

**Ottawa Student Transportation Authority (OSTA)
Annual Meeting of the Board of Directors**

**Held on
Monday, December 7, 2015, 5:30 p.m.
Ottawa Student Transportation Authority
1645 Woodroffe Avenue, Ottawa (Nepean) – 1st Floor, Room 100**

ANNUAL MEETING MINUTES

ATTENDANCE

President/Chairperson: Vacant

Vice-President Vacant

Directors: Jennifer Adams
Denise Andre
Michael Carson
Brian Coburn
Chris Ellis
David Leach
Joanne MacEwan
Lynn Scott

Absent: None.

General Manager: Vicky Kyriaco

Others: None.

Recording: Jeff Redmond, Controller

1. **Call to Order**

The meeting was called to order by the General Manager at 5:40 p.m.

2. **Declarations of Conflict of Interest**

None.

3. Approval of Annual Meeting Agenda

Moved by: Denise Andre
Seconded by: Jennifer Adams

THAT the Agenda for the Annual Meeting of December 7, 2015 be approved.

CARRIED

Annual General Meeting Action Items

4. Appointment of Directors

Vicky Kyriaco assumed the Chair, welcoming the new Board. The Board had before it memorandum, Appointment of Directors, from Vicky Kyriaco, General Manager, for consideration and approval. The General Manager reviewed the report that listed the representatives nominated to the OSTA Board of Directors, including terms, from the respective member Boards' Annual meetings held in December 2015. Positive contributions of past Directors was noted with appreciation.

Moved by: Denise Andre
Seconded by: Brian Coburn

THAT the following persons be appointed to the Ottawa Student Transportation Authority Board of Directors:

**Jennifer Adams
Michael Carson
Brian Coburn
Chris Ellis
Denise Andre
David Leach
Joanne MacEwan
Lynn Scott**

CARRIED

6. Appointment of Officers and Chairperson

The Board of Directors had before it memorandum, Appointment of Officers and Chairperson, from Vicky Kyriaco, General Manager, for review and approval. Vicky Kyriaco summarized the report and the OSTA By-law requirements.

Nominations were called for the position of President. Chris Ellis nominated Lynn Scott, who accepted the nomination. A second call for nominations for President was made. Brian Coburn nominated Joanne MacEwan, who accepted the nomination. Having two incumbents nominated for President, Vicky Kyriaco outlined a process to elect an incumbent into the position. First, prospective candidates would address the Board on their platform seeking the position. Thereafter, ballots would be distributed to each Director, to place a single vote in a sealed ballot box for a particular incumbent. After all votes were received, ballots would be counted by both the General Manager and Controller, in confidence. The incumbent with the majority of votes would be declared elected as President. In the event of a tie, the General Manager would draw the winning vote by randomly picking a ballot out of the ballot box containing all of the ballots.

Moved by: Denise Andre
Seconded by: Joanne MacEwan

THAT the process for electing a candidate to a position within the Ottawa Student Transportation Authority, as outlined, be approved.

CARRIED

Ballots were distributed to all Directors. Both Lynn Scott and Joanne MacEwan addressed the Board on their respective platforms to become President. Ballots were cast and counted by Vicky Kyriaco and Jeff Redmond, in confidence. The result was a tie. Accordingly, Vicky Kyriaco randomly drew a single ballot from the ballot box, which contained all of the ballots. Joanne MacEwan was elected as President of the Ottawa Student Transportation Authority.

It was further agreed that the President also be appointed as Chairperson. Joanne MacEwan assumed the Chair.

Nominations were called for the position of Vice-President. Chris Ellis nominated Lynn Scott, who accepted the nomination. A second and third call for nominations for Vice-President was made. Hearing none, Lynn Scott was appointed by acclamation as the Vice-President of the Ottawa Student Transportation Authority.

Nominations were called for the position of Secretary. David Leach nominated Michael Carson, who accepted the nomination. A second and third call for nominations for Secretary was made. Hearing none, Michael Carson was appointed by acclamation as the Secretary of the Ottawa Student Transportation Authority.

Nominations were called for the position of Treasurer. Lynn Scott nominated David Leach, who accepted the nomination. A second and third call for nominations for Treasurer was made. Hearing none, David Leach was appointed by acclamation as the Treasurer of the Ottawa Student Transportation Authority.

Moved by: Jennifer Adams
Seconded by: Denise Andre

THAT in accordance with the Ottawa Student Transportation Authority By-Laws, the following persons be appointed as officers of the Corporation:

| <u>Name</u> | <u>Title</u> |
|----------------|----------------|
| Joanne MacEwan | President |
| Lynn Scott | Vice-President |
| Michael Carson | Secretary |
| David Leach | Treasurer |

AND

THAT the President also be appointed as Chairperson of the Ottawa Student Transportation Authority Board of Directors.

