

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

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**Held on  
Monday, December 2, 2024, 5:30 p.m.  
Ottawa Student Transportation Authority  
1547 Merivale Road, Suite 300, Ottawa (Nepean)  
Virtual Meeting**

**ANNUAL MEETING MINUTES**

**ATTENDANCE**

**President/Chairperson:** Vacant

**Vice-President** Vacant

**Directors:** Pino Buffone  
Matthew Lee  
Randall Gerrior  
Lyra Evans  
Tom D’Amico  
Lisa Schimmens  
Joanne MacEwan  
Cindy Simpson

**Absent:** None

**General Manager/C.A.O:** Cindy Owens

**Guests:** Lee Ann Grant, Assistant General Manager, OSTA  
Jeff Redmond, Controller, OSTA  
Shannon Gutoskie, Communications Coordinator, OSTA  
Stacey Kay, Incoming General Manager/CAO, OSTA

**Recording:** Jeff Redmond, Controller, OSTA

**1. Call to Order**

The meeting was called to order by the General Manager/Chief Administrative Officer at 5:29 p.m.

2. Acknowledgement

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

The Board welcomed Stacey Kay, OSTA's incoming General Manager/Chief Administrative Officer.

3. Declarations of Conflict of Interest

None.

4. Approval of the Annual General Meeting Agenda

**Moved by Lyra Evans**

**Seconded by Joanne MacEwan**

**THAT the Agenda for the Annual Meeting of December 2, 2024 be approved. Motion Carried.**

**Annual General Meeting Action Items**

5. Appointment of Directors

Cindy Owens, General Manager/Chief Administrative Officer, assumed the chair, welcoming the new Board. Before it, the Board had the Appointment of Directors memorandum for consideration and approval. The General Manager/Chief Administrative Officer reviewed the report that listed the representatives nominated to the OSTA Board of Directors from the respective member Boards' Annual meetings held in November 2024. The Board of Directors will be appointed today until the following AGM (to be held December 2025). The General Manager/Chief Administrative officer gratefully acknowledged the positive contributions of both current and past Directors.

**Moved by Cindy Simpson**

**Seconded by Randall Gerrior**

**THAT the following persons be appointed to the Ottawa Student Transportation Authority Board of Directors. Motion Carried.**

**Pino Buffone**

**Randall Gerrior**

**Matthew Lee**

**Lyra Evans**

**Tom D'Amico**

**Lisa Schimmens**

**Joanne MacEwan**

**Cindy Simpson**

6. Appointment of Officers and Chairperson

The Board of Directors had before it the Appointment of Officers and Chairperson memorandum, from Cindy Owens, General Manager/Chief Administrative Officer, for review and approval. The General Manager/Chief Administrative Officer summarized the report and the OSTA By-law requirements.

A first call for nominations for the position of President was made.

**Moved by Cindy Simpson  
Seconded by Lyra Evans**

**THAT Joanne MacEwan be nominated for President of the Ottawa Student Transportation Authority.**

Joanne MacEwan accepted the nomination.

A second and third call for nominations for the position of President was made. Hearing none, by acclamation, Joanne MacEwan was declared President of the Ottawa Student Transportation Authority.  
**ACCLAIMED.**

A first call for nominations for the position of Vice-President was made.

**Moved by Lyra Evans  
Seconded by Cindy Simpson**

**THAT Matthew Lee be nominated for Vice-President of the Ottawa Student Transportation Authority.**

Matthew Lee accepted the nomination.

A second and third call for nominations for the position of Vice-President was made. Hearing none, by acclamation, Matthew Lee was declared Vice-President of the Ottawa Student Transportation Authority.  
**ACCLAIMED.**

A first call for nominations for the position of Secretary was made.

**Moved by Randall Gerrior  
Seconded by Pino Buffone**

**THAT Lisa Schimmens be nominated for Secretary of the Ottawa Student Transportation Authority.**

Lisa Schimmens accepted the nomination.

