

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

**Held on
Monday, August 25, 2014, 5:30 p.m.
Ottawa Student Transportation Authority
1645 Woodroffe Avenue, Ottawa (Nepean) – 1st Floor, Room 100**

REGULAR SESSION MINUTES

ATTENDANCE

President/Chairperson: Brian Coburn

Directors: Jennifer Adams
Julian Hanlon
Joanne MacEwan
David Leach
Michael Carson
Katie Holtzhauer
Jennifer McKenzie

Absent: None.

General Manager/C.A.O.: Vicky Kyriaco

Other: Blyth Helman, Assistant General Manager
Joanne Glaser, Cornerstones
Philippe Renaud, Partner, Marcil Lavallee
Francis Liu, OCSB
Dave Miller, OCDSB
Alex Jankovic, A Hundred Answers
Sylvain Larocque, A Hundred Answers
Connie Ford, A Hundred Answers

Recording: Jeff Redmond, Controller

1. Call to Order

The meeting was called to order at 5:30 p.m. with Brian Coburn in the Chair.

2. Declarations of Conflict of Interest

None.

3. Approval of Regular Session Agenda as Amended

Moved by: Katie Holtzhauer

Seconded by: Michael Carson

THAT the Regular Session agenda be approved.

Carried

Regular Session Action Items

4. (a) Confirmation of Regular Session Minutes, May 26, 2014

Moved by: Joanne MacEwan

Seconded by: Julian Hanlon

THAT the Regular Session minutes of May 26, 2014 be approved.

Carried

(b) Business Arising from Regular Session Minutes, May 26, 2014

None.

5. 2013-2014 Audit Plan

Mr. Philippe Renaud, a partner with Marcil Lavalley reviewed the annual audit plan proposed for OSTA's August 31, 2014 financial statements. As in previous years, the materiality threshold would be maintained at \$750,000, based on 1.25% of revenues. If applicable, a management letter would be prepared for internal controls should weaknesses be found. There was a request if the Board had items of interest or concern, the audit approach could be modified accordingly. A focus of the current year review would include both the payroll and procurement cycles. Testing would be done, as in previous years, on the allocation of costs apportioned to each Board. New this year was implementation of the Presto Card, which would now be included in the audit process. Continuity of the audit team is unchanged from last year.

Moved by: David Leach

Seconded by: Jennifer Adams

THAT the Audit Planning Letter, prepared by Marcil Lavalley, Chartered Accountants, be acknowledged.

Carried

6. IT Roadmap

Vicky Kyriaco introduced senior Technology staff from both Boards, Mr. Francis Liu from the OCSB and Mr. Dave Miller from the OCDSB. From A Hundred Answers, was Alex Jankovic (Consultant), Connie Ford (Sr. Manager) and Sylvain Larocque (Sr. Consultant). Ms. Kyriaco provided an executive summary of proposed options and recommendations moving OSTA's proposed IT Roadmap and life cycle management program forward, including costs.

Mr. Jankovic completed a presentation to the Board outlining the scope and objectives of the review, explaining areas covered and research conducted with similar Transportation Consortia and Software vendors. Two options were presented, one being an external Managed Service Provider, and the other utilizing in house technical services. With both options, the review analyzed utilization of the current Edulog software vs. moving to another platform, with analysis of those choices. Financial projections of the multiple options were also provided. Questions and answers were provided, which included long term funding impacts, timing and impacts to the E&E review, workflow analysis, software currently used at the Board levels and impacts of making changes thereto, amongst others.

After discussion, it was determined a yearly cash-flow with budgetary impact was required in order to further evaluate the proposed options.

Moved by: Michael Carson
Seconded by: Katie Holtzauer

THAT the Board of Directors defers receipt of OSTA Staff's report and approval of OSTA's proposed IT Roadmap to the next meeting.

Carried

7. Annual Strategic Plan Review

Vicky Kyriaco affirmed that the current vision and objectives of OSTA's strategic plan remains appropriate to the organization and continues to meet its stakeholders' intent. Objectives were outlined in the report with updates on the established objectives. A chart outlining the status of various aspects of the plan and progression was further provided and reviewed with the Board.

Moved by: Julian Hanlon
Seconded by: Michael Carson

THAT the OSTA Board of Directors receive the Strategic Plan Update and Performance Management Framework – Balanced Scorecard report.

THAT the OSTA Board of Directors approve the Strategic Plan mission, vision and objectives for the 2014-2015 school year, as presented.

Carried

8. Resolve In Camera

Moved by: Katie Holtzhauer
Seconded by: Jennifer McKenzie

THAT the committee resolves In Camera.

Carried

Return to Regular Session at 7:26 p.m.

9. OCDSB/OSTA Director Resignation

On June 30, 2014, Mr. John Shea submitted his resignation as Chair/President and Director for the Ottawa Student Transportation Authority. Appreciation was noted for Mr. Shea's contributions and valued service over the years, wishing him well in his future endeavors. The OCDSB is currently awaiting nomination for a replacement to the vacant OSTA Director position.

Moved by: Katie Holtzhauer
Seconded by: Julian Hanlon

THAT the Board of Directors receives the resignation of Mr. John Shea.

Carried

Regular Session Information Items

10. Governance Discussion

Vicky Kryiaco provided a report regarding Governance Discussion for the Board. Given there are a number of decisions regarding bell times and other contentious issues planned for this fall, there was discussion pertaining to the best way moving forward to ensure decisions be made appropriately, pending finalization of the new governance structure. A number of guiding questions were discussed, including bell times, consultation, elections and others.

11. Operator Contracts 2014 – 2015 School Year

Vicky Kryiaco reported that all Busing Operators signed agreements for the 2014 – 2015 school year. Small operators signed a 1 year extension letter to June 30, 2015 while Yellow Bus and Wheelchair operators signed agreements ranging from 1 to 5 years. Contract extension letters and re-negotiated contracts are in process for provincial schools and are expected to be ready for OSTA signature prior to the first day of school. The Presto Agreement with OC Transpo has been signed by OSTA and reflects the new parameters for service delivery. OSTA is currently awaiting a signed copy back from OC Transpo's General Manager. Michael Carson noted congratulations to Ms. Kyriaco and Mr. Helman for accomplishing a new agreement with Presto, it was appreciated.

12. Consultation Update

An updated report was provided to the Board on the Public Consultation process as OSTA is proposing to change bell times at numerous OCDSB and OCSB schools, including the introduction of over 700 new walk zone maps. Consultation occurred between the months of April to July 15, 2014 from school communities across the system. Using feedback from the public consultations, OSTA is moving towards making recommendations for change. Bell times are being investigated to see if the initially proposed changes continue to be appropriate, or if the feedback precludes a particular change from happening. Alternative options are also being investigated. Hazard areas that the public identified are being re-assessed and changes to maps are being adjusted where appropriate. OSTA staff will bring forward a report to the OSTA Board summarizing bell time changes of less than 10 minutes, and will bring forward a report to each respective School Board for changes greater than 10 minutes. A synopsis of feedback at affected schools will also be provided with those reports. No decisions are required by Trustees or OSTA Directors for OSTA staff to implement changes relating to walk zone maps. It is expected the reports to the Boards will be issued in November.

13. ISBOA Correspondance

The Independent School Bus Operators Association issued a letter to the OSTA Board of Directors on June 19 with related emails on July 3rd, excluding the GM/CAO of OSTA in these communications. In their correspondence, ISBOA claimed that OSTA did not conduct due diligence in selecting new Operators to take over the Stock Transportation routes which had become available. OSTA management prepared a response to OSTA Directors, which was re-distributed to OCDSB and OCSB Trustees, addressing some of the allegations made by ISBOA. The Acting Board Chair further issued a letter to ISBOA requesting they refrain from making negative comments and confirming that the OSTA Board of Directors supports the actions of OSTA staff. Again, ISBOA issued a letter on August 11, 2014 to Trustees advising of a safety issue with one of OSTA's contractors, Direct Transportation Limited. The inference made by ISBOA was unsubstantiated, as the safety record of this contractor is comparable to other reputable operators. The OSTA Acting Chair responded on August 22, 2014, with a letter describing the efforts OSTA has taken to protect existing Operators' business in the next few years and re-iterated his request that ISBOA cease and desist from creating consternation for parents of students being transported by OSTA. The related correspondence was included with the report provided to the Board. Questions and answers were provided.

14. Bus Safety Awareness Day

The Bus Safety Awareness Day was successfully presented on Sunday August 24, 2014 to new and current students with their parents. Multiple sessions were provided in both English and French at several locations throughout the city. Each session was facilitated by a representative from the school bus companies and featured a safety video, a demonstration on board the bus, colouring books and other giveaways. Attendance was down slightly over the prior year, with 1,345 first time riders out of a total 1,580 students.

15. OSTA Update for June through August

The regular monthly update was provided by Ms. Kyriaco for information. It was reported school started with 1,657 routes and there were 8,200 children utilizing public transit. There were no questions.

16. Long Range Agenda

No issues.

17. New Business, Regular Session

None.

18. Meeting Schedule

Next Meeting: Monday September 29th, 2014 - Confirmed.

Future Board meeting Dates:

October 20, 2014 (Revised from Oct 27 due to elections)
November 10, 2014
December 8, 2014
January 26, 2015
February 23, 2015
March 30, 2015
April 27, 2015
May 25, 2015
June 22, 2015

19. Adjournment

The meeting adjourned at 8:23 p.m.

Signature

Title

Signature

Title