CARRIED

7. Appointment of Auditors, Banker and Legal Counsel

a) Appointment of Auditor

On August 27, 2012 the Board of Directors passed the following motion:

“THAT the firm of Marcil Lavallée, Chartered Accountants, be appointed as OSTA’s auditors for the 2011/2012 through 2013/2014 fiscal years, with an option to renew services for up to an additional two years, pending satisfactory performance.”

The option to renew has been exercised, and audit services will be reviewed in the 2016/2017 school year.

b) Appointment of Banker

Moved by: Brian Coburn
Seconded by: Chris Ellis

THAT the National Bank of Canada be re-appointed as the Ottawa Student Transportation Authority’s banker for the year ending December 31, 2016.

CARRIED

c) Appointment of Legal Counsel

Moved by: Lynn Scott
Seconded by: Brian Coburn

THAT Borden Ladner Gervais LLP, Hicks Morley Hamilton Stewart Storie LLP and Fasken Martineau DeMoulin LLP be appointed as the Ottawa Student Transportation Authority's legal counsel for the year ending December 31, 2016.

CARRIED

Annual General Meeting Information Items

8. **Annual Report of the Affairs of OSTA 2013/2014**

The Board of Directors had before it a memorandum, "Annual Report of the Affairs of OSTA 2014/15", from Vicky Kyriaco, General Manager/Chief Administrative Officer, for receipt. The General Manager commented on the report highlights and achievements of the OSTA over the past year, including full implementation of all organizational transformation project plans. A complete review of routes was conducted and multiple changes made to the routing system. New bell times were implemented, new walk zones and new hazard zones in conjunction with extensive community consultation. Competitive procurement was realized during the year. A new transportation and route optimization software system was implemented, providing system-wide improvements such as the ability to see financial impacts from changing routes immediately. Reporting systems were expanded to measure programs and types of service. New web portals for parents and operators was put in place. New and revised policies were completed, including bi-annual public meetings, governance and clarification of in-camera meeting materials. OCDSB and OSTA's policies were aligned, and a service level agreement between the OCSB, OCDSB and OSTA was signed, outlining contractual obligations of the parties. A new collective agreement was signed off with the support staff union and a new finance system was implemented, changing billings from busing operators from monthly estimates to actual daily calculations. A new school based active transportation program was implemented for students walking to school, amongst many other changes. Questions and answers were provided

Moved by: David Leach
Seconded by: Jennifer Adams

THAT the Annual Report of the Affairs of OSTA 2013/2014 be received and that staff be commended for accomplishments made in the past year.

CARRIED

9. Audited Financial Statement for the Year Ended August 31, 2015

The Audited Financial Statement for the year ending August 31, 2015 was provided for information. This statement was previously presented and approved by the Board on November 9, 2015, which now includes the signed Auditor Report. As in past years, OSTA continues to receive a clean audit opinion.

10. New Business

None.

11. Next Annual General Meeting

Monday December 12, 2016 at 5:30 p.m. – Confirmed.

12. Adjournment

Moved by: David Leach
Seconded by: Jennifer Adams

THAT the Annual General Meeting of December 8, 2014 be adjourned at 6:08 p.m.

CARRIED

Signature

Title

Signature

Title



OSTA

Ottawa Student
Transportation
Authority

MEMORANDUM

TO: Board of Directors
FROM: Vicky Kyriaco, General Manager/CAO
DATE: December 7, 2015
RE: **Annual Report on the Affairs of OSTA 2014-2015**

OSTA is now an efficient and effective transportation consortium. This year, the organization has implemented all of its "transformation" project plans". While the transition affected every single stakeholder in the system, and there was definitely a difficult adjustment period at the start of the school year, the system has stabilized.

OSTA will now move forward with plans to improve customer service in terms of responsiveness to inquiries, mitigating and addressing delays, and increasing communication. The next stage will also focus on increasing safety protocols including bus evacuations, and additional communication and events with students and drivers.

Transformation/Implementation

A complete review of routes was conducted and multiple changes made to the routing system using the results of various efficiency projects including: new bell times, new walk zones and new hazard zones. New run marriages were created to reflect shorter distance and/or shorter ride times.

The results of the transformation resulted in the following efficiencies and improvements to service delivery:

- Longer routes and increased bus capacity utilization resulting in removal of 70+ buses
- Most ride times reduced to between 15 minutes and 30 minutes, from 45 minutes
- Efficiency savings of over \$2M

The September start-up was challenging. In order to manage the multitude of changes anticipated with such a drastic overhaul of the system, and due to the tremendous volume of calls OSTA typically receives at school start-up, OSTA contracted a call centre to handle customer calls. This was a one-time project element to assist OSTA staff in dedicating their time evaluating and making route changes, rather than answering customer calls. OSTA responded to school and operator issues while making changes to the system.

