



# OSTA

Ottawa Student  
Transportation  
Authority

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

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Held on  
Monday, November 9, 2020 at 5:30 p.m.  
Ottawa Student Transportation Authority (OSTA)  
Confederation Education Centre, 1645 Woodroffe Avenue, Ottawa (Nepean)  
Teleconference (Google Meet)

### REGULAR SESSION MINUTES

#### ATTENDANCE

<b>President/Chairperson:</b>	Donna Blackburn
<b>Directors:</b>	John Curry Camille Williams-Taylor Michael Carson Lisa Schimmens Tom D'Amico Jennifer Jennekens Jeremy Wittet
<b>Absent:</b>	None
<b>General Manager/C.A.O.:</b>	Vicky Kyriaco
<b>Guests:</b>	Philippe Renaud, Marcil Lavallée Jeff Redmond, Controller, OSTA
<b>Recording Secretary:</b>	Laurie Frid, Executive Assistant

#### 1. Call to Order

The meeting was called to order at 5:33 p.m. with Donna Blackburn in the Chair.

#### 2. Acknowledgement

The Ottawa Student Transportation Authority respectfully acknowledges that we are located on the ancestral, traditional and unceded Indigenous territory of the Algonquin Peoples, on whose territory we learn, play and work.

3. Declarations of Conflict of Interest

None.

4. Approval of Regular Session Agenda

**Moved by Jeremy Wittet  
Seconded by Michael Carson**

**THAT the Regular Session agenda be approved. Motion Carried.**

5. Resolve in Camera

**Moved by Jeremy Wittet  
Seconded by Jennifer Jennekens**

**THAT the committee resolves In Camera. Motion Carried.**

**Return to the Regular Session at 5:53 p.m.**

**Regular Session Action Items**

6. a) Confirmation of the Regular Session Minutes, October 26, 2020

**Moved by Michael Carson  
Seconded by Camille Williams-Taylor**

**THAT the Regular Session minutes of October 26, 2020 be approved. Motion Carried.**

(b) Business Arising from the Regular Session Minutes, October 26, 2020

Vicky Kyriaco, GM/CAO, informed the Board that plans are being made to hold a Public Governance Meeting on December 7, 2020. A notice has been posted to OSTA's website, with instructions, enabling people to participate in OSTA's Annual General Meeting and the Regular Session Board Meeting.

7. 2019/2020 Draft Audited Financial Statements & Variance Analysis

Philippe Renaud, a partner with Marcil Lavallée was welcomed and introduced to the Board. Philippe presented and reviewed the annual audit/management reports. Key controls, billing and cost allocations were reviewed as part of the annual process. In particular, the review was complete with a keen eye on what affect COVID-19 had on student transportation.

The audit report for the year ending August 31, 2020 was clean, with no issues reported on, no recommendations and no unusual transactions. The Management report was also reviewed, providing a clean opinion on Management's preparation of the financial statements.

Some highlights on the audited financial statements included:

- Total assets for the year sat at almost \$7.9 million.

- Increase in cash (approximately \$5 million) was due to the OCDSB making a payment prior to September 1st (start of the new fiscal year).
- Statement of Operations show that revenue and expense were both lower, due to the impact of COVID-19.
- Total expenses sat at \$61.8 million. The decrease in transportation contracts was due to the fact that there was no transportation from mid-March to the end of the school year. The payments made during that time were reduced as per the arrangements made by OSTA.
- Public transit was also below budget by about \$2 million.

Overall, the audit went well, and it was noted that the management of OSTA was very cooperative.

**Moved by John Curry  
Seconded by Michael Carson**

**THAT the Ottawa Student Transportation Authority Financial Statements for the year ended August 31, 2020 as audited and reported upon by Marcil Lavallée, Chartered Professional Accountants, be approved. Motion Carried.**

*Philippe Renaud and Jeff Redmond left the meeting (5:57 p.m.)*

### **Regular Session Information Items**

#### **8. Alternates for Staff Directors**

The two Member School Boards have a process in place to nominate alternate trustees when attendance to an OSTA Board meeting by the Trustee Directors is not possible. The alternate trustees are voted in during the OSTA Annual General Meeting.

Currently, there is no formal process for alternate Directors to take the place of Senior Staff Directors, however, in the past, Associate Directors have attended as substitutes for their Director of Education. It was noted that when considering alternates for Directors, the individual should be knowledgeable and the Board should be mindful of individuals who may work directly with OSTA employees. At this time, OSTA would suggest that the Deputy or Associate Directors be the alternates for Directors and Chief Financial Officers. At the next Annual General Meeting, OSTA will be including alternates for Directors, which will be voted on by the Board.

The Board was reminded that if a member can not attend an OSTA Board meeting, then items requiring approval would be deferred to the next Board meeting. Alternately, the meeting could also be cancelled due to lack of quorum.

Questions were answered accordingly.

#### **9. Long Range Agenda**

- OSTA continues its work on amending the Operator contracts.
- School Active Transportation: recent survey shows that about 80% of our students are utilizing sustainable modes of transportation.

- An announcement has been posted on OSTA’s website, highlighting the public governance meeting taking place on December 7, 2020. The Board should expect to have members of the public listening in and/or participating.

10. New Business, Regular Session

None.

11. Board Meeting Schedule: 5:30 p.m. start time:

Future Board Meeting Dates:

- December 7, 2020 – AGM & Public Meeting
- January 25, 2021\*
- February 22, 2021
- March 29, 2021
- April 26, 2021 – Public Meeting
- May 31, 2021
- June 23, 2021
- August 23, 2021

\* indicates optional meeting dates, dependant on agenda requirements.

*Donna Blackburn thanked the Board for their contributions during her term, noting that this is her last OSTA Board meeting.*

12. Adjournment

**Moved by Jeremy Wittet  
Seconded by Jennifer Jennekens**

**THAT the Regular Session meeting adjourn at 6:02 p.m. Motion Carried.**

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Signature

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Title

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Signature

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Title