

**WINDSOR UTILITIES COMMISSION
BOARD OF COMMISSIONERS MEETING
PUBLIC MEETING MINUTES
WEDNESDAY, FEBRUARY 15, 2023**

A public meeting of the Windsor Utilities Commission Board of Commissioners was held on Wednesday, February 15, 2023, at 4545 Rhodes Drive, Windsor, Ontario and via Zoom Conference call.

ATTENDANCE

Commissioners: Kieran McKenzie (Chair), Doug Lawson, Jim Morrison, Mario Sonogo, Ed Sleiman, Egidio Sovran, Doug Lawson

Management: President & CEO G. Rossi; VP Business Development K. Taylor; VP Corporate Services & CFO M. Carlini; VP Water Operations R. Spagnuolo; VP Customer Care and Corporate Operations P. Gleason; VP Hydro Operations J. Brown; Director of Finance G. Boose; Director Engineering (Hydro) M. Vinhaes; Controller B. Pougnet; Manager Finance B. Pouget; Director of Procurement and Supply Chain R. McIntyre; Director Operations (Water) D. Melnyk; Director of Information Technology M. Vinhaes; Director Engineering (Water) C. Manzon; Director Hydro Engineering M. Vinhaes; Manager Water Operations D. Mustac; Manager Regulatory Affairs J. Charles; Governance and Records Coordinator A. Pelaccia; Project Management Business Development, N. Anderson; Coordinator of Corporate Initiatives M. Underwood

Guests: Tony Ardivini, City of Windsor
Onorio Colucci, City of Windsor

Regrets: Gary Kaschak

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

The Chair, noting quorum, called the meeting to order at 1:00 p.m.

No conflicts of interest were declared.

CONSENT AGENDA

Moved and seconded

That the following Consent Agenda items be approved as recommended:

- 3.1 THAT the WUC Board Public Meeting Minutes of November 16, 2022 BE APPROVED.
- 3.2 THAT the RFT 2022-022 Low and High Lift Pump Refurbishment Contract Extras report BE RECEIVED;

AND that the contract variance in amount of \$151,483 for additional work to be performed by John Brooks BE APPROVED.

AND that the EWU board APPROVE potential unanticipated costs in order to complete the refurbishment, provided the variance is contained within the approved capital budget.

-CARRIED

COMMUNICATION AGENDA

The President and CEO introduced the new Director People Safety and Culture, as well as the new Coordinator Corporate Initiatives, to the Board. He provided an update to item 4.3, Q1 2023 President & CEO Report, with regards to the strategic planning process. The successful strategic planning consultant will be selected within the following week. A Commissioner asked why the previous title of Director Human Resources position now includes Safety and Culture language. The President & CEO explained that with over 300 employees, safety and culture align with our corporate values.

In item 4.6, the WUC Sinking Fund Update, the VP Corporate Services & CFO explained that the current repayment timeline allowed for contingencies.

The VP Water Operations noted, in his review of item 4.7 Water Operations, that water main breaks were at an all-time high in Q4 2022, however they have stabilized in January 2023. These breaks were due to rainfall and cold weather. He also mentioned that fluoride integration is almost complete.

A Commissioner asked a question regarding customers fearing lead in their water. The VP Water Operations explained that the Company is on track to remove lead services by 2028. The Company uses corrosion control and performs regular testing at resident properties to ensure that lead is not reaching customer homes. The Company is 20 months ahead of schedule for replacement of expired pipes and 11 months from completing the lead program.

The VP Water Operations explained that survey responses outlined in report 4.13, 2022 Customer Satisfaction Survey, are required by the OEB for hydro. Although the Ministry does not require this for WUC, the Company chooses to also collect responses to understand customer priorities and to engage with clients as a best practice. A Commissioner provided his gratitude for the additional language services in the call center.

Moved and seconded

That the following In Camera Communication Agenda items be received as recommended:

- 4.1 Report of the Chair of the WUC Audit and Finance Committee
- 4.2 Draft WUC Audit and Finance Committee Meeting Minutes of February 1, 2023
- 4.3 Q1- 2023 ENWIN President & CEO Report
- 4.4 WUC Financial and Corporate Compliance for Quarter Ending Q4, 2022
- 4.5 Annual Purchasing Compliance (Fiscal Year 2022)
- 4.6 WUC Sinking Fund Update
- 4.7 Water Operations
- 4.8 ENWIN Utilities Ltd. Annual Certificate of Compliance with Water System Operating Agreement (“WSOA”)
- 4.9 Contract Approval Summary – Water
- 4.10 Watermain & Lead Services Update
- 4.11 RFT 2022-022 Low and High Lift Pump Refurbishment Contract Extras
- 4.12 Customer Care & Corporate Operations
- 4.13 2022 Customer Satisfaction Survey
- 4.14 Strategic Plan Implementation – February 2023 Update
- 4.15 WUC Board of Commissioners Annual Work Plan
- 4.16 WUC Initiatives Tracking
- 4.17 ENWIN Corporate Entities and WUC 2023 Meeting Dates