As OSTA moved through the start-up phase to load balancing, several routes were re-designed to address timing issues. By the end of October, the system had stabilized. Of 4743 runs, approximately 43 runs were still running late or ineffectively.

OSTA conducted numerous route audits and school site audits to discuss issues with school staff or drivers. Many of the morning delays were caused by improper run marriages or issues with new

drivers not knowing the new routes. The root causes of afternoon delays were mostly related to students being on the wrong bus and/or kindergarten students not being met at stops.

Technology

OSTA implemented Georef Bus Planner Pro student transportation management software system this year, as well as a number of other modules including finance, web portals and workflow management. Georef was the successful proponent of a competitive procurement process.

Parents can access stop information online on the new Parent Portal (link on OSTA's website), and can obtain transportation information from their school. OSTA did not post routes this year. Parents with inquiries are encouraged to submit an online Transportation Issue form rather than emails.

Schools also have access to a new School Portal which is similar to the old TRACS module. This new portal has added features and functionality. Training on the new portal was not as in depth as stakeholders would have liked due to the tight implementation timelines. With the ongoing labour issues, the implementation of this aspect of transportation management was even more challenging. After the first month of implementation, however, things seemed to smooth out at schools.

Operators were also given access to a Contractor portal where they could receive daily route information and student medical alerts and emergency numbers. Most Operators had already been using Bus Planner online for other consortia.

OSTA updated its desktop equipment to support the new system as well as to ensure staff's ability to respond to emergencies and business continuity in an effective way. OSTA is now able to store documents in a central virtual environment which facilitates sharing, storage and communication.

Policy/Program Changes

An important policy regarding transportation of students in joint custody arrangements and having two homes was instituted this year. This addresses the needs of students travelling between divorced/separated parents in a way that highlights safety through schedule tracking.

The Bus Stop Location policy was updated to strengthen wording around parent responsibility to make arrangements for their kindergarten-aged child to be met at the stop. Students whose parents repeatedly fail to meet them may lose their transportation privileges.

During its Governance Review, OSTA implemented a number of governance-related policies and changes including a new Board Meeting policy requiring that 2 meetings a year be held in an open public forum allowing delegations and pre-posted agenda and back up reports. The In Camera policy was updated to provide a mechanism for OSTA Directors to share confidential information with staff or trustees at their respective Boards, where the issue might affect operations or decision-making at their Boards.

OSTA conducted a cross-policy review with OCDSB and finalized its policies. The OCDSB subsequently passed an updated governance policy giving its OSTA representatives delegated authority and rescinded its transportation policies.

OSTA, OCDSB and OCSB have signed a Service Level Agreement which identifies roles and responsibilities of each party and the services each member school board expects from OSTA.

Competitive Procurement – Yellow and Wheelchair Bus Service

OSTA conducted its first yellow bus and wheelchair bus service Request for Proposals. There were 11 proposals submitted and 6 successful proponents were awarded approximately 256 routes. The Fairness Commissioner gave OSTA a clear report and noted no fairness issues. A report about the Request for Information, Request for Proposal and Fairness Commissioner's report is online on OSTA's website (www.ottawaschoolbus.ca).

The expected cost reduction from the RFP is approximately \$2M.

Human Resources

OSTA settled the 2014-2016 collective agreement in June 2015. There have been a number of changes on staff due to retirement and medical leave. The OSTA should be commended for their hard work and commitment during the implementation phase of this massive transformation project.

Financial Position

Year-end financials indicate a small deficit, this despite a double-digit increase from one of its Operators. Public Transit Presto Card usage was not as widespread as anticipated and the number of students expected to be using public transit was not realized, resulting in a surplus in that mode of transportation.

A five-year forecast of expenditures was produced and is based on expected enrolment growth at both Boards and changes in Operations.

The Bus Planner Finance Module was implemented and a new monthly billing program instituted for Operators. This improves cashflow for Operators while ensuring that OSTA only pays for services rendered rather than a one-time annual estimate based on a snap-shot at October 31. This has eliminated the manual STATS process, for which staff and Operators are very grateful.

School Active Transportation

OSTA's School Active Transportation Program has moved from the pilot phase and is maturing. The Program currently includes Walk Zone and Hazard Assessment, School Travel Planning (in partnership with Green Communities Canada), Walking School Bus (in partnership with Ottawa Safety Council) and participates in the Ottawa School Active Transportation Network (Ottawa Public Health, Ottawa Public Works, City By-Law, Ottawa Police Services, School Board Planning and Facilities, City Growth Management and Planning, etc).

A proposed policy to encapsulate OSTA's and its Member School Boards' desire to ensure the sustainability of the program is being formulated. The consultation process is expected to begin in January 2016.

Submitted for Information