

**WINDSOR UTILITIES COMMISSION
BOARD OF COMMISSIONERS MEETING
PUBLIC MEETING MINUTES
WEDNESDAY, NOVEMBER 29, 2023**

A public meeting of the Windsor Utilities Commission Board of Commissioners was held on Wednesday, November 29, 2023, at 4545 Rhodes Drive, Windsor, Ontario and via Zoom Conference call.

ATTENDANCE

Commissioners: Kieran McKenzie (Chair), Doug Lawson, Jim Morrison, Ed Sleiman, Mario Sonogo, Onorio Colucci, Egidio Sovran; Gary Kaschak

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 People Safety and Culture, M. Bonnici; Director of Finance G. Boose; Director of Procurement and Supply Chain R. McIntyre; Director Operations (Water) D. Melnyk; Director of Information Technology M. Vinhaes; Director Customer Care January LaPlante-Lane; Acting Director Corporate Operations K. Kuharski; Manager Water Operations D. Mustac; Manager Water Construction and Design S. Johnston; Controller B. Pougnet; Governance and Records Coordinator A. Pelaccia; Project Manager Business Development, N. Anderson

Guests: None.

Regrets: None.

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

The Chair, noting quorum, called the meeting to order at 12:33 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 September 27, 2023 BE APPROVED.

-CARRIED

COMMUNICATION AGENDA

The Chair of the WUC Governance Committee provided a verbal report of item 4.1, Report of the Chair of the WUC Governance Committee.

The Chair of the WUC Audit & Finance Committee provided a verbal report of item 4.3, Report of the Chair of the WUC Audit & Finance Committee.

The President & CEO provided an overview of item 4.5, ENWIN President and CEO Report. ENWIN will participate in the City of Windsor Santa Claus Parade on December 2nd, 2023. An invitation will be sent to the Board. The President and CEO presented a video on ENWIN employee volunteerism to the Board.

The VP Water Operations reviewed report 4.9, Water Operations. He indicated that the company was 100% compliant on its MECP audit. A Commissioner inquired about the threat of green algae. The VP Water Operations responded that it still poses a threat, and that Management is staying vigilant on its threat to water supply through ozone water treatment.

A Commissioner inquired about the state of artifacts during the discussion item 4.14, Old Treatment Plant (OTP) Demolition Plan Progress Update. The VP Water Operations responded that Management