-CARRIED

EXECUTIVE REPORTS

5.1 ENDORSEMENT OF OWNERS’ REPRESENTATIVE AND ALTERNATE TO OWNERS’ REPRESENTATIVE FOR THE DRINKING WATER SYSTEM

Moved and seconded

THAT the WUC Board of Commissioners APPROVE the appointment of Robert Spagnuolo, Vice President, Water Operations as the Owners’ Representative and Christopher Manzon, Director, Water Engineering, as Alternate to the Owners’ Representative, pursuant to the Safe Drinking Water Act, 2002, (SDWA) and the requirement of an established and accredited Drinking Water Quality Management System (DWQMS).

-CARRIED

5.2 WATER DISTRIBUTION SYSTEM REPAIRS – CONTRACT INCREASE

Moved and seconded

That the Water Distribution System Repairs – Contract Increase report BE APPROVED.
-CARRIED

5.3 WUC 2022 DEVELOPMENT CHARGE FUNDS REQUEST

Guest T. Ardivini explained that releasing funds due to timeline requirements should not be an issue.

Moved and seconded

THAT the 2022 Development Charges Funds Request BE RECEIVED for information;

AND THAT the 2022 Development Charges funds held by the City in the amount of \$2,181 BE REQUESTED to be released from the City of Windsor.

-CARRIED

IN CAMERA SESSION

Moved and seconded

Pursuant to the Municipal Act section 239(2) that the Commission be directed to move in camera for the purpose of consideration of the following items of business:

6.1 WUC Board of Commissioners Meeting In Camera Minutes of November 16, 2022*

s. 239(2)(i) scientific, technical, commercial, financial or labour relations information, supplied in confidence to the board, which if disclosed could reasonably be expected to prejudice significantly the competitive position of a person or organization.

6.2 Draft WUC Audit & Finance Committee In Camera Meeting Minutes of February 1, 2023

s. 239(2)(e) litigation or potential litigation, including matters before administrative tribunals, affecting the municipality or local board.

6.3 WUC Open Legal Actions: Semi-Annual Update (as of December 31, 2022)

s. 239(2)(f) advice that is subject to solicitor-client privilege, including communications necessary for that purpose.

6.4 Appointment of Officers – Update

s. 239(2)(b) personal matters about an identifiable individual, including municipal or local board employees; and

s. 239(2)(d) labour relations or employee negotiations; and

s. 239(2)(k) a position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the municipality or local board.

6.5 Insurance Renewal Summary

s. 239(2)(i) scientific, technical, commercial, financial or labour relations information, supplied in confidence to the board, which if disclosed could reasonably be expected to interfere significantly with the contractual or other negotiations of a person or group.

6.6 Cyber Security Update*

s. 239(2)(a) the security of the property of the municipality or local board.

-CARRIED

The In Camera session commenced at 1:33 p.m.

The In Camera session concluded at 1:44 p.m.

RESUME PUBLIC MEETING SESSION

Moved and seconded

That the Commission move to resume the public meeting session.

-CARRIED

TRANSMISSION OF RECOMMENDATIONS

Moved and seconded

That the recommendations discussed in camera be brought forward for consideration.

-CARRIED

Moved and seconded

That the Windsor Utilities Commission In Camera Meeting Minutes of November 16, 2022 be approved.

-CARRIED

Moved and seconded

That the WUC Open Legal Actions: Semi-Annual Update be received.

-CARRIED

Moved and seconded

That the Appointment of Officers be received.

-CARRIED

Moved and seconded

That the Insurance Renewal Summary be received.

-CARRIED

Moved and seconded

That the Cyber Security Update report be received.

-CARRIED

OTHER BUSINESS

A Commissioner asked about the progress of the joint redundancy project with Union Water. The President & CEO responded that the Company is still working with its consultant on the functional design of the project. A Commissioner asked about the potential for a joint board to oversee the project. The President & CEO explained that upon further development of the project, governance decisions will be made.

MEETING TERMINATION

Moved and seconded
That the meeting be terminated.

-CARRIED

Meeting terminated at 1:50 p.m.

Recording Secretary

Board Chair