

City of Hamilton and Metrolinx Governance Framework

This City of Hamilton and Metrolinx Governance Framework (“Governance Framework”) is meant to support transit expansion in the City of Hamilton.

Purpose:

The purpose of this Governance Framework is to accomplish the following:

- Fulfill the governance requirements of Section 17 of the Memorandum of Understanding executed September 22, 2021 for the Hamilton Light Rail Transit project (“MOU”).
- Streamline intergovernmental relationships with respect to delivery of capital programs and projects that impact transit expansion.
- Identify, escalate and resolve intergovernmental delivery issues affecting capital programs.
- Provide structured forums for senior staff from each organization to advance shared objectives, seek strategic direction and input and guide collaboration between the partners.

Structure:

Apart from the internal governance of each organization, the parties will jointly create the following formal joint governance structures, that will have three different levels:

1. **Working Groups**: There will be one or more working groups that consist of staff from both Metrolinx and the City of Hamilton that will work together on the LRT Project on a day-to-day basis, and they shall meet formally no less than bi-weekly. It is intended that most issues can be resolved through the Working Groups.
2. **Steering Committee**: There will also be a Steering Committee that will meet at least every eight (8) weeks. The Steering Committee will include members from the Ministry of Transportation, Metrolinx and the City, such as Directors, General Managers, Executive Vice-Presidents, and Head Sponsor. The Steering Committee will be responsible for the immediate oversight of all Working Groups. Any issue that cannot be resolved by any Working Group will be escalated to the Steering Committee.
3. **Executive Committee**: Lastly, there will be an Executive Committee that will meet at least two (2) times per year. The Executive Committee will include members from the Ministry of Transportation, Metrolinx and the City, such as City Manager, Chief Executive Officer, and Associate Deputy Minister. The Executive Committee will be responsible for the oversight of the LRT Project. Any issue that cannot be resolved by Steering Committee will be escalated to the Steering Committee.

Any issue that cannot be resolved by the parties will be subject to dispute resolution in accordance with Section 17 and Schedule “J” of the MOU.

Principles:

1. The Governance Framework is for issue escalation and strategic direction.
2. The Governance Framework does not replace the need for day-to-day engagement and collaboration between each organization (e.g., formal working groups, informal touch points between staff, etc.)
3. Delivery coordination through working groups and project delivery teams is the most effective and efficient level for option identification and evaluation to inform decision-making. The Committee are not meant to be a forum for the foregoing.
4. The Governance Framework is meant to foster regular engagement of the committees and to enable clear and consistent documentation and information sharing among the parties to support early issue identification, transparency, and resolution.
5. The Steering Committee and the Executive Committee (collectively the “Committees”) will work collaboratively to resolve issues, consistent with their assigned level of authority.
6. The responsibilities of Committee members to their respective Boards, Council, and Minister will not be fettered by decisions of the Committee.
7. Terms of Reference for each Committee will be developed and approved by each of the Steering and Executive Committees respectively. These terms of reference shall align with the MOU (see Appendix), and in any event, in the case of a conflict between any of the Terms of Reference and the MOU, the MOU shall prevail. The Terms of Reference will be reviewed, and if necessary, revised, on an annual basis.
8. The Terms of Reference may require or allow a Committee to use one or more tools to support reporting, escalation and decision making. Agendas will be jointly developed. Examples of topics that committee members may table: (i) project design and planning; (ii) property matters (iii) coordination of capital works (iv) permits, licenses and approvals; or (v) updates of a strategic nature that require awareness by senior leadership in advance, including change to policy or processes, item tracking to the Board and/or Council, or other items of strategic importance.