

WINDSOR CANADA UTILITIES
BOARD OF DIRECTORS MEETING
PUBLIC MEETING MINUTES

WEDNESDAY, APRIL 26, 2023

A public meeting of the Windsor Canada Utilities Board of Directors was held on Wednesday, April 26, 2023 at 4545 Rhodes Drive, Windsor, Ontario and via Zoom Conference call.

ATTENDANCE:

Directors: Drew Dilkens (Chair), Ed Sleiman, Jim Morrison, Jo-Anne Gignac, Kevin Laforet and Jerry Udell

Management: President & CEO G. Rossi; VP Business Development Kris Taylor; VP Water Operations R. Spagnuolo; VP Hydro Operations J. Brown; VP of Corporate Services and CFO M. Carlini; VP Customer Care and Corporate Operations P. Gleason; Director Engineering (Water) C. Manzon; Director of Water Operations D. Melnyk; Manager of Water Operations D. Mustac; Director People, Safety and Culture M. Bonnici; Director of Information Technology M. Vinhaes; Director of Finance G. Boose; Director of Procurement and Supply Chain R. McIntyre; Director Customer Care J. LaPlante-Lane; Director Engineering (Hydro) M. Vinhaes; Controller H. Malcolm-Kiss; Manager Regulatory Affairs J. Charles; Manager Corporate Communications & Public Relations C. Beliciu; Manager Water Operations, G. Switzer; Governance and Records Coordinator A. Pelaccia; Project Manager Business Development N. Anderson; Coordinator of Corporate Initiatives Miranda Underwood;

Guests: Janice Guthrie, City of Windsor (in-person)
Cynthia Swift, KPMG

Regrets: None

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

The Chair noting quorum called the meeting to order at 11:01 a.m.

No conflicts of interest were declared.

CONSENT AGENDA

Moved and seconded

THAT the following Consent Agenda item BE APPROVED as recommended:

- 3.2 WCU Board Public Meeting Minutes of February 15, 2023

-CARRIED

COMMUNICATION AGENDA

The Auditor reviewed item 4.5, EWU 2022 Regulatory Balances, item 4.6, EWU 2022 Financial Review, item 4.7 EWU Audit Findings, and item 4.8 EWU 2022 Audited Financial Statements. There were no deficiencies, and she was ready to issue the audit report subject to Board approval.

The Auditor left the meeting at 11:08 am.

During the review of item 4.9, Customer Care & Corporate Operations, the new Director Customer Care was introduced.

Moved and seconded

THAT the following Communication Agenda items BE RECIEVED as recommended:

- 4.1 Report of the Chair of the WCU Audit & Finance Committee
- 4.2 Draft WCU Audit & Finance Meeting Minutes for April 5, 2023
- 4.3 ENWIN President and CEO Report
- 4.4 Regulatory Affairs Update
- 4.5 EWU 2022 Regulatory Balances
- 4.6 EWU 2022 Financial Review
- 4.7 EWU Audit Findings
- 4.8 EWU 2022 Audited Financial Statements
- 4.9 Customer Care & Corporate Operations
- 4.10 2020-2024 Strategic Plan Progress
- 4.11 2022 Annual Report Draft - WCU
- 4.13 WCU Board of Directors Annual Work Plan
- 4.14 ENWIN Corporate Entities and WUC 2023 Meeting Schedule
- 5.3 EWE 2022 Financial Review
- 5.4 EWE Audit Findings
- 5.5 EWE 2022 Audited Financial Statements

-CARRIED

EXECUTIVE REPORTS

5.1 IT/OT SECURITY POLICY UPDATE

Moved and seconded

THAT the updated IT/OT Security Policy Update BE RECEIVED for information;

AND THAT the updated IT/OT Security Policy BE APPROVED.

-CARRIED

5.2 RECORDS AND INFORMATION MANAGEMENT (RIM) POLICY – UPDATE

Moved and seconded

THAT the Records and Information Management (RIM) Policy- Update BE APPROVED as described in Appendix B.

-CARRIED

5.6 WCU 2022 FINANCIAL REVIEW

Moved and seconded

THAT THE WCU 2022 Financial Review BE RECEIVED for information and APPROVED.

-CARRIED

5.7 WCU AUDIT FINDINGS

Moved and seconded

THAT the WCU Audit Findings report BE RECEIVED for information.

-CARRIED

5.8 WCU 2022 AUDITED FINANCIAL STATEMENTS

Moved and seconded

THAT the WCU 2022 Audited Financial Statements BE APPROVED.

-CARRIED

IN CAMERA SESSION

Moved and seconded

THAT the Board MOVE to the In Camera session.

-CARRIED

The In Camera Session commenced at 11:11 a.m.

All attendees, except Board Members and ENWIN Executive, left the meeting at 11:29am.

The In Camera Session concluded at 12:00 p.m.

RESUME PUBLIC MEETING SESSION

Moved and seconded

THAT the Board move TO RESUME the public meeting session at 12:00 p.m.

-CARRIED

OTHER BUSINESS

None noted.

TERMINATION

Moved and seconded

THAT the meeting BE TERMINATED.

-CARRIED

The meeting terminated at 12:00 p.m.

Recording Secretary

Board Chair