A second and third call for nominations for the position of Secretary was made. Hearing none, by acclamation, Lisa Schimmens was declared Secretary of the Ottawa Student Transportation Authority.  
**ACCLAIMED.**

A first call for nominations for the position of Treasurer was made.

**Moved by Lisa Schimmens  
Seconded by Pino Buffone**

**THAT Randall Gerrior be nominated for Treasurer of the Ottawa Student Transportation Authority.**

Randall Gerrior accepted the nomination.

A second and third call for nominations for the position of Treasurer was made. Hearing none, by acclamation, Randall Gerrior was declared Treasurer of the Ottawa Student Transportation Authority.

**ACCLAIMED.**

**Moved by Cindy Simpson  
Seconded by Randall Gerrior**

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

**Joanne MacEwan, President  
Matthew Lee, Vice-President  
Lisa Schimmens, Secretary  
Randall Gerrior, Treasurer**

**AND**

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

Joanne MacEwan, President/Chair, assumed the position of Chair.

**7. Appointment of Auditors, Banker and Legal Counsel**

**a) Appointment of Auditor**

It was noted that the appointment of auditors was not required at this time, as the Board passed a motion for the provision of audit services with Marcil Lavallée through 2025/2026.

**b) Appointment of Banker**

**Moved by Tom D'Amico  
Seconded by Lisa Schimmens**

**THAT the National Bank of Canada be appointed as the Ottawa Student Transportation Authority's banker for the year ending December 31, 2025. Motion Carried.**

**c) Appointment of Legal Counsel**

**Moved by Pino Buffone  
Seconded by Cindy Simpson**

**THAT *Borden Ladner Gervais LLP, Hicks Morley Hamilton Stewart Storie LLP and Fasken Martineau DeMoulin LLP, and Keel Cotrelle LLP* be appointed as the Ottawa Student Transportation Authority's legal counsel for the year ending December 31, 2025. Motion Carried.**

8. Annual Report on the Affairs of OSTA 2023 – 2024

The Board of Directors had before it a document, "Annual Report on the Affairs of OSTA," from Cindy Owens, General Manager/Chief Administrative Officer," for the 2023-2024 school year. The General Manager/Chief Administrative Officer reflected on the achievements made over the past year and the challenges due to the ongoing driver shortage.

The 2023-2024 school year began with a critical driver shortage that left thousands of students without transportation throughout the fall and was further exacerbated by the fact that we could not reach any agreement with one of the West end operators. These factors, in addition to others, added to the community's uncertainty. OSTA worked hard to navigate through this period while rebuilding relationships and earning the trust of parents/guardians and students.

OSTA focused its efforts on driver recruitment to address the short and long-term cancellations. OSTA held Driver Appreciation initiatives and continued to acknowledge the daily hard work accomplished by bus and van drivers. OSTA was pleased to rebrand itself with a new logo and website focused on enhanced functionality, inclusivity and accessibility. OSTA Staff worked on significant projects this year, including implementing the Operator's monthly progress reports and automating the life-threatening medical condition forms.

**Moved by Lyra Evans  
Seconded by Pino Buffone**

**THAT the OSTA Board of Directors receive the Annual Report on the Affairs of OSTA 2023-2024, as presented. Motion Carried.**

**Annual General Meeting Information Items**

9. Annual General Meeting Minutes – December 4, 2023

The Annual General Meeting Minutes of December 2023 were presented for information only, as the Board approved them in February 2024.

10. Audited Financial Statement for the Year Ended August 31, 2024

The Audited Financial Statement for the year ending August 31, 2024, was provided for information. This statement was presented and approved by the Board on November 4, 2024, which now includes the signed Auditor Report. As in past years, OSTA continues to receive a clean audit opinion.

11. New Business

None.

12. Next Annual General Meeting

Monday December 1, 2025 at 5:30 p.m. – Confirmed.

13. Meeting Adjournment

**Moved by Tom D’Amico  
Seconded by Lyra Evans**

**THAT the Annual General Meeting of December 2, 2024 be adjourned (5:48 p.m.) Motion Carried.**

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Signature

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Title

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Signature

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Title