches may arise from on-view work of police officer, calls for service, confirming identity incidental to criminal arrest or during enforcement of a provincial statute offence (i.e., misuse of a fare gates). Officers also familiarize themselves with criminals of concern or offenders wanted through law enforcement intelligence sharing, regional BOLFs (Be On Lookout For) and the Transit Police Offender Monitoring.

⁵ Total breach files now include assists. These numbers are limited to the files that are reported to Transit Police; there may be other breach files on/near the transit system not brought to the attention of Transit Police.

TO: Board of Directors

FROM: Sarah Ross, Vice President, Transportation Planning and Policy
Matt Craig, Director, System Planning

DATE: May 22, 2025

SUBJECT: HandyDART Delivery Model Review – Project Update

EXECUTIVE SUMMARY

The HandyDART Delivery Model Review has been underway since June 2024 to evaluate the current service delivery model and explore alternate options that consider evolving customer needs, organizational priorities, and industry best practices. Work completed includes the development of a Multiple Account Evaluation (MAE) framework (attached as Attachment 1 to this report) and development of delivery model options.. Through the review process we have engaged with HandyDART users, caregivers, staff, and community partners to ensure the service reflects the needs of those who rely on it most. Further in-depth analysis is underway.

To ensure that the recommended delivery model considers both *who* delivers the service as well as *how* the service is delivered, including evolving industry best practices and potential customer benefits, Management is pursuing further work prior to bringing a comprehensive recommendation to the Board for decision. This will also provide opportunity to consider the more recent expectations set out in the Minister of Transportation & Transit's mandate letter and broaden the scope of the delivery model review to incorporate consideration of other key initiatives underway that are anticipated to improve the HandyDART customer experience.

PURPOSE

The purpose of the report is to update the Board on the status of work being carried out toward developing recommendations for the future delivery of HandyDART services.

BACKGROUND

HandyDART is TransLink's door-to-door custom transit service for customers who are unable to use conventional transit due to disability. As with all other components of our regional transit system, HandyDART is a TransLink service – regardless of how the service is delivered. TransLink sets the service levels, the policies, and the standards, and ultimately has accountability for the service.

HandyDART is one of TransLink's highest rated services. In 2024, customer satisfaction was 8.8 out of 10 – the second highest score ever recorded. Last year 99.6 per cent of requested HandyDART trips were delivered, and 91 per cent of all trips arrived on-time.

HandyDART has been delivered as a contracted service since its inception in the 1980s. Other transit services delivered on behalf of TransLink through contracted service include the Canada Line, West Coast Express, Langley Community Shuttle, Bowen Island Community Shuttle and West Vancouver

Blue Bus. Originally, the HandyDART service was provided through multiple contracts and contractors. Since 2009, the service has been provided by a single dedicated contractor. Today, HandyDART operates under a split structure contracted delivery model, with certain functions handled by TransLink and Coast Mountain Bus Company (CMBC), others by a single third-party contractor, and some functions shared between both parties.

Components of HandyDART service delivery include:

- | | |
|-----------------------|----------------------------------|
| • Service eligibility | • Fleet and facility ownership |
| • Customer care | • Fleet and facility maintenance |
| • Operator training | • IT ownership and services |
| • Trip booking | • Trip dispatch |
| • Scheduling | • Trip delivery |

Currently, HandyDART operator training, trip booking, scheduling, fleet maintenance, IT ownership, IT services, and trip delivery and dispatch is delivered by a single contracted operating company, Transdev. This contractor shares responsibilities with CMBC to deliver some customer care and facility ownership and maintenance. The TransLink enterprise is responsible for customer feedback, service eligibility and fleet ownership.

Transdev's HandyDART operators work under a Collective Bargaining Agreement (CBA) negotiated between their union and Transdev. The current CBA provides HandyDART operators nearly the same benefits as CMBC community shuttle operators, along with higher wages than CMBC community shuttle operators, employee and retiree transit passes, and participation in the Municipal Pension Plan (MPP) for eligible employees.

In addition to delivering trips by dedicated HandyDART vehicles, some HandyDART trips are provided by taxis contracted through HandyDART operating company. This common practice among all custom-transit systems helps manage capacity, maintain service continuity during emergencies or mechanical issues, and effectively manage costs. On a HandyDART vehicle, customers typically share a ride for all or some of their trip with one or more other customers, which usually means taking an indirect route. Customers may also need to transfer between vehicles. A trip dispatched to a taxi is typically a direct ride with customers taken directly from their origin to their destination.

DISCUSSION

The HandyDART Delivery Model Review was developed to inform how HandyDART can incorporate additional industry best practices to deliver service improvements for users.

The goal of the review is to develop recommendations for HandyDART service by evaluating the current model and exploring alternate options that consider evolving customer needs, organizational priorities, and industry best practices on who should deliver HandyDART services and how they should be delivered.

Three options for further analysis

One core component of this project is to understand how different allocation of responsibilities between the transit agency and contractor(s) might perform to inform recommendations on *who* should deliver different aspects of the service in the future. This is being done through the development of a Multiple Account Evaluation (MAE) framework to assess different delivery model

options, intended to support decision-making by comparing options across multiple key criteria. The MAE framework, outlined in Attachment 1, was developed through fall 2024, with input from key stakeholders. This is aligned with early requests from stakeholders, including the Save our HandyDART coalition, to use an MAE in our review. It includes accounts and associated criteria to evaluate delivery model options on their performance in:

- end-to-end customer experience,
- organizational and financial sustainability,
- flexibility and adaptability, and
- ease of implementation and transition.

Feedback from stakeholders was positive, with overall support for the accounts and criteria.

Across the transit industry, there are many variations in the distribution of service delivery functions between the transit agency and contractors. In all options, HandyDART remains a TransLink service, with accountability for service standards and the customer experience. Three models being evaluated assume ongoing non-dedicated trip delivery using taxi services. The three options are:

- **Option 1: Modernized Contract** – This option has a similar structure to how HandyDART is delivered today. However, through a competitive contracting process, tools for oversight and performance management would be modernized to unlock new opportunities to improve the service and customer experience.
- **Option 2: In-House** – This option brings all HandyDART operations in-house to TransLink to deliver all aspects of the service.
- **Option 3: Split Structure** – This option brings most functions in-house including scheduling and dispatch, with one or more contracted operating companies engaged to deliver trips and maintain fleet and facilities.

The three models were validated and discussed through workshops with stakeholders, advocates, and frontline staff. In-depth analysis of these options for who delivers HandyDART service is ongoing and will be part of the final recommendations.

Exploring potential offerings to assess new approaches in how to deliver custom transit

Another core aspect of this review and work that is ongoing is to explore *how* the service is delivered, including industry best practices and potential customer benefits. Custom transit is an evolving industry, with many improvements and new service options emerging in recent years. This includes dedicated and non-dedicated fleet utilization, modern software platforms, and new service offerings such as integrating with microtransit services.

Across the transit industry, the use of additional transportation services, typically local taxi service, is a common part of delivering custom transit. These are often referred to as non-dedicated trips because the vehicle is not dedicated to the agency for providing custom transit trips. The use of non-dedicated vehicles as a component of the service delivery is standard and common-practice in para-transit service delivery in Canada. However, the specifics of how and when it is utilized varies considerably – ranging from capacity management and overflow in peak periods, maintaining on-time performance due to breakdown or a delayed vehicle, or to service trips that are far or in locations that would be challenging for a larger vehicle to access. Among comparable Canadian transit agencies, TransLink provides a lower percentage of overall trips using non-dedicated

providers. In 2023, 24% of HandyDART trips were delivered by non-dedicated vehicles, compared to 28% in Toronto and 55% in Calgary. New York City, the largest system in the US, now delivers over 62% of paratransit trips with non-dedicated vehicles.

In addition to differences in the rationale and percent of trips delivered by non-dedicated fleet, there is also significant variation in how non-dedicated trips are provided, with substantial changes emerging. Some agencies are more directly integrating non-dedicated service scheduling and dispatch into the custom transit scheduling and dispatch system, allowing for better monitoring and management. A small number of agencies, primarily in the US, have started to use Transportation Network Companies or ride-hailing services to provide non-dedicated services. In addition, there are emerging services, such as commingling, which allows agencies that have other on-demand microtransit services to be integrated with custom transit services, allowing for more trip options for customers and simplified operations across both services. The role of non-dedicated trips, including opportunities for greater consistency in customer experience with non-dedicated trips, and a more deliberate and proactive approach to the use of non-dedicated services, is the subject of ongoing work through this review and will be part of the final recommendations.

Many of the new opportunities for more efficient service delivery and better customer experience rely on a more modern software platform for HandyDART operations. TransLink has work underway now to identify options for an updated software platform that improve operational efficiencies to dispatch and trip assignment. Newer custom transit software platforms also allow for more effective implementation of customer features such as real-time vehicle information and online booking, for which customers have previously expressed interest.

Customer, operator, and stakeholder feedback has been essential in shaping work completed to date

A key part of this project so far has been engaging with customers, their representatives, and front-line staff to understand customer priorities for HandyDART service and how these groups might be affected by the delivery model. Engagement methods for this project to date have included workshops, focus groups, a telephone survey, and meetings with various stakeholders and advocates including the Save Our HandyDART Coalition, non-unionized HandyDART staff, ATU leadership, and unionized ATU Local 1724 HandyDART frontline and casual staff.

In addition to workshops, the project team seeks regular input from the HandyDART Users' Advisory Committee (HDUAC). The HDUAC is a standing TransLink advisory committee, which was established in 2019 to provide advice and guidance on HandyDART plans, programs, and related initiatives. The committee is comprised of customers and caregivers appointed by the TransLink Board, a representative of the Access Transit Users' Advisory Committee, and a member of the HandyDART Riders' Alliance.

Two rounds of facilitated face-to-face engagement have been held to date. The first round occurred in August 2024 and involved 12 stakeholders with representation from day programs, care homes, renal care, senior's groups and advocacy organizations. It introduced the project's objectives and sought feedback on the current HandyDART delivery model and the proposed MAE framework. Overall, participants expressed support for the proposed accounts and associated criteria.

The second round in December 2024 included the same stakeholders as well as 20 front-line unionized HandyDART employees. This round involved presenting the three delivery model options and solicited feedback on their opportunities and challenges.

The feedback received from these engagements will be considered in the evaluation.

Trip availability and reliability identified as top aspects of service to customers

In addition to engagement workshops on the draft MAE framework and the proposed delivery model options, the project team also used two surveys to identify priorities for aspects of HandyDART service from a broad set of customers. This included a telephone survey of 100 customers conducted in September 2024, and the annual Customer Service Performance (CSP) survey, which interviewed 500 customers who had used HandyDART in the previous month. Notably, HandyDART trips delivered by dedicated vehicles scored 8.8 out of 10 overall. HandyDART trips provided by taxis scored slightly lower at 7.8 overall, which is higher than the overall conventional transit system score of 7.7. Of respondents, two-thirds (67%) gave good-to-excellent ratings (at least 8 out of 10) of overall taxi service.

The telephone survey highlighted similar preferences amongst customers, with more than half of survey respondents selecting the following as “very important”:

- Having more trips available within the current service hours
- Less time spent waiting on the phone to book a trip
- Less transfers or connections between vehicles or services when travelling far
- Use of more HandyDART buses than taxis

The 2024 CSP survey included questions about trade-offs to further understand customer preferences in how the service is delivered:

- 44% preferred to get a taxi at their preferred time over waiting for a HandyDART vehicle to be available, while 50% preferred to take a HandyDART vehicle even if it meant waiting
- 54% preferred minimizing transfers or connections instead of getting to their destination faster, even if it required transferring (32%)
- 64% expressed a preference for better on-time, reliable service over consistent customer assistance from the driver (31%)
- 56% preferred having more trips available within the current service hours over expanded service hours (32%)
- 61% preferred improvements in call wait times to book a trip, compared to 32% of would like to see new ways of booking a trip introduced.

Together, these results suggest that while customers are interested in a wide variety of improvements, trip availability and reliability are particularly important. As noted above, HandyDART is one of TransLink's highest rated services, with top customer satisfaction scores that remain stable year-over-year. These findings are being considered in this review.

Opportunity to consider emerging expectations of Provincial government

TransLink is an independent agency and, unlike BC Transit, is not a crown corporation. However, recognizing that the Province of BC is an important partner, Management has engaged Provincial officials on the review. The Province has requested that TransLink consider the value of incorporating into the review the new expectation set out in the Premier's mandate letter to the Minister of

Transportation and Transit. This mandate letter includes the expectation to: *“ensure that our provincial transit services are being delivered in a way that is cost effective for taxpayers, responsive to the concerns of transit riders, and not duplicative of administration by reviewing the private delivery model for provincial transit systems starting with handyDART.”*¹

NEXT STEPS

Management will be continuing the HandyDART Delivery Model Review to ensure consideration of the expectation set out in the Minister’s mandate letter, prior to bringing a recommendation to the Board for decision.

Next steps involve further work to identify and advance recommendations for how HandyDART should be delivered in the future. This will include addressing aspects of the service highlighted through a more comprehensive HandyDART strategy that considers ongoing and future improvements such as:

- Improving scheduling and operational efficiency through procurement of modern operating software.
- Identifying opportunities to improve consistency of customer experience for HandyDART trips delivered by taxi, leveraging industry best practice for the use of non-dedicated vehicles in custom transit service.
- Undertaking further analysis of cost- and administrative effectiveness of the three models identified through the initial phases of the HandyDART Delivery Model Review.
- Continuing work to optimize outcomes across competing metrics. For example, customers and stakeholders have identified both availability of trips and minimizing transfers as important aspects of the service, however, decreasing or removing transfers would result in lower trip availability.
- Identifying a strategy for fleet and depot needs to support future operations.
- Continuing ongoing work to deliver on previous commitments to update the application process to support eligibility, expand travel training, and implement online booking.

ATTACHMENTS

Attachment 1: Multiple Account Evaluation Framework

¹ This letter can be found at <https://www2.gov.bc.ca/gov/content/governments/organizational-structure/cabinet/cabinet-ministers>

Attachment 1: Multiple Account Evaluation Framework

Account	Criteria (Objective)
End-to-End Customer Experience	Travel time (minimize)
	Customer satisfaction (maximize)
	On-time performance (maximize)
	Customer safety (maximize)
	Ease of booking (maximize)
Financial Sustainability	TransLink subsidy per trip (minimize)
	Operating expense (minimize)
Organizational Sustainability	Operator experience/retention (maximize)
	Ease of transition to low carbon or carbon free transportation (maximize)
	Public trust (maximize)
Flexibility and Adaptability	Flexibility to adapt to changes in policy (maximize)
	Ease of integration with conventional services (maximize)
	Flexibility to adapt to changes in demand (maximize)
	Flexibility to respond to disruptions (maximize)
Ease of Implementation and Transition	Required changes to HandyDART facilities (minimize)
	Required changes to TransLink staff resources (minimize)
	Need for new/additional training to transition to a new model (minimize)

TO: TransLink Board of Directors

FROM: Jeff Busby, Chief Operating Officer
Mark Langmead, Director Revenue & Compass Operations

DATE: June 2, 2025

SUBJECT: Fare Evasion Mitigation Program Update

EXECUTIVE SUMMARY

In 2024, TransLink set a target to reduce fare evasion by one percentage point to recover approximately \$5 million in additional annual fare revenue. To achieve this, Management commenced a fare evasion mitigation program incorporating four key strategies based on industry best practices.

Analysis indicates TransLink has collected \$3.2 million more in fare revenue in the last six months of 2024 that can be attributed to reduced evasion. More customers purchasing and using the correct fare since the program commenced.

PURPOSE

The purpose of this Report is to provide the TransLink Board with an information update on the fare evasion mitigation program that management commenced in 2024.

BACKGROUND

As part of the [Management Action Plan](#), following the [independent efficiency review in 2024](#), TransLink announced a series of efficiency measures. These measures included a target to reduce fare evasion by one percentage point and by doing so, collect approximately \$5 million in additional fare revenue.

There are different types of fare evasion and ways to measure it. Management assesses fare evasion based on “tap non-compliance” (not paying a fare or complying with fare product tapping requirements) and insufficient fare payment, where customers purchase discounted fare products for which they are not eligible to use.

In July 2024, Management established a fare evasion mitigation program incorporating the following four industry best practice strategies:

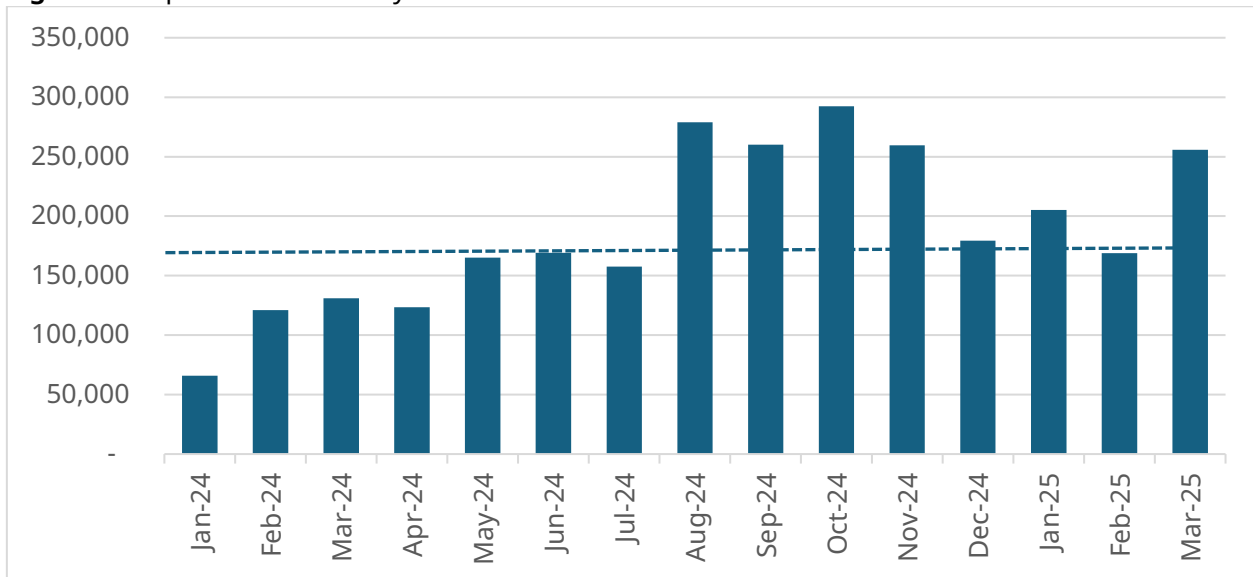
1. Enhanced fare enforcement
2. Customer education
3. Physical barrier and technology improvements
4. Increased support for disproportionately impacted customers

DISCUSSION

Fare evasion mitigation strategies and deployment

Since July 2024, Transit Security recruited eight new officers and established a dedicated fare enforcement team. This effort has resulted in a significant increase in fare inspections in 2024 as shown in Figure 1 below. In the first six months of 2024, 776,000 customers were inspected by Transit Security and Transit Police. This increased to 1.4 million in the last six months, an increase of 80 per cent.

Figure 1: Inspection volumes by month



Figures 2 and 3 below show the trend in the number of tickets issued and the value of fines collected each year.

Figure 2: Fare Inspection Notices issued by year (2014 to March 2025)

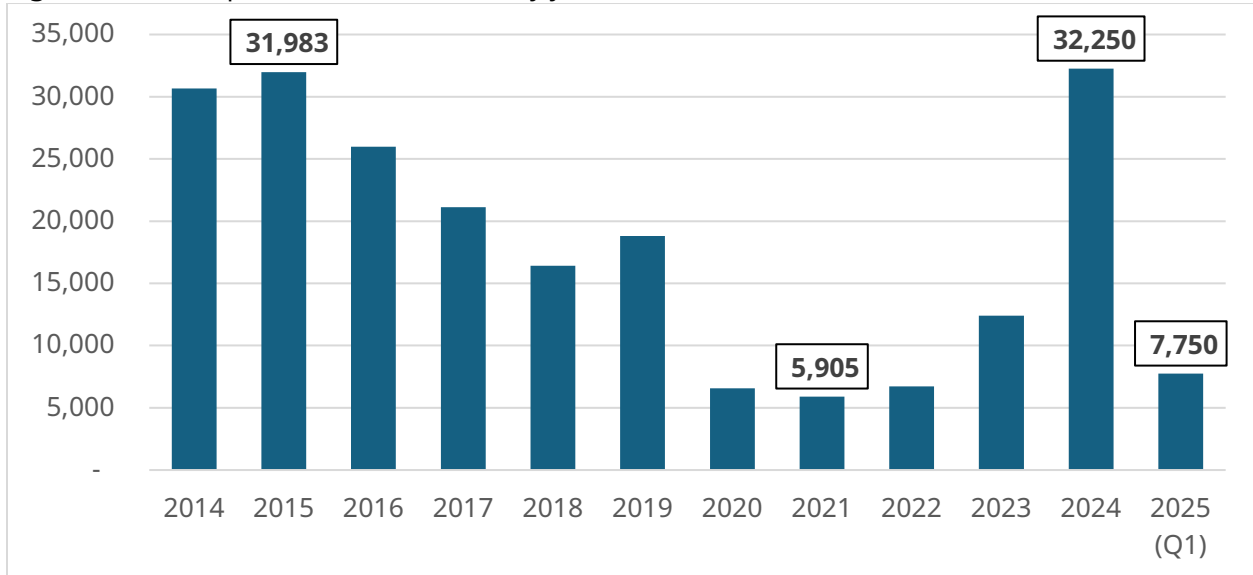
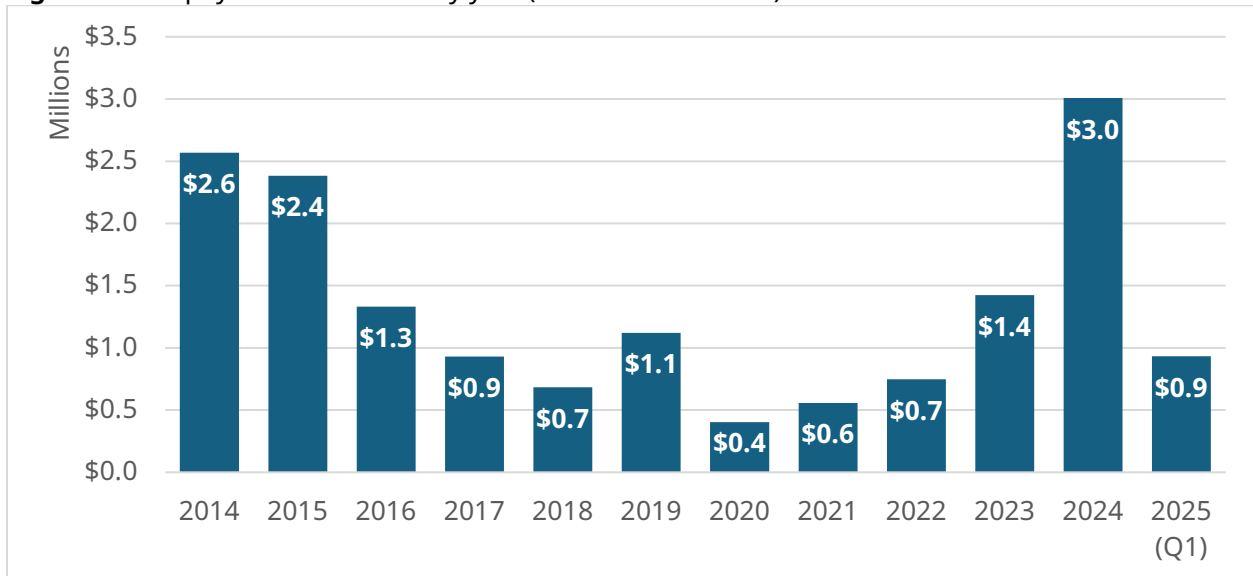
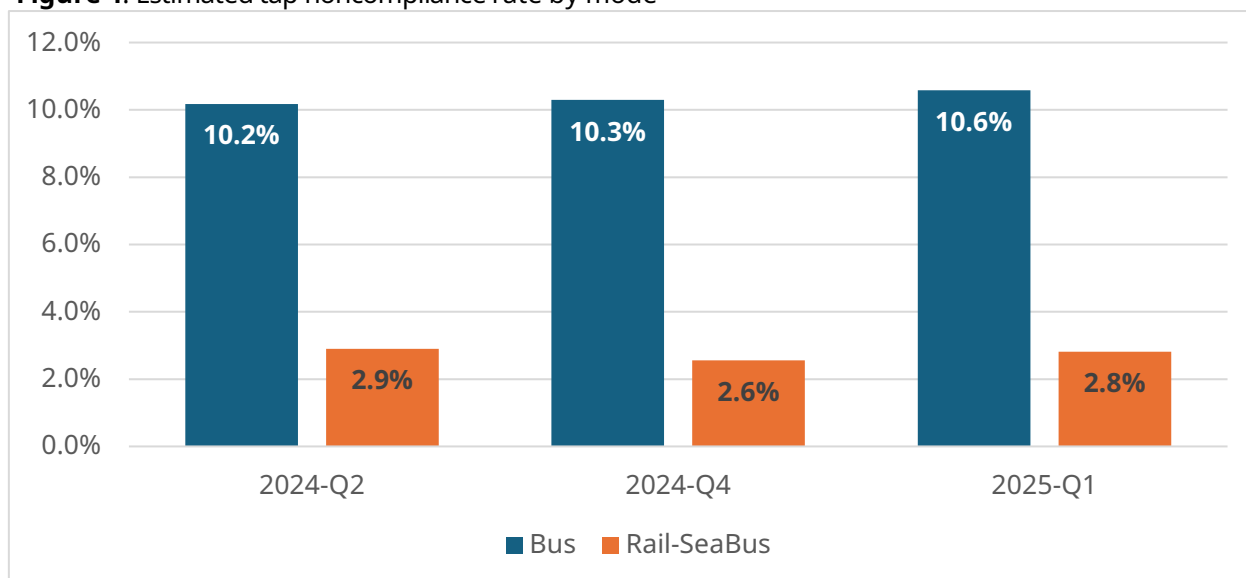


Figure 3: Fine payments collected by year (2014 to March 2025)



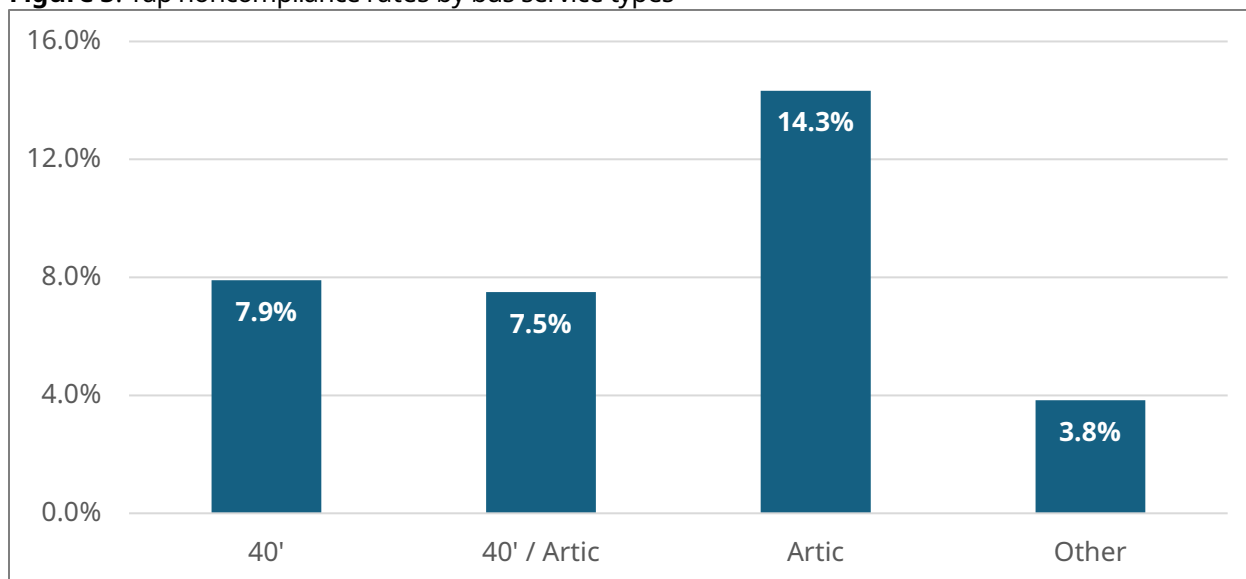
Recent estimates of tap non-compliance (see Figure 4) demonstrate that a higher proportion of tap non-compliance takes place on buses (in comparison to the gated Rail & SeaBus stations).

Figure 4: Estimated tap noncompliance rate by mode¹



Further detailed analysis of tap non-compliance by route and type of vehicle indicates a notable difference between various vehicle categories (Figure 5), with tap noncompliance being 2 to 3 times higher on articulated buses, than on other vehicle types.

Figure 5: Tap noncompliance rates by bus service types



¹ Tap non-compliance measurements are conducted on the conventional transit system (i.e., excluding HandyDART and West Coast Express services) based on a methodology with a confidence level of 95% and margin of error of +/- 0.41%.

Based on this data, Transit Security teams adjusted their resource deployment, and have conducted more inspections on all-door boarding bus routes (including [RapidBus](#) routes, the #99, #143 and #145), which have a higher level of tap noncompliance than the other articulated bus routes.

The shift in deployment of personnel onto the articulated bus fleet has resulted in lower tap noncompliance rates on these higher ridership, all-door boarding routes as shown in Table 1 below.

Table 1: Tap non-compliance rates on articulated buses per measurement cycle

	2024-Q2	2024-Q4	2025-Q1	Change (2024-Q4 to 2025-Q1)
All-Door Boarding Articulated Buses	20.5%	16.8%	15.6%	-4.9%

Alongside the additional in-person enforcement presence on the system, TransLink also launched a customer education campaign to increase awareness about fare compliance and the consequences of failing to present proof of payment. **(see Appendix A)**

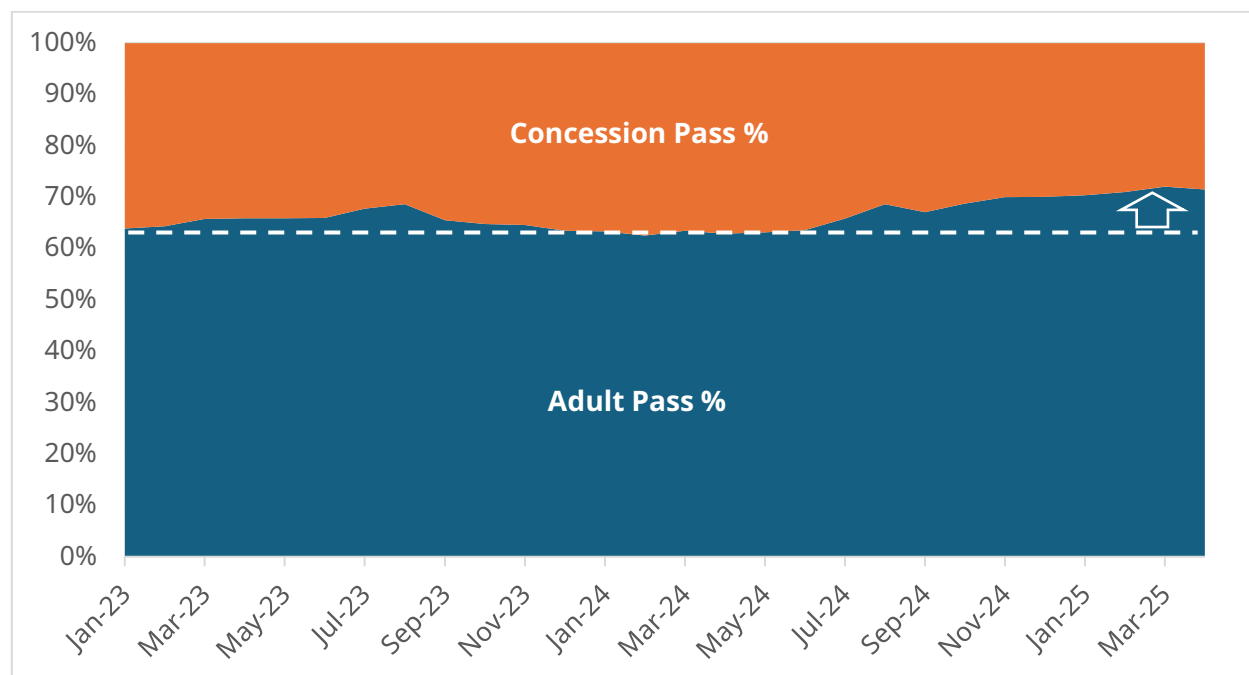
Revenue Impact Analysis

While Management has not yet observed a decrease in the overall tap non-compliance, a reduction in insufficient fare payments has been observed with more customers purchasing and using the correct fare.

The combined increase in fare enforcement activity including more fare enforcement personnel on the system, and the enhanced customer awareness communications, has been recognized by customers on various social media platforms. **(see Appendix B)**

Analysis shows a higher than anticipated increase in the average fare per journey (adjusted for fare increases) and a notable and sustained increase in the ratio of Adult to Concession fares purchased. The increase in this ratio commenced at the same time that enhanced enforcement activities began (see Figure 6 below).

Figure 6: Distribution of monthly pass purchases (January 2023 to March 2025, excluding passes associated with the Transit-Friendly Employer Program²)



This analysis indicates that TransLink collected an estimated \$3.2 million more in fare revenue in the last six months of 2024, which can be attributed to a reduction in insufficient payment as more customers purchase and use the correct fare.

NEXT STEPS

Management will continue the fare evasion mitigation program and will continue with data-driven adjustments to enhance its effectiveness.

APPENDICIES

Appendix A: Customer education campaign messaging

Appendix B: Social media attention on fare enforcement and mitigation actions

² Passes that are part of the Transit-Friendly Employer Program are excluded to remove the impact this program may have had on increasing the number of adults pass sales



Did you pay your transit fare?

Failure to pay or using the wrong fare can result in a **\$173 fine**.

translink.ca/farepayment



Did you pay your transit fare?

Failure to pay or using the wrong fare can result in a **\$173 fine**.



Paying your fare helps pay for transit services and makes the system better for everyone.

translink.ca/farepayment



TRANSIT FARE REMINDER

Failure to pay or using the wrong fare can result in a \$173 fine.

translink.ca/farepayment



 **r/Translink** • 1 yr. ago
elak416

They scanned everyones compas cards on the bus yesterday

Question

A transit employee came onto the bus :the r3: and scanned everyones cards amd tickets yesterday.

Ive never seen that happen and was wondering everyones thoughts.

 Archived post. New comments cannot be posted and votes cannot be cast.

 65   123  Share

Sort by: Top 

 **TrolleysAreTheBest** • 1y ago

You mean Transit Security or Transit Police? That's standard practice.. they should do it more often.

 44   Share 

 **Celemirel** • 1y ago

I wish they would too. It used to be a common practice on a lot of the major routes, to catch people who weren't paying their fares.

 9   Share 

 13 more replies

 **jerkinvan** • 1y ago

Finally!! I'm tired of watching everyone get on the bus without paying, then taking seats away from those who did pay. Lots of these people have the money to pay, they just choose not to. Time to start handing out \$300 fines again.



r/UBC • 5 mo. ago
PaymentSlow7133



Police checkpoint at Commercial-Broadway skytrain

Translink seems to be cracking down on borrowed/invalid compass cards. Officers and translink staff at the station are checking everyone's card before exiting. I thought the machines were broken and they were filling in until a police officer asks for my student number and ID after scanning my card 😞

**61****23** **Share**

 **Add a comment**

Sort by: **Top** 

 **Search Comments**



OppositeOfIrony • 5mo ago

There is something dystopian about allocating resources to pay police and translink staff to punish people trying to access public transit, when those resources could be allocated to making public transit more accessible and cheaper overall.

**71** **Reply** **Share**



Gildor_Helyanwe • 5mo ago

The number of people i see push through the gates is probably higher than the "illegal" compass cards.

What's stupid it is the only time you see the transit cops at a station. The number of women i know that have been sexually harassed on SkyTrain is ridiculous because the cops never ride the trains or are present at stations

Even the customer service people just sit on their phones in a corner. What a waste of money

**21** **Reply** **Share**

 **1 more reply**



NuclearBacon235 • 5mo ago

But if everyone paid for transit the average fare would be lower. So enforcing paid rides is one way of making transit cheaper overall. Where else would the money come from?

 **r/vancouver** • 5 mo. ago
HiddenLayer5

Thoughts on TransLink putting those "you have to pay fare or you could be fined" banners at the fare gates?

Discussion

My first thoughts were "why didn't you use that money to pay more people to actually check fares?" and "you know the people who fare evade aren't doing it simply because they don't know you have to pay right?" but is there another side to this that I'm not seeing?

 0   26  Share

 Add a comment

Sort by: Top   Search Comments

 **AutoModerator** MOD • 5mo ago •  

 **WeirdGuyOnTheTrain** • 5mo ago

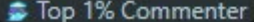

How much do you think a banner costs to make?

 50   Reply  Share 

 **shackeit** • 5mo ago

Seriously... \$200 for a banner that'll last a few years and now renewed ability to really crack down on evaders

 12   Reply  Share 

 **bcl15005** • 5mo ago


"why didn't you use that money to pay more people to actually check fares?"

Paying even more people to routinely do fare inspections would be orders of magnitude more expensive than putting up some signs.

To: Board of Directors

From: Jennifer Breeze, General Counsel & Corporate Secretary

Date: May 30, 2025

Subject: Review of Board Governance Manual and Articles

PROPOSED RESOLUTION:

That the TransLink Board of Directors approves the amendments to the Articles of South Coast British Columbia Transportation Authority, as set out in Attachment 1 to the report dated May 30, 2025 titled "Review of Board Governance Manual and Articles".

EXECUTIVE SUMMARY

The purpose of this report is to seek the Board's approval of amendments to the Articles of the South Coast British Columbia Transportation Authority (the "Articles").

The Board Governance Manual is also reviewed regularly on an annual basis. After review of the Board Governance Manual, no amendments are proposed in this report.

BACKGROUND

The Articles and Board Governance Manual were first approved by the Board when the current governance framework was implemented in 2008. The Board Governance Manual is reviewed and updated on a regular basis. The most recent update to the Board Governance Manual was approved at the June 2024 Board meeting, and the current version can be accessed on TransLink's website at: <https://www.translink.ca/-/media/translink/documents/about-translink/governance-and-board/board-of-directors/manuals-and-articles/board-manual.pdf>

TransLink's Articles are posted on TransLink's public website at: <https://www.translink.ca/-/media/translink/documents/about-translink/governance-and-board/board-of-directors/manuals-and-articles/translink-articles-june-20-2024.pdf>

The Articles were last amended in 2023 to make housekeeping updates and also to include amendments to the Skills and Experience Profile for Directors of the Board.

DISCUSSION

Articles

On an annual basis, the Board of Directors reviews the Articles, including the Board Skills and Experience Profile set out in Section 13 of the Articles. Should the Board wish to make any changes to the Articles, the *South Coast British Columbia Transportation Authority Act* requires TransLink to publish the amendments on our website, and in another manner that the Board is satisfied will bring the proposed amendments to the attention of the public, for 30 days prior to the amendments taking effect.

Changes to the Articles, to be effective in July, 2025, are identified in blacklined in Attachment 1 to this report. The changes are to align provisions relating to automobile travel mileage reimbursement to TransLink's transportation service region.

Board Governance Manual

The Board Governance Manual is also reviewed regularly for any updates that may be necessary. No changes to the Board Governance Manual are recommended from this year's review.

CONCLUSION

It is recommended that the Board of Directors approved the proposed amendments to the Articles.

ATTACHMENTS

Attachment 1 - Articles of the South Coast British Columbia Transportation Authority, blackline
Attachment 2 - Board of Governance Manual (June 2024)

ARTICLES OF THE SOUTH COAST BRITISH COLUMBIA TRANSPORTATION AUTHORITY

These Articles are established by the Board of Directors of the South Coast British Columbia Transportation Authority (TransLink) pursuant to Section 190(3) (f) of the *South Coast British Columbia Transportation Authority Act*.

1. BOARD CHAIR

- 1.1 The Board Chair or their designate will preside at all meetings.
- 1.2 If the Board Chair or their designate is not present within fifteen (15) minutes of the time appointed for holding the meeting or if the Board Chair or their designate has advised the Corporate Secretary that they will not be present at the meeting, the directors present at the meeting shall choose one of their number to chair the meeting.

2. MEETINGS

- 2.1 In accordance with Section 9, the board will allot one hour on the day of a regular board meeting to receive input from the public.
- 2.2 Except as specified in Section 2.1, board meetings will be held in the absence of the public unless the board, in its sole discretion, invites others to attend for all or part of the meeting.
- 2.3 The directors may meet together for the dispatch of business as they think fit.

3. NOTICES OF MEETINGS

- 3.1 A director may, by making a request to the Board Chair or the Corporate Secretary, call a meeting of the board at any time.
- 3.2 Upon receiving a request to call a meeting, the Board Chair or the Corporate Secretary shall give reasonable notice of the meeting specifying the place, day and hour of such meeting by mail or by electronic means to the address provided by each director.
- 3.3 Accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any director shall not invalidate the proceedings at the meeting.

4. QUORUM

- 4.1 The quorum necessary for the transaction of the business of the board shall be a majority of the board members.

5. VOTING

- 5.1 Questions arising at any meeting shall be decided by a majority of votes of those directors present.
- 5.2 The Board Chair is entitled to vote on all business coming before a meeting of the board.

- 5.3 In the case of an equal number of votes for and against a question, including the vote of the Board Chair, the question shall be defeated.

6. TELECONFERENCING/VIRTUAL MEETINGS

- 6.1 A director may participate in a meeting of the board by means of virtual meeting technology, conference telephones or other communications facilities by means of which all directors participating in the meeting can hear, and if in person or on virtual meeting technology see, each other and provided that the Chair agrees to such participation.
- 6.2 A director participating in a meeting in accordance with this section shall be deemed to be present at the meeting and shall be included in the determination of quorum and be entitled to speak and vote.

7. CONSENT RESOLUTIONS

- 7.1 A resolution consented to in writing by all the directors, whether by e-mail, facsimile or other electronic transmission, shall be as valid and effectual as if it had been passed at a meeting of the directors duly called and held.
- 7.2 Such resolution may be in two or more counterparts which together shall be deemed to constitute one resolution in writing. Such resolution shall be filed with the minutes of the proceedings of the directors and shall be effective on the date stated thereon or on the latest date stated on any counterpart.

8. PUBLICATION OF BOARD MATERIAL

- 8.1 The Corporate Secretary will publish a list of the items being considered by the board at an upcoming meeting on the TransLink website, five days in advance of the meeting. Decisions on matters that are deemed confidential by the Board Chair will not be published.
- 8.2 The Corporate Secretary will post a summary of any decisions made by the board and management reports of financial results considered by the board to the TransLink website, within seven days of the conclusion of a board meeting. Decisions on matters that are deemed confidential by the Board Chair will not be published.
- 8.3 The Corporate Secretary will publish the Chief Executive Officer's report, excluding the content that is deemed confidential by the Chief Executive Officer, on the TransLink website within seven days of the conclusion of the board meeting.

9. PUBLIC INPUT

- 9.1 The board will allot one hour on the day of a regular board meeting to receive public input.

- 9.2 Any person or organization wishing to appear before the board must submit an application to the Corporate Secretary no later than 8:00 am, two business days prior to the scheduled board meeting.
- 9.3 The application must indicate the agenda item or issue the applicant wishes to address, the name of the designated speaker and the specific action that is being requested of the board. The agenda item or issue must pertain to TransLink's business or matters within the board's responsibility or purview. The board will receive only those applications and applicants who interact with the board and/or staff in a respectful and courteous manner.
- 9.4 The board will receive one representative from an organization at each meeting. If an organization wishes to provide input to the board, one person should be selected as a designated speaker for the organization. If more than one individual from an organization submits an application, the individual who registered first with the Corporate Secretary will be deemed to be the designated speaker for the organization. Additional representatives from the organizations will be received, time permitting within the time allotted to receiving public input (in accordance with Item 9.6 c.).
- 9.5 The Corporate Secretary shall, no later than noon on the business day prior to the scheduled meeting, advise the individual whether they are scheduled to appear before the board.
- 9.6 Applications to provide input to the board will be prioritized in accordance with the following process:
- a. Those individuals or organizations (in accordance with Item 9.4) speaking on an agenda item to be considered at the meeting will be received first. Priority will be given to those individuals or organizations that have not previously addressed the board on the agenda item of interest.
 - b. Those individuals or organizations (in accordance with Item 9.4) speaking on issues not included on the agenda for the meeting will be received next. Priority will be given to those individuals or organizations that have not previously addressed the board on the issue of interest.
 - c. Representatives, other than the designated speaker of an organization that has already been heard at the meeting, will be received next in the order in which they register with the Corporate Secretary (subject to Item 9.7), if time permits within the time allotted by the board to receiving public input.
- 9.7 Where the number of applications exceeds the time allotted by the board to receive public input, a maximum of two presentations on each agenda item or issue will be received. The Corporate Secretary will attempt to provide a balance of perspectives on the action being requested of the Board on a specific agenda item or issue.
- 9.8 Where the number of applicants exceeds the time allotted to receiving public input, the applicants that are not accepted will be invited to submit written input to the board.

9.9 Each presentation will be a maximum of five minutes.

9.10 Where circumstances warrant, the board, in its sole discretion, may extend the length of time allotted to receiving public input.

10. COMMITTEE MEETINGS

10.1 Sections 1, 2, 3, 5, 6, 7, 11 and 12 shall apply to meetings of any committees established by the board except that, where applicable, the term "Committee Chair" will be substituted for the term "Board Chair" and the term "committee meeting" will be substituted for the term "board meeting".

10.2 Sections 4, 8 and 9 shall not apply to committee meetings.

10.3 The quorum necessary for the transaction of the business at a committee meeting shall be a majority of the committee members.

11. REMUNERATION

11.1 The remuneration to the TransLink Board of Directors shall be established as follows:

- Chair Annual Retainer: \$100,000 flat fee
- Director Annual Retainer: \$25,000
- Audit Committee Chair Annual Retainer: \$8,000
- Other Committee Chair Annual Retainer: \$5,000
- Committee Member Annual Retainer: \$3,000
- Meeting Fee: \$1,200

11.2 The payment of the remuneration will be governed by the following guidelines:

- a. Only one meeting fee will be payable for each 24 hour period, regardless of the number of meetings.
- b. No distinction will be made between participation in person and participation by video that permits a director to hear and see, and be heard and seen by, all other participants, or if authorized by telephone or such other mode that permits a director to hear, and be heard by, all other participants.
- c. Directors will be compensated for all reasonable expenses incurred in connection with board-related service. Directors incurring transportation, accommodation, meal and out of pocket expenses in the course of their duties as members of the board will be reimbursed in accordance with limits and policies established by the TransLink board.
- d. Directors will not be compensated for travel to and from a board meeting held within the transportation service region and where the director receives a retainer~~unless incurred by a director who resides more than thirty-two kilometres from the meeting location~~. If a director spent time traveling to the board meeting outside of the

transportation service region in addition to the day of the meeting, the director will receive a per diem for the additional time spent traveling (half day (up to 4 hours) or whole day).

- e. If a director is requested by the Board Chair to conduct specific business on behalf of the board or attend a specific function or speaking engagement on behalf of the board, other than educational or social functions, the Board Chair may authorize a per diem payment to the director equivalent to the meeting fee.
- f. Directors will not be entitled to compensation for time spent attending educational or social events although directors will be reimbursed for expenses incurred in connection with relevant professional development opportunities (e.g. conference fees and associated travel, meal expenses, etc.). All such expense reimbursements must be authorized in advance by the Board Chair.
- g. TransLink will provide Directors' and Officers' liability insurance and indemnification for each director.

12. VALIDITY OF PROCEEDINGS

- 12.1 All acts done by any meeting of the directors shall, notwithstanding that it be afterwards discovered that there was some defect in the qualification, election or appointment of any such director be as valid as if every such person had been duly elected or appointed and was qualified to be a director.

13. BOARD SKILLS AND EXPERIENCE PROFILE

The Board Skills and Experience Profile sets out the combination of skills and experience that must be represented on the TransLink Board of Directors. Overall, Directors should have the skills and experience to effectively oversee the operation of TransLink in an efficient and cost effective manner, monitor the performance of TransLink and the Chief Executive Officer and add value and provide support for management in establishing strategy and reviewing risks and opportunities and account to the public.

13.1 Personal Characteristics

Directors should possess the following personal characteristics:

- Integrity and accountability
- Demonstrated high ethical standards and integrity in their personal and professional dealings, and who are willing to act on, and remain accountable for, their Boardroom decisions
- Appreciation for the board's responsibility to the public
- Informed judgment
- Ability to provide wise, thoughtful counsel on a broad range of issues
- Ability to be adaptable and flexible

- Ability to understand and exercise due diligence with regard to the statutory obligations of TransLink as a corporation
- Mature confidence
- Preference for Board and team performance over individual performance
- Respect for others
- High performance standards
- A history of achievements that reflect high standards for themselves and others
- Ability to commit to time required to fulfil duties
- Ability to provide advice and make decisions in the best interest of the organization without regard to partisan politics
- No real or perceived conflicts

13.2 Additional Considerations

Within the context of the required board skills requirements, emphasis should be given to diversity, as broadly defined, which reflects the community throughout TransLink's transportation service region, including gender identity/sexual orientation, cultural heritage, generational/age, persons with disabilities, mobility, visible minorities/Indigenous peoples) and regional representation.

13.3 Specific Skills and Experience

The Board's strategic priorities, and therefore the required skills and experience, change from time to time. However, given the Board's current near and long-term strategic priorities, and the associated challenges and opportunities, the Board members, as a group, should possess the following skills and experience, with each Director contributing knowledge, experience, and skills in at least two domains.

- Previous Board experience
- Corporate leadership
- Strategic planning
- Policy experience surrounding the establishment and delivery of a wide variety of road and transit services and the public environment of transportation
- Transportation operations similar in scope to TransLink's operations
- Capital project oversight
- Complex procurement processes
- Real estate development
- Community engagement and leadership
- Regular Transit User
- Knowledge of the federal, provincial, and local government environments as well as treaty, unceded and non land-based Nations
- Finance
- Audit and internal controls
- Risk management
- Information technology, cyber security

- Legal
- Safety
- Sustainability
- Environmental strategies
- Marketing and communications
- Human resource processes

The Board of Directors may, from time to time, approve by resolution Board Competencies Guidelines which are supplemental to this Section 13.2 of the Articles for reference by the Screening Panel as a tool to provide additional background and guidance for the Skills and Experience requirements for prospective Board members as set out in Section 13.2 of the Articles.

AMENDED by resolution of the Board passed at the June 22, 2023 meeting.

Lorraine Cunningham, Board Chair

Jennifer Breeze, General Counsel &
Corporate Secretary



Board Governance Manual

June 20, 2024

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1.0 INTRODUCTION

The South Coast British Columbia Transportation Authority (“TransLink”), formerly named the Greater Vancouver Transportation Authority, is governed by the *South Coast British Columbia Transportation Authority Act* (the “SCBCTA Act”). This Board Governance Manual (the “Board Manual”) sets out the roles, responsibilities and accountabilities of the TransLink Board, the Board Chair, Committees, Chairs and Directors, within the parameters of the SCBCTA Act.

This Board Manual will be reviewed and updated from time to time as the Board works with, and refines, its policies and procedures.

2.0 TRANSLINK OVERVIEW

2.1 GENERAL OVERVIEW

History	TransLink is a regional public transportation authority that was established in 1998 under the <i>Greater Vancouver Transportation Authority Act</i> . The <i>Greater Vancouver Transportation Authority Act</i> was amended and re-named the <i>South Coast British Columbia Transportation Authority Act</i> (the “SCBCTA Act”) in November 2007. Primary responsibility for public transit in Metro Vancouver was transferred from British Columbia Transit, a provincial crown corporation, to TransLink in 1999.
Purpose	Under the SCBCTA Act, the purpose of TransLink is to provide a regional transportation system that (a) supports people and goods, and (b) supports the regional growth strategy; provincial and regional environmental objectives; and the economic development of the transportation service region.
Regional Transportation System	The regional transportation system consists of the public transit system and the Major Road Network (“MRN”). The public transit system currently includes buses, rapid transit rail lines, SeaBus passenger ferries, West Coast Express commuter trains and custom transit services (known as “HandyDart”) for persons with disabilities. These services are delivered by TransLink subsidiaries (Coast Mountain Bus Company Ltd., British Columbia Rapid Transit Company Ltd., and West Coast Express Ltd.) and independent operators. The MRN consists of a network of key roadways that link various regions within Greater Vancouver. The MRN includes four TransLink-owned bridges—Knight Street, Pattullo, Westham Island, and Golden Ears. TransLink shares responsibility for the MRN with the municipalities, providing funding for road maintenance and capital improvements and designating the regional truck routes.
Transportation Demand Management (TDM)	In addition to management and operation of the regional transportation system, TransLink is responsible for developing TDM strategies.
Planning	Under the SCBCTA Act, TransLink must adopt a Long Term Strategy (covering a period of not less than 30 years following the year in which it is prepared), which sets out TransLink’s goals and directions for the regional transportation system and a description of key initiatives and measures to achieve those goals. The Long Term Strategy must be updated at least every five years and requires the approval of the Mayors’ Council on Regional Transportation. TransLink must prepare a fully-funded 10-year Investment Plan that identifies the transportation services, key initiatives and major capital projects for each applicable year as well as the money required to fund the plan each year. In preparing the Investment Plan, TransLink must be guided by its most recently approved Long Term Strategy. The Investment Plan must be updated within three years of the previous Investment Plan and requires the approval of the Mayors’ Council on Regional Transportation. Under the SCBCTA Act, TransLink’s Strategic Plan is the Investment Plan most recently approved by the Mayors’ Council on Regional Transportation.
Revenues	Under the SCBCTA Act, TransLink is permitted to raise revenues by means of taxes (including property taxes, fuel taxes and parking sales taxes), levies, project toll charges, user fees and motor vehicle charges. TransLink is not permitted to adopt deficit budgets and must have balanced 10-year financial plans.

2.2 GOVERNANCE FRAMEWORK

In addition to management, the SCBCTA Act establishes a governance structure for TransLink that includes the Board of Directors and the Mayors' Council on Regional Transportation ("Mayors' Council"). In addition, a Screening Panel, established annually, is responsible for nominating candidates for appointment to the Board by the Mayors' Council and may make a recommendation to the Mayors' Council to vary Director compensation. The composition and general responsibilities of each group are set out below.

2.2.1 Management

The management structure of TransLink is set out in Section 7.1.

Under the direction of the CEO, the management of TransLink is responsible for managing the businesses, activities and other affairs of TransLink.

2.2.2 Board of Directors

Effective January 2015, the Board of Directors is composed of up to eleven Directors, as follows:

- Seven Directors appointed by the Mayors' Council ("Appointed Directors"), from a shortlist identified by the Screening Panel;
- Chair and Vice Chair of the Mayors' Council, if they consent to act ("Statutory Directors"); and
- Up to two Directors appointed by the Province ("Minister-Appointed Directors").

The Board:

- supervises the management of the affairs of TransLink;
- establishes its own practices and procedures;
- participates in the development of and approves TransLink's the Long Term Strategy;
- participates in the development of and approves TransLink's Investment Plans;
- submits the Long Term Strategy to the Mayors' Council for approval;
- submits the Investment Plans to the Mayors' Council for approval;
- annually reviews and approves Business Plans which set forth TransLink's annual operating, capital and service plans and the performance measures and targets that will be used to track the progress of TransLink in achieving its goals and objectives;
- appoints the Chief Executive Officer and establishes their terms of employment;
- selects the Board Chair;
- establishes committees of Directors and delegates certain powers of the board to those committees;

- establishes rules of procedure for the conduct of Board and committee meetings;
- establishes subsidiaries to carry out TransLink's purpose and responsibilities and appoint boards and chairs and establish rules of conduct for the boards of those subsidiaries;
- removes Directors by resolution of all remaining Directors¹; and
- fills casual vacancies of Appointed Directors within 90 days of a vacancy.

2.2.3 Mayors' Council on Regional Transportation

The Mayors' Council is composed of all the mayors in the transportation service region, the appointed representative of Electoral Area 'A' and the head of the Tsawwassen First Nation.

The Mayors' Council:

- appoints the Appointed Directors, from a shortlist of candidates identified by the Screening Panel;
- approves changes to Board remuneration levels recommended by the Screening Panel;
- approves TransLink's Executive Compensation Plan;
- approves TransLink's Long Term Strategies (every five years);
- approves TransLink's Investment Plans;
- generally approves new and increased short term fares;
- approves amendments to the annual customer satisfaction survey process;
- approves amendments to the complaints resolution process; and
- oversees the disposition of any major facility or major asset.

2.2.4 Screening Panel

The Screening Panel is composed of one eligible individual appointed by each of the following entities:

- the Province;
- the Mayors' Council on Regional Transportation;
- Chartered Professional Accountants of British Columbia;
- the Vancouver Board of Trade; and
- the Greater Vancouver Gateway Society.

¹ This is authorized by s. 187 of the SCBCTA Act.

The Screening Panel:

- identifies a shortlist of candidates to the Mayors' Council for appointment as Appointed Directors; and
- makes recommendations to the Mayors' Council regarding changes to the level of compensation payable to the Board members.

2.3 ROLE OF THE PROVINCIAL GOVERNMENT

The Provincial government plays a key role in TransLink's governance, transportation funding, and transportation planning:

- **Governance** – The Province is responsible for TransLink's governing legislation, which sets out TransLink's purpose, authority, governance structure, consultation and transportation planning processes that TransLink must follow, and available funding sources and their limits. Any legislative amendments that may be required to implement changes, such as adjustments to planning process deadlines or introduction of new revenue sources, must be approved by the Legislative Assembly. The Province may appoint up to two Directors to the Board. The Province is also responsible for appointing one member of the Screening Panel.
- **Transportation Planning** – Under the SCBCTA Act, TransLink is required to consult the Province during the development of TransLink's Long Term Strategy. TransLink's Long Term Strategy must consider provincial transportation and economic objectives. Further, the Province sets greenhouse gas (GHG) reduction targets, which the TransLink regional transportation system is intended to support.
- **Transportation Funding** – The Province contributes capital funding for major infrastructure projects. In addition, federal funding has traditionally been secured through the Province.

2.4 ROLE OF PROVINCIAL AGENCIES

BC Transit, a Provincial Crown corporation, is responsible for the provision of public transit in areas outside of TransLink's transportation service region.

Within the TransLink transportation service region, the BC Transportation Financing Authority owns the infrastructure and property interests associated with the Expo SkyTrain Line, Millennium SkyTrain Line, and West Coast Express (previously owned by BC Transit). TransLink is responsible for operation of these transit services.

3.0 BOARD STRUCTURE AND MANDATES

3.1 BOARD STRUCTURE

3.1.1 Board Powers and Duties

The Board's role is one of governance and oversight. The Board's specific responsibilities are set out in the SCBCTA Act and the Board Charter in Section 3.2.

The Board may delegate its powers or duties to a person employed by TransLink or a subsidiary, other than certain powers set out in section 190(3)(c) of the SCBCTA Act.

3.1.2 Board Composition

The Board is composed of eleven Directors, which include:

- a) Appointed Directors - seven Directors appointed by the Mayors' Council from a shortlist identified by the Screening Panel;
- b) Statutory Directors - the Mayors' Council Chair and Vice-Chair, if they consent to act; and
- c) Minister-Appointed Directors – up to two Directors appointed by the Province.

Sections 170 and 171 of the SCBCTA Act define who is eligible to be appointed to the Board.

The Board maintains an analytical framework for assessing desired competencies, expertise, skills, background and personal qualities that are sought in potential candidates for the Board. Annually, based on this analysis, the Board establishes a skills and experience profile which is recorded in the Articles. The skills and experience profile is shared with the Screening Panel and Mayors' Council. The Screening Panel, after considering the skills and experience profile set out in the Articles, is required to nominate individuals who the Screening Panel determine are not disqualified from serving and who hold the skills and experience needed to oversee the operations of TransLink in an efficient and cost effective manner.²

The process for identifying the needs of the Board and sharing this information with the Screening Panel and Mayors' Council is set out in Section 5.2.

3.1.3 Directors' Term

Each Appointed Director is appointed for a three-year term. They may be re-appointed and may not hold office for more than six consecutive years.³

² The SCBCTA Act, s. 180(1)

³ The SCBCTA Act, s. 171(2)

3.1.4 Removal of Directors

A Director may be removed as, and ceases to be, a Director of the Board on the passing of a resolution to that effect by all of the remaining Directors.⁴

3.1.5 Replacement of Directors

If an Appointed Director dies, resigns or is removed, the remaining Directors must, within 90 days, appoint as a replacement Director, a qualified individual whose appointment accords with the requirements of the SCBCTA Act. A replacement Director holds office until the end of the term of office of the replaced Director.⁵

3.1.6 Independence

All Directors should be independent of TransLink; that is, independent of management and free from any relationship that might interfere with the exercise of their independent judgment as a Director.

To be considered independent, the individual must:

- a) not receive any compensation from TransLink, other than for services as a Director;
- b) not be an Officer or owner of a business that does a significant amount of business with TransLink;
- c) not be a close relative of an Officer or Director; and
- d) meet any additional independence criteria established from time to time by the Board.

3.1.7 New Director Orientation

New Directors are provided with a comprehensive orientation after joining the Board. The orientation process is outlined in Section 5.3.

3.1.8 Election of Board Chair

The Board appoints, from among its members, a Board Chair for a term expiring on the earlier of:

- a) the effective date of their resignation; and
- b) the end of the day on the date on which the Chair's term of office as a Director of TransLink expires.⁶

In order to assist the Directors with the process of electing a Board Chair, not less than 60 days prior to the expiry of an incumbent Board Chair's term, the Board Chair will appoint a Nominating Committee

⁴ The SCBCTA Act, s. 187

⁵ The SCBCTA Act, s. 188

⁶ The SCBCTA Act, s.190

whose role is to identify those Directors who are interested in running for election as Board Chair of the Board. The Nominating Committee will consist of not less than two Directors who are not interested in seeking the Board Chair position. One of the Nominating Committee members will act as the chair of the Committee. The Corporate Secretary will act as staff support to the Nominating Committee.

The Nominating Committee will recommend to the Board for approval a list of attributes sought for the Board Chair position. After obtaining the Board's approval on the list of attributes, the Nominating Committee will seek nominations for the position of Board Chair and canvass the remaining Directors, including the Board Chair, as to their preferred candidate for the Board Chair position. Based on the feedback received, the Nominating Committee will advise the Board of its recommendation for the Board Chair position.

In undertaking its work, the Nominating Committee will be guided by the goal of recommending a candidate for the Board Chair position who will be supported by all of the other Directors.

The Board Chair is a non-executive position and the Board estimates the Board Chair will spend up to 10 days per month in excess of what is required for regular Director responsibilities.

3.1.9 Vice-Chair

The Board, on the recommendation of the Board Chair, may appoint a Vice-Chair from among its members for a one-year term. There is no assumption that the Vice-Chair will graduate to the role of Board Chair.

3.1.10 Committees⁷

The Board may establish committees of Directors ("Committees") and may seek the advice of, and delegate the powers and duties of the Board to, those Committees.

The Board may not delegate to a Committee the power to:

- appoint the Board Chair;
- appoint the Chief Executive Officer; or
- delegate a power of the Board.

The Board may establish rules of procedure for the conduct of meetings of, and rules of conduct for any Committee.

⁷ The SCBCTA Act, .190(3)(e) and (f)

The Board has established the following standing Committees to assist it with its work:

- Finance and Audit;
- Human Resources and Governance;
- Planning, Communities and Communication; and
- Information Technology.

The Board may choose to combine Committees. The Board has established a Charter for each standing Committee and operating guidelines that govern the operations of all Committees. The Board may establish other Committees or task forces as required to assist the Board in meeting its responsibilities.

3.1.11 Committee Chairs and Membership

The Board Chair is responsible to the Board for annually proposing the leadership and membership of each Committee. In preparing recommendations, the Board Chair may consult with the Human Resources and Governance Committee and the CEO, and take into account the preferences, skills and experience of each Director. Committee Chairs and members for the following year are appointed by the Board at the last Board meeting of each year (effective January 1st of the following year) or as needed to fill vacancies during the year.

Committee Chairs and members are appointed for a one-year term and may be reappointed. The Board favours a periodic rotation in committee leadership and membership in a way that recognizes and balances the needs for new ideas, continuity and maintenance of functional expertise.

3.1.12 Task Forces

Task forces are committees of the Board, but differ from other committees in that each task force is established for a specific period of time to undertake a specific task, and then disbanded.

Each task force operates according to a Board approved mandate outlining its duties and responsibilities. The Guidelines for Committees (Section 3.10) also apply to task forces established by the Board.

3.1.13 Compensation

The Screening Panel sets the compensation for the Directors, subject to limits in the SCBCTA Act (based on comparator organizations) and Mayors' Council approval of any changes.⁸ Pursuant to the SCBCTA Act, the Screening Panel conducts an annual review of Director compensation to ensure that Directors are appropriately compensated for their contributions and may make recommendations to the Mayors'

⁸ The SCBCTA Act, ss. 180, 181, 182, 184 and 185

Council to vary the compensation payable to Directors. The Mayors' Council may, by resolution, approve or reject any recommendation made by the Screening Panel to vary Director compensation.

The Board is required to incorporate the Screening Panel / Mayors' Council's determination of compensation into the Articles⁹ and set guidelines for the payment of Director compensation and reimbursement of expenses.

Current Director compensation rates and guidelines are set out in detail in Section 11 of the Articles.

3.1.14 Meetings

The Board typically holds four regularly scheduled business meetings per year. The frequency of meetings may be changed at any time at the discretion of the Board.

Every regularly scheduled meeting of the Board will, unless the Board determines otherwise, include an "open" session and an "in camera" session. The open session of the Board meeting is conducted in public, and any member of the public may attend the open session as an observer (not as a participant). The Board Chair has the authority to adjourn the open session prior to the conclusion of Board business if, in the opinion of the Board Chair, reasonable decorum is not observed. Seating at the open session is made available on a first come first served basis, and attendance may be limited due to space limitations and to comply with fire and other regulations.

The Board will receive public input at each regularly scheduled meeting in accordance with Section 3.1.14.12 below.

Meetings are generally held at TransLink's head office, but may be held at other locations, including virtually. In addition, the Board holds a Corporate Strategy session at least annually and may hold additional special meetings as required.

Business conducted by Committees of the Board will not be open to the public.

Robert's Rules of Order will apply to meetings of the Board and Committees.

3.1.14.1 Notice

Notice of Board meetings is required to be given five clear days in advance of the meeting, unless notice is waived. A Director who attends a meeting will be deemed to have waived notice of the meeting with respect to all business transacted after the Director first attends the meeting.

⁹ The SCBCTA Act, s 185

3.1.14.2 Agenda

The Board Chair, in consultation with the CEO and Corporate Secretary, develops the agenda for each Board meeting. Agenda items will be addressed at the open session of Board meetings unless the Board Chair determines that specific items of business will be addressed at an in camera session. The Board Chair may exclude items of business from the open session if the Board Chair determines that the protection of personal privacy, business interests of individuals or companies, or the public interest outweighs the desirability of public disclosure of that information. The Board Chair will use the British Columbia *Freedom of Information and Protection of Privacy Act* as a guide to determine whether an item of business should be addressed in camera.

Under normal circumstances, the agenda and supporting materials will be distributed to Directors not less than five business days before a meeting.

Agenda items that are not expected to generate Board discussion may be placed by the Corporate Secretary in the “Consent Agenda” portion of the meeting. If any Director wishes to remove an agenda item from the Consent Agenda, they will notify the Board Chair or Corporate Secretary prior to the meeting.

3.1.14.3 Information for Board Meetings

Materials distributed to the Directors in advance of Board meetings should be concise, yet complete, and prepared in a way that focuses attention on critical issues to be considered and the decisions sought from the Board. Materials assembled in support of Board meetings will be coordinated by the Corporate Secretary who, in normal circumstances, will distribute these with the Board meeting agenda at least five business days prior to the meeting. All materials submitted for consideration by the Board become part of the record of the Board, and will be deposited with the Corporate Secretary for maintenance, safekeeping and access.

Reports may be presented during Board meetings by Directors, management, staff, or by invited outside advisors. Presentations on specific subjects at Board meetings should highlight key points, so as to maximize the time available for discussion on questions regarding the material.

On items where a decision is to be rendered by the Board, management will prepare a brief report that outlines the proposal, the main reasons for the recommendation and the major risks.

It is recognized that under some circumstances, due to the confidential nature of matters to be discussed at a meeting, it might not be prudent or appropriate to distribute written material in advance.

Unless otherwise indicated, Board materials should be treated as confidential and are not for distribution or discussion outside the Board meeting. Once Directors are finished with Board materials, the materials should be destroyed by the end of the next Board meeting. This may be done by leaving the materials with the Corporate Secretary for shredding or deleting items received electronically. On occasion,

Directors will be required to return or electronically delete sensitive material at the end of a Board meeting.

3.1.14.4 Attendance

Directors are expected to attend Board meetings in person. However, in extenuating circumstances where a Director is unable to attend in person and with the prior consent of the Board Chair, a Director may attend a Committee or in camera Board meeting by means of any telephonic, electronic or other communications facility that permits all persons participating in the meeting to communicate adequately with each other during the meeting. For virtual Board meetings, Directors are expected to attend with both audio and visual functionality and with those functions on throughout the meeting. A Director attending by such means will be deemed to be present at the meeting and will be included in the determination of quorum and be entitled to speak and vote.¹⁰ Attendance at public Board meetings will be in person.

Every Director is expected to maintain an excellent meeting attendance record. The target is 100% attendance. Anything less than 80%, without extenuating circumstances, would call into question the Director's ability to effectively carry out their duties.

3.1.14.5 Board Deliberations and Confidentiality

The Board recognizes that certain deliberations by the Board must remain in confidence with the Board. Directors will respect the provision that the official record of the Board's deliberations is provided through the approved minutes of the Board meeting. The views or opinions of individual Directors or others in attendance at the meeting will be treated with an appropriate level of respect and confidence.

3.1.14.6 Quorum and Voting

A quorum of the Board consists of a majority of the Directors in office.¹¹

Questions arising at any meeting of the Board will be decided by a majority of votes. The Board Chair is entitled to vote. In the case of an equality of votes, the chair of the meeting does not have a second or casting vote and the motion will fail.¹²

¹⁰ Articles, s.6

¹¹ Articles, s.4

¹² Articles, s.5

3.1.14.7 Consent Resolution

A resolution consented to in writing by all the Directors, whether by e-mail, facsimile or other electronic transmission, will be as valid and effectual as if it had been passed at a meeting of the Directors duly called and held.¹³

3.1.14.8 Minutes

The Board Chair will be provided with the draft minutes of each meeting of the Board. After review by the Board Chair, the minutes will be circulated to all of the Directors and the approved minutes will serve as the official record of the Board meeting.

3.1.14.9 Meetings without Management

Each regular Board meeting is followed by an *in camera* meeting of Directors (without management present). The purpose of such meetings is to evaluate the Board's relationship with management, as well as its oversight of, and the quality of, information provided by management. Such meetings will not be considered to be meetings of the Board, but rather will be information meetings only. The Board Chair will immediately communicate with the CEO any relevant matters raised during the meeting.

3.1.14.10 Special Meeting of the Board

Special meetings of the Board may be held at any time at the call of the Board Chair or, in the absence of the Board Chair, another Director.

The Board Chair or the Corporate Secretary shall give reasonable notice of the special meeting to each Director, which for the purposes of this Board Manual shall be:

- a) by mail or electronic means at least two clear days before the date fixed for the special meeting;
- or
- b) communicated orally at least four hours before the time fixed for the special meeting;

unless notice is waived.

A Director who attends a special meeting will be deemed to have waived notice of the meeting with respect to all business transacted after the Director first attends the meeting.

¹³ The SCBCTA Act, s.190(4); Articles, s.7

3.1.14.11 Non-Directors at Board Meetings

The Board appreciates the value of having members of management, employees or others attend Board meetings to provide information and opinions to assist the Directors in their deliberations. The Board, through the Board Chair and through the CEO, will determine attendees at Board meetings.

3.1.14.12 Public Input¹⁴

TransLink values public input and participation and the Board believes that there are significant benefits for both the public and the Board through opportunities to receive direct public input. Section 9 of the Articles sets out the processes governing receipt of public input.

3.1.15 Publication of Board Materials¹⁵

The Corporate Secretary will publish a list of the agenda items being considered by the Board at the open session of an upcoming regularly scheduled meeting on the TransLink website five days in advance of the meeting.

The Corporate Secretary will post the reports considered at the open session of a Board meeting, and the minutes approved at the open session of a Board meeting, to the TransLink website within seven days of the conclusion of a Board meeting.

3.1.16 Board Relations with Management

Board policies and guidelines are issued to management for their adherence. Directors may direct questions or concerns on management performance to the Board Chair, to the CEO, or through Board and Committee meetings.

Directors must respect the organizational structure of management. A Director has no authority to direct any staff member.

3.1.17 Level of Spending Authority for Management and the Board

Directors have no authority to make financial commitments for TransLink, other than as a secondary approval as set out in the Levels of Spending Authority for Management and the Board set out in Section 5.7.

¹⁴ Articles, s.9

¹⁵ Articles, s.8

3.1.18 Outside Advisors for Individual Directors

Occasionally, a Director may need the services of an advisor to assist with matters involving responsibilities as a Director. A Director who wishes to engage an outside advisor at the expense of TransLink must first obtain the authorization of the Board Chair.

3.1.19 Validity of Proceedings

All acts done by any meeting of the Directors (including Board and Committee meetings) will, notwithstanding that it be afterwards discovered that there was some defect in the qualification, election or appointment of any such Director be as valid as if every such person had been duly elected or appointed and was qualified to be a Director.

3.2 BOARD CHARTER

3.2.1 Introduction

The Board is the legal governing body of TransLink and has ultimate responsibility for stewardship of the affairs of TransLink. The Board engages a CEO and delegates responsibility to the CEO for the day-to-day leadership and management of the organization.

Directors have the responsibility to oversee the conduct of the business, supervise management and endeavor to ensure that all major issues affecting the business and affairs of TransLink are given proper consideration. In performing its functions, the Board is responsible to foster the long-term success of TransLink and considers the legitimate interests held by stakeholders, including the Mayors' Council, the Provincial Government, suppliers, customers, the public and TransLink's employees. The Board has the responsibility and the mandate to make decisions in the interests of TransLink within the limits established by the SCBCTA Act.

This Charter is designed to clarify the Board's responsibilities.

3.2.2 Strategy

Management normally formulates the strategic direction and corporate plans and the Board has responsibility to assess, challenge, and ultimately approve them. Specifically the Board has responsibility to:

- a) participate in the development of and approve TransLink's Vision, Mission and Values;
- b) participate in the development of and approve TransLink's Long Term Strategy*;

* Long Term Strategies and Investment Plans also require Mayors' Council approval.

- c) participate in the development of and approve TransLink's Investment Plans*;
- d) participate in the development of and approve TransLink's annual Business Plans;
- e) approve the entering into, or withdrawing from, lines of business;
- f) approve material acquisitions or dispositions;
- g) monitor, on a regular basis, TransLink's performance against its plans and alter its direction through management in light of changing circumstances; and
- h) hold an annual board retreat and Corporate Strategy session.

3.2.3 Material Commitments

The Board has responsibility to:

- a) approve TransLink's Investment Plans*;
- b) approve TransLink entering into, or withdrawing from, any new lines of business;
- c) approve TransLink withdrawing from any lines of business that are likely to be detrimental to TransLink's strategic future;
- d) approve material acquisitions or dispositions;
- e) approve any material financing;
- f) approve financial or other commitments that may have a material impact on TransLink; and
- g) approve the commencement or settlement of litigation that may have a material impact on TransLink.

3.2.4 Financial Information and Systems

The Board has responsibility to:

- a) ensure through the Finance and Audit Committee that management has established and is applying appropriate audit, accounting and financial reporting principles;
- b) ensure through the Finance and Audit Committee that internal financial, business control and information systems are in place and functioning satisfactorily;
- c) review and approve the annual audited financial statements as recommended by the Finance and Audit Committee;
- d) approve appointment of the external auditors and their fees; and
- e) approve appointment of the internal auditor.

3.2.5 Risk Management

The Board has responsibility to:

- a) understand the key risks of TransLink's operations;
- b) ensure, through regular reviews and assessments, that management has established appropriate systems to identify and manage these risks; and
- c) receive regular reports on the management of material risks to TransLink.

The CEO and CFO of TransLink are responsible for establishing processes, procedures and mechanisms by which key matters of risk are identified, and ensuring that strategies are developed to manage such risks. The principal mechanisms through which the Board reviews risks are the Board Committees, the Corporate Strategy process and an annual risk review by the Board.

3.2.6 Internal Controls

The Board has responsibility to direct management to ensure that systems are in place for maintaining the integrity of and implementing TransLink's internal financial, operating and administrative controls and management information systems.

3.2.7 Monitoring and Reporting

The Board has responsibility to:

- a) direct management to develop, implement and maintain a reporting system that measures TransLink's financial and operational performance against the performance expectations set out in its Corporate Strategy and Business Plans;
- b) monitor TransLink's financial and operational results;
- c) report annually on the operations of TransLink by:
 - i) preparing a Statutory Annual Report containing the information required by the SCBCTA Act¹⁶;
 - ii) providing copies of the annual report to the public at an annual meeting called for that purpose¹⁷; and
 - iii) ensure the timely reporting of any other developments that have a significant and material effect on the performance of TransLink; and
- d) ensure TransLink has the strategies and resources in place to enable TransLink to communicate effectively with the public and stakeholders.

¹⁶ The required contents of the annual report are set out in s.13.4 of the SCBCTA Act.

¹⁷ S.13.1 of the SCBCTA Act requires that an annual meeting be held within 6 months of the fiscal year end.

3.2.8 Human Resources

The Board has responsibility to:

- a) appoint and replace the CEO, as appropriate, and monitor and evaluate the CEO's performance;
- b) prepare an executive compensation plan subject to limits set out in the SCBCTA Act (based on comparator organizations) and submit the plan to the Mayors' Council for approval;
- c) approve the CEO's compensation within the bounds of the executive compensation plan approved by the Mayors' Council (or as otherwise permitted under the SCBCTA Act);
- d) provide advice and counsel to the CEO in the execution of the CEO's duties;
- e) acting upon the advice of the CEO and the Finance and Audit Committee, endorse the appointment or termination of the Chief Financial Officer and Internal Auditor;
- f) provide advice to the CEO with respect to the appointment or termination of any of TransLink's Officers ("Officers")¹⁸ other than the Chief Financial Officer as referred to above;
- g) provide advice to the CEO with respect to the human resources strategies and processes for recruitment, appointment and compensation of TransLink's Officers;
- h) ensure plans are made for management succession and development, including ensuring that there is in place:
 - i) a process that would respond to an emergency situation which required an immediate replacement of the incumbent CEO; and
 - ii) criteria and processes for recognition, promotion, development and appointment of management are consistent with the future leadership requirements of TransLink;
- i) ensure plans are made for the recruitment, development and retention of key positions within TransLink, other than management;
- j) review the overall organizational structure; and
- k) approve the compensation philosophy and guidelines for the CEO and Officers adopted by TransLink.

3.2.9 Code of Conduct and Business Ethics

The Board has responsibility to:

¹⁸ TransLink's Officers other than the Chief Executive Officer include the following: Chief Operating Officer; Chief Financial Officer; Vice President, People and Culture; Vice President, Customer Communications and Public Affairs; Vice President, Real Estate, Commercial Strategy and Innovation; Vice President, Financial Services; Vice President, Engineering; Vice President, Transportation Planning and Policy; General Counsel and Corporate Secretary; and Chief Information Officer.

- a) establish, and update from time to time as required, a code of conduct for Directors, Officers and employees, including procedures for identifying potential conflicts of interest and resolving such conflicts; and
- b) direct management to ensure that TransLink operates at all times within the code of conduct and within applicable laws, and to the highest ethical and moral standards.

3.2.10 Environmental Health and Safety

The Board has a responsibility to:

- a) review management's policies in the area of environmental responsibility and occupational health and safety;
- b) on a semi-annual basis, review TransLink's status report in the area of environmental responsibility and occupational health and safety; and
- c) review any major incidents occurring in the areas of environmental responsibility or occupational health and safety.

3.2.11 Communications

The Board has the responsibility to:

- a) ensure TransLink has a plan in place to communicate effectively with the Minister, the Mayors' Council, the Screening Panel, employees, stakeholders, the communities it serves and the public;
- b) ensure financial results are reported fairly and in accordance with generally accepted accounting principles; and
- c) report annually on the Board's stewardship for the preceding fiscal year through an annual report.

The CEO is the primary spokesperson for TransLink and the Board Chair is the primary spokesperson for the Board.

Members of the public and persons interested in TransLink will often communicate their concerns and questions to Directors. In all such cases, Directors must advise the CEO's office as soon as possible. The CEO will ensure that all communications are properly coordinated and, where required, will provide Directors with full assistance in the preparation and delivery of public statements and or presentations.

3.2.12 Statutory Requirements

Directors have specific statutory duties and obligations under employment, environmental and financial reporting law, as well as under the withholding provisions of taxation law. This includes liability for unpaid government levies and source deductions and liability for unpaid wages and commissions.

3.2.13 Significant Corporate Policies

The Board will review and approve all significant corporate policies of TransLink. The significant policies are listed in Section 6.0.

3.2.14 Board Effectiveness

The Board retains responsibility for managing its own affairs, including responsibility to:

- a) establish and update as required, governance practices and procedures to ensure the effective functioning of the Board, including an annual review of the contents of the Board Manual;
- b) select the Board Chair, the Vice-Chair, Committee members and Corporate Secretary;
- c) regularly review the Board's ability to be effective in fulfilling its roles and responsibilities;
- d) provide advance notice regarding expiration of Directors' terms to the Screening Panel within the timeline outlined in the SCBCTA Act;
- e) create a Board succession plan, outline the desired skills and experience of the Board members as a whole and the desired criteria for any upcoming vacancies to be filled, and communicate the desired criteria to the Screening Panel;
- f) provide advice to the Screening Panel on the performance of any Director who is eligible for re-appointment and seeking a further term;
- g) identify potential Director candidates for consideration by the Screening Panel;
- h) provide comprehensive orientation and professional development sessions for Directors;
- i) ensure annual review and sign-off by Directors of the Code of Conduct;
- j) create required Board committees or task forces and establish their membership and terms of reference;
- k) examine the effectiveness of the Board, Committees, Board Chair, Committee Chairs and Directors through an annual evaluation process; and
- l) require appropriate certification from management that TransLink is in compliance with the law.

3.2.15 Governance Model

The Board has the responsibility to:

- a) ensure that any legislative changes that affect the governance framework in which TransLink operates are implemented; and
- b) ensure that TransLink's views on any proposed changes to the legislative governance framework for TransLink are communicated to the Provincial Government and others as appropriate.

3.2.16 Subsidiaries

For subsidiaries, the Board has the responsibility to:

- a) establish their governance framework;
- b) review their compliance with the SCBCTA Act and other legal requirements, including receiving certification from management that subsidiaries are in compliance with the law; and
- c) appoint Directors as required.

3.2.17 Outside Advisors

The Board may hire outside advisors at TransLink's expense.

3.3 ANNUAL BOARD AND COMMITTEE CALENDAR

ANNUAL BOARD AND COMMITTEE CALENDAR

AGENDA ITEMS

BOARD AND COMMITTEE MEETINGS	FINANCE & AUDIT	INFORMATION TECHNOLOGY	PLANNING, COMMUNITY & COMMUNICATIONS	HUMAN RESOURCES & GOVERNANCE	PUBLIC BOARD MEETING	IN CAMERA BOARD MEETING
MARCH						
Review of Finance and Audit Committee Terms of Reference	Info					
Annual Finance and Audit Committee Checklist	Info					
Year End Financial and Performance Report	Info				Info	
External Audit Findings Report	Info					
Audited Consolidated Financial Statements	Recommend				Decision	
Review appointment of external auditor, if required	Recommend					Decision
Statutory Annual Report	Recommend				Decision	
In Camera - Committee and External Auditor	Info					
Director and Employee Code of Conduct Semi-Annual Report	Info					
Internal Audit Reports	Info					
In Camera – Committee and Director, Internal Audit and Performance Management	Info					
Property Tax Bylaw and Replacement Tax Bylaw	Recommend				Decision	
Environmental Management System Semi-Annual Update	Info					
Enterprise Risk Management (ERM) Quarterly Updates (including review of ERM results)	Info	Info	Info	Info		Info

BOARD AND COMMITTEE MEETINGS	FINANCE & AUDIT	INFORMATION TECHNOLOGY	PLANNING, COMMUNITY & COMMUNICATIONS	HUMAN RESOURCES & GOVERNANCE	PUBLIC BOARD MEETING	IN CAMERA BOARD MEETING
Fourth Quarter Commitments in Excess of \$1,000,000	Info					
Real Estate Quarterly Update	Info					
Major Litigation Update	Info					Info
Annually review TransLink's operational project management oversight controls and systems (Capital Projects Oversight Review, including Capital Program Approvals and Governance of Major Capital Projects)	Info					
Major Capital Projects Status Update	Info				Info	Info
Quarterly Safety Report	Info					
Semi-Annual Emergency Management Report	Info					
Review of Information Technology Committee Terms of Reference		Info				
Annual Information Technology Committee Checklist		Info				
Quarterly Information Technology Report		Info				
Semi-Annual Access Transit Report			Info		Info	
Review of Planning, Communities and Communication Committee Terms of Reference			Info			
Annual Stakeholder Relations and Service Committee Checklist			Info			
Provide input into long term transportation strategy – Regional Transportation Strategy (every 5 years)			Info			
Customer Communications and Public Affairs Quarterly Report			Info			
Discuss Themes for Accountability Report and Annual General Meeting			Info			
HUMAN RESOURCES & GOVERNANCE GENERAL REPORTS						

BOARD AND COMMITTEE MEETINGS	FINANCE & AUDIT	INFORMATION TECHNOLOGY	PLANNING, COMMUNITY & COMMUNICATIONS	HUMAN RESOURCES & GOVERNANCE	PUBLIC BOARD MEETING	IN CAMERA BOARD MEETING
Review of Human Resources and Governance Committee Terms of Reference				Info		
Annual Human Resources and Governance Committee Checklist				Info		
Board Calendar				Info		
GOVERNANCE REPORTS						
Review Corporate Policies requiring Board approval as relate to Committee's responsibility	Info	Info	Info	Info		
Semi-Annual Privacy Management Program Report				Info		
Screening Panel Process, including review Screening Panel Remuneration and Expenses				Info		
Director and Officer Annual Director Disclosure Statements, and Code of Conduct				Info		Info
New Director Orientation Feedback				Info		
Appointment of Conduct Review Advisor				Recommend		Decision
Conduct Review Advisor Summary Report				Info		Info
Annual Subsidiary Compliance Review				Info		Info
HUMAN RESOURCES REPORTS						
Vice President, People and Culture Quarterly Report				Info		
Review Executive Compensation Plan				Info		Info
Review of Officer Performance and Compensation				Info		
MAY						
Financial and Performance Report as at Q1 (March 30)	Info					
JUNE						
Internal Audit Reports	Info					

BOARD AND COMMITTEE MEETINGS	FINANCE & AUDIT	INFORMATION TECHNOLOGY	PLANNING, COMMUNITY & COMMUNICATIONS	HUMAN RESOURCES & GOVERNANCE	PUBLIC BOARD MEETING	IN CAMERA BOARD MEETING
In Camera – Committee and Director, Internal Audit and Performance Management	Info					
Corporate Sustainability Semi-Annual Report	Info				Info	
Annual Enterprise Insurance Program Update	Info					
Enterprise Risk Management (ERM) Quarterly Updates	Info	Info	Info	Info		Info
First Quarter Commitments in Excess of \$1,000,000	Info					
Real Estate Quarterly Update	Info					
Annual Review of Compliance with Statutory and Regulatory Requirements	Info					
Major Capital Projects Status Update	Info				Info	Info
Quarterly Safety Report	Info					
Quarterly Information Technology Report		Info				
Customer Communications and Public Affairs Quarterly Report			Info			
Long term transportation strategy – Regional Transportation Strategy (every 5 years)			Recommend		Decision	
Provide input into development of Investment Plan (at least every 3 years)			Info			
Provide input into Consultation Plan for Investment Plan (at least every 3 years)			Info			
Review Communications Policy			Info			
GOVERNANCE REPORTS						
Review Articles and Board Governance Manual, and make revisions if required				Recommend	Decision	
Annual Board Evaluation Process Update				Info		
Corporate Strategy				Info		

BOARD AND COMMITTEE MEETINGS	FINANCE & AUDIT	INFORMATION TECHNOLOGY	PLANNING, COMMUNITY & COMMUNICATIONS	HUMAN RESOURCES & GOVERNANCE	PUBLIC BOARD MEETING	IN CAMERA BOARD MEETING
HUMAN RESOURCES REPORTS				Info		
Vice President, People and Culture Quarterly Review				Info		
Review Succession Plans				Info		
CEO Mid-Year Performance Review				Info		Info
CEO 360° Performance Evaluation Completed (Bi-annual)				Info		Info
CEO Compensation Review				Recommend		Decision
AUGUST						
Financial and Performance Report as at Q2 (June 30)	Info					
Key Financial Assumptions for Following Year Budget	Info					Info
SEPTEMBER						
External Auditor's Audit Plan	Decision					
In Camera – Committee and External Auditor	Info					
Director and Employee Code of Conduct Semi-Annual Report	Info					
Internal Audit Reports	Info					
Annual Review of Internal Audit Policy	Info					
In Camera – Committee and Director, Internal Audit and Performance Management	Info					
Annual Review of Financial Risk and Debt Management Policies	Info					
Annual Review of Accounting Policies, Financial Reporting Practices, and Proposed Changes	Info					
Environmental Management System Semi-Annual Update	Info					

BOARD AND COMMITTEE MEETINGS	FINANCE & AUDIT	INFORMATION TECHNOLOGY	PLANNING, COMMUNITY & COMMUNICATIONS	HUMAN RESOURCES & GOVERNANCE	PUBLIC BOARD MEETING	IN CAMERA BOARD MEETING
Enterprise Risk Management (ERM) Quarterly Updates	Info	Info	Info	Info		Info
Second Quarter Commitments in Excess of \$1,000,000	Info					
Real Estate Quarterly Update	Info					
Major Capital Projects Status Update	Info				Info	Info
Quarterly Safety Report	Info					
Quarterly Information Technology Report		Info				
Semi-Annual Emergency Management Report	Info					
TransLink Safety and Health Policy (Annual)	Info/ Recommend					
Semi-Annual Access Transit Report			Info		Info	
Investment Plan			Recommend		Decision	
Customer Communications and Public Affairs Quarterly Report			Info			
GOVERNANCE REPORTS						
Semi-Annual Privacy Management Program Report				Info		
Annual Board, Committee, and Director Evaluation Process				Info		Info
HUMAN RESOURCES REPORTS						
Vice President, People and Culture Quarterly Report				Info		
NOVEMBER						
Financial and Performance Report as at Q3 (September 30)	Info					
DECEMBER						
Internal Audit Reports	Info					
Internal Audit Plan	Approval					

BOARD AND COMMITTEE MEETINGS	FINANCE & AUDIT	INFORMATION TECHNOLOGY	PLANNING, COMMUNITY & COMMUNICATIONS	HUMAN RESOURCES & GOVERNANCE	PUBLIC BOARD MEETING	IN CAMERA BOARD MEETING
Review of Internal Audit Resourcing and Performance	Info					
In Camera – Committee and Director, Internal Audit and Performance Improvement	Info					
Business Plan, Operating and Capital Budget	Recommend				Decision	
Presentation on overall capital plan for upcoming year	Info					
Review and Ensure Adequacy of Internal Controls	Info					
Enterprise Risk Management (ERM) Quarterly Updates	Info	Info	Info	Info		Info
Third Quarter Commitments in Excess of \$1,000,000	Info					
Corporate Sustainability Semi-Annual Report	Info					
Real Estate Quarterly Update	Info					
Major Capital Projects Status Update	Info				Info	Info
Quarterly Safety Report	Info					
Quarterly Information Technology Report		Info				
Customer Communications and Public Affairs Quarterly Report			Info			
GOVERNANCE REPORTS						
New Board Member Orientation				Info		
Appoint Committee Chairs and Committee Members				Recommend		Decision
Election of Board Chair/Vice-Chair (if required)				Recommend		Decision
Subsidiary Board Appointments (if applicable)				Recommend		Decision
Annual Board, Committee and Director Evaluation Results, and Develop Action Items				Info		Info

BOARD AND COMMITTEE MEETINGS	FINANCE & AUDIT	INFORMATION TECHNOLOGY	PLANNING, COMMUNITY & COMMUNICATIONS	HUMAN RESOURCES & GOVERNANCE	PUBLIC BOARD MEETING	IN CAMERA BOARD MEETING
HUMAN RESOURCES REPORTS						
Vice President People and Culture Quarterly Report				Info		
CEO Performance Review				Recommend		Decision
CEO Annual Goals				Recommend		Decision
CEO 360° Performance Evaluation begins (bi-annual)				Info		Info

NOTE:

This list of agenda items in this Annual Board and Committee Calendar is not exhaustive, and may be adjusted from time to time by the Board Chair. Additional meetings will be scheduled as required, i.e. Board Strategy Sessions.

3.4 DIRECTOR'S TERMS OF REFERENCE

3.4.1 Introduction

The Board has developed this Terms of Reference for Directors to set out how the Board expects members to go about discharging their duties and responsibilities as Directors. This Terms of Reference will be used in assessing the performance of Directors. The specific duties and responsibilities of the Board as a whole are set out in the Board Charter (Section 3.2).

3.4.2 Statutory Duties

In discharging their responsibilities, each Director is required to:

- a) act honestly and in good faith with a view to the best interests of TransLink;
- b) exercise the care, diligence and skill that a reasonably prudent individual would exercise in comparable circumstances;
- c) act in accordance with the SCBCTA Act and regulations; and
- d) act in accordance with the Articles.

In keeping with these duties, Directors are required to:

- a) avoid potential or actual conflicts of interest that are incompatible with service as a Director;
- b) make the Board aware of any real, perceived or potential conflicts of interest and make sure they are appropriately reviewed;
- c) keep confidential any information about TransLink that has not been publicly disclosed, including boardroom discussions;
- d) comply with the Board's policies and the applicable corporate policies of TransLink, including the Code of Conduct (See Section **Error! Reference source not found.**);
- e) comply with the SCBCTA Act and the Articles; and
- f) in all decisions, act in the best interest of TransLink (rather than the interests of any particular stakeholder or interested party).

3.4.3 TransLink and Industry Knowledge

Recognizing that decisions can only be made by well-informed Directors, each Director will become knowledgeable about:

- a) TransLink's business – e.g., its strategic direction and goals, its operations, its finances and human resources;
- b) the transportation and transit sectors;
- c) the unique role of TransLink within the community; and

- d) the regulatory, legislative, business, social and political environments within which TransLink operates.

3.4.4 Board Activity

During meetings, each Director is expected to:

- a) be prepared – well-informed on relevant issues (through pre-read material or otherwise);
- b) bring their own experience, wisdom, judgment and influence to bear constructively on issues;
- c) interact with fellow Board members and management in a respectful and constructive manner;
- d) actively participate;
- e) speak and act independently while remaining a “team player;”
- f) express opinions in a clear, organized and relevant manner;
- g) express points of view for the Board’s consideration even if they may seem contrary to other opinions previously expressed;
- h) ask probing questions;
- i) listen to, and exercise tolerance for other perspectives;
- j) be adaptable, flexible and open-minded in the consideration and implementation of change;
- k) exercise a logical, rational approach to problem solving;
- l) analyze issues from many perspectives and consider the impact of decisions on TransLink’s internal and external environments (e.g., staff, stakeholders, community);
- m) be innovative and/or resourceful in finding or developing solutions;
- n) whenever possible, advise the Board Chair and CEO in advance of introducing significant and previously unknown information;
- o) exercise good judgment;
- p) act in the best interest of TransLink rather than their best interests or in the best interests of a special interest group or constituency;
- q) focus inquiries on issues related to strategy, policy, implementation and results rather than issues relating to day-to-day management of TransLink; and
- r) once Board decisions are made, support those decisions in a positive manner.

Between Board meetings, each Director should:

- s) be available as a resource to management and the Board;
- t) as necessary and appropriate, communicate with the Board Chair and with the CEO between meetings; and
- u) be willing and available for individual consultation with the Board Chair or CEO.

In carrying out their responsibilities, every Director is expected to be actively engaged in the work of the Board and add value to the Board's work. Those Directors who have particular areas of expertise are expected to use their unique skills and experience to the benefit of the Board; for example, by taking a lead on areas of Board investigation or discussion within their area of expertise.

3.4.5 Preparation

Directors must devote the necessary time and attention to be able to make informed decisions on issues that come before the Board. While management will provide Directors with all of the information management thinks Directors need in order to discharge their responsibilities, Directors have a responsibility to ask for all information they believe necessary to make an informed decision. Requests for information should be directed through the Board Chair or Committee Chair.

To enhance the effectiveness of Board and Committee meetings, Directors are expected to:

- a) read and absorb the materials prior to the meetings and attend the meetings prepared to discuss the issues; and
- b) ensure they have acquired adequate information necessary for decision making.

3.4.6 Relationship with Management

Directors should direct questions or concerns on the performance of management through Board and Committee meetings or through the Board Chair to the CEO.

Directors must respect the organizational structure of management. A Director has no authority to direct any staff member.

3.4.7 Committees

In order to assist Board Committees in being effective and productive, each Director is expected to:

- a) participate on Committees and become knowledgeable about the purpose and goals of the Committee;
- b) understand the process of Committee work, and the role of management and staff supporting the Committees; and
- c) become knowledgeable about the terms of reference for the Committee(s) on which they serve.

3.4.8 External Communication

Each Director has an important role as an ambassador of TransLink and may, on occasion, be invited to speak publicly about TransLink or the workings of the Board. In considering the invitation, Directors should be cognizant that the Board Chair is the official spokesperson for the Board. However, where the Director considers it is appropriate to accept the invitation, the Director will confer with the Board Chair prior to accepting the invitation. In those cases where the Board Chair considers it necessary, the approval of the

CEO may also be required. Prior to the speaking engagement, the Board Chair will review the anticipated nature of the speech or public comments with the Director in order to ensure the information to be conveyed is accurate and is appropriate for the public realm.

3.4.9 Attendance

Absent extenuating circumstances, Directors are expected to attend all scheduled Board meetings and Committee meetings for those Committees on which the Directors serve. TransLink will monitor attendance at Board and Committee meetings, and the Board Chair may recommend to the Board the removal of a Board member who is not able to attend a significant majority of meetings. Director attendance records will be disclosed as part of the Annual Report.

Directors are expected to participate fully and frankly in the deliberations and discussions of the Board and its Committees. They are expected to apply informed and reasoned judgment to each issue that arises and express opinions, ask further questions and make recommendations that they think are necessary or desirable. Each Director acts directly, not by proxy. Each Director has an equal say with each of the other Directors.

3.4.10 Outside Activities

Every Director will:

- a) be an effective ambassador and representative of TransLink; and
- b) be available to attend corporate events at the request of the Board Chair.

3.4.11 Conflict of Interest

The SCBCTA Act¹⁹ sets out minimum standards with respect to conflicts of interest. In all cases where Directors have a conflict of interest as defined in the SCBCTA Act (a “Statutory Conflict of Interest”), the Director must disclose the conflict immediately upon becoming aware of it. With respect to certain types of conflict, the Director must eliminate the conflict or resign from the Board whereas in other cases, the Director must refrain from participating or voting in a meeting where the subject matter is being discussed, not communicate with other Directors on the subject and not attempt to influence others with respect to the subject matter.

The SCBCTA Act is specifically concerned with conflicts of interest where Directors have an interest in:

- a) commercial passenger vehicles;
- b) independent transit services;

¹⁹ S. 183

- c) parking spaces;
- d) contract for the provision of transportation services; and
- e) any contract to which TransLink or a subsidiary is a party.

In addition to the Statutory Conflict of Interest provisions, TransLink has adopted a Code of Conduct (Section **Error! Reference source not found.**) that goes beyond the minimum established by the SCBCTA Act.

Each Director is required to adhere to the Statutory Conflict of Interest provisions and the Code of Conduct and upon:

- a) appointment to the Board; and
- b) on or before the 15th day of January thereafter;

acknowledge in writing that they have read and understood the Statutory Conflict of Interest provisions and the Code of Conduct.

3.4.12 Orientation and Professional Development

Directors are expected to take full advantage of TransLink's Director orientation program and to commit to ongoing professional development (for the Board or for an individual Director) as recommended by the Board.

3.4.13 Governance

Directors are expected to keep abreast of developments in the field of corporate governance, particularly as they affect the TransLink and the Board's responsibilities.

3.4.14 Reappointment

A Director should advise the Board Chair as early as possible if they will or will not seek re-appointment when eligible to do so.

3.4.15 End of Term

Upon a Director's term ending, the Director is required to return to TransLink all materials and other items belonging to TransLink, including confidential Board materials.

3.5 BOARD CHAIR POSITION DESCRIPTION

The following describes the role and responsibilities of the Board Chair.

3.5.1 Appointment

The Board Chair is appointed pursuant to the process set out in Section 3.1.8 of this Manual.

3.5.2 Role

The Board Chair, as the presiding Director, provides leadership in guiding the Board and coordinating its activities and fosters relationships between the Board and management, among Directors and, together with the CEO, between TransLink and the Mayors' Council, the Provincial Government, the Screening Panel and the communities served by TransLink.

The Board Chair is accountable to the Board, acts as a direct liaison between the Board and management, and acts as a spokesperson for Board decisions where appropriate.

The Board Chair, while working closely with the CEO, retains an independent perspective to best represent the interests of TransLink, the communities it serves, and the Board.

3.5.3 Duties and Responsibilities

The specific duties and responsibilities of the Board Chair are to:

a) Work with Management

- Act as a liaison between management and the Board;
- foster a constructive and harmonious relationship between the Board and management;
- provide advice and counsel to the CEO, including helping to identify problems, reviewing strategy, maintaining accountability, building relationships and ensuring that the CEO is aware of concerns of the Board and the communities TransLink serves;
- review and approve the CEO's expenses;
- keep abreast generally of the activities of TransLink and its management; and
- ensure that management presents to the Board all matters necessary to enable the Board to effectively exercise its responsibilities.

b) Manage the Board

- foster ethical and responsible decision-making by the Board and individual Directors;
- ensure the Board has full governance of TransLink's business and affairs and is alert to its obligations to TransLink, the Mayors' Council, to the communities it serves, to stakeholders, and to management;

- ensure the Board fulfils its governance responsibilities as set out in the Board charter;
- recommend an annual schedule of the date, time and location of Board and Committee meetings;
- recommend Committee chairs and membership;
- in concert with the CEO and Corporate Secretary, develop, set and approve the Board's regular meeting agenda and determine Board information packages;
- ensure that Directors are properly informed and that sufficient and timely advance distribution of all background information is provided to enable the Directors to form appropriate judgments;
- act as Chair at meetings of the Board and the Annual Meeting;
- build consensus and develop teamwork within the Board;
- ensure the Board has cohesion of direction and purpose at a policy and strategic level;
- ensure Board meetings are conducted in an efficient, effective and focused manner;
- ensure that each Director is contributing to the Board's work and discuss with each individual Director their contribution, as necessary from time to time;
- in addition to the Board evaluation and Director evaluation process, meet with each Director annually to discuss their views on how the Board can be more effective, personal observations regarding fellow Directors and an exchange of views on how the individual Director may enhance their contribution;
- in consultation with the Human Resources and Governance Committee Chair, develop and implement the evaluation process for incumbent Directors whose terms are expiring and consider their qualifications to stand for re-appointment;
- call meetings of the Board and the Annual Meeting;
- act as the official spokesperson for the Board and, when appropriate and in conjunction with the CEO, as spokesperson for TransLink; and
- keep the Board up to date on all significant developments.

c) Other

- i) Such other functions as may be:
 - 1) ancillary to the responsibilities described above; or
 - 2) delegated to the Board Chair by the Board from time to time.

d) Casting Vote

In the event there is a tie vote on an issue, the Board Chair does not have a casting, or second vote.

e) Committees

The Board Chair is an ex officio member of all Board Committees where they are not formally appointed as a member. Where the Board Chair is an ex officio member of a committee the Board Chair is not counted in establishing quorum and does not vote.

f) Advisors/Resources

The Board Chair has authority to retain external advisors and resources up to \$50,000.

g) Communications

The Board Chair:

- i) represents the Board as appropriate with the Mayors' Council, the Minister, the Screening Panel, stakeholders, communities, other organizations and the public; and
- ii) in coordination with the CEO, ensures TransLink's management and the Board are appropriately represented at official functions and meetings.

h) Absence of Board Chair

In the absence or incapacity of the Board Chair, the Vice-Chair or, in the absence of a Vice-Chair, another Board member designated by the Board Chair will carry out the duties and exercise the powers of the Board Chair during such absence or incapacity. If the Board Chair and Vice-Chair position is vacant, the remaining Directors may designate one Director to carry out the duties and exercise the powers of the Board Chair during vacancy.

3.6 VICE-CHAIR POSITION DESCRIPTION

The Board may appoint a Vice-Chair. If a Vice-Chair is appointed, the following describes the role and responsibilities of the Vice-Chair.

3.6.1 Role

The Vice-Chair works collaboratively with the Board Chair and supports the Board Chair in fulfilling their responsibilities.

3.6.2 Responsibilities

The Vice-Chair:

- a) carries out the duties of the Board Chair when the Board Chair is absent or unable to carry out the Board Chair's responsibilities;
- b) performs any of the Board Chair's duties when requested by the Board Chair; and
- c) performs such other functions as may be reasonably requested by the Board or the Board Chair.

3.7 COMMITTEE CHAIR POSITION DESCRIPTION

3.7.1 Appointment

The Committee Chairs are appointed by the Board on the recommendation of the Board Chair in consultation with the Human Resources and Governance Committee.

3.7.2 Role

The Committee Chair provides independent, effective leadership to the Committee and leads the Committee in fulfilling the duties set out in its Charter.

3.7.3 Responsibilities

The Committee Chair will:

a) Leadership

- i) Provide overall leadership to enhance the effectiveness of the Committees; and
- ii) take all reasonable steps to ensure that the responsibility and duties of the Committee, as outlined in its Charter, are well understood by the Committee members and executed as effectively as possible.

b) Ethics

- i) Foster ethical and responsible decision-making by the Committee and its individual members.

c) Committee Governance

- i) Provide effective Committee leadership, overseeing all aspects of the Committee's direction and administration in fulfilling the terms of its Charter; and
- ii) with the Human Resources and Governance Committee, oversee the structure, composition, membership and activities delegated to the Committee.

d) Committee Meetings

- i) Ensure that the Committee meets as many times as necessary to carry out its duties effectively;
- ii) In consultation with the Board Chair, other Committee members, the Corporate Secretary and members of management, as appropriate, establish the agenda for each Committee meeting;
- iii) preside at all meetings of the Committee, including in camera sessions, provided that if the Committee Chair or their designate is not present within 15 minutes of the time appointed for holding the meeting or if the Committee Chair or their designate has advised the Corporate Secretary that they will not be present at the meeting, the Directors present at the meeting will choose one of their number to chair the meeting;
- iv) ensure sufficient time during Committee meetings to fully discuss agenda items;

- v) encourage Committee members to ask questions and express viewpoints during meetings;
- vi) deal effectively with dissent and work constructively towards arriving at decisions and achieving consensus; and
- vii) ensure that the Committee meets in separate, regularly scheduled, non-management, in camera sessions.

e) Committee Reporting

- i) Following each meeting of the Committee, ensure that the Board receives a summary of the activities, findings and any recommendations of the Committee; and ensure that Committee materials are available to any Director on request.

f) Committee Management Relationships

- i) Take all reasonable steps to ensure that Committee members receive written information and are exposed to presentations from management to fulfill the Committee Charter;
- ii) facilitate effective communication between Committee members and management, both inside and outside of Committee meetings; and
- iii) have an effective working relationship with members of management.

g) Evaluations

- i) Ensure that a performance evaluation of the Committee and the Committee Chair is conducted, soliciting input from all Committee members, other Directors and appropriate members of management.

h) Advisors/Resources

- i) Ensure that resources and expertise are available to the Committee so that it may conduct its work effectively and efficiently; and
- ii) coordinate with the Committee to retain, oversee, compensate and terminate independent advisors to assist the Committee in its activities.

i) Other

- i) Carry out any other appropriate duties and responsibilities assigned by the Board or delegated by the Committee.

3.8 CEO POSITION DESCRIPTION

The following describes the appointment, role and responsibilities of the CEO.

3.8.1 Appointment

The Board appoints the CEO on terms and conditions it considers appropriate. The CEO reports to, and is accountable to, the Board. The CEO is not a member of the Board but participates fully with the Board in

regular meetings (except for the in camera portions of the meeting or if otherwise requested by the Board to retire from the meeting).

3.8.2 Role

The CEO has overall responsibility to the Board for the general management of, and control over, the businesses, activities and other affairs of TransLink. The CEO does this by leading and managing TransLink through the development and implementation of strategies and policies, the management of its human resources, and efficient and effective operations.

3.8.3 Duties and Responsibilities

The CEO has specific responsibility to:

a) Leadership

- i) lead and manage TransLink within the parameters established by the Board and its Committees;
- ii) foster a corporate culture that promotes ethical and safe practices and encourage individual integrity and social responsibility;
- iii) ensure compliance with the SCBCTA Act and the Articles;
- iv) ensure that TransLink achieves and maintains a high standard for its facilities and services;
- v) develop and implement operational policies to guide TransLink within the limits prescribed by the SCBCTA Act and the Corporate Strategy and Business Plans adopted by the Board;
- vi) direct and monitor TransLink's activities in a manner that ensures the assets of TransLink are safeguarded and optimized; and
- vii) ensure compliance with TransLink's policies and practices.

b) Board

- i) be accountable to the Board for all activities of TransLink; and
- ii) support the Board Chair and the Board to carry out the Board's governance responsibilities.

c) Corporate Strategy

- i) develop and recommend the Long Term Strategy and the Investment Plans under the SCBCTA Act;
- ii) develop and recommend the annual Business Plan to the Board; and
- iii) successfully implement the Business Plan and other supporting initiatives within approved budgets.

d) Requisitioning and Signing Authority

- i) initiate and approve expenditures against the annual budgets and capital plans set out in the Business Plan and other actions or transactions falling outside the Business Plan approved by

the Board; and to further delegate spending authority to staff positions based on departmental responsibilities, levels of authority and individual experience; and

- ii) enter into legal binding commitments on behalf of TransLink and to further delegate signing authority to staff positions based on departmental responsibilities, levels of authority, or contract or transaction type.

e) Reporting

- i) report to the Board on the achievement of operational, financial, and sustainability goals;
- ii) provide an annual due diligence report confirming that TransLink is in compliance with all legal requirements; and
- iii) keep the Board apprised of material issues that may affect TransLink's ability to achieve the operational and financial objectives set out in TransLink's Corporate Strategy and Business Plans.

f) Financial and Risk Management

- i) ensure the integrity of TransLink's internal control, financial and managements systems; and
- ii) identify, and report to the Board, principal risks of the business and ensure the implementation of systems to manage these risks.

g) Human Resources

- i) develop and seek input from the Board regarding the overall organizational structure;
- ii) keep the Board informed of any proposed material changes to the organizational structure;
- iii) develop and recommend to the Board the broad compensation strategy and philosophy for TransLink;
- iv) approve management compensation within the bounds of the executive compensation plan approved by the Mayors' Council (or as otherwise permitted by the SCBCTA Act);
- v) provide the Directors, at Board and Committee meetings, with exposure to TransLink's Officers and other key management;
- vi) annually provide the Board with an overview of the Officers' performance;
- vii) consult in advance with the Board Chair and the Human Resources and Governance Committee with respect to any proposed hiring or termination of an Officer;
- viii) inform the Board Chair and Human Resources and Governance Committee if an Officer resigns their position;
- ix) obtain the approval of the Finance and Audit Committee for the appointment or termination of the Chief Financial Officer and Internal Auditor;
- x) annually establish and maintain a Board approved plan for management development and succession; and

- xi) annually establish and maintain a Board approved plan for the recruitment, development and retention of key personnel other than management.

h) External Relations

- i) Act as a primary spokesperson for TransLink and oversee TransLink's interfaces with the public and stakeholders;
- ii) develop and implement a communications program to support TransLink's strategic objectives; and
- iii) maintain a positive working relationship with all key stakeholders including all levels of government.

i) Outside Commitments

- i) Obtain Board approval prior to accepting significant public service commitments and/or outside board appointments.

3.8.4 Compensation

The Board establishes the CEO's compensation, within the bounds of the executive compensation plan approved by the Mayors' Council (or as otherwise permitted by the SCBCTA Act).

3.9 CORPORATE SECRETARY POSITION DESCRIPTION

The following describes the appointment, and role and responsibilities of the Corporate Secretary. The Corporate Secretary role may be combined with another position (e.g. General Counsel and Corporate Secretary).

3.9.1 Appointment

The Corporate Secretary is appointed by the Board in consultation with the CEO. They are accountable to the Board for Board-related activities and reports to the Board Chair. The Corporate Secretary is also a member of management and in this capacity has management-related responsibilities and reports operationally to the CEO.

3.9.2 Role

The Corporate Secretary supports the Board by providing resources, information and communication links between the Board and management, with particular emphasis on facilitating the flow of information. The Corporate Secretary also advises the Board and Chair on governance matters.

3.9.3 Duties and Responsibilities

The Corporate Secretary has specific responsibility to:

- a) ensure the smooth running of the Board's and Board Committees' activities by helping the Board and Committee Chairs to set agendas, preparing and presenting information to the Board and Board Committees, advising on Board procedures and ensuring the Board follows them;
- b) under direction from the Board Chair, schedule all Board and Committee meetings;
- c) ensure proper notice is given for all Board meetings;
- d) attend all Board and Committee meetings (except where there may be a conflict of interest) and act as Corporate Secretary at such meetings or appoint a designate to act as Corporate Secretary;
- e) ensure that accurate minutes from Board and Committee meetings are prepared and distributed to all Directors;
- f) provide, or obtain, governance advice or support for the Board and advise the Board on all matters of procedure;
- g) advise the Board Chair in respect of any matters where conflict, potential or real, may occur between the Board and CEO;
- h) serve the Human Resources and Governance Committee as a source of expertise and advice on new developments in corporate governance and best practices that are being employed in other organizations;
- i) ensure the Board acts within the parameters of the SCBCTA Act and the policies as set out in the Board Manual;
- j) keep under close review all legislative, regulatory and corporate governance developments that might affect Board operations, and ensure the Board is fully briefed on these and has regard to them when making decisions;
- k) liaise with the Screening Panel, Mayors' Council and others as required in connection with the Director appointment process;
- l) under direction from the Human Resources and Governance Committee, provide orientation for new Directors and ongoing professional development for all Directors and support them in understanding their roles and responsibilities;
- m) act as primary point of contact and source of advice and guidance for Directors with respect to Board matters in order to support the decision making process;
- n) maintain TransLink's corporate records;
- o) maintain and update as required the Board's policies as contained in this Board Manual;
- p) maintain custody of the minutes and records of the Board; and
- q) ensure proper and timely documentary filings and fulfillment of corporate disclosure requirements to statutory authorities under applicable legislation.

3.9.4 Conflict of Interest

If there is a conflict of interest, actual, potential or perceived, on any particular matter, between the Corporate Secretary's administrative or managerial responsibilities within TransLink and the Corporate Secretary's responsibilities as secretary to the Board, it is the responsibility of the Corporate Secretary to draw it to the attention of the Board through the Board Chair.

3.10 COMMITTEE OPERATING GUIDELINES

3.10.1 Introduction

Pursuant to the SCBCTA Act, TransLink may establish such committees as are appropriate to assist the Board in carrying out its work.

Committees of the Board analyze in depth, policies and strategies developed by management, which are consistent with the Committees' Charters. Committees examine proposals and, subject to limitations under applicable laws, make decisions or make recommendations to the full Board. Committees may not take action or make decisions on behalf of the Board unless specifically mandated to do so.

Current Committees of the Board are:

- | | |
|------------------------------------|---|
| a) Finance and Audit; | c) Planning, Communities and Communication; |
| b) Human Resources and Governance; | d) Information Technology. |

3.10.2 Mandate

Each Committee will review its own Charter annually and submit any changes to the Human Resources and Governance Committee for review and recommendation to the full Board.

3.10.3 Composition

Each year, Committee Chairs and members are appointed by the Board at the last Board meeting of the previous year, on the recommendation of the Board Chair. Committee members and Chairs are appointed for one-year terms and may be appointed for consecutive terms. A Committee member may be appointed to more than one Committee at one time. A Committee member may be removed from one Committee and placed on another Committee upon approval of the Board, providing such a change is not in conflict with the composition guidelines of the Charter for each Committee. A Committee member may be removed or replaced at any time by the Board. A Committee member will also cease to be a Committee member upon ceasing to be a Director of TransLink.

Any Director of TransLink may attend any Committee meeting, provided that a Director will be compensated only for attending meetings of Committees of which they are a member. Non-Committee members will not be counted in establishing quorum and will not vote.

The Board Chair is an *ex officio* member of all Board Committees of which they are not an appointed member. Where the Board Chair is an *ex officio* member of a Board Committee, they are not counted in establishing quorum and does not vote.

Each Committee Chair will advise the CEO when the Committee wishes to use TransLink staff as a Committee resource. It will be the responsibility of the CEO to designate staff for Committee assistance.

3.10.4 Meetings

Committees will meet as often as required to carry out their responsibilities. The frequency of Committee meetings will be determined by the Committee Chair in accordance with the Committee Charter. Meetings will be scheduled a year in advance where possible.

Notice of Committee meetings is required to be given five clear days in advance of the meeting, unless notice is waived. A member who attends a meeting will be deemed to have waived notice of the meeting with respect to all business transacted after the member first attends the meeting.

Subject to a resolution of the Board stipulating otherwise in respect of a particular transaction or particular class of business, a quorum for the transaction of business at a Committee meeting will be a majority of appointed members. Questions arising at a meeting will be determined by a majority of votes of the members present. The Committee Chair is entitled to vote. In the event of a tied vote, the Committee Chair will not have a casting vote and the motion will fail.²⁰

Committee meetings are normally held at the head office of TransLink or virtually.

A Committee member may participate in a meeting by telephone or such other communications facilities as permit all persons participating in the meeting to hear one another with the prior consent of the Committee Chair. For virtual Committee meetings, Directors are expected to attend with both audio and visual functionality and with those functions on throughout the meeting. A Director participating in a meeting in accordance with this section will be deemed to be present at the meeting and will be included in the determination of quorum and be entitled to speak and vote.²¹ A resolution in writing, signed by all of the Directors who would be entitled to vote on that resolution at a meeting of the Committee, is as valid as if it had been passed at a meeting of the Committee. Such resolution may be in two or more counterparts which together will be deemed to constitute one resolution in writing. Such resolution will

²⁰ Articles, ss. 10, 4 and 5

²¹ Articles, ss. 10 and 6

be filed with the minutes of the proceedings of the Directors and will be effective on the date stated thereon or on the latest date stated on any counterpart.²²

3.10.5 Meeting without Management

Each regular Committee meeting is followed by an in camera meeting of Directors (without management present). The purpose of such meetings is to evaluate the Committee's relationship with management, as well as its oversight of, and the quality of, information provided by management. Such meetings will not be considered to be meetings of the Committee but rather will be information meetings only. The Committee Chair will immediately communicate with the Committee's senior staff liaison any relevant matters raised during the meeting.

3.10.6 Agenda

The Chair of each Committee will determine the agenda for each meeting.

3.10.7 Recommendations

Each Committee will make periodic recommendations to the Board in respect of the subject on which it was created to provide advice. The Board will take into consideration, but will not be bound by, Committee recommendations.

3.10.8 Staff Support

The Corporate Secretary will work with the Committee Chair towards the establishment of meeting agendas and preparation of meeting materials.

The Corporate Secretary will ensure that accurate minutes of each Committee meeting are prepared and provided to each Committee member in a timely fashion.

3.10.9 Accountability to Board

Following a Committee meeting, a summary on every major matter considered at that meeting will be provided to the full Board at the Board's next scheduled meeting. The Corporate Secretary will ensure that minutes of regular Committee meetings (i.e., not in camera meetings), once approved by the Committee, are provided to the Board Chair, Directors and the CEO.

Except where the Board, by resolution or through the Committee's Charter, has authorized the Committee to act, a Committee has no authority to direct management or to commit TransLink.

²² Articles, ss. 10 and 7

3.10.10 Invitees

A Committee Chair may invite such Directors or such employees of TransLink, as may be considered desirable, to attend meetings and assist in the discussion and consideration of the business of the Committee. Where a Committee Chair, with the concurrence of the Board Chair, invites a Director to participate or attend a Committee meeting, that Director will be compensated for their attendance but will not be counted as quorum or a voting member.

Each Committee Chair will advise the CEO when the Committee wishes to use TransLink staff as Committee support. It will be the responsibility of the CEO, or the appropriate member of management, to designate staff for the Committee's assistance.

3.10.11 External Advisors

Each Committee may engage independent advisors at the expense of TransLink when it deems it necessary in accordance with its respective Committee terms of reference.

3.11 FINANCE AND AUDIT COMMITTEE

3.11.1 Purpose

The Finance and Audit Committee has primary responsibility for the financial planning, financial reporting, accounting systems, external audit, internal audit, sustainability and corporate social responsibility, investor relations, management plans and budgets, internal controls and treasury of TransLink vested in Management and overseen by the Board. In addition, the committee's role is to understand TransLink's material business and project risks and to review Management's plans to manage these risks; to assist the Board in carrying out its oversight responsibilities with respect to the planning, development and construction to TransLink's major capital projects; to oversee Management's delivery of the overall capital program; to oversee TransLink's real estate program; to oversee safety and security initiatives; and to make recommendations to the board as appropriate.

3.11.2 Financial Oversight

The Finance and Audit Committee (the "Committee") is responsible for assisting the Board in fulfilling its obligations and oversight responsibilities relating to financial planning, the audit process, financial reporting, the system of corporate controls and, when required, for making recommendations to the full Board for approval.

In the process of overseeing TransLink's audit procedures, the Committee will have unrestricted access to TransLink's personnel and documents, and will be provided with the resources necessary to carry out its responsibilities, including the authorization to engage independent counsel and other advisors as part of this resource requirement.

3.11.3 Capital Planning

The committee will review management's long-term planning associated with major infrastructure investment options, which would include an analysis of consistency with the regional growth strategy, options to address growing transportation need, cost-benefit analysis of the options, an assessment of the likelihood of federal, provincial and regional financing, as well as an analysis of own-source contributions, if any. No future planning funding will be committed by TransLink until this analysis has been reviewed by the Committee and, as appropriate, the Board.

3.11.4 Risk

The Committee is responsible for managing the Board's role in overall risk management and mitigation. This will include but is not limited to:

- a) overseeing the Enterprise Risk Management assessment and ensuring appropriate mitigation measures are in place; and
- b) monitoring major initiatives undertaken to improve service delivery, safety and/or operational efficiency as assigned by the Board.

3.11.5 Major Capital Projects

The Board will delegate to the Committee responsibility to assist the Board with oversight responsibilities in respect of certain major capital projects or initiatives or a series of projects or initiatives (hereinafter referred to as "Projects").

Projects with a capital value in excess of \$50 million will be considered a major capital project. However, in determining which projects, or series of projects, will be delegated to the Committee, the Board will also consider:

- a) stakeholder, financial, environmental, reputational and political considerations
- b) project complexity, and
- c) whether the project has adequately assessed the potential risks and ensures these are provided for in the most cost-effective manner.

All projects that involve an alternate to the traditional design/build procurement model will be delegated to the Committee for oversight to:

- a) assist in reviewing and establishing the nature of the relationship;
- b) identifying and approving the appropriate risk allocation; and
- c) establishing the appropriate governance, management and commercial terms for the transaction.

3.11.6 Capital Program

The Committee will receive an annual update presentation from Management and provide feedback on the overall capital plan for the upcoming year. It will include:

- a) a summary of the capital projects carrying over from previous years;
- b) a summary of reallocations across projects in the previous year and year-to-date; and
- c) a review of the criteria the Management team used to prioritize the projects for the upcoming year, including a short summary of those that did not make the cut.

3.11.7 Real Estate

The Committee will oversee the strategic development of the Real Estate Program and consider the financial implications, associated risks and timing regarding:

- a) the acquisition of real estate;
- b) the disposition of surplus real estate and reallocation of revenues; and
- c) development of opportunities, including transit-oriented development.

3.11.8 Composition

The Committee will be composed of at least three Directors. The Board Chair is an ex officio member, but is not counted in establishing quorum and does not vote.

Committee members will have a working familiarity with finance and accounting practices and/or engineering and project management, and at least one Committee member should have a professional accounting designation or related financial management expertise to be considered a financial expert.

3.11.9 Auditors

The external and internal auditors will be notified of the Committee's meeting schedule and receive the appropriate meeting materials in advance of meetings. The external auditors will have the right to appear before, and to be heard at, every meeting of the Committee, and will appear before the Committee when requested to do so by the Committee.

The external auditors will receive copies of the minutes of every meeting of the Committee and may request a meeting of the Committee be called by notifying the Committee Chair of such request.

3.11.10 Staff Support

The Chief Financial Officer will provide staff support to the Committee. In addition, the Vice-President, Financial Services will provide staff support for finance-related matters and the Vice-President, Engineering will provide staff support for engineering and capital-related matters. Other senior staff will also provide support on specific items, as appropriate.

The Corporate Secretary or the Corporate Secretary's designate will be secretary to the Committee.

3.11.11 Advisors/Resources

The Finance and Audit Committee Chair has authority to retain external advisors and resources up to \$50,000.

3.11.12 Responsibilities

Subject to the powers and duties of the Board, the Committee will perform the duties as outlined in the 'Finance and Audit Committee Duties and Responsibilities Annual Checklist' below.

The Finance and Audit Committee will annually review and complete its checklist at the first quarter meeting of the year. The Finance and Audit Committee will report to the Board its compliance with the committee checklist and note any exceptions at the first board meeting of each year.

3.11.13 Accountability

The Committee will report its discussions to the Board of Directors by distributing the minutes of its meetings, and where appropriate, by oral or written summary to the Board of Directors with respect to every major matter considered since the last meeting.

Supporting schedules and information reviewed by the Committee will be available for examination by any Director upon request to the secretary of the Committee.

The Committee will annually review its terms of reference, and report to the Board as to how it achieved its objectives.

3.11.14 Committee Timetable

The Committee meets at least four times per year to permit timely review of interim and annual financial statements. Additional meetings may be held as deemed necessary by the Chair of the Committee or as requested by any member of the external or internal auditors.

The regular timetable for the Committee's activities is reflected in the Board and Committee annual calendar set out in Section 3.3.

3.11.15 Finance and Audit Committee Duties and Responsibilities Annual Checklist

Requirements	Action	Status
Financial Planning		
Review and recommend financial plans forwarded to the Board for approval, including financial plans contained within the Long Term Strategy, financial plans contained with the Investment Plans, and the Business Plan.	Review and recommend	

Requirements	Action	Status
Review and recommend the appropriateness and validity of any material assumptions and estimates used in the preparation of such financial plans/budgets.	Review and recommend	
Review and recommend the consistency of the financial plans/budgets with policies, objectives and initiatives approved by the Board.	Review and recommend	
Review and recommend the consistency of the financial plans/budgets with any other financial data.	Review and recommend	
Review any significant assumptions, forecasts, targets or performance goals used by management in the preparation of the financial plans/budgets.	Review and recommend	
Financial Reporting		
Review financial reports and related information of TransLink to ensure that any material deviation from budget, or any material indication that actual results will fail to meet budget expectations, are addressed by the CEO.	Review	
Review TransLink's audited annual financial statements to ensure they are fairly presented in all material respects in accordance with generally accepted accounting principles.	Review	
Review the financial statements and reports, and make recommendations to the Board with respect to approval.	Review and recommend	
Determine whether appropriate accounting methods have been applied.	Review	
Discuss with management and with the external auditor: i) all proposed changes in accounting policy; ii) the import and presentation of all large risks or uncertainties; iii) compliance with accounting standards; iv) significant adjustments arising out of the audit process and related party transaction party transactions; and v) all estimates or judgments of management that may be material to financial reports.	Discuss	
Question management and the external auditor regarding significant financial report, recording or presentation issues discussed during the fiscal period and the manner of their resolution.	Discuss	
Examine the audited annual financial statements in conjunction with the report of the external auditor, which may include determining whether the statements: i) properly reflect the significant accounting policies selected; ii) reflect estimates and other financial statement elements that are reasonable and consistent; iii) adequately disclose all major transactions and issues; iv) disclose all post-year-end significant events; v) are understandable, relevant, reliable and comparable.	Review	
Review financial reports required under the SCBCTA Act.	Review	

Requirements	Action	Status
External Audit		
Recommend to the Board the appointment of the external auditor for TransLink.	Review and recommend	
Determine whether the performance of the external audit is satisfactory, effective and meets the requirements of TransLink.	Review	
Review all issues related to any change in external auditor and the planned steps of an orderly transition.	Review	
Review the terms of the external auditor's engagement, and the appropriateness and reasonableness of the proposed audit fees.	Review	
Review on an annual basis the amount of fees paid to the external auditors and their affiliates for audit related and non-audit consulting services provided to TransLink, in accordance with best practices.	Review	
Review, in advance, non-audit services to be provided by the external auditor's firm or an affiliate to ensure appropriate independence.	Review	
Pre-approve fee levels for audit related and non-audit related services provided to TransLink by its external auditor.	Pre-approve/ Decline	
Review the audit plan with the external auditor and management.	Review	
Determine whether management has provided full and open disclosure to the external auditor's inquiries.	Review	
Review problems experienced by the external auditor in performing the audit, including any restriction imposed by management and all significant accounting issues on which there was a disagreement with management.	Review	
Review the post-audit opinion or management letter containing the recommendations of the external auditor and review management's response and subsequent follow-up to any significant identified weaknesses.	Review	
The Committee will hold regular in camera meetings with the external auditors.	Perform	
Accounting Systems and Internal Controls		
Through discussions with management and the external auditors, obtain reasonable assurance that TransLink has implemented appropriate systems of internal control over financial reporting and that these systems are operating effectively.	Obtain reasonable assurance	
Through discussions with management and the external auditors, obtain reasonable assurance that TransLink has implemented appropriate systems of internal controls to ensure compliance with its policies, and procedures and that these systems are operating effectively.	Obtain reasonable assurance	
Through discussion with management and the external auditors, obtain reasonable assurance that TransLink has implemented appropriate systems of internal control to identify, monitor, mitigate and report significant financial or operational risk exposures and that these systems are operating effectively.	Obtain reasonable assurance	

Requirements	Action	Status
Review with TransLink's General Counsel on at least an annual basis any legal matters that could have a significant impact on TransLink's financial statements, to ensure compliance with legal and regulatory requirements.	Review	
Review the evaluation of internal controls by the external auditor, including any recommendations for improvement of TransLink's accounting procedures and internal controls, together with management's response.	Review	
Direct the external auditor's examinations to particular areas of concerns.	Direct	
Internal Audit		
In consultation with the CEO, review and approve the terms of the internal auditor's engagement or termination.	Approve/Decline	
Review and approve the internal audit plan.	Approve/Decline	
Ensure the internal auditor's approach to risk and internal control is appropriate.	Review	
Determine whether the performance of the internal audit is satisfactory, effective and meets the requirements of TransLink.	Review	
Ensure there are adequate resources for the internal control function.	Review	
Review problems experienced by internal audit in performing its function, including any restriction imposed by management and all significant difficulties or disagreements with management.	Review	
The Committee will hold regular in camera meetings with the internal auditor.	Perform	
Chief Financial Officer and Internal Auditor		
On the recommendation of the CEO, the Committee will review and endorse the appointment and termination of the Chief Financial Officer and internal auditor and the terms of their engagement or termination.	Review and endorse	
Code of Conduct		
Ensure that TransLink has in place adequate procedures to address issues raised by employees or other parties concerning the receipt, retention and treatment of complaints received by TransLink regarding alleged irregularities in respect of Code of Conduct, accounting, financial reporting, internal control or auditing matters; and the confidential, anonymous submission by employees of TransLink of concerns arising in connection to the Code of Conduct.	Review	
Receive semi-annual reports regarding any complaints made by Directors, Officers and employees under the Code of Conduct or Directors under the Directors' Code.	Review	
Sustainability and Corporate Social Responsibility		
Assume oversight of the corporate Sustainability Policy., including plans, initiatives and reporting.	Oversee	
Receive reports on the implementation of the corporate sustainability plan, including the development of and progress against key performance indicators.	Review	
Risk Management		
Understand the material risks to TransLink.	Review	

Requirements	Action	Status
Receive quarterly reports on how each material risk is trending and review management's risk mitigation strategies.	Review	
Lead an annual review with the Board on TransLink's material risks and management's systems to eliminate or manage such risks.	Review	
Major Capital Projects		
In respect of proposed Projects, assist the Board in making a decision whether or not to proceed with the Project.	Review and recommend	
During the development stage of a Project, provide oversight of management's Project development plans and provide advice to management consistent with the Long Term Strategy and Statutory Strategic Plan as appropriate on the following: i) Project team and structure; ii) Use and choice of outside consultants; iii) Project risk profile, timetable, critical path and mitigation strategies; iv) Project pro-forma model and sensitivity cases; v) Proposed key contractual heads of terms and an outline of contracting strategy; and vi) The timing of securing Board approval for commencement of Project including construction and/or major pre-commencement financial commitments.	Oversee	
During the implementation phase of a Project, review with management such items as the following: i) the proposed oversight program; ii) risk assessment, management and mitigation strategies; iii) use and choice of outside consultants; iv) co-ordination in the use of consultants retained by the Committee or Board; v) the identification of major Project milestones and progress in achieving them, including variance analysis and mitigation strategies; vi) a regularly updated Project risk profile and early warning of key issues or disputes and suggested mitigation strategies; vii) Project pro-forma model updates, showing actual expenditures versus budget, use of contingency and projected final expenditures; viii) expected completion schedule; and ix) provide regular progress updates to the Board	Oversee and update	
Upon completion of the Project, determine which Project aspects will be retained for Committee oversight.	Review and oversee	

Requirements	Action	Status
With respect to a material dispute involving a Project: i) review with management: a) the most appropriate method to resolve the dispute including negotiation, mediation/refereeing, arbitration or litigation; b) the choice of the dispute resolution strategy; c) the selection of the appropriate consultants and/or experts including referee, arbitrator and external legal counsel; and d) provide regular status updates to the Board; and ii) make recommendations to the Board in respect to any strategic issues regarding such disputes.	Review and recommend	
Timely review of completed Projects in terms of: i) cost-effectiveness; ii) timeliness; iii) operational effectiveness; iv) quality of completed project; v) risk assessment, management and mitigation strategies; vi) lessons learned; vii) sustainability objectives; viii) post operational cost variance analysis; and ix) other relevant indicators and objectives	Review	
Management Oversight		
Annually review TransLink's operational project management oversight controls and systems.	Review	
Oversee management's delivery of the overall capital program.	Oversees	
Real Estate Program		
Oversee the strategic development of the Real Estate Program and consider the transportation and financial implications, associated risks and timing regarding: i) the acquisition of real estate; ii) the disposition of surplus real estate and reallocation of revenues; and iii) development of opportunities.	Oversee	
Review quarterly reports of the Real Estate Program to ensure the appropriate mechanisms are in place to maximize TransLink's benefits under the overall program.	Review	
Safety and Security Initiatives		
Review and recommend safety and security initiatives related to the public, including public health and safety.	Review and recommend	
Review and recommend safety and security initiatives related to employees, including occupational health and safety.	Review and recommend	
Receive semi-annual reports on Safety and Security	Review	
Oversee implementation of safety and security initiatives, as required.	Oversee	

Other Responsibilities		
Conduct an annual review TransLink's insurance coverage of material business risks and uncertainties.	Review	
Before disclosure to the public, investors or stakeholders, review any formal financial reports on the condition or results of TransLink.	Review	
Confirm that appropriate policies and procedures are in place for monitoring compliance with applicable laws and ascertain their adequacy and the levels of compliance.	Confirm	
Report to the Board all financial matters of which the Committee has knowledge that may materially affect the current or future position of TransLink.	Report	
Receive semi-annual environmental management system update.	Stay informed	
Committee Chair to meet with each subsidiary Board Chair semi-annually to discuss any issues relevant to the subsidiary Board's duties.	Stay informed	
Keep current on emerging best practices in corporate governance relevant to the mandate of the Committee and, as required, recommend changes to the Finance and Audit Committee Terms of Reference.	Stay informed	
Receive annual updates on significant litigation affecting the TransLink enterprise	Stay informed	
Review amendments to the Major Road Network and Truck Route Network.	Review and recommend	
Review such other matters that the Committee or the Board deems advisable or timely.	Review/ recommend/ implement/ lead, as required	
Review Committee Charter/Terms of Reference.	Review and recommend	
Complete Committee checklist for review.	Complete and report	
Assume other related responsibilities as assigned to the Committee by the Board.	Review/ recommend/ implement/ lead, as required	

3.12 HUMAN RESOURCES AND GOVERNANCE COMMITTEE

3.12.1 Purpose

The purpose of the Human Resources and Governance Committee (the "Committee") is to assist the Board with respect to all matters relating to human resources, including CEO evaluation and compensation, management development, succession planning, executive compensation and significant human resources policies, and ensure that the human resources strategies and policies support the achievement of TransLink's goals and responsibilities, including alignment to the Corporate Strategies. The Committee will also receive reports on employee engagement and labour relations matters, when appropriate.

The Committee will also develop and recommend to the Board a set of corporate governance principles; make recommendations regarding the size, composition and charters of the committees of the Board; assist the Board and Board Committees with the annual self-evaluation process; develop and recommend to the Board the Board Skills and Experience Profile; assist the Board in identifying potential Board candidates to recommend to the Screening Panel as appropriate; and oversee privacy issues.

3.12.2 Composition

The Committee will be composed of at least three Directors. The Board Chair is an *ex officio* member of the Committee but is not counted in establishing quorum and does not vote.

3.12.3 Staff Support

The Corporate Secretary and Vice President, People and Culture will provide staff support to the Committee. Other senior staff will also provide support on specific items, as appropriate.

The Corporate Secretary or the Corporate Secretary's designate will be secretary to the Committee.

3.12.4 Advisors/Resources

The Human Resources and Governance Committee Chair has authority to retain external advisors and resources up to \$50,000.

3.12.5 Duties and Responsibilities

Subject to the powers and duties of the Board, the Committee will complete the requirements as outlined in the 'Human Resources and Governance Committee Duties and Responsibilities Annual Checklist' below.

The Committee will annually review and complete its checklist at the last meeting of the year. The Committee will report to the Board its compliance with the committee checklist and note any exceptions at the first board meeting of each year.

3.12.6 Accountability

The Committee will report its discussions to the Board by distributing the minutes of its meetings and, where appropriate, by oral or written summary at the next meeting of the Board of every major matter considered since the Board's last meeting.

3.12.7 Committee Timetable

The timetable for the Committee's activities is reflected in the annual Board and Committee calendar set out in Section 3.3.

3.12.8 Human Resources and Governance Committee Duties and Responsibilities Annual Checklist

Requirements	Action	Status
CEO Evaluation		
Review, and recommend to the Board, the CEO's annual goals and objectives.	Review and recommend	
Oversee the implementation of the CEO evaluation process (as outlined in Section 5.5 of the Board Governance Manual).	Implement and lead	
Executive Compensation and Succession Planning		
Review and recommend to the Board compensation for the CEO, including salary, incentive awards, perquisites, benefits and other remuneration in accordance with the Executive Compensation Plan approved by the Mayors' Council.	Review and recommend	
Review the CEO's plans regarding compensation for Officers, including salary, perquisites, benefits and other remuneration.	Review	
Review and recommend to the Board proposed changes to the compensation philosophy and guidelines for the CEO and Officers, including salary, incentive awards, perquisites, benefits and other remuneration.	Review and recommend	
Annually review and verify for completeness, succession and development plans for management prior to the CEO's discussion of those plans with the Board.	Review and verify	
Review the CEO's plans regarding the employment and severance arrangements for Officers.	Review, as required	
Other Human Resource Responsibilities		
Review any significant organizational structure changes planned by the CEO.	Review, as required	
Recommend to the Board the general terms upon which management will be authorized to negotiate any of TransLink's collective agreements and recommend ratification of a negotiated collective agreement to the Board.	Recommend	
Review TransLink's significant human resources policies, and recommend to the Board any amendments, additions or deletions as appropriate.	Review and recommend	
Review the results of any surveys to measure employee engagement.	Review	
Stay informed on best practices in human resources and compensation issues as relevant to the mandate of this Committee.	Stay informed	
Corporate Governance		
At least annually, review the governance framework for the TransLink enterprise and advise the Board regarding: i) areas of concern; ii) best practices; and iii) recommended changes.	Review and recommend	
Annually review the Board Manual and make recommendations for changes, as appropriate.	Review and recommend	

Requirements	Action	Status
Annually review the Articles and make recommendations for changes, as appropriate.	Review and recommend	
Ensure appropriate structures and procedures are in place to allow the Board to function effectively.	Oversee	
Board Succession Planning		
Annually review the composition of the Board as a whole and recommend, if necessary, recommend changes to the Board Skills and Experience Profiles.	Review and recommend	
As vacancies arise, assist the Board to review the skills and experience required on the Board, update the Board Skills and Experience Profile, identify any gaps that should be filled in new Directors candidates and communicate the Board's needs to the Screening Panel.	Review and recommend	
Assist the Board with respect to Board succession, including communication with the Screening Panel on behalf of the Board as directed by the Board.	Assist and support	
As required, and as directed by the Board, identify to the Screening Panel potential Board candidates qualified to stand for re-election or to become new members of the Board, consistent with Board Skills and Experience Profile.	Assist and support	
Board Evaluation and Board Effectiveness		
Oversee annual Board and Committee Effectiveness Evaluation Process.	Oversee	
Assist and support the annual review processes (including a review by the full Board and discussion with management) for evaluating the effectiveness of the Board, Committees, the Board Chair, Committee Chairs and Directors.	Assist and support	
Other Governance Responsibilities		
Make recommendations to the Board regarding appoint of Committee Chairs / Committee membership for coming year.	Recommend	
Ensure programs are in place for new Director orientation and ongoing Director professional development (and received feedback from new board members).	Oversee	
Review Annual Director Disclosure Statements.	Review	
Appoint Conduct Review Advisor.	Appoint	
Receive semi-annual reports on the status of the corporate privacy program.	Review	
Review and monitor legislation and/or litigation affecting the duties, responsibilities and potential liability of Directors.	Review and monitor	
General Committee Responsibilities		
Complete Committee checklist for review.	Complete and report	
Review Committee Charter/Terms of Reference.	Review and recommend	

Requirements	Action	Status
Assume other related responsibilities as assigned to the Committee by the Board.	Review/ recommend/ implement/ lead, as required	

3.13 PLANNING, COMMUNITIES AND COMMUNICATION COMMITTEE TERMS OF REFERENCE

3.13.1 Purpose

The purpose of the Planning, Communities and Communication Committee (the “Committee”) is to assist the Board with respect to all matters relating to customer service, stakeholder relations and engagement; transportation planning; and transportation service. The Committee will work with management and assist the Board with customer service stakeholder relations and engagement, including engagement with the Mayors’ Council on Regional Transportation; all levels of government; business, trade and industry organizations; public sector organizations; community leaders; and the general public. The Committee will assist the Board with the oversight of the development and implementation of TransLink’s long term strategies and 10-Year Investment Plans; communications and branding; customer service; access transit; and goods movement.

3.13.2 Composition

The Committee will be composed of at least three Directors. The Board Chair is an *ex officio* member of the Committee but is not counted in establishing quorum and does not vote.

3.13.3 Staff Support

The Vice President, Transportation Planning and Policy and Vice President, Customer Communications and Public Affairs will provide staff support to the Committee. Other senior staff will also provide support on specific items, as appropriate.

The Corporate Secretary or the Corporate Secretary’s designate will be secretary to the Committee.

3.13.4 Advisors/Resources

The Planning, Communities and Communication Committee Chair has authority to retain external advisors and resources up to \$50,000.

3.13.5 Duties and Responsibilities

Subject to the powers and duties of the Board, the Committee will complete the requirements as outlined in the ‘Planning, Communities and Communication Committee Duties and Responsibilities Annual Checklist’ below.

The Committee will annually review and complete its checklist at the last meeting of the year. The Committee will report to the Board its compliance with the committee checklist and note any exceptions at the first Board meeting of the year.

3.13.6 Accountability

The Committee will report its discussions to the Board by distributing the minutes of its meetings and, where appropriate, by oral or written summary at the next meeting of the Board of every major matter considered since the Board's last meeting.

3.13.7 Committee Timetable

The timetable for the Committee's activities is reflected in the annual Board and Committee calendar set out in Section 3.3.

3.13.8 Planning, Communities and Communication Committee Duties and Responsibilities Annual Checklist

Requirements	Action	Status
Transportation Planning, Communities and Communication		
Oversee the development of TransLink's 10-Year Investment Plans (at least every three years).	Review and recommend	
Oversee the development of TransLink's long term transportation strategies (every five years).	Review and recommend	
Oversee the development of policies, procedures, strategies and studies related to all significant transportation planning initiatives in relation to people and goods movement, and ensure such initiatives are consistent with TransLink's 10-Year Investment Plan and long term transportation strategy.	Review and recommend	
Oversee the implementation of policies, procedures, strategies and studies related to all significant transportation planning initiatives.	Oversee	
Oversee the community engagement strategies and organized constituency to build Mayors' Council, government, stakeholder and public support for TransLink's transportation planning initiatives.	Oversee	
Access Transit		
Oversee Access Transit and recommend changes.	Review and recommend	
Receive semi-annual Access Transit reports.	Review	

Requirements	Action	Status
Communications and Branding		
Oversee the development of all significant communications plans/strategies and branding campaigns, and ensure such initiatives are aligned with TransLink's strategic goals and objectives.	Review and recommend	
Provide direction for the implementation of the communications plan/strategies and branding initiatives.	Review	
Make suggestions or recommendations on topics or issues that should be addressed by TransLink through its various communications tools.	Review	
Receive quarterly updates on communications activities.	Review	
Assist with response to stakeholders and media inquiries, as required.	Review	
Conduct an annual review of TransLink's Communications Policy to ensure that it continues to communicate TransLink's mission, vision and mandate.	Review and recommend	
Customer Service		
Review customer complaints.	Review	
Review survey process.	Review	
Other Responsibilities		
Discuss themes for Accountability Report.	Review	
Complete Committee checklist for review.	Complete and report	
Review Committee Charter/Terms of Reference.	Review and recommend	
Assume other related responsibilities as assigned to the Committee by the Board.	Review/recommend/ implement/lead, as required	

3.14 INFORMATION TECHNOLOGY COMMITTEE

3.14.1 Purpose

The Information Technology Committee has primary responsibility for the information technology and information security of TransLink vested in Management and overseen by the Board. In addition, the committee's role is to understand TransLink's material business and project risks related to technology usage and to review Management's plans to manage these risks; to assist the Board in carrying out its oversight responsibilities with respect to the planning and delivery of TransLink's digital technology strategies, technology operations, major technology capital projects, information security program, and disaster recovery, business continuity, and resiliency program; and to make recommendations to the Board as appropriate.

3.14.2 Technology Delivery Oversight

The Information Technology Committee is responsible for assisting the Board in fulfilling its obligations and oversight responsibilities relating to technology and, when required, for making recommendations to the full Board for approval.

In the process of overseeing TransLink's technology audit procedures, the Committee will have unrestricted access to TransLink's personnel and documents, and will be provided with the resources necessary to carry out its responsibilities, including the authorization to engage independent counsel and other advisors as part of this resource requirement.

3.14.3 Information Security Planning

The Committee is responsible for providing strategic oversight and guidance to the information security program plans, policies, and frameworks for protecting the enterprise's information technology systems, data, products, and services across all business functions.

3.14.4 Disaster Recovery, Business Continuity, and Resiliency Program

The Committee is responsible for providing strategic oversight and guidance to the technology-related disaster recovery, business continuity, and resiliency capabilities for the enterprise including reviewing applicable plans, policies, and frameworks.

3.14.5 Key Technology Capital Projects

The Board will delegate to the Committee responsibility to assist the Board with oversight responsibilities in respect of certain key technology capital projects or initiatives or a series of projects or initiatives (hereinafter referred to as "Projects").

Technology projects with a capital value in excess of \$10 million, or those with significant risk or strategic, transformational, or customer-facing benefits will be regularly reported to the Committee.

The Committee will consider the overall project portfolio each year to determine which projects should be regularly reported during the year.

3.14.6 Portfolio and Architecture Planning

The Committee will review Management's long-term planning associated with major technology investment programs including strategic, tactical, and financial benefits of proposed major projects and

technology architecture alternatives, cost-benefit analysis of options identified, and whether the technology programs effectively support the enterprise's business objectives and strategies.

3.14.7 Technology Risk Management

The Committee is responsible for managing the Board's role in technology and cybersecurity risk management and mitigation in alignment with overall risk management practices for the enterprise. This will include but is not limited to:

- a) overseeing the Technology Risk Management assessment and ensuring appropriate mitigation measures are in place;
- b) providing guidance to Management in determining the organization's risk appetite in relation to technology and cybersecurity; and
- c) monitoring major initiatives undertaken to improve service delivery and/or operational efficiency as assigned by the Board.

3.14.8 Composition

The Committee will be composed of at least three Directors and up to two external Advisors. The Board Chair is an ex officio member but is not counted in establishing quorum and does not vote.

Committee members will ideally have a working familiarity with technology management practices and/or cybersecurity or project management. External Advisor(s) will augment Committee expertise with additional technology or cybersecurity expertise, as required.

3.14.9 Internal Auditors

The internal auditors will be notified of the Committee's meeting schedule and may receive meeting materials relevant to the annual internal audit annual program or as deemed appropriate by the Committee Chair in advance of meetings. The internal auditors will have the right to appear before, and to be heard at, every meeting of the Committee, and will appear before the Committee when requested to do so by the Committee.

The internal auditors will receive copies of the minutes of every meeting of the Committee and may request a meeting of the Committee be called by notifying the Committee Chair of such request.

3.14.10 Staff Support

The Chief Information Officer will provide staff support to the Committee. Other senior staff will also provide support on specific items, as appropriate.

The Corporate Secretary or the Corporate Secretary's designate will be secretary to the Committee.

3.14.11 Advisors/Resources

The Information Technology Committee Chair has authority to retain external advisors and resources up to \$50,000.

3.14.12 Responsibilities

Subject to the powers and duties of the Board, the Committee will perform the duties as outlined in the 'Information Technology & Security Committee Duties and Responsibilities Annual Checklist' below.

The Committee will annually review and complete its checklist at the first quarter meeting of the year. The Committee will report to the Board its compliance with the committee checklist and note any exceptions at the first board meeting of each year.

3.14.13 Accountability

The Committee will report its discussions to the Board by distributing the minutes of its meetings, and where appropriate, by oral or written summary to the Board with respect to every major matter considered since the last meeting.

Supporting schedules and information reviewed by the Committee will be available for examination by any Director upon request to the secretary of the Committee.

The Committee will annually review its terms of reference, and report to the Board as to how it achieved its objectives.

3.14.14 Committee Timetable

The Committee meets at least four times per year to permit timely review of technology project and service delivery progress and oversight of IT security and technology risk. Additional meetings may be held as deemed necessary by the Committee Chair.

The regular timetable for the Committee's activities is reflected in the Board and Committee annual calendar set out in Section 3.3.

3.14.15 Information Technology Committee Duties and Responsibilities Annual Checklist

Requirements	Action	Status
Technology Systems and Internal Controls		
Through discussions with management, internal audit, and external auditors, obtain reasonable assurance that TransLink has implemented appropriate systems of internal control and that they are operating effectively as relates to: - technology delivery; - ensuring policy and procedure compliance; and	Obtain reasonable assurance	

identifying, monitoring, mitigating, and reporting significant technology risk exposures.		
Review the evaluation of internal controls by internal or external auditors, including any recommendations for improvement of TransLink's information security procedures and internal controls, together with management's response.	Review	
Direct internal or external auditor's examinations to areas of concern.	Direct	
Periodically report to and consult with the Audit Committee of the Board of Directors regarding IT systems and processes that relate to or affect the Company's internal control systems.	Report	
Information Technology		
Oversee the development, integration, and delivery of TransLink enterprise technology and digital strategies.	Oversee	
Receive regular updates on information technology strategic alignment, value delivery, resource management, risk management, and performance management.	Review	
Information Security Program		
Review and discuss with management the framework, policies, processes, and practices for managing and mitigating cybersecurity risks.	Review	
Review and discuss with management the information security incident response and recovery plan.	Review	
Review and discuss with management the information security strategy and roadmap.	Review	
Disaster Recovery, Business Continuity, and Resiliency Program		
Review and discuss with management the technology disaster recovery plan.	Review	
Review and discuss with management the technology business continuity plans.	Review	
Technology Risk Management		
Understand the material and emerging technology risks to TransLink.	Review	
Receive quarterly reports on how each material technology risk is trending and review management's risk mitigation strategies.	Review	
Review management's systems to manage risks.	Review	
Lead an annual review with the Board on TransLink's material technology risks and management's systems to eliminate or manage such risks.	Review	
Lead an annual review with the Board of TransLink's risk culture and risk appetite as it applies to technology.	Review	
During the implementation phase of a project, review with management such items as the following: i) the proposed oversight program; ii) risk assessment, management and mitigation strategies; iii) use and choice of outside consultants;	Oversee and update	

iv) the identification of key project milestones and progress in achieving them, including variance analysis and mitigation strategies; v) a regularly updated project risk profile and early warning of key issues or disputes and suggested mitigation strategies; vi) expected completion schedule; and vii) provide regular progress updates to the Board		
Key Technology Capital Projects		
Identify key technology capital projects that will be overseen by the Committee.	Identify	
Receive regular reporting on key technology projects.	Review	
Management Oversight		
Annually review TransLink's operational project management oversight controls and systems.	Review	
Oversee management's delivery of the overall technology program including its strategies and plans.	Oversees	
Other Responsibilities		
Conduct an annual review of TransLink's cybersecurity insurance coverage.	Review	
Keep current on emerging best practices in corporate governance relevant to the mandate of the Committee and, as required, recommend changes to the Information Technology Committee Terms of Reference.	Stay informed	
Review such other matters that the Committee or the Board deems advisable or timely.	Review/ recommend/ implement/ lead, as required	
Review Committee Charter/Terms of Reference.	Review and recommend	
Complete Committee checklist for review.	Complete and report	
Assume other related responsibilities as assigned to the Committee by the Board.	Review/ recommend/ implement/ lead, as required	

4.0 CONDUCT

4.1 DIRECTORS' CODE OF CONDUCT

4.1.1 Introduction

Within TransLink, there is a Code of Conduct relating to conduct of employees and the reporting of alleged breaches in respect of the Code of Conduct. The purpose of the Code of Conduct is to promote honest and ethical conduct, focus the Directors and employees of TransLink on areas of ethical risk, provide guidance to Directors and employees to help them recognize and deal with conflicts of interest and ethical issues, provide mechanisms to report unethical conduct, and help preserve the culture of honesty and accountability at TransLink and its subsidiaries. The Code of Conduct is reviewed and approved by the Board and applies to the Directors and employees of TransLink.

In addition, this section of the Board Governance Manual contains a Code of Conduct (the "Directors' Code") that sets out principles that Directors are expected to follow, which principles align with the Code of Conduct and provide general guidance on the standards of conduct expected of Directors, including guidelines on conflicts of interest.

4.1.2 Definitions

Throughout this Directors' Code and in any related or referenced documents:

- **"Associate"** means:
 - a) a spouse of the Director;
 - b) a child of a Director or of the spouse of a Director if the child is under 19 years of age or is living in the family residence of the Director;
 - c) a relative of the Director who is living in the family residence of the Director;
 - d) a corporation of which the Director beneficially owns, directly or indirectly, more than 10% of the voting rights attached to all outstanding voting securities of the corporation; or
 - e) a trust of estate in which the Director has a substantial beneficial interest or for which the Director services as trustee;
- **"confidential information"** includes proprietary, technical, business, financial, legal, personal, third party or any other information which TransLink treats as confidential;
- **"Conflict of Interest Registry"** means a registry maintained by TransLink holding the disclosure records filed by Directors and Officers and the Disclosure Statements filed by Directors;
- **"disclosing person"** means a person who reports or discloses circumstances to the Conduct Review Advisor which the person believes are a breach or possible breach of the Code of Conduct or the Directors' Code;

- **“disclosure record”** means a record filed with the Corporate Secretary by a Director or Officer disclosing a real, perceived or potential conflict of interest pursuant to sections 4.1.9.2 and 4.1.9.3 of the Directors’ Code;
- **“Disclosure Statement”** means the statement filed by a Director upon their appointment, annually thereafter or as required by changed circumstances in the form set out in the Appendix to the Directors’ Code;
- **“friend”** includes an individual with whom the Director is connected by frequent or close or long standing association;
- **“private interest”** means a pecuniary or economic interest or advantage and includes any real or tangible benefit that personally benefits the Director or their Associate but does not include an interest arising from the performance of the Director’s official duty or function that applies to the public, affects an individual as one of a broad class of the public, or concerns the Director’s remuneration and benefits received in that capacity;
- **“relative”** means a relative by blood, adoption or marriage;
- **“substantial private interest”** means a private interest that is substantial enough in the particular circumstances to benefit materially from a decision of TransLink;
- **“spouse”** means a person the Director is married to or with whom the Director is living in a marriage-like relationship, including a person of the same gender, but does not include a person from whom the Director is separated or living apart and with whom the Director has entered into an agreement to live apart or who is the subject of an order of a court recognizing the separation.

4.1.3 Conduct Review Advisor

TransLink has engaged a Conduct Review Advisor who reports through the Board Chair’s office.

The Conduct Review Advisor is a neutral and independent resource to provide a clear interpretation of its standards of business conduct and guidelines for conflict of interest.

The Conduct Review Advisor provides independent expert advice, receives disclosures and issues written opinions or directives to Directors or Officers on Code of Conduct and conflict of interest matters that they may encounter when fulfilling their respective responsibilities.

4.1.4 Individual Responsibility

TransLink is determined to behave, and to be perceived, as an ethical corporation. Each Director must adhere to the standards described in the Code of Conduct and the Directors’ Code, and to the standards set out in applicable policies, guidelines or legislation. While TransLink respects the privacy and autonomy of its Directors in their personal lives, the actions of Directors, both in the workplace and outside of it, have the ability to negatively affect TransLink’s reputation and work environment. Directors are accountable for those actions.

A Director's failure to adhere to these standards could result in a recommendation by the Board Chair to the Board for removal from office.

Integrity, honesty, and trust are essential elements of our business success. Any Director who knows or suspects that the Code of Conduct or the Directors' Code has been or is likely to be breached should report it.

4.1.5 Where to Seek Clarification

Directors should seek clarification with respect to any aspect of the Directors' Code from the Board Chair or the Corporate Secretary. If the Director is not comfortable seeking clarification from the Board Chair or the Corporate Secretary, the Director should seek clarification from the Conduct Review Advisor. If needed, the Board Chair or the Conduct Review Advisor should contact the Corporate Secretary for assistance.

4.1.6 General Compliance with the Law

Directors must act at all times in full compliance with both the letter and the spirit of all applicable laws.

In their relationship with TransLink, Directors will not engage in, commit or condone an unethical or illegal act, or instruct, direct or encourage another Director, Officer, employee, or supplier to do so. If a Director is aware of any action or practice that they think is in violation of the law, they must raise this concern with the Board Chair or the Corporate Secretary without delay.

Directors are expected to be sufficiently familiar with any legislation that applies to their work to recognize potential liabilities and to know when to seek legal advice.

No Director should create or condone the creation of a false record. No Director should destroy or condone the destruction of a record, except in accordance with TransLink policies.

TransLink is continually under public scrutiny. Therefore, Directors must not only comply fully with the law, but must also avoid any situation which could be perceived as improper or indicate a casual attitude towards compliance.

4.1.7 Conflicts of Interest – General Provisions

4.1.7.1 General

Directors are responsible for making business decisions in the best interests of TransLink. Actual or apparent conflicts of interest raise doubts about the integrity of TransLink and the impartiality of TransLink's decisions and actions. Directors must avoid any situation which may give rise to an actual or perceived conflict of interest.

A Director has an actual conflict of interest when the Director is performing a duty or function of the position and in the performance of that duty or function has the opportunity to further their private interests or the private interests of their friends, relatives or Associates.

There is a perceived conflict of interest when a reasonably well-informed person could perceive that a Director's ability to perform a duty or function of the position was, or will be, affected by the Director's private interests.

Every Director must avoid any situation in which there is an actual or perceived conflict of interest that could interfere, or could be perceived to interfere, with the Director's judgment in making decisions in TransLink's best interest.

TransLink depends on the integrity of all Directors who have knowledge of a decision or activity of TransLink that involves or might involve a conflict of interest to disclose the circumstances.

Some conflicts are quite clear, but others are less obvious. TransLink recognizes that its Directors have perfectly legitimate outside interests; however, there may also be situations which could be perceived as a conflict of interest, no matter how innocent the intentions of the Director.

The following are examples of circumstances where a Director's private interests would be in conflict with the interests of TransLink:

- a) influencing a TransLink staff member to lease equipment from a business owned by a Director's friend, relative or Associate;
- b) influencing the Board to provide funding to a society where the Director, or their friend, relative or Associate, serves on the board of that society;
- c) disclosing confidential information about future TransLink real estate sales or developments to a friend, relative, Associate or business colleague;
- d) being aware of a significant contract being negotiated between a public company and TransLink, purchasing shares in the public company before the contract is announced publicly; and
- e) obtaining confidential TransLink information at a Board meeting concerning the alignment of a rapid transit project which could affect the value of real estate owned by the Director or their friend, relative or Associate.

Directors who find themselves in an actual or potential conflict of interest must disclose the conflict in accordance with 4.1.9. If a Director is unsure whether a reasonably well-informed person would conclude that the Directors interest could give rise to an actual or perceived conflict of interest under the Directors' Code, the Director should seek clarification in accordance with 4.1.11.1. Full disclosure enables Directors to resolve unclear situations and gives an opportunity to dispose of, or appropriately address, conflicting interests before any difficulty can arise.

The following provides a more detailed discussion of circumstances where a conflict of interest could arise and how TransLink expects its Directors to behave.

4.1.7.2 Outside Business Interests

No Director should hold a substantial private interest, directly or indirectly, through a relative, friend or Associate, or hold or accept a position as an Officer, in an entity where, by virtue of their position in TransLink, the Director could in any way benefit the entity by influencing the decisions of TransLink or could interfere with their ability to perform their functions for TransLink.

4.1.7.3 Confidential Information

Directors must at all times maintain the confidentiality of all confidential or sensitive information and records obtained by the Directors by reason of TransLink and must not make use of or reveal such information or records except in the course of performance of their duties or as required by law, or unless the documents or information become a matter of general public knowledge (other than through disclosure by the Director).

Directors must take the precautions necessary and appropriate to maintain the confidentiality of the confidential information and must not directly or indirectly disclose, allow access to, transit or transfer the confidential information to any person.

Similarly, Directors may not use confidential or sensitive information obtained through their association with TransLink to further their private interests or the private interests of their friends, relatives or Associates.

It is expected that where Directors handle confidential or sensitive customer, supplier or employee information as part of their role, that they use such information only for legitimate business purposes and that they not disclose or use such information except with consent, as permitted by applicable agreements with the third party or as required by law.

If business reasons require a Director to share confidential or sensitive corporate information with anyone outside of TransLink, they must first ensure that they have proper documentation or permissions to protect this information. When in doubt, the Director should seek assistance from the Corporate Secretary.

The obligation to maintain confidentiality over confidential or sensitive information obtained during the course of a Director's appointment continues after their appointment with TransLink ceases.

4.1.7.4 Non-Profit and Professional Associations

From time to time, a Director may hold a position of leadership in a non-profit association or professional association where they may be viewed as a spokesperson for that group. In such situations, the Director

should ensure that when speaking on behalf of such an association they are seen as speaking for the organization and not as a spokesperson of TransLink.

4.1.7.5 Entertainment, Gifts and Benefits

In this discussion, “gifts or benefits” include cash, loans, securities or secret commissions and “entertainment” includes invitations to attend events or functions.

It is essential to efficient business practices that all those who do business with TransLink, as suppliers or customers, have equal access to TransLink on equal terms. Directors and their Associates should not accept entertainment, gifts or benefits which grant or appear to grant preferential treatment to a potential or actual supplier of TransLink. Similarly, no Director should offer entertainment, gifts or benefits to secure preferential treatment for TransLink.

Gifts, entertainment and benefits should only be accepted or offered by a Director in the normal exchanges common to business relationships. The following criteria will guide their judgment:

- a) the gift, entertainment or benefit would be considered by the business community to be within the bounds of propriety taking into account all the circumstances of the occasion;
- b) the gift does not exceed \$100 in value;
- c) the exchange does not nor is it expected to create an obligation;
- d) it occurs infrequently.

Inappropriate gifts that are received by a Director should be returned to the donor, subject to this section. If desired, the Director can choose to send a copy of the relevant part of the Code of Conduct. Perishable gifts can be donated to a charity and the donor notified.

In some cultures or business settings, the return of a gift or refusal of a favour, benefit or entertainment would be offensive. In these cases, a Director should refer the circumstances to the Board Chair for guidance.

The key is to act with integrity and use good judgement before accepting any entertainment, gifts or benefits given the perception that this offer was made with an expectation of preferential treatment. If a Director is unsure of whether they should accept a gift, benefit or invitation, they should ask the Board Chair or Corporate Secretary for guidance. Full and immediate disclosure of borderline cases will always be taken as good-faith compliance with the Code of Conduct.

4.1.7.6 Business Relationships

No Director should benefit directly or indirectly from TransLink’s business relationships unless the benefit is an ancillary benefit that TransLink intends its Directors to enjoy, such as a reduced rate for a service that is offered to all TransLink Directors and employees.

The exception is that relationship-building events where the Director attends an event together with a third party for the purpose of building or maintaining a business relationship are acceptable to attend if they are offered or accepted in the ordinary course of business, do not exceed \$100 in value, do not or are not expected to create an obligation, and occur infrequently. If a Director is unsure whether it is appropriate to attend a relationship-building event, they should ask the Board Chair or Corporate Secretary for guidance.

4.1.7.7 Use of Corporate Property

As a general guideline, TransLink assets should not be used for personal use by Directors, unless identified in other applicable TransLink policies.

Directors are entrusted with the care, management and cost-effective use of TransLink's property, including the use of TransLink's name, and should not make significant use of these resources for their own personal benefit or purposes.

Directors must also comply with the policies regarding use of corporate property (including use of electronic mail systems, internet services, printers, photocopiers, cellular phones, office telephone systems, and pool vehicles) as contained in applicable TransLink policies.

Directors should ensure that any TransLink property assigned to them is maintained in good condition and should be able to account for such property.

Directors must not dispose of TransLink property except in accordance with the guidelines established by TransLink or other applicable procedures.

4.1.7.8 Political Participation

Directors engaging in the political process should do so on their own time and must take care to separate their personal activities from their association with TransLink.

4.1.8 Conflict of Interest – Statutory Provisions for Directors

4.1.8.1 General

In addition to the General Provisions regarding conflict of interest outlined in Section 4.1.7 above and in the Code of Conduct, the SCBCTA Act sets out minimum standards with respect to conflicts of interest (s. 183 of the SCBCTA Act).

In all cases where Directors have a conflict of interest as defined in the SCBCTA Act, the Director must disclose the conflict immediately upon becoming aware of it. With respect to certain types of conflict, the Director must eliminate the conflict or resign from the Board whereas in other cases, the Director must refrain from participating or voting in a meeting where the subject matter is being discussed, not

communicate with other Directors on the subject and not attempt to influence others with respect to the subject matter.

Directors are expected to know, understand and comply with the SCBCTA Act's conflict of interest provisions.

4.1.8.2 Commercial Passenger Vehicles, Transit, Parking and Transportation

A Director who, in any way, directly or indirectly:

- a) has a significant beneficial interest in an operation, whether that operation is for profit or not, or in a person, or in a share, stock, bond, debenture or other security of a person, that
 - i) owns or manages the operation of one or more commercial passenger vehicles or directly or indirectly has a significant beneficial interest in person who owns or manages the operation of one or more commercial passenger vehicles;
 - ii) provides, or directly or indirectly has a significant beneficial interest in a person who provides, independent transit service; or
 - iii) provides parking services in the transportation service region or directly or indirectly has a significant beneficial interest in a person who provides parking services in the transportation service; or
- b) has a significant beneficial interest in a contract for the provision of transportation services, including, without limitation, independent transit services, in the transportation service region;

must make a disclosure as described in section 4.1.9.2, and must:

- c) immediately after becoming aware of the fact, refrain from:
 - i) exercising any of their powers or duties under the SCBCTA Act, including, without limitation, participating in or voting at any Board or Committee meeting;
 - ii) communicating to any of the other Directors in relation to the matter in relation to which the interest exists; and
 - iii) influencing in any way a decision or action to be made by TransLink in relation to the matter in relation to which the interest exists;until they have complied with subparagraph 4.1.8.2(d), and
- d) promptly after becoming aware of the fact:
 - i) eliminate the circumstances that resulted in them having that interest; or
 - ii) resign as Director.

If a Director does not comply with subparagraph 4.1.8.2 (d) within three months after becoming aware of having that interest, the other Directors must remove that Director from office.

4.1.8.3 Devices, Patents and Contracts

A Director who, in any way, directly or indirectly, has:

- a) a significant beneficial interest in a device, appliance, machine, article, patent or patented process, or a part of it, that is material to the provision of transportation services in the transportation service region; or
- b) a significant beneficial interest in any contract, other than a Director indemnity agreement or a contract of insurance for Director and Officer liability, to which TransLink or its subsidiary is a party;

must make a disclosure as described in section 4.1.9.2, and must, immediately after becoming aware of that fact, refrain from:

- i) participating in or voting at any meeting of the Board or a Committee in relation to the matter in relation to which the interest exist;
- ii) communicating to any of the other Directors in relation to the matter in relation to which the interest exists; and
- iii) influencing in any way a decision or action to be made by TransLink in relation to the matter in relation to which the interest exists.

4.1.8.4 Exceptions

Notwithstanding sections 4.1.8.2 and 4.1.8.3 of this Policy:

- a) the use or purchase in the transportation service region by a Director, for personal or domestic purposes, of parking services or a means of conveyance is not a contravention of this policy and does not disqualify the Director from acting; and
- b) a Director who has a beneficial interest in a publicly held mutual fund or pension fund that contains any of the investments referred to in subparagraph 4.1.8.2(a) is not, merely because of that interest:
 - i) required to disclose that interest under section 4.1.9.2; and
 - ii) subject to section 4.1.8.2;unless those investments make up more than 30% of the total mutual fund or pension fund holdings.

4.1.9 Conflict of Interest Disclosure Process

4.1.9.1 Disclosure Statement (Directors)

Every Director must file a Disclosure Statement with the Corporate Secretary, in the form attached as Appendix “A” to the Directors’ Code, upon their appointment, by January 15th of each year thereafter, and at any time as required by changed circumstances.

4.1.9.2 Disclosure Record – Statutory Requirements (Directors)

Any Director who has any interest described in Section 4.1.8.2 or 4.1.8.3 must, promptly after they become aware that they have such an interest, disclose the nature and extent of the interest by a disclosure record:

- a) the original of which provided to the Corporate Secretary for deposit at TransLink’s head office; and
- b) a copy of which is provided to each of the other Directors.

Such disclosure record will be made available for public inspection at TransLink’s head office.

4.1.9.3 Disclosure Record – Other (Directors and Officers)

Any Director or Officer who, directly or indirectly:

- a) holds property;
- b) holds an office;
- c) owes a fiduciary obligation to any other entity;
- d) has an interest in a contract or proposed contract with TransLink or its subsidiary; or
- e) has any other interest which could give rise to an actual or perceived conflict of interest;

must disclose the relevant details by a disclosure record to the Corporate Secretary.

4.1.9.4 Registry of Director Statements and Disclosure Records (Directors)

The Corporate Secretary will retain the disclosure records and Disclosure Statements at TransLink’s head office, ensure they are circulated promptly to each of the Directors, and record the disclosures in TransLink’s Conflict of Interest Registry.

4.1.9.5 Indirect Significant Beneficial Interest

Under the Code of Conduct, a Director will be considered to have an indirect significant beneficial interest if their Associate has a significant beneficial interest. (This does not prevent a Director from having an indirect significant beneficial interest in a manner other than through an Associate.)

4.1.10 Protocol for Dealing with Conflicts of Interest

4.1.10.1 Circulation of Disclosure

If a Director or Officer has disclosed an actual, perceived or potential conflict of interest pursuant to a disclosure record or a Disclosure Statement:

- a) the Corporate Secretary will circulate a copy of the disclosure to all Directors and the CEO; and
- b) the disclosure and plans to manage the actual, perceived or potential conflict will be included as an agenda item at the next Board meeting.

4.1.10.2 Potential Conflicts of Interest Related to Board and Committee Meeting Agenda Items

Relying on information that has been made available to the Corporate Secretary through the Disclosure Statements and disclosure records and otherwise, the Corporate Secretary will monitor the subject matter of Board or Committee agendas for potential conflicts of interest for individual Directors.

If the Corporate Secretary has reason to believe that an agenda item could result in a conflict of interest for a Director, the Corporate Secretary will make reasonable efforts to discuss the issue generally with the Director before circulating background information to that Director on that subject matter.

If a Director identifies a conflict of interest in an agenda item, the Director will:

- a) refrain from reviewing the materials in respect of that agenda item;
- b) return the materials in respect of that agenda item to the Corporate Secretary;
- c) advise the Corporate Secretary that they should not be sent the materials in respect of that agenda item in the future; and
- d) only be provided with minutes of the meeting that record the decision made respecting that agenda item and not minutes that reflect the details of any discussion that took place.

4.1.10.3 Declaration at Meeting

The Director will declare to the Board or the Committee, as the case may be, the general nature of the conflict of interest when the subject matter arises on the agenda of the Board or Committee meeting and will leave the meeting until the discussion on that item is completed and a decision, if any, has been made.

If a Director makes a declaration of conflict of interest and leaves the meeting, the Corporate Secretary will record these facts in the minutes of the meeting.

If a Director has made a declaration in respect of certain subject matter, the Director will only be provided minutes of the meeting that record the decision made respecting that subject matter but not minutes that reflect the details of any discussion that took place.

4.1.10.4 Potential Conflicts of Interest Unrelated to Board/Committee Meeting Agenda Items

If TransLink has entered into a contract in which a Director or Officer has declared a conflict of interest, the CEO will ensure that the details concerning such a contract are presented to the Board at the next Board meeting.

If TransLink proposes to enter into a contract in which a Director or Officer has declared a conflict of interest, the CEO will ensure that the details concerning such a contract are presented to the Board and Board approval is sought. Such contracts will be brought before the Board for approval even if they are not of the type or dollar value that would normally require Board approval.

4.1.11 Procedures for Disclosure to the Conduct Review Advisor

4.1.11.1 Guidance and Disclosure

A Director who believes that there has been a breach or possible breach of the Code of Conduct or the Directors' Code (by themselves or another Director or Officer) that has not been reported to the Board Chair or CEO, as appropriate, may seek guidance from the Board Chair, the Corporate Secretary or the Conduct Review Advisor.

4.1.11.2 Encouragement to Report

If a Director seeks guidance from the Conduct Review Advisor and the Conduct Review Advisor is of the opinion that the circumstances related are a breach or possible breach of the Code of Conduct, the Conduct Review Advisor will encourage the disclosing Director, to report the circumstances to the Board Chair and/or the Corporate Secretary.

If the disclosing person is reluctant to report the circumstances, the Conduct Review Advisor will offer to provide assistance in making this report by attending with the person, by reporting the circumstances on that person's behalf or by any other means the Conduct Review Advisor considers appropriate in the circumstances.

4.1.11.3 Advisor Conclusion on Potential Harm

If the disclosing person has indicated an intention to not report the circumstances to the CEO or Board Chair as appropriate, the Conduct Review Advisor:

- a) will record the advice and offers of assistance given and provide a copy to the disclosing person; and
- b) will assess whether the disclosed circumstances are likely to cause serious harm to a member of the public or to TransLink or its employees.

For these purposes “serious harm” includes physical injury, significant financial loss, significant damage to or loss of property, significant damage to corporate or personal reputation, or significant loss of public confidence in TransLink.

4.1.11.4 No Serious Harm

If the Conduct Review Advisor concludes that the disclosed circumstances are not likely to cause serious harm, both the fact of the disclosure and the Conduct Review Advisor’s advice to the disclosing person will be kept confidential by the Conduct Review Advisor, to the extent permitted by law.

The Conduct Review Advisor will not take any further steps in respect of the specific disclosure but may refer to the circumstances in a general way in any subsequent reports given to the Board Chair or the Board.

4.1.11.5 Serious Harm

If the Conduct Review Advisor concludes that the disclosed circumstances are likely to cause serious harm, the Conduct Review Advisor will advise the disclosing person of this conclusion and that the Conduct Review Advisor intends to discuss the disclosed circumstances with the CEO or Board Chair as appropriate.

If the Conduct Review Advisor discusses these disclosed circumstances with the CEO and is not satisfied that the disclosure will be or has been dealt with appropriately, the Conduct Review Advisor will make a report to the Board Chair.

4.1.11.6 Protection of Privacy

If the Conduct Review Advisor discusses these disclosed circumstances with the CEO or the Board Chair, the Conduct Review Advisor, the CEO and the Board Chair will make reasonable efforts to protect the privacy of the disclosing person. However, this privacy may not be protected if:

- a) the disclosing person has reported their own breach of the Code of Conduct to the Conduct Review Advisor and, contrary to the specific advice of the Advisor, has refused to report the circumstances to the CEO or Board Chair;
- b) the disclosing person appears to have deliberately misrepresented the disclosed circumstances;
- c) disclosure is necessary in order for the matter to be properly investigated and dealt with; or
- d) disclosure is required by law.

4.1.11.7 Investigation

The Conduct Review Advisor may recommend to the Board Chair that an investigation be conducted into these disclosed circumstances. If so, the Board may cause an investigation to be conducted.

4.1.11.8 Opportunity to Respond

If it has been alleged that a person has breached or may have breached the Code of Conduct and these circumstances have been reported to the CEO or the Board Chair, as appropriate, the person in respect of whom the allegations have been made, should be informed of the allegations and give the opportunity:

- a) to respond to them; and
- b) where appropriate, to contribute to the discussions on how the breach could be remedied.

4.1.11.9 Reporting

The Conduct Report Advisor will provide a report to the Human Resources and Governance Committee, at least once each year, summarizing the number and nature of consultations and discussions held with the Conduct Review Advisor under this Code of Conduct.

4.1.12 Exemption from Code of Conduct Requirements

In extraordinary circumstances and where it is clearly in the best interests of TransLink to do so, the Board Chair may exempt a Director from a requirement of this Code of Conduct following full and detailed disclosure by the Director of all material and relevant circumstances respecting the matter. Conditions may be attached to an exemption.

If a Director is exempted from a requirement of this Code of Conduct for the continuation of circumstances that would otherwise be considered an actual or perceived conflict of interest, the Director must refrain from participating in any way in any decision-making respecting the subject matter of the conflict of interest except to the extent specifically authorized in the decision granting the exemption.

4.1.13 Provisions of Code of Conduct Not Exclusive

The provisions of this Code of Conduct are in addition to, and not in substitution for, any obligation to TransLink imposed upon a Director by common law, equity or statute. Compliance with the Code of Conduct will not relieve a Director from any such obligations.

**TRANSLINK DIRECTOR DISCLOSURE STATEMENT**

To: TransLink Board of Directors and Corporate Secretary

Name of Director: _____

This Statement discloses information as of _____, 20____

I have read and understood the Directors' Code of Conduct (the "Directors' Code") and the statutory provisions of the *South Coast British Columbia Transportation Authority Act* governing Director conflict of interest.

In order to comply with the Directors' Code, I disclose:

- A. The following interests (e.g. more than 5% of the shares in a company, partnership interest, joint venture, proprietorship), held directly or indirectly.

- B. Existing or proposed contracts with TransLink or its subsidiaries.

- C. Offices held.

D. Properties held within TransLink's service region.

E. Existing or proposed business or opportunity outside of TransLink that may be competitive or conflict with any business or opportunity of TransLink.

F. Other fiduciary interests owed.

G. Any other interest.

I, _____ (print name) declare that:

1. Other than disclosed above, I do not have any relationships or interests that could compromise, or be perceived to compromise, my ability to exercise judgment with a view to the best interests of TransLink.

2. I have read and considered the Directors' Code and the TransLink Director and Employee Code of Conduct and agree to conduct myself in accordance with the Directors' Code and the TransLink Director and Employee Code of Conduct.
3. I agree to promptly provide an updated Disclosure Statement, as may be required by changed circumstances.
4. I am not aware of any breach of the Directors' Code and the TransLink Director and Employee Code of Conduct by other Directors and Officers, except as already reported in compliance with the Directors' Code and the TransLink Director and Employee Code of Conduct.

Signature

Date

5.0 BOARD POLICIES

5.1 PLANNING

5.1.1 SCBCTA Act Planning Provisions

The SCBCTA Act sets out the Board's responsibilities in relation to the Long Term Strategy and Investment Plans. Directors should refer to the SCBCTA Act or consult the CEO or General Counsel if they have any questions regarding such responsibilities.

5.1.2 Corporate Strategy

Management will, with the Board, develop a common enterprise-wide Vision, Mission and Values. The Board will be responsible for approving the Vision, Mission and Values for TransLink and its subsidiaries. Management will, with the Board, develop a multi-year Corporate Strategy that will move the enterprise toward its Vision, Mission, and Year Long Term Strategy goals. The Board will be responsible for approving the Corporate Strategy for TransLink and its subsidiaries.

Management will, with the Board, annually develop the Business Plan that will further TransLink's achievement of the Corporate Strategy. The Board will be responsible for approving the Business Plan.

5.1.3 Business Performance Reporting

Management will report to the board on an ongoing basis on the performance of TransLink, whether it is achieving its targets as identified in the strategic and business planning process and any actions planned for areas that are not meeting business targets.

5.1.4 Financial Performance

TransLink will report its financial performance by providing a copy of its financial statements to the public at the Annual General Meeting and by posting them on TransLink's website.

5.1.5 Roles and Responsibilities

Management, led by the CEO, is responsible for the development of the Corporate Strategy and the Business Plan.

The Board's role is to ensure there is an appropriate planning process in place and to review, question, offer advice, validate and ultimately endorse the plans for TransLink and monitor their implementation. At various stages of development of the Corporate Strategy and Business Plans, the Board will be briefed on the status of the planning process and may be asked to review draft elements of the plans. The Corporate Strategy and Business Plans will be approved by the Board.

The CEO has the responsibility to ensure that all employees are aware of the Corporate Strategy and Business Plans and understand how the functions they perform fit within the strategic direction of TransLink.

5.2 BOARD PROFILE AND SUCCESSION PLAN

5.2.1 Introduction

The most important factor contributing to Board effectiveness is having Board members with the right combination of skills and experience. Consistent with modern governance practices, it is the Board's responsibility to assist in the Board succession planning process to ensure, as much as possible, that Board members have the required competencies to effectively carry out their roles and responsibilities and there is orderly succession of Board members.

5.2.2 Board Skills and Experience Profile

Overall, Directors should have the skills and experience to effectively monitor the performance of TransLink and the CEO and add value and provide support for management in establishing strategy and reviewing risks and opportunities and account to the public.

Pursuant to the SCBCTA Act, the Board is required to create a Board Skills and Experience Profile to reflect the recommended personal characteristics and specific competencies that are viewed as being required for the Board. The Board Skills and Experience Profile is set out in Section 13 of the Articles.

The required competencies are expected to change over time in relation to TransLink's evolving strategic goals and objectives. The Board Skills and Experience Profile is reviewed and updated annually.

5.2.3 Director Recruitment Profile

In order to provide guidance on the skills and experience required in new Director candidates, the Human Resources and Governance Committee will develop and update as required a Director Recruitment Profile that sets out the skills and experience sought in new Director candidates.

The Director Recruitment Profile is developed by considering:

- a) the optimal Board composition as set out in the Board Skills and Experience Profile;
- b) the skills, background and experience of existing (and continuing) Directors; and
- c) the "gaps" (e.g., those qualifications which should be added and/or strengthened on the Board) to be filled in the appointment of new Directors.

5.2.9 sets out a form of Competency Matrix template to be used as a guide by the Human Resources and Governance Committee in establishing the Director Recruitment Profile.

The Director Recruitment Profile will be reviewed and updated as vacancies arise and provided to the Screening Panel.

5.2.4 Notice to Screening Panel and Mayors' Council

The Screening Panel is appointed by June 30th. As soon as possible after the appointment of the Screen Panel, the Board will:

- a) advise the Screening Panel and Mayors' Council as to the Directors whose terms are expiring; and
- b) provide the Screening Panel and Mayors' Council with a copy of the Board Skills and Experience Profile and the Director Recruitment Profile to articulate the skills and experience required in new Director appointments.

In relation to any Appointed Director who is eligible for re-appointment, the Board Chair will provide the Screening Panel with an assessment of the Director's performance during the preceding term, based on the Chair's personal assessment and the feedback provided through a Director evaluation process.

If the Board is aware of potential Director candidates who meet the Director Recruitment Profile and are interested in serving on the Board, the Board may communicate the potential candidate's name and biographical information to the Screening Panel for their information.

Throughout the Director recruitment and appointment process, the Board Chair will be available for consultation with the Screening Panel and Mayors' Council with respect to potential Director candidates.

5.2.5 Role of Screening Panel

The Screening Panel is required to nominate candidates for appointment by September 15th of each year.

5.2.6 Role of Mayors' Council

The Mayors' Council is to appoint the requisite number of individuals as Directors within 45 days of receiving the Screening Panel's list of nominees. The Mayors' Council must not make an appointment that would result in there being more Appointed Directors than permitted under the SCBCTA Act.

5.2.7 Background Information Made Available to Director Candidates

The Board will make available, to all potential Director candidates, copies of the Board Charter and the Director's Terms of Reference.

5.2.8 Human Resources and Governance Committee

The Human Resources and Governance Committee will guide the work of the Board in preparing the Board Skills and Experience Profile and Director Recruitment Profile.

5.2.9 Board Profile and Succession Plan

BOARD COMPETENCIES	DIRECTOR									
Ranking Guidelines 1 - Expert (Designation, education, direct work responsibility); 2 - Literate (Exposure as part of work or volunteer responsibilities); 3 - Limited exposure										
Previous Board Experience / Leadership										
Corporate Leadership (large, complex orgs and infrastructure)										
Strategic Planning										
Policy Experience re public transportation / road / transit services										
Transportation Operations										
Capital Projects / PPP										
Complex Procurement										
Real Estate Development and Construction										
Community Engagement / Leadership										
Knowledge of Region / Inter-government Environment										
Finance										
Audit / Internal Controls										
Risk Management										
IT / Cyber Security										
Legal										
Safety										
Sustainability										
Environmental Strategies										
Marketing / Communications										
Labour Relations / Human Resources										

5.3 DIRECTOR ORIENTATION

5.3.1 Introduction

New Directors become members of TransLink's Board due to their judgment, experience and knowledge. In order to capitalize on these assets as soon as possible, Directors receive a comprehensive orientation.

The Human Resources and Governance Committee, with the assistance of management, ensures that there is an appropriate orientation program for new Directors. The program will include one-on-one meetings with the Conduct Review Advisor.

5.3.2 Goals

The goals of the orientation program are to:

- a) ensure that each new Director fully understands the formal governance structure, the role of the Board, its supporting Committees, and the expectations in respect to individual performance as set out in the Director's Terms of Reference;
- b) help each new Director build an understanding of TransLink, its operations and working environment including:
 - i) its strategic goals and initiatives;
 - ii) its sustainability commitments;
 - iii) summary details of its principal assets, liabilities, significant commitments and major stakeholders;
 - iv) its structure;
 - v) its major risks and risk management strategy;
 - vi) key performance indicators;
 - vii) any operational or financial constraints imposed by legislation or otherwise;
 - viii) the Statutory Conflict of Interest provisions;
 - ix) the Code of Conduct, including conflict of interest and confidentiality policies;
- c) build a link with the individuals who make up TransLink, including:
 - i) opportunities to meet and get to know fellow Directors;
 - ii) meetings with senior management; and
 - iii) visits to TransLink's office to meet employees; and
- d) build an understanding of TransLink's main relationships, including those with the Mayors' Council, customers and stakeholders.

5.3.3 Written Material

The orientation will include a comprehensive set of written briefing materials including:

- a) the Board Manual;
- b) the SCBCTA Act;
- c) the Articles;
- d) the most recent financial and accountabilities reports, including the sustainability report;
- e) a summary of the Director's liability insurance and indemnity;
- f) details of any major litigation or disputes involving TransLink;
- g) a summary from the previous year's Board meetings;
- h) minutes from the previous year's Board meetings;
- i) a schedule of dates for upcoming Board meetings;
- j) biographical information and contact information for all Directors, Officers and other key management executives; and
- k) a copy of minutes from the last three to six Committee meetings for any Committee that the Director will be joining.

5.3.4 Professional Development

The Board is committed to ongoing professional development for Directors.

The Board will identify professional development opportunities for Directors, to be provided throughout the year.

If a Director wishes to take advantage of a professional development opportunity not previously identified by the Board, and seeks reimbursement from the Board for expense related to the opportunity, the Director must obtain the prior approval from the Board Chair.

5.4 BOARD AND DIRECTOR EVALUATION

5.4.1 Introduction

The Board is committed to Board and Director evaluation designed to provide Directors with an opportunity each year to examine how the Board, its Committees, the Board Chair, Committee Chairs and individual Directors are performing and adding value and identify opportunities for improvement.

5.4.2 Process

Each year, the Human Resources and Governance Committee will recommend to the Board the specific evaluation process to be undertaken. The evaluation process will be appropriate to the stage of development of the Board and the Board's evaluation processes.

The Human Resources and Governance Committee may engage an outside advisor to assist in the design and implementation of the Board, Committee and Director evaluation process.

The evaluation process may include an evaluation questionnaire, interviews, facilitated discussions or any combinations of methods.

5.4.3 Board Evaluation – Goal

The objective of the Board evaluation process is to assist the Board to:

- a) assess the overall performance of the Board and measure the contributions of the Board to TransLink;
- b) evaluate the mechanisms in place for the Board to operate effectively and make decisions in the best interests of TransLink;
- c) add value to TransLink; and
- d) enhance and maintain best corporate governance practices.

5.4.4 Board Evaluation – Areas to be Evaluated

Board evaluation is designed to review the effectiveness of the Board. Typical assessments will evaluate the following areas:

- a) effectiveness in assessing the organization’s strategic environment, including major risks and opportunities;
- b) effectiveness in providing strategic direction for the organization;
- c) the appropriateness of the Board compositions;
- d) the quality of Board meetings including appropriateness, effectiveness and sufficiency of:
 - i) topics;
 - ii) time allocated;
 - iii) pre-meeting information packages; and
 - iv) presentations;
- e) Board dynamics, including the quality of the discussion;
- f) the appropriateness and sufficiency of the financial and operational reporting;
- g) quality of the relationship between the Board and CEO;
- h) quality of the relationship between the Board and Management;
- i) effectiveness of the Committees and Board Chair;
- j) TransLink’s practice with respect to business conduct and ethical behaviour;
- k) Director training and education;
- l) the effectiveness of the Board’s processes with respect to Corporate Strategy, risk review, CEO evaluation, management development and succession, compliance; and
- m) The Board’s relationship with the Mayors’ Council, the Provincial Government, the Screening Panel, stakeholders and the public.

5.4.5 Committee Evaluation – Areas to be Evaluated

Committee evaluation is designed to review the effectiveness of each Committee. Typical assessments include evaluation of:

- a) the appropriateness of the Committee mandate;
- b) the quality of Committee meetings;
- c) the appropriateness of the membership composition; and
- d) the ability of Committee members to contribute to the work of the Committee.

5.4.6 Board Chair Evaluation – Goal

The objective of the Board Chair evaluation is to improve the overall performance of the Board by providing feedback to the Board Chair on their performance and identifying areas of strength and opportunities for improvement.

The Board Chair evaluation process is usually led and carried out by the Human Resources and Governance Committee. The Chair of the Human Resources and Governance Committee will meet with the Board Chair to review the feedback and develop recommendations if necessary.

5.4.7 Board Chair – Areas to be Evaluated

Board Chair evaluation is based on the Board Chair's Position Description. Typical areas covered by Board Chair Evaluation include evaluation of:

- a) quality of the Board Chair's interaction and relationship with management;
- b) ability to manage the Board and its activities;
- c) effectiveness in representing the Board internally and externally.

5.4.8 Committee Chair Evaluation – Goal

The objective of the Committee Chair evaluation is to improve the overall performance of the Committee by providing feedback to the Committee Chair on their performance and identifying areas of strength and opportunities for improvement.

The Committee Chair evaluation process is usually led and carried out by the Human Resources and Governance Committee. The Chair of the Human Resources and Governance Committee will meet with the Committee Chair to review the feedback and develop recommendations if necessary.

5.4.9 Committee Chair Evaluation – Areas to be Evaluated

Committee Chair evaluation is based on the Committee Chairs Position Description. Typical areas covered by Committee Chair Evaluation include evaluations of:

- a) knowledge of the Committee's subject matter;
- b) ability to manage the Committee and its activities; and
- c) effectiveness of the relationship with the Board, Board Chair and management in relation to Committee matters.

5.4.10 Director Evaluation – Goal

The objective of individual Director evaluation is to improve the overall performance of the Board by assisting individual Directors to build on their strengths and assess their need for continuing professional development in connection with their role on TransLink Board.

Director evaluation is based on the expectations of Directors as set out in the Directors' Charter of Expectations and modern best practices. Typical areas covered by Director evaluation are as follows:

- a) understanding of TransLink's business – e.g., services, products, stakeholders, clients;
- b) understanding of TransLink's strategic direction and goals;
- c) appropriate disclosure of conflicts of interests;
- d) confidentiality;
- e) preparation for meetings;
- f) participation in meetings;
- g) communication style;
- h) interaction with fellow board members;
- i) approach to problem solving and judgment;
- j) ability to see things from many perspectives and to understand the impact of decisions on TransLink's internal and external environments (e.g., employees, stakeholders, community);
- k) quality of contribution to Board deliberations;
- l) ability to act in the best interests of TransLink (e.g., rather than their best interests or in the best interests of a special interest group or consistency, even if designated as "representative" Director);
- m) understanding of the Board's governance role (e.g., as distinct from management); and
- n) support for Board decisions once decisions are made.

5.5 CEO EVALUATION

The evaluation of the CEO is one the most important responsibilities of the Board. The evaluation process provides a formal opportunity for the Board and CEO to have a constructive discussion regarding the performance of TransLink and the CEO's leadership of TransLink.

The Human Resources and Governance Committee ("HRGC") provides a leadership role in carrying out the evaluation process although the Board is involved in approving CEO objectives and reviewing the final evaluation.

The main objectives of the CEO evaluation process are:

- a) appropriate assessment and reward of the CEO's performance;
- b) linkage of the CEO's performance to TransLink's goals;
- c) CEO growth and professional development; and
- d) strengthening Board/CEO relations.

5.5.1 Benchmarks

The following documents constitute the benchmarks against which the review takes place:

- a) a written statement of the CEO's personal goals for the year under review; these goals are agreed to by the CEO and the Board in each year for the following fiscal year;
- b) TransLink's performance measured against:
 - i) The Corporate Strategy; and
 - ii) The annual operating and capital plans as contained in the Business Plan;
- c) CEO Position Description; and
- d) the CEO's employment agreement.

5.5.2 The Process

The HRGC is charged with leading and implementing the CEO evaluation.

In October of each year, the HRGC will review, and the Board will approve, the CEO's objectives for the following fiscal year.

In November of each year, the CEO will provide a self-appraisal rating their performance against the previously agreed upon objectives for the year just ending and the Strategic and Business plans.

The CEO's self-appraisal will be in written form and will be presented to the HRGC Chair in December.

The HRGC Chair will obtain input from Board members as to the CEO's performance. This will be consolidated and discussed with the HRGC and the Board.

The HRGC will engage a third-party advisor to obtain feedback from the CEO's direct reports and to provide the opportunity for coaching based on the feedback received.

Following discussion by the Board, the Board Chair or HRGC Committee Chair (or both) will meet with the CEO to provide the CEO with a summary of the Board's evaluation.

The CEO may provide a written response to the review to the Board through the HRGC or Board Chair.

5.5.3 CEO Compensation

Based on the discussions with the Board as to the CEO's performance, the HRGC will recommend to the Board the CEO's compensation for the following fiscal year, within the bounds of the Executive Compensation Plan approved by the Mayors' Council (or as otherwise permitted by the SCBCTA Act).

5.6 MANAGEMENT SUCCESSION PLANNING

5.6.1 Introduction

The development and execution of the management succession and development plans involves the Board, the Human Resources and Governance Committee (“HRGC”) and the CEO.

The management succession planning process is designed to assure the Board that, when necessary, TransLink’s Officer and other key management positions can be filled by competent people. The process is designed to ensure there are a range of options available to the Board and a broad diverse base of skills within the organization from which TransLink can choose its future leaders.

The Board considers succession planning to be an ongoing process providing longevity for TransLink through the continual development, encouragement and assessment of leadership talent at all levels of the organization.

5.6.2 Duties and Responsibilities

The duties and responsibilities in the succession planning process are shared among Board, the HRGC and the CEO.

5.6.2.1 Board

The Board is responsible for:

- a) approving the succession plan for the CEO;
- b) in the case of Officers and other key positions within TransLink, ensuring plans are in place for management succession and development;
- c) ensuring that criteria and processes for recognition, promotion, development and appointment of Officers and other key management positions are consistent with the future leadership requirements of TransLink;
- d) ensuring it receives appropriate briefings and acquires sufficient knowledge and potential successors to make an informed decision on future appointments; and
- e) ensuring that the plans for recruiting, retaining and developing personnel for key positions within TransLink are appropriate to meet TransLink’s future human resources needs.

5.6.2.2 Human Resources and Governance Committee

The HRGC:

- a) reviews the CEO’s management succession plan;
- b) receives periodic updates as well as an annual report on the plan and forwards it to the Board with appropriate comment;

- c) reviews and discusses with the CEO, the processes and outcomes associated with the recognition, promotion, appointment and development of TransLink's Officers and other key management positions;
- d) ensures the succession plan includes a process that would respond to an emergency situation which required an immediate replacement of the incumbent CEO; and
- e) reviews and discusses with the CEO, the processes and outcomes associated with the recruitment, retention and development of personnel to fill key staff positions within TransLink to meet TransLink's future needs.

5.6.2.3 CEO

The CEO:

- a) takes the lead in establishing the internal processes for identifying and developing TransLink's leaders and keeping the Board informed and involved;
- b) works with the Board, the HRGC and management to design TransLink's leadership development processes;
- c) evaluates the leading candidates for promotion;
- d) provides periodic updates to the HRGC and the Board on the mechanisms that build leadership talent and succession capability in TransLink, including leadership competency frameworks; management development training; job changes; as well as assessment of the most likely successors for the top positions in TransLink;
- e) ensures TransLink has appropriate criteria and processes in place to hire, promote, transfer, and retain employees to meet the future needs of TransLink, and that such policies and processes are consistent with the policies of TransLink;
- f) ensures there is a clear understanding of the management succession and development plan by all management and staff; and
- g) reviews the plan each year with the HRGC and the Board.

5.6.3 Process

The process for management succession and development that require approval or special briefing are determined by the Board on recommendation of the HRGC.

5.7 REQUISITIONING AND SIGNING AUTHORITY

5.7.1 Introduction

Pursuant to the SCBCTA Act, the Board may enter into contracts and other arrangements and delegate its authority to a person employed by TransLink or to a subsidiary. The purpose of this policy is to clarify the Board's delegation of authority with respect to expenditures and commitments on behalf of TransLink.

5.7.2 Board Approval Required – Capital Projects and Real Estate

Very large capital projects, such as bridge replacement or rapid transit line projects will be subject to project specific governance structures and approval processes.

The following authorizations are required for other TransLink capital Projects:

Capital Expenditure Approval Controls				
Item		Capital Management Committee	Executive Capital Oversight Group	Board (through Finance & Audit Cmtee)
10 Year Capital Program		Prepare and Recommend	Review and Recommend	Review and Approve
Annual Capital Budget with Project Categorizations		Prepare and Recommend	Review and Recommend	Review and Approve
Categories 1 and 2: Routine Maintenance; Low Profile Projects	Approval-in-Principle (AIP) to include in Budget	Prepare and Recommend	Review and Recommend	Review and Approve
	Specific Project Approval (SPA) to initiate project	Review and Approve	Provide Quarterly Oversight	Receive in Quarterly Report
	Any exceptions during delivery	Review and Approve	Provide Quarterly Oversight	Receive in Quarterly Report

Category 3: Moderate Profile Projects	Approval-in-Principle (AIP) to include in Budget	Prepare and Recommend	Review and Recommend	Review and Approve
	Specific Project Approval (SPA) to initiate project	Review and Approve	Provide Quarterly Oversight	Receive in Quarterly Report
	Low risk exceptions (minor relative variance in approved scope/schedule/budget/risk)	Review and Approve	Provide Quarterly Oversight	Receive in Quarterly Report
	Higher risk exceptions (significant relative variance in approved scope/schedule/budget/risk)	Review and Recommend	Review and Approve	Receive in Quarterly Report
Category 4: High Profile Projects	Approval-in-Principle (AIP) to include in Budget	Prepare and Recommend	Review and Recommend	Review and Approve
	Specific Project Approval (SPA) to initiate project	Review and Recommend	Review and Approve	Receive in Quarterly Report
	Low risk exceptions (minor relative variance in approved scope/schedule/budget/risk)	Review and Approve	Provide Quarterly Oversight	Receive in Quarterly Report
	Higher risk exceptions (significant relative variance in approved scope/schedule/budget/risk)	Review and Recommend	Review and Recommend	Review and Approve
In-Year Ad Hoc Requests: for Projects Not in Capital Budget	Categories 1 to 3: Approval-In-Principle and Specific Project Approval	Review and Recommend	Review and Approve	Receive in Quarterly Report
	Category 4: Approval-In-Principle and Specific Project Approval	Review and Recommend	Review and Recommend	Review and Approve

The following authorizations for real estate acquisitions and dispositions are required:

		Extended Executive	Finance and Audit Committee	Board
Real Estate Strategy - Approval-In-Principle		Review	Review	Approve
Specific Acquisition/ Disposition	• \$10 M or greater	Review	Review	Approve
	• \$5 M - \$10 M	Review	Approve	N/A
	• \$0 - \$5M	Vice President, Real Estate, Commercial Strategy and Innovation - Approve	N/A	N/A

Under s. 226 of the SCBCTA Act, TransLink or its subsidiary must not sell a major facility or major asset unless the Mayors' Council has been given notice of the intended sale and the Mayors' Council does not object to the sale, in accordance with the provisions of s. 226.

5.7.3 Delegated Authority for Expenditures – Requisitioning Authority

The CEO is authorized to delegate requisitioning authority through corporate policy to staff positions for transactions and expenditures arising from departmental responsibilities and within constraints of operational, departmental or project budgets, as the case may be, as the CEO considers necessary and appropriate.

Persons delegated requisitioning authority do not have the authority to enter into legally binding commitments on behalf of TransLink unless such persons have also been delegated signing authority.

5.7.4 Execution of Documents / Signing Officers

The CEO is authorized to delegate signing authority to staff positions through corporate policy in a manner that matches signing authority with the appropriate level of authority or departmental responsibility, including based on contract types or transactions covering routine business, as the CEO considers necessary and appropriate, while fostering and maintaining good internal controls.

The Corporate Secretary, or the Assistant Corporate Secretary in their absence, is authorized to affix the corporate seal to documents required to be signed under seal.

5.7.5 Exceptions to Delegation

The authority delegated to Signing Officers does not extend to the following commitments, which must be reviewed and approved by the Board:

- a) commitments which are precedent-setting, involve sensitive issues, or involve a significant public service commitment;
- b) transit service operating agreements (including for custom transit services and operating agreements with subsidiaries) and agreements for special transit services (such as Bowen Island Service); and
- c) any contract that Board requests be brought before the Board for approval.

5.7.6 Restrictions on Exercise of Authority

Signing Officers and persons having requisitioning authority may only exercise their authority provided that:

- a) requisite external and internal approvals have been obtained;
- b) funds required to meet contractual obligations are properly available or appropriated; and
- c) any other corporate contracting requirements have been satisfied.

Signing Officers and persons having requisitions authority may temporarily delegate such authority to those persons appointed in an acting capacity during their absence.

5.7.7 Segregation of Duties

The execution of contracts must be adequately segregated from requisitioning and payment approval.

5.7.8 Corporate Policies and Procedures

The CEO is responsible for establishing corporate policies delegating requisitioning authority and signing authority to staff positions and otherwise supplementing this policy.

5.7.9 CEO Delegation

The CEO may delegate to the CFO a power, duty or responsibility of the CEO under the policy.

5.8 COMMUNICATIONS

5.8.1 Introduction

The Board must pay particular attention to the fact that it operates within a highly public environment. The actions of TransLink have a significant public impact and there is a need to ensure communications with stakeholders and the public are effective and appropriate.

5.8.2 Review of Communications Policy

The Board approves a communications policy for TransLink, which includes processes for the review and approval of reports and other communication or disclosure to the Mayors' Council, Government, the Minister, stakeholders, employees and the public.

5.8.3 External Communication to Directors

Directors are active in the community. Therefore, it is expected that persons interested in TransLink will, from time to time, communicate their concerns and questions to Directors rather than to management. If the issue raised is operational in nature, including persons seeking to do work with TransLink, the person should be directed to take the concern to line management for response or action. If the issue is properly a Board level issue, the Director should inform the Board Chair or the CEO of such communications, so that proper action can be taken and accurate responses made by the appropriate representative of TransLink. Correspondence via phone, mail or email should be shared with the Corporate Secretary to ensure a response is prepared by a TransLink subject matter expert and logged. The response will be provided by the Chair, Management the Corporate Secretary, or the Director as appropriate.

Directors should not under any circumstance discuss confidential TransLink matters; however, they are free to confirm matters that are within the public domain.

5.8.4 Communications Between Directors and Management

Directions are provided to the CEO, Officers and other management personnel:

- a) by the Board either at Board meetings or by the Board Chair or other Board member acting on the direction of the Board; and
- b) by Committee either at Committee meetings or by the Committee Chair or other Committee member acting on the direction of the Committee.

No individual Director has authority to provide instructions to an employee of TransLink unless so authorized by direction of the Board or a Committee.

Committee Chairs will have a relationship with their Officer counterparts in relation to managing the work of the Committee as follows:

Committee	Officer Counterpart
Finance and Audit	Chief Financial Officer; Vice President, Engineering; Vice President, Financial Services
Human Resources and Governance	Vice President, People and Culture; General Counsel and Corporate Secretary
Planning, Communities and Communication	Vice President, Customer Communications and Public Affairs; Vice President, Transportation Planning and Policy
Information Technology	Chief Information Officer

5.8.5 Spokesperson

The Board Chair is the spokesperson for the Board. Directors should not communicate to an external body on behalf of the Board or TransLink without the express prior direction from the Board Chair or Board. If directed by the Board Chair, a Director may speak on behalf of the Board at events. The TransLink Communications Department is available to assist with speaking remarks and help prepare the Board Chair or Director for potential questions about current issues.

The Board Chair and Directors should be aware that they may be seen as representatives of the TransLink enterprise in public forums (including social media channels) and therefore any comments on transit and transportation topics may be perceived as representing TransLink's official position.

5.9 DIRECTOR INDEMNITY AND LIABILITY INSURANCE

TransLink indemnifies Directors against certain claims and actions and provides Directors' and Officers' liability insurance.

5.9.1 Indemnity

The SCBCTA Act provides that TransLink may indemnify a Director or Officer against certain claims provided that the person acted honestly and in good faith with a view to the best interests of TransLink and, in the case of a criminal or administrative proceeding, the person had reasonable grounds for believing that the conduct was lawful.

5.9.2 Insurance

In addition to the indemnity provided by TransLink, TransLink has obtained Directors' and Officers' liability insurance, the details of which are provided on the following page. A copy of the Directors and Officers Liability Insurance Policy is available from the Corporate Secretary.

Summary of TransLink Directors and Officers Liability Insurance		
Limits:	\$15,000,000 including defence costs	
Corporate Retention:	\$100,000	
Coverage:	- TransLink Directors and Officers - Mayors Council - All Subsidiaries - Trustees - Employees - Volunteers	
Key Definitions:	Wrongful Act	Any breach of duty, neglect, error, misstatement, misleading statement, omission or any other matter claimed against the individual insured by reason or their serving in such insured capacity.
	Loss	Damage, judgments, settlements, pre-and post- judgment interest and defence costs but does not include fines or penalties, employment practices or matters uninsurable at law.
Key Exclusions:	Conduct exclusion	Self-serving and egregious conduct (profit and personal advantage, fraud)
	Insured elsewhere	Generally insured under other policies (bodily injury or property damage)
	Not intended to be insured	Insured vs. insured (company vs. Directors, Directors vs. Directors, claims related to government funding, fines or penalties)

5.10 DIRECTOR REMUNERATION AND EXPENSES

5.10.1 Compensation

Subject to Mayors' Council approval, and comparator organization limits set out in the SCBCTA Act, the Screening Panel may vary a recommendation made by a previous Screening Panel with respect to Director compensation.²³ The Board is required to incorporate the Screening Panel / Mayors' Council's decision on Director compensation into the Articles²⁴ and to set guidelines for the payment of compensation.²⁵

Director compensation falls in the following two categories:

- a) annual retainer for Board and Committee services; and
- b) per diem amounts for attending meetings and other work performed on behalf of TransLink.

The Board Chair receives an annual retainer and does not receive per diem payments. The Board Chair is entitled to reimbursement for all reasonable expenses incurred in connection with the authorized work performed on behalf of TransLink.

5.10.1.1 Annual Retainers

- a) The Board Chair, Committee Chairs and Directors are entitled to annual retainers as set out in Section 11 of the Articles.

5.10.1.2 Per Diem Fees

In addition to the annual retainer, Directors receive per diem fees of up to \$1,200, paid in accordance with Section 11 of the Articles and the following guidelines:

- a) Directors will be paid per diem fees for attendance at Board and Committee meetings, orientation and strategy sessions, and the annual general meeting;
- b) the Board Chair or Committee Chair, as they case may be, will determine whether a meeting is a full meeting (\$1,200 fee) or a half meeting (\$600 fee). The Board or Committee Chair will also have discretion to determine that no meeting fee be payable in relation to a short meeting. In making their determination, the respective Chairs will consider the amount of preparation required and the length of the meeting;
- c) preparation, short distance travel (less than thirty-two kilometres from the meeting location), attendance at TransLink's sponsored events and other discussions/meetings with management

²³ The SCBCTA Act, ss. 180, 181, 182, 184 and 185

²⁴ See s.10 of the SCBCTA Act, s.185

²⁵ The *SCBCTA Act*, s. 185

and government officials are considered to be included in the retainers and no additional fees will be paid; and

- d) when attending a meeting on TransLink business at the request of the Board Chair, Directors will be paid a per diem fee of \$1,200 for a full meeting or \$600 for a short meeting, as determined by the Board Chair. If the meeting location is outside of TransLink's service area, Directors will be paid a per diem fee for travel time of up to \$600 for travel up to four hours and \$1,200 for more than four hours.
- e) Notwithstanding the foregoing, a Director cannot earn per diem fees of more than \$1,200 in any 24-hour period.

5.10.2 Retainer and Per Diem Review

Pursuant to the SCBCTA Act, the Screening Panel is authorized to review Director retainers and per diem payments to ensure that the level of compensation is appropriate.

5.10.3 Expenses

Directors are entitled to be reimbursed for all reasonable expenses incurred in connection with authorized work performed on behalf of TransLink.

Section 11 of the Articles and the following set out the guidelines for expense reimbursement approved by the Board.

5.10.3.1 Meeting Expenses

Directors are entitled to be reimbursed for reasonable expenses incurred when travelling in connection with TransLink business, in accordance with the following guidelines:

- a) **Air:** Board members are encouraged to travel economy class whenever practical. Board members may travel executive class on journeys over two hours. When time and opportunity are available Board members will take advantages of price reductions related to pre-booking flights.
- b) **Rail:** Board members may travel first class whenever appropriate, including parlour car seat and sleeping accommodation when required.
- c) **Automobile:** The mileage/kilometre rates are equivalent to those set for TransLink management employees from time to time.
- d) **Car Rental:** Car rentals must be justified in terms of economy and convenience and in light of alternative forms of transportation. Receipts for car rental must be attached to the travel expense claim for reimbursement.
- e) **Taxis, Airport Bus or Airport Limousine:** Directors will be reimbursed in full for reasonable expenses incurred. Receipts are required for fares over \$10.00.

- f) **Accommodation:** Board members may book accommodation in reasonably priced hotels/motels of their preference. Government discounts will be requested whenever these are available.
- g) **Meal Allowances:** Directors may claim either the meal allowance authorized by TransLink for senior management employees from time to time (in which case no receipts are required) or actual, reasonable expenses (in which case receipts are required).

5.10.4 Professional Development

Directors are encouraged to obtain ongoing professional development by attending education meetings, conferences and/or seminars. In addition, TransLink may wish Directors to attend meetings, conferences and/or seminars in order to improve TransLink's profile or identity with a cause or position, or enhance interaction between Directors and others including government officials, transportation planners, transit users and related business or industry contracts.

A Director who attends any such meeting, conference or seminar, is entitled to be reimbursed for all reasonable costs incurred in respect of travel to and from and attendance at the event in accordance with the following guidelines:

- a) The conference, seminar or meeting must be relevant to TransLink's business;
- b) Attendance at the conference, seminar or meeting must be authorized in advance by the Board Chair; and a Director who attends a conference or seminar will provide the Board with a summary of the issues and information discussed at the event at the next regularly scheduled Board meeting.

5.10.5 Social Events

Directors are not compensated for attending social events.

5.10.6 Payments of Compensation

Annual retainers and per diem fees are payable in accordance with the following:

- a) Annual retainers are paid quarterly in arrears. No claim form is required.
- b) Per diem fees will be paid by direct deposit in the payroll period following the meeting, less the applicable deductions. No claim form is required. In accordance with instructions issued by Revenue Canada, the following deductions are required:
 - i) Canada Pension Plan – up to and including the month that age 70 is reached, unless there has been an election to claim Canada Pension entitlement on reaching age 60; and
 - ii) Income Tax – where the total amount to be paid during the year will exceed the amount of exemptions claimed on Form TD1.

5.10.7 Payment of Expenses

Claims for expenses reimbursement should be submitted at the earliest opportunity following an expenditure using the form: Directors Travel and/or Expense Claim Form.

Payment of claims for remuneration and expenses submitted by the Board Chair will be subject to approval by the Chair of the Finance and Audit Committee.

Payment of claims submitted by Directors will be subject to approval by the Board Chair.

5.10.8 Disclosure

As part of its annual reporting in the annual financial statements, TransLink discloses all compensation paid to individual Directors in the preceding fiscal year.

6.0 CORPORATE POLICIES

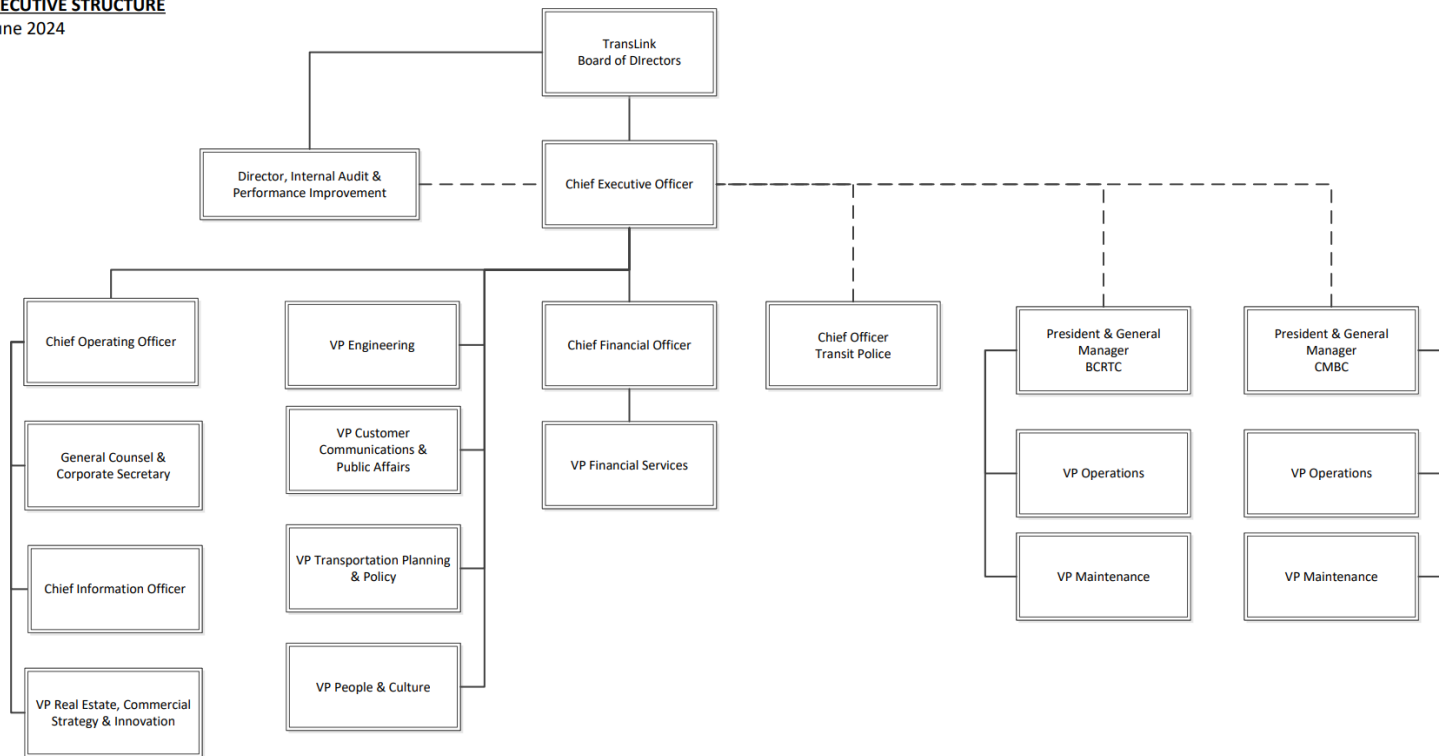
The following are corporate policies requiring Board of Directors' approval:

- Employee Code of Conduct
- Respectful Workplace
- Use of Assets and Technology
- Substance Abuse
- Confidentiality
- Conflict of Interest
- Capital Project Approval
- Requisitioning Authority and Signing Officers
- Environmental
- Occupational Health and Safety
- Privacy

7.0 LEGAL FRAMEWORK

7.1 CORPORATE ORGANIZATION CHART

TRANSLINK EXECUTIVE STRUCTURE
June 2024



7.2 SOUTH COAST BRITISH COLUMBIA TRANSPORTATION AUTHORITY ACT

The *South Coast British Columbia Transportation Authority Act* may be found at:

http://www.bclaws.ca/EPLibraries/bclaws_new/document/ID/freeside/00_98030_01

7.3 ARTICLES

The Articles may be found at:

https://www.translink.ca/-/media/translink/documents/about-translink/governance-and-board/board-of-directors/manuals-and-articles/articles_scbcta.pdf

8.0 OTHER

8.1 MINOR AMENDMENTS

After consulting with the Board Chair, the Corporate Secretary may from time to time make and publish amendments to this Board Manual that are minor or administrative in nature (e.g. changes in management position titles). The Corporate Secretary may make minor/administrative corrections to approved Board or Committee minutes, provided the corrections are approved by the Board Chair or respective Committee Chair. All other amendments must be approved by the Board. The Corporate Secretary will notify the Board, at the next regularly scheduled board meeting, of any amendments made by the Corporate Secretary.

8.2 DEFINITIONS

In this Board Manual, unless the context otherwise requires, the following definitions apply:

- **“Appointed Director”** means a Director appointed by the Mayors’ Council.
- **“Articles”** means the Articles of TransLink, as established by the Board and amended from time to time.
- **“Annual Meeting”** means the annual meeting of TransLink held pursuant to Section 13.1 of the SCBCTA Act.
- **“Annual Report”** means the annual report for TransLink prepared in accordance with Section 13.4 of the SCBCTA Act.
- **“Board”** means TransLink’s Board of Directors.
- **“Board Skills and Experience Profile”** means the Board skills and experience profile prepared by the Board from time to time, and incorporated into the Articles and shared with the Screening Panel.
- **“Business Plan”** means TransLink’s annual operating, capital and service plans, based on the approved Corporate Strategy.
- **“CEO”** means the Chief Executive Officer of TransLink.
- **“CFO”** means the Chief Financial Officer of TransLink.
- **“Code of Conduct”** means TransLink’s Director and Employee Code of Conduct policy.
- **“Conduct Review Advisor”** means an independent contractor engaged by the Board, and who is sometimes also engaged by Officers, to provide a neutral and independent expert interpretation of the standards of business conduct and guidelines for conflict of interest set out in the Code of Conduct and the Directors’ Code.
- **“Committees”** means committees of the Board.
- **“Corporate Strategy”** means the multi-year strategic platform that describes how TransLink will achieve the objectives of the Long Term Strategy and Strategic Plan.
- **“Director”** means a member of the Board, including an Appointed Director, Statutory Director or Minister-Appointed Director.
- **“Director Recruitment Profile”** means the profile of skills and experience sought in new Director candidates.
- **“Investment Plan”** means the 10-year investment plan prepared by the authority in accordance with the SCBCTA Act.
- **“Long Term Strategy”** means the 30+ year long term strategy prepared pursuant to s. 193 of the SCBCTA Act.
- **“material”** means significant or important.
- **“Mayors’ Council”** means the Mayors’ Council on Regional Transportation established under the SCBCTA Act.

- **“Minister-Appointed Director”** means a Director appointed by the Province.
- **“MRN”** means the major road network.
- **“Officers”** means the following positions: Chief Executive Officer; Chief Operating Officer; Chief Financial Officer; Vice President, People and Culture; Vice President, Customer Communications and Public Affairs; Vice President, Real Estate, Commercial Strategy and Innovation; Vice President, Financial Services; Vice President, Engineering; Vice President, Transportation Planning and Policy; General Counsel and Corporate Secretary; Chief Information Officer; and any person holding the position of Vice President of TransLink.
- **“SCBCTA Act”** means the *South Coast British Columbia Transportation Authority Act*, as amended from time to time.
- **“Screening Panel”** means the screening panel established annually pursuant to the SCBCTA Act.
- **“Statutory Director”** means the Chair and Vice Chair of the Mayors’ Council, if they consent to act.
- **“Subsidiary”** means a subsidiary of TransLink.
- **“TransLink”** means the South Coast British Columbia Transportation Authority.

TO: Board of Directors

FROM: Kevin Quinn, Chief Executive Officer

DATE: June 2, 2025

SUBJECT: Public Delegations at the March 26, 2025 Board of Directors Meeting

EXECUTIVE SUMMARY

The Board received three public delegations at its March 26, 2025 public Board meeting.

Three public delegations were received by the Board at the March 26, 2025 public Board meeting on the following topics:

- **Sustainability**
 - A public delegate spoke to the Board of Directors about the sustainability of the TransLink website, and also provided suggestions on how to improve the carbon footprint of the website.
 - Management wrote to the public delegate to share work currently underway to optimize TransLink's website, and engagement with agencies to identify, prioritize and support accessibility improvements, which are being prioritized for implementation in the future.
- **Distance-based Fares**
 - The Board received a public delegate who advocated for distance-based fares in the TransLink transit system.
 - The public delegate received a response from Management which confirmed the recommendation from the 2018 Transit Fare Review to move to a distance-based fare, and the limitations in the current Compass system to do so.
- **Fare Structure**
 - A public delegate expressed their view that the current transit fare structure is not fair, and in particular as compared to TransLink's peer agencies.
 - The public delegate received a response in which the delegate was thanked for raising their concerns. Management prepared a detailed report on TransLink's fare structure to correct some misunderstandings to note how TransLink's fares are generally in fact at or below our peers.

TO: TransLink Board of Directors

FROM: Sarah Ross, Vice-President, Transportation Planning & Policy
Andrew McCurran, Director, Strategic Planning & Policy
Nick Lovett, Lead Planner, Investment Plan & Funding Strategy

DATE: May 30, 2025

SUBJECT: Comparing Transit Fare Rates Across Canada's Large Urban Regions

EXECUTIVE SUMMARY

This report clarifies misconceptions about the comparative affordability of TransLink's fares stemming from CUTA's average fare metric, which inaccurately portrays TransLink as having the highest transit fares in Canada. In reality, TransLink fares are broadly aligned with Canadian peers – notably cheaper than our peers for bus trips, evening and weekend trips, shorter rapid transit trips, and trips made with concession passes (three-quarters of all trips), and more expensive than our peers for multi-zone rapid transit trips during peak periods. Management remains confident that the transit fare structure in Metro Vancouver, supported by a strong public preference for distance-based pricing, offers good value.

Reliance on the average fare metric to compare fares between systems hides the above nuances as well as other fundamental structural differences: TransLink operates an integrated regional network over a vast area (~2100 km²) with distance-based fares for longer rail journeys, unlike its peers, which are smaller, primarily municipal systems with flat fares, often with separate agencies for regional transit whose revenues are not accounted for in agency-specific statistics. Furthermore, variations in accounting for subsidies, and ridership counting methodologies further distort the metric's usefulness. TransLink is actively working with CUTA to develop more effective comparative methodologies.

PURPOSE

The purpose of this information report is to provide greater clarity for the Board and Mayors' Council on how TransLink's transit fare rates compare to its peers.

BACKGROUND

On July 1, 2025 TransLink will be increasing its transit fare rates by an average of four per cent, as previously approved in the *2024 Investment Plan*. The recently approved *2025 Investment Plan* confirmed an additional five per cent average increase to transit fare rates taking effect on July 1, 2026, followed by a return to two per cent annual inflationary increases.

Maintaining affordable transit fares and providing transit customers with good value for money is always a top priority for TransLink. In addition to assessing the local conditions that impact affordability, it can also be helpful to benchmark ourselves against our peer agencies in Canada's other large urban regions.

To that end, the Canadian Urban Transit Association (CUTA), of which TransLink is a member, publishes an annual Fact Book with key data on things like fleet size, ridership, and fare structures from more than 100 transit systems in Canada. One metric the Fact Book uses in an effort to compare fare rates between different transit systems is the “average fare.” This metric is derived by dividing total transit trips by total fare revenue.¹ Calculated in this way, the average fare for TransLink is highest amongst the five largest municipal transit systems in Canada.

On several occasions, delegates to the Board and Mayors' Council have referenced this *average fare* metric from the CUTA Fact Book, suggesting that it indicates TransLink's *transit fares overall* are the highest amongst its peers. However, this *average fare* metric masks the more nuanced reality below the surface and ultimately, in Management's view, is not a useful primary metric for comparing transit systems serving quite different sizes of service area, with different modes, and with different fare structures.

As the bodies responsible for setting and approving transit fare rates within Metro Vancouver, it is important that the TransLink Board and the Mayors' Council on Regional Transportation have accurate information and context on how the affordability of transit fares here compare with elsewhere.

DISCUSSION

TransLink's Funding Model

TransLink's funding model is based on the premise that those who benefit from an effective regional transportation system should help to pay for it. Transit users, motor vehicle users, property owners, and actors in the broader economy all benefit and should all contribute their fair share, based on the value they receive.

This long-standing framework was reinforced in the 2024 and 2025 Investment Plans, which approved increased funding contributions from all four of these beneficiary groups – including transit users who will see an average 4% increase to transit fares in 2025 and an average 5% increase to transit fares in 2026, followed by a return to an average 2% inflationary increase in the years thereafter.

How TransLink Thinks About Transit Fare Affordability

When contemplating increases to transit fares, the top considerations for TransLink are affordability and customer value-for-money. Ultimately, transit fares are a user fee for a service that competes for customers in an open and competitive urban mobility marketplace. If service quality is too poor or if fares are too high, many potential customers will simply choose another alternative if one is available to them. And the customers who remain are likely those with the fewest alternatives at their disposal – the lowest-income and most vulnerable residents – for whom each unit of fare increase will nevertheless be felt most acutely.

For these reasons, when thinking about appropriate transit fare rates TransLink assesses:

¹ CUTA Fact Book, Average Fare Metric = Regular Service Passenger Revenue / Total Regular Service Linked Trips.

- the *willingness of potential customers to pay* based on an assessment of the relative attractiveness of the transit service offering and the *value-for-money* it provides different users compared to alternatives like driving;
- the *ability of potential customers to pay* based on an assessment of overall wages and household incomes but with particular attention given to lower-income residents and the degree to which they have access to means-based discounted transit fares; and
- the transit fare rates being charged in *other similar peer regions*, as a further point of comparison and a reasonableness check.

With respect to *the benefit side of this value equation* – TransLink has steadily improved the quality of transit service in this region over the past 25 years such that our transit system now ranks amongst the best in Canada and the US, providing much better coverage, much higher service frequencies, much higher levels of access to jobs, and much higher transit ridership-per-capita than the vast majority of our peers. In Metro Vancouver, transit is an increasingly competitive alternative to the automobile for many trips – as evidenced by the recent finding that transit growth in this region is now outpacing driving growth.

With respect to the *cost side of this value equation* – for the past two decades TransLink has kept transit fare increases roughly in line with inflation so prices have been fairly constant in real dollar terms. Fare increases have historically also been roughly in line with BC wage growth. Of course, in light of the current affordability crisis driven largely by runaway urban land prices – more work is urgently needed to support residents struggling to pay the bills. Namely: an abundant supply of transit-oriented affordable housing and expanded eligibility for Provincial means-based discounted transit fares to cover all low-income adults. TransLink is working with partners to encourage progress on both fronts.

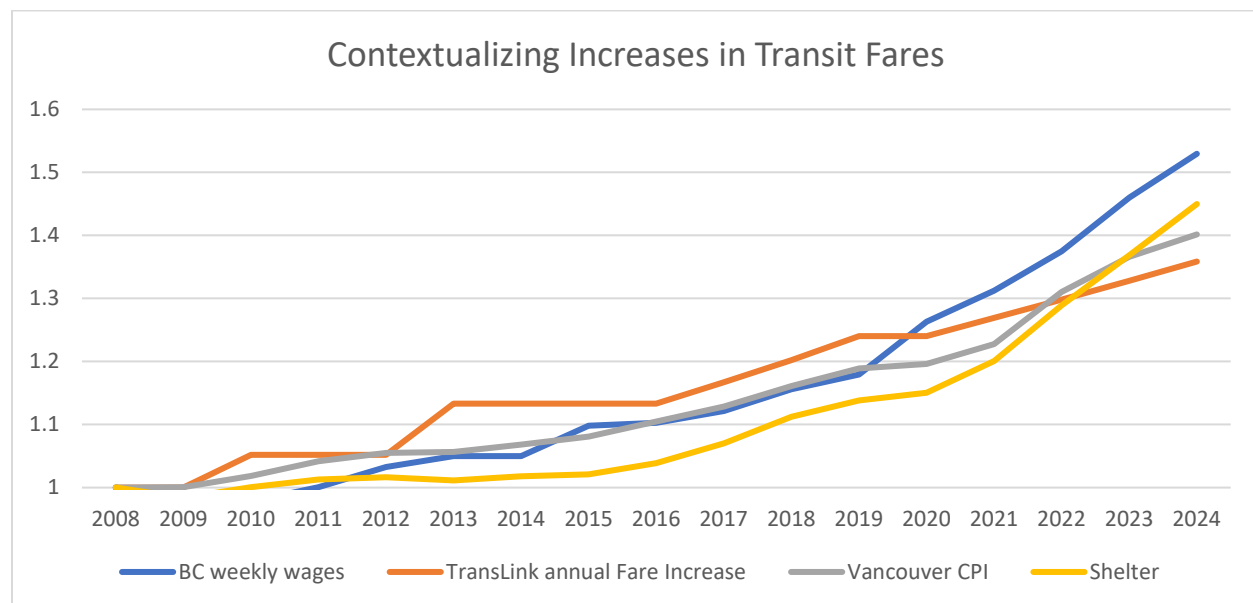


Figure 1 - Fare growth, wage growth, housing cost growth, and overall consumer price inflation in Metro Vancouver

And finally, with respect to *benchmarking against our peers* - while it can be somewhat challenging to make apples-to-apples comparisons - TransLink's fares are generally in-line with peer systems. Transit fares in Metro Vancouver are slightly more expensive for adults making longer-distance rail

trips during peak periods and quite a bit less expensive for bus trips and one-zone trips, for trips on evenings and weekends, and for trips by seniors and youth.

It should be noted that using the *average fare* metric as a primary way to compare fares between different systems masks the above nuances, as is discussed in the remainder of this report.

The Challenge with the *Average Fare* Metric

The *average fare* metric in the CUTA Fact Book should more appropriately be referred to as the *fare revenue per journey* metric as it is calculated by dividing total fare revenue by total journeys and has only a weak relationship to any posted fares that members of the travelling public would actually pay. Aside from the nomenclature, it is problematic to put too much emphasis on the *average fare* metric when comparing between systems, primarily because every transit agency has different:

1. Sizes of service area that they cover and associated fare structures;
2. Services that they deliver directly versus services provided by another transit agency with an overlapping service region (e.g. local bus vs. commuter rail);
3. Ways of financially accounting for subsidized fare programs like U-Pass;
4. Ways of counting transit ridership; and
5. Different rates of fare evasion.

There may be good policy or accounting reasons that each of these factors might differ between agencies, however each of these factors also significantly impacts the average fare metric leading to potentially misleading conclusions as described in the remainder of this report.

1. Size of service area + fare structure

The other five major Canadian transit systems (serving populations of over 1 million) all serve a single municipality and have service areas that average **620 km²**. These other five systems operate only bus and local rail services within each of those cities and all of them charge a single flat fare to ride within their respective city boundaries.

In contrast, TransLink is a regional agency providing seamlessly integrated transit service to 23 different jurisdictions spanning a service area of **~2100 km²** or **~3.5x larger** than the average of our five peer agencies. Our very large but seamlessly integrated transit service region is one of TransLink's key strengths – as compared to most other urban regions in Canada who struggle to provide integration between multiple neighbouring or overlapping transit systems.

Given the vast scale of our service region, pricing transit by distance has been our practice for more than a century – a practice that continues to resonate with residents of Metro Vancouver. In our 2018 Transit Fare Review, 70% of residents agreed or strongly agreed that “fares should be lower for shorter distance trips and higher for longer distance trips.”

Should we be asked to collect the same amount of fare revenue as we do today but via a single flat fare across our entire region – we would need to subsidize the substantial reductions in peak period two- and three-zone fares on the gated system with commensurate increases in the base fare. As 73% of journeys pay this base fare (including all bus trips, all concession pass trips, all evening & weekend trips, and 1 zone trips on the gated system) any increases to the base fare have a

disproportionately negative impact to overall transit fare affordability. Specifically, a flat fare that was revenue neutral would increase prices by more than 20% for three-quarters of journeys and reduce overall transit ridership by ~3%.

Since all of the five peer agencies considered in this report operate with a single system-wide flat fare and TransLink has a three-tier distance-based fare structure – it is more useful for comparative purposes to consider how each of our three tiers of fare rates compare against the posted fare rate from our five peer agencies.

This comparison is summarized in Table 1, with the average posted fare² from our five peer agencies listed and visually mapped onto the TransLink fare table with a red dot. A more detailed table showing the posted fare rates for each peer agency is provided in Attachment A.

Table 1 - Summary of TransLink's fares compared to our peer agencies

		TransLink Posted Fares			Peer Average Posted Fare (w/o TL)
		Base Fare All Off-Peak; All Bus; Gated 1 Zone	Gated 2 Zone Peak Only	Gated 3 Zone Peak Only	
% Journeys Paying This Fare (2024)		73%	21%	6%	
Single Fares (Cash)	Adult	\$3.20	\$4.65	\$6.35	\$3.84
	Youth	\$2.15	\$3.15	\$4.35	\$3.16
	Seniors	\$2.15	\$3.15	\$4.35	\$3.39
Stored Value / SmartCard / Tokens	Adult	\$2.60	\$3.85	\$4.90	\$3.56
	Youth	\$2.15	\$3.15	\$4.35	\$2.89
	Seniors	\$2.15	\$3.15	\$4.35	\$2.96
Monthly Pass	Adult	\$107.30	\$143.50	\$193.80	\$128.17
	Youth	\$61.35			\$92.42
	Seniors	\$61.35			\$68.08
	Low-income discount	\$3.75 (98% off)			21%-95% off
	% low-income HHs eligible	<50% LI HHs			75-100% LI HHs

As illustrated in Table 1, TransLink charges a **significantly lower base fare** than our peers - meaning it is much cheaper in Metro Vancouver to make evening and weekend transit trips, to make bus trips of any length and at any time, to make shorter rapid transit trips, and to make transit trips of any length if you are a senior or a youth with a monthly pass. These kinds of trips make up three-quarters

² Note: the *average posted fare rate* here is a sum of posted fare rates from each of the five peer agencies, divided by five. Whereas the CUTA Fact Book *average fare* metric is calculated without reference to actual posted fares (i.e. fare revenue / journeys).

of all transit journeys on TransLink's system and our peers charge notably more for them. For example, our five peer transit systems (on average) charge:

- \$0.54, or **17%, more** for an adult cash ticket;
- \$17.65, or **29%, more** for a youth monthly pass;
- \$0.89, or **34%, more** for adult stored value; and
- \$1.33, or **62%, more** for a seniors cash ticket.

Meanwhile, the fares that TransLink charges for **medium and longer rapid transit trips** during the **peak period** (weekdays before 6:30pm) are **mostly higher** than our peers. For example, our five peer transit systems (on average) charge:

- \$0.91, or **21%, less** than our 2-zone adult cash ticket;
- A fairly **similar rate** for all other 2-zone products (from +10% to -10% difference);
- \$2.61, or **41% less** than our 3-zone adult cash ticket;
- Between **20 - 35% less** for all other 3-zone products.

The above dynamic is a result of deliberate fare policy decisions in Metro Vancouver to more closely match transit fare rates to the value that customers receive and hence their willingness to pay. By charging much lower fares for most trips, but higher fares for those higher-value trips, TransLink has been able to strike an effective balance of optimizing both transit ridership growth and transit fare revenue growth.

2. Types of transit service delivered

Also in contrast, and unlike any of the other five agencies referenced in this comparative analysis, TransLink provides longer distance regional rail service, in the form of SkyTrain and West Coast Express, both of which charge by distance travelled and therefore feature higher fares for longer trips and lower fares for shorter trips.

In our region, SkyTrain service functions as a sort of hybrid between urban rapid transit and commuter rail in terms of both travel speed and distance.

- With respect to speed, a 25km trip takes 49min on the TTC Line 2 Subway, 43min on the STM Green Line – compared with 34.5min on the Expo Line (30% faster than in Toronto and 20% faster than in Montreal).
- With respect to distance, while the longest rapid transit lines in Vancouver, Toronto and Montreal are today all ~25km, once the Broadway and Surrey-Langley extensions are open, one will be able to take a 50km SkyTrain trip connecting opposite ends of our region – from Arbutus to Langley City Centre - distances served only by commuter rail in our peer regions.

With respect to the operation of longer distance premium commuter services, in the Toronto region these are operated by GO Transit and in the Montreal region these are operated by Exo and REM. Both systems charge by distance travelled and also have historically charged higher fare rates than their local municipal system counterparts.

While Table 1 above does not include any reference to commuter rail fares, Table 2 shows the comparative adult cash ticket rates for similar commuter rail trips revealing that West Coast Express fares fall roughly mid-way between the rates charged by Exo in Montreal and GO Transit in Toronto.

Table 2 - Comparing fares between Canada's three commuter rail systems

Region	Transit System	Origin	Destination	Distance	Adult Cash Ticket Price
Vancouver	TransLink (via WCE)	Waterfront	Port Haney	~50km	\$10.10
Toronto	Metrolinx (via GO Transit)	Union	Burlington	~50km	\$12.30
Montreal	Exo & REM	Centrale	Hudson	~50km	\$7.00

Most importantly for the subject of this report, the CUTA Fact Book includes the revenues from West Coast Express in the calculation of TransLink's *average fare* while the revenues from GO Transit and Exo & REM are not included in the calculation of *average fares* for the TTC or STM – serving to inflate TransLink's average fare metric relative to our peers.

3. Revenue accounting practices

In the case of revenue accounting, every one of the six major transit systems in Canada offers some kind of discounted fare (e.g. for low-income passes, post-secondary passes, seniors passes, child passes) subsidized by another level or branch of government. While the presence and prevalence of discounted fares should rightly be considered in any comparison of fare rates between agencies – accurate comparisons using the *average fare* metric require a consistent approach to accounting for these subsidies.

While most of our peer agencies account for those contributions as *government transfers*, TransLink has long accounted for these contributions as *transit program revenue* which then gets captured in the transit revenue side of the equation of the *average fare* metric. Given the substantial funding that the Province provides TransLink for their UPass and BC Bus Pass programs, this factor alone serves to significantly inflate TransLink's average fare relative to our peers.

4. Ridership counting methodologies

In the case of transit ridership counting, each agency also uses a different methodology to generate their estimates of total transit journeys using some combination of smart card taps and automated passenger counters. The former will only count fare-paying customers whereas the latter will also count fare-evading customers and customers who are eligible to make free journeys (e.g. children). In this way, different counting methodologies will have noticeable impacts on the estimated ridership and hence on the average fare metric.

5. Fare evasion rates

Likewise, in a theoretical scenario where half of the riders using a particular system were evading fares but their trips were being recorded by passenger counters – the average fare metric for this system would drop by half. However, in this case, the lower average fare metric would not represent more affordable fares but rather an indication of a revenue collection problem.

CONCLUSION

As the policymakers tasked with approving transit fare rates, fare affordability is undoubtedly a topic of high interest. Whenever you are required to contemplate transit fare increases in future

Investment Plans, Management is committed to bringing forward timely and robust analysis to help you consider the willingness and ability of people in Metro Vancouver to pay for transit along with analysis on the prices that people are paying for transit in our peer regions.

In light of the dynamics discussed in this report, Management is confident that TransLink's fares are in-line with our peers – quite a bit lower than our peers for most journeys, and somewhat higher than our peers for some journeys.

While it is helpful to compare and contrast our region's transit service offerings and fare rates with other peer regions – it is also important to contextualize these comparisons and avoid obscuring important policy distinctions and choices through over reliance on blunt and often misleading metrics such as *average fare*.

To this end, TransLink staff are working with CUTA to address the issues with the *average fare* metric described in this report, including considering more accurate nomenclature, and working towards a more consistent approach to counting ridership and accounting for revenue across transit systems in Canada.

ATTACHMENT A

TransLink staff analysis comparing **posted fares** for **Canadian transit systems** serving regions of over 1 million residents (current to Feb 2025).

		TransLink (Metro Vancouver)			TTC (City of Toronto)	STM (Island of Montreal)	OC Transpo (City of Ottawa)	ETS (City of Edmonton)	CT (City of Calgary)	Peer Average Posted Fare (w/o TL)
Service Area		2082 km ²			~630 km ²	~475 km ²	~480 km ²	~685 km ²	~825 km ²	620 km ²
Trip type		Base Fare All Off-Peak; All Bus; Gated 1 Zone	Gated 2 Zone Peak Only	Gated 3 Zone Peak Only	All trips	All trips	All trips	All trips	All trips	All trips
% Journeys Paying this Fare		73%	21%	6%	100%	100%	100%	100%	100%	N/A
Single Fares (Cash)	Adult	\$3.20	\$4.65	\$6.35	\$3.35	\$3.75	\$4.05	\$3.75	\$3.80	\$3.74
	Kids (~12&under)	Free	Free	Free	Free	Free	Free	Free	Free	\$0
	Youth	\$2.15	\$3.15	\$4.35	\$2.40	\$2.75	\$4.05	\$3.75	\$2.55	\$3.10
	Seniors	\$2.15	\$3.15	\$4.35	\$2.30	Free	\$4.05	\$3.75	\$3.80	\$3.48
Stored Value / SmartCard / Tokens	Adult	\$2.60	\$3.85	\$4.90	\$3.30	\$3.33	\$4.00	\$3.00	\$3.80	\$3.49
	Kids (~12&under)	Free	Free	Free	Free	Free	Free	Free	Free	\$0
	Youth	\$2.15	\$3.15	\$4.35	\$2.35	\$2.23	\$4.00	\$3.00	\$2.55	\$2.83
	Seniors	\$2.15	\$3.15	\$4.35	\$2.25	Free	\$3.20	\$3.00	\$3.80	\$3.06
Monthly Pass	Adult	\$107.30	\$143.50	\$193.80	\$156.00	\$100.00	\$135.00	\$102.00	\$118.00	\$126.90
	Youth	\$61.35			\$128.15	\$60.00	\$104.00	\$66.00	\$86.00	\$79.00
	Seniors	\$61.35			\$128.15	Free	\$58.25	\$36.00	\$118.00	\$70.75
	Low-Income discount; % low-income HHs eligible	\$3.75 (98% off)			\$123 (21% off)	N/A	\$58.25 (57% off)	\$36 (65% off) \$51 (50% off)	\$5.90 (95%) \$41.30(65%) \$59.00 (50%)	21%-95% off
		~50% LI HHs			~75% LI HHs	0% LI HHs	100% LI HHs	100% LI HHs	100% LI HHs	75% LI HHs

TO: Board of Directors

FROM: Sarah Ross, VP, Transportation Planning & Policy
JuYoung Kim, Planner, Transit-Oriented Communities Planning

DATE: May 23, 2025

SUBJECT: Metro 2050 Regional Growth Strategy Proposed Amendment - City of Delta (4800 and 5133 Springs Boulevard)

EXECUTIVE SUMMARY

Metro Vancouver recently requested TransLink comment on a proposed amendment to the Metro 2050 Regional Growth Strategy (RGS) for a parcel located on 4800 and 5133 Springs Boulevard, adjacent to the Tsawwassen Springs golf course in the City of Delta. This proposal would change the existing Metro 2050 regional land use designation from Agricultural to General Urban to accommodate 60 townhouses.

TransLink's role in reviewing and commenting on proposed RGS amendments is to advise on the implications to the regional transportation system. Comments provided by TransLink staff to Metro Vancouver note that the amendment is generally consistent with regional transportation objectives, given that the property is located within the region's Urban Containment Boundary and would not be expected to be a major trip generator.

PURPOSE

The purpose of this report is to inform the Board of (1) the City of Delta's proposed amendment to Metro Vancouver's Metro 2050 Regional Growth Strategy (RGS), and (2) TransLink comments provided to Metro Vancouver in response to the proposed amendment.

BACKGROUND

TransLink is mandated under the *South Coast British Columbia Transportation Authority Act* to provide a regional transportation system that supports the RGS, and to review and advise Metro Vancouver regarding the regional transportation system implications of proposed RGS amendments. TransLink is considered by the *Local Government Act* to be an "affected local government" for the RGS and is therefore required to be notified and invited to comment on proposed amendments. While Metro Vancouver's comment deadline for this proposed RGS amendment did not allow sufficient time to seek a Board-approved response, TransLink management reviewed the amendment and formally advised Metro Vancouver on the regional transportation system implications of the proposal (**Attachment 1**). TransLink staff typically seek Board responses to RGS amendment requests and will continue to do so going forward, as Metro Vancouver deadlines permit. In cases where Metro's comments deadline doesn't permit Board engagement, and in particular for proposals with more significant implications, staff would seek to connect at least informally with Board members prior to providing a response to Metro Vancouver.

DISCUSSION

The proposal is for a regional land use redesignation from Agricultural to General Urban to accommodate 60 townhouses within the Urban Containment Boundary

TransLink recently received a request from Metro Vancouver for comment on a proposed RGS amendment advanced by the Metro Vancouver Regional District (MVRD) Board (**Attachment 2**). The subject property is located entirely within the RGS Urban Containment Boundary and is shown in the context map below. This letter from Metro Vancouver includes a link to their staff report and additional supporting materials that can be viewed at <https://metrovancover.org/boards/GVRD/RD-2025-02-28-AGE.pdf#page=860>.



Figure 1: Site Context Map

Proposed amendment generally aligns with regional goals, strategies & policies, noting transit service limitations and recommendations to the City for active transportation improvements

The *Access for Everyone* plan includes doubling of existing bus service in the region and the expansion of service in new areas. Transport 2050 (Action 1.2.3) also speaks to expanding frequent local fixed-route transit service so that by 2050 nearly all residents within the urban area are within a 5-minute walk of frequent, all day, everyday service. The subject site, 4800 and 5133 Springs Boulevard, is located within the region's urban area (Urban Containment Boundary), however is not within an Urban Centre, Major Transit Growth Corridor (MTGC), Frequent Transit Development Area (FTDA) or along the Frequent Transit Network (FTN). The site is immediately adjacent to an existing townhouse development, and that while the nearest transit service is an 800m walk from the proposed

development, the additional expansion is not expected to materially change the demand for transit service in the area.

With the current limited access to transit services, providing active transportation infrastructure and connections would be important if the proposed development does advance. For that reason, TransLink's response to Metro Vancouver includes recommendations for the City's consideration regarding the construction of such infrastructure along Springs Boulevard.

TransLink staff consider the proposed RGS amendment to be generally consistent with regional goals, strategies and policies, given that the property is located within the region's Urban Containment Boundary and would not be expected to be a major trips generator.

ATTACHMENTS

Attachment 1: TransLink Response Letter to Metro 2050 Type 2 Proposed Amendment – City of Delta (4800 and 5133 Springs Boulevard)

Attachment 2: Metro Vancouver Letter and Staff Report – Metro 2050 Type 2 Proposed Amendment – City of Delta (4800 and 5133 Springs Boulevard)



TransLink

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South Coast British Columbia
Transportation Authority

June 6, 2025

Mike Hurley
Chair, Metro Vancouver Board
4515 Central Boulevard
Burnaby, BC V5H 0C6

Dear Chair Hurley,

RE: Metro 2050 Type 2 Proposed Amendment – City of Delta (4800 and 5133 Springs Boulevard)

Thank you for your correspondence and the opportunity for TransLink to provide input on the City of Delta's requested Type 2 Amendment to *Metro 2050* Regional Growth Strategy (RGS) for 4800 and 5133 Springs Boulevard, in the Tsawwassen community. We understand the proposal would amend the site's regional designation from Agricultural to General Urban to allow 60 townhouses on 1.61 hectares.

We appreciate the outreach and provide our comments based on:

- TransLink's legislated mandate to advise Metro Vancouver on regional transportation implications of RGS amendments;
- Direction in [Transport 2050](#), the Regional Transportation Strategy, as well as the [Access for Everyone plan](#) (10-Year Priorities), to work with partner agencies in advancing shared regional objectives and integrated land use and transportation planning; and
- TransLink's [Transit-Oriented Communities Design Guidelines](#), a tool to support the planning and design of communities that integrate land use with sustainable transportation.

Alignment with Regional Transportation Plans

- Given our mandate to support Metro 2050, TransLink's regional transportation plans are based on the region's growth being located within the Metro 2050 Urban Containment Boundary, and the region's higher levels of growth being located in Urban Centres, Frequent Transit Development Areas, and along the Major Transit Growth Corridors.
- While the proposed development is not within one of those higher growth areas, it is within the region's Urban Containment Boundary and is immediately adjacent to an existing townhouse development.
- In terms of our regional transportation plans:
 - **Transport 2050** ([Action 1.2.3](#)) speaks to expanding frequent local fixed-route transit service so that by 2050 nearly all residents within the Urban Area (i.e. the Urban Containment Boundary) are within a 5-minute walk of frequent, all day, everyday service.

June 6, 2025

Re: Metro 2050 Type 2 Proposed Amendment – City of Delta (4800 and 5133 Springs Boulevard)

- The [Access for Everyone plan](#) (Transport 2050: 10-Year Priorities) includes a doubling of bus service in the region and expansion of service in new areas.
- These above-described potential improvements depend on funding and regional priorities.
- Currently the closest bus stops to the proposed development are approximately 10-15 minutes walk from the subject site and are served by routes 620 and 609, at a maximum frequency of 30 to 60 minutes on weekdays. Given the existing land use and street network design in the area of the subject site, future changes to the bus routing are not expected at this time.

Active Transportation: Regional Network Connections

- Transport 2050 includes plans for the Major Bikeway Network (MBN), the regional cycling network that connects Urban Centres and major destinations to allow safer, more comfortable, and more convenient trips to be made with active transportation.
- Adjacent to the subject site, Highway 17 and 52 Street are part of the MBN. While Springs Boulevard is part of Metro Vancouver's Regional Greenways Network, it is not part of the MBN or Delta's designated local cycling network.
- If the proposed RGS amendment and development do advance, TransLink recommends that the City of Delta consider:
 - Building 'Comfortable for Most' cycling facilities on Springs Boulevard to provide a connection between Highway 17 and 52 Street and to nearby destinations.
 - The use of bollards in the proposed development, given that removable bollards (such as those proposed for the termination of Springs Boulevard) can pose barriers and limit access to the pathway for some mobility device users. TransLink encourages consideration of alternative approaches to bollards, as found in the [BC Active Transportation Design Guide](#).

We appreciate the opportunity to provide comments on the proposed RGS amendment for Springs Boulevard. Should you have any questions or wish to discuss our feedback, please contact Matt Craig, Director, System Planning, at Matt.Craig@translink.ca.

Regards,



Sarah Ross

Vice President, Transportation Planning and Policy

cc: Kevin Quinn, CEO, TransLink
Matt Craig, Director, System Planning, TransLink
Jerry W. Dobrovlny, Commissioner/Chief Administrative Officer, Metro Vancouver
Heather McNell, Deputy Chief Administrative Officer, Policy and Planning, Metro Vancouver
Jonathan Cote, Deputy General Manager, Regional Planning & Housing Development, Metro Vancouver
Doreann Mayhew, General Manager, Development, City of Delta

Office of the Chair
Tel. 604-432-6215 or via Email
CAOAdministration@metrovancover.org

April 17, 2025

File: CR-12-01
Ref: RD 2025 Feb 28

Kevin Quinn, Chief Executive Officer
TransLink
400 - 287 Nelson's Court
New Westminster, BC V3L 0E7
VIA EMAIL: kevin.quinn@translink.ca

Dear Kevin Quinn:

Metro 2050 Type 2 Proposed Amendment – City of Delta (4800 and 5133 Springs Boulevard)

You are invited to provide written comments on a proposed amendment to *Metro 2050*, the regional growth strategy. *Metro 2050* is the regional federation's plan for managing growth coming to Metro Vancouver in a way that: protects important lands like agricultural; ecologically important and industrial lands; contains growth within an urban containment boundary and directs it to transit oriented locations; and supports the efficient provision of utilities and transit. *Metro 2050* contains six regional and parcel-based land use designations that support those objectives. By signing on to *Metro 2050*, if a member jurisdiction aspires to change the land use designation for a site, then, as part of the process, they have agreed to have the Metro Vancouver Board consider the regional implications of the proposed amendment. *Metro 2050* outlines the process for proposed amendments.

The City of Delta is requesting an amendment to *Metro 2050* for a 1.61-hectare site comprising portions of two properties located on Springs Boulevard in the Tsawwassen area. The proposed amendment would redesignate the regional land use of the site from Agricultural to General Urban to accommodate 60 townhouses. The site has received conditional approval from the Agricultural Land Commission for exclusion from the Agricultural Land Reserve.

At its February 28, 2025 regular meeting, the Board of Directors of the Metro Vancouver Regional District (MVRD) passed the following resolution:

That the MVRD Board:

- a) *initiate the Metro 2050 amendment process for the City of Delta's requested regional land use designation amendment from Agricultural to General Urban for the lands located at 4800 and 5133 Springs Boulevard;*

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- b) give first, second, and third readings to “Metro Vancouver Regional District Regional Growth Strategy Amendment Bylaw No. 1406, 2025”;*
- c) notify affected local governments and the Agricultural Land Commission and post the application on the Metro Vancouver website to provide an opportunity for comment on the proposed amendment as per Section 6.4.2 of Metro 2050; and*
- d) direct staff to notify in region First Nations via referral offices to provide an opportunity for comment on the proposed amendment.*

The proposed amendment is a Type 2 amendment to *Metro 2050*, which requires that an amendment bylaw be passed by the MVRD Board by an affirmative two-thirds weighted vote. For more information on regional growth strategy amendment procedures, please refer to Sections 6.3 and 6.4 in *Metro 2050*. Enclosed is a Metro Vancouver staff report dated January 15, 2025, titled “Metro 2050 Type 2 Proposed Amendment – City of Delta (4800 and 5133 Springs Boulevard)” providing background information and an assessment of the proposed amendment regarding its consistency with *Metro 2050*.

If you have any questions or wish to comment with respect to the proposed amendment, please contact Jonathan Cote, Deputy General Manager, Regional Planning and Housing Development, by phone at 604-432-6391 or by email at jonathan.cote@metrovancouver.org by **June 13, 2025**.

Yours sincerely,



Mike Hurley
Chair, Metro Vancouver Board

MH/JC/vc

cc: Sarah Ross, Vice President, Transportation Planning and Policy, TransLink
Joanna Brownell, Manager, Transit-Oriented Communities Planning
Transportation Planning & Policy, TransLink
Jerry W. Dobrovolsky, Commissioner/Chief Administrative Officer, Metro Vancouver
Heather McNell, Deputy Chief Administrative Officer, Policy and Planning, Metro Vancouver

Encl: [Metro Vancouver Board report dated January 15, 2025, titled "Metro 2050 Type 2 Proposed Amendment – City of Delta \(4800 and 5133 Springs Boulevard\)" \(pg. 848\)](#)

TO: Board of Directors

FROM: Shezana Hassko, Vice President, Engineering

DATE: June 17, 2025

SUBJECT: TransLink Bridges – Operations, Maintenance, and Rehabilitation Report

EXECUTIVE SUMMARY

This report provides information on operations, maintenance, and rehabilitation activities on TransLink's bridges between Q1 2025 and Q2 2025. Routine inspection and rehabilitation works are planned on the Pattullo, Knight Street, Westham Island, and Golden Ears Bridges which will require periodic closures to traffic. TransLink coordinates closely with contractors and stakeholders to minimize disruptions and effectively communicates these closures to the traveling public. Overall, the bridge network remains in safe operational condition, with targeted rehabilitation and upgrades underway to address aging infrastructure and safety concerns.

PURPOSE

This report is to provide information on operations, maintenance, and rehabilitation activities on TransLink's bridges with potential for public impacts.

BACKGROUND

TransLink is responsible for the regional transportation system of Metro Vancouver, which includes ownership, operation, and maintenance of the following five bridges used by vehicles, cyclists and pedestrians:

1. Pattullo Bridge;
2. Knight Street Bridge;
3. Westham Island Bridge;
4. Golden Ears Bridge; and
5. Canada Line Bike and Pedestrian Bridge.

Except for the Golden Ears Bridge, which is operated and maintained by the Golden Crossing General Partnership under a Concession Agreement, TransLink oversees routine maintenance, repairs and rehabilitation works on these bridges. This report focuses on inspection, maintenance and rehabilitation activities which have impacts on the public.

DISCUSSION

The table below provides a summary of the inspection schedule for each TransLink-maintained bridge.

Bridge	Last Inspection	Next Inspection
Pattullo Bridge	October 2024	Q3 2025
Knight Street Bridge	July 2024	Q3 2025
Westham Island Bridge	September 2024	Q3 2025
Golden Ears Bridge	November 2024	Q4 2025
Canada Line Bike and Pedestrian Bridge	August 2024	Q3 2025

The activities that occurred between Q1 2025 and Q2 2025 are summarized by bridge below:

1) Pattullo Bridge

The Pattullo Bridge connects the cities of New Westminster and Surrey and is 87 years old. Most of the bridge's structural components have exceeded their predicted design life, with some nearing the end of their useful lives. The Province is delivering the Pattullo Bridge Replacement Project, which will replace the existing bridge with a new crossing. Fraser Crossing Partners (FCP) is contracted for construction of the new bridge, which is expected to open to traffic in Fall 2025.

TransLink was not anticipating operating the existing Pattullo Bridge beyond December 31, 2023. However, as construction of the new crossing has not been completed, the existing Pattullo Bridge needs to remain operational until it is replaced. To offset the costs of operating the Pattullo Bridge, the Province has reimbursed TransLink for all costs incurred for the operations, maintenance, and rehabilitation of the Pattullo Bridge since January 1, 2024.

To ensure the existing Pattullo Bridge is operational until it is replaced, TransLink regularly monitors and inspects the condition of the bridge. Activities of note that have occurred since Q1 2025 include:

a) Hydraulic Monitoring

TransLink conducts bi-annual hydraulic surveys to assess the impact of river conditions on the Pattullo Bridge and adjacent SkyBridge. These include:

- A winter survey is conducted in January of each year to monitor the impacts due to low river discharge; and
- A freshet survey is conducted in May or June of each year to monitor the impacts during high river discharges.

The winter monitoring survey for TransLink was conducted on January 8 and 9, 2025. While lowering of the riverbed at many of the bridge piers continued to be observed, the survey results showed potential concerns at SkyBridge Pier S1 and at Pattullo Pier 6. TransLink has requested the Province to closely monitor these piers and to perform additional analysis and assessment to ensure the piers' integrity.

b) Pattullo Replacement Project Interface

The Province is delivering the Pattullo Bridge Replacement Project with construction activities occurring close to the Pattullo Bridge, the SkyBridge and other SkyTrain infrastructure. The Province works closely with TransLink and BCRTC staff to proactively manage impacts on TransLink's infrastructure and customers.

Varying levels of temporary closures are necessary to enable work on the replacement bridge. Depending on the proximity of the work to the Pattullo Bridge, lane closures and directional closures on weekends and evening hours will continue as required. Certain works may also require longer duration closures of the entire bridge. Over the Victoria Day long weekend, the bridge was fully closed to all traffic between 9:00 pm on May 16, 2025 and 6:00 pm on May 18, 2025. The closure allowed for critical work on the Pattullo Replacement Project, including electrical installation, geotechnical excavation, and investigative works in preparation for the demolition of the Pattullo Bridge.

As the project nears completion, additional closures will be required to connect the new bridge. Details on the timing and scope of these closures are expected from the Province in Q3 2025.

2) Knight Street Bridge

The Knight Street Bridge connects the Cities of Vancouver and Richmond and is one of the busiest crossings in the Lower Mainland. The bridge opened to traffic in 1974 and is 50 years old. It was designed for a service life of 75 years and most of its components are in generally good condition.

The Knight Street Bridge is comprised of three structures as follows:

- South Bridge – the bridge structure that connects the City of Richmond and Mitchell Island;
- North Bridge – the bridge structure that connects Mitchell Island and the City of Vancouver; and,
- Marine Drive Overpass – the bridge structure that crosses Southeast Marine Drive in the City of Vancouver.

Several key projects are currently underway to maintain and improve the bridge's infrastructure, including:

a) Knight Street Bridge Mitchell Island Interchange and other improvements

Each year, various inspections are carried out on the Knight Street Bridge to ensure it is safe and operational. In 2023 and 2024, TransLink was made aware of the following issues/concerns:

- Minor infrastructure deteriorations at the Mitchell Island Interchange;
- Catwalk and lifeline deficiencies and safe access concerns; and,
- Joint seal deterioration and drainage concerns.

To address these concerns, Management has proposed a project for the 2026 Capital Plan that would include:

- Repairing and replacing deteriorated catwalk members, and connections, installing additional horizontal and vertical lifelines;
- Decommissioning unused portions of the catwalk; and,
- Undertaking targeted repairs to deteriorated joints and improvements to drainage systems.

3) Westham Island Bridge

The Westham Island Bridge is in the City of Delta and is the only connection between Ladner and Westham Island. The bridge opened in 1910 and is 115 years old. Most of the bridge's components have exceeded their intended service life, and the bridge requires ongoing investment to remain operational and safe.

a) Westham Island Bridge Rehabilitation

In 2016, the Westham Island Bridge Rehabilitation Plan was developed. Since then, the following rehabilitation works have occurred (in phases) to address deterioration:

- In 2017, urgent repairs to replace four floor beams that had severe corrosion was completed;
- In 2019, structural rehabilitation was completed to address deteriorated items requiring repair to prolong the life of the structure;

- In 2020, urgent repairs to replace a timber cap with internal decay at Pier P7 was completed;
- In 2020, scour protection upgrades were completed to address the poor condition of the riprap protection and the localized scouring and erosion that was occurring at the west approach; and,
- In 2023, swing span rehabilitation was completed to replace the slew bearing and its associated components.

The 2024 annual inspection, which occurred in September 2024, identified that additional repair and rehabilitation will need to occur in 2025 to ensure the bridge is safe and operational.

Given the age of the Bridge, Management expects increasing efforts to monitor, assess, and rehabilitate the bridge. To proactively manage the bridge, Management will be updating the 10-year Rehabilitation Plan to outline anticipated rehabilitation items from 2025 to 2035.

4) Golden Ears Bridge

The Golden Ears Bridge opened to traffic in 2009 and connects the Cities of Surrey and Langley with Maple Ridge and Pitt Meadows. The bridge was constructed as part of the Golden Ears Bridge Project, which also includes Golden Ears Way that connects the bridge to the surrounding road network. The bridge and approach roads are operated and maintained by the Golden Crossing General Partnership (GCGP) under a 32-year Concession Agreement.

At the end of the Concession term in 2041, the project assets will be handed back to TransLink in a condition that does not require further rehabilitation works for a minimum period of five years. Each year, the GCGP updates the Asset Management Plan based on the most recent inspections to identify required preventative maintenance and rehabilitation work.

In addition to operations, maintenance, and rehabilitation activities, Management also supports third party developments and requests on TransLink's lands in proximity to Golden Ears Way and Golden Ears Bridge.

Key initiatives that occurred in Q2 2025 include:

a) **Asset Condition Report**

The Concessionaire is required to provide an Asset Condition Report annually to summarize the condition of all the assets as part of the Golden Ears Bridge Project. This includes all the structures, road surfaces (pavement), drainage structures, and electrical systems.

b) **Golden Ears Way Railing Upgrade**

The multi-use pathway along Golden Ears Way under Highway 1 continues to experience vehicle incidents. To enhance safety, a damaged pedestrian-cyclist railing has been replaced with a combination system of concrete barriers and rails to prevent vehicle intrusions.

5) Canada Line Bike and Pedestrian Bridge

The Canada Line Pedestrian Bridge opened in 2009 and is attached to the North Arm Bridge, which carries the Canada Line over the Fraser River, between the City of Vancouver and the City of Richmond.

Generally, maintenance activities are routine in nature with no significant repairs required. The lighting replacement project was concluded in Q2 2025, and Management is currently rehabilitating a raised expansion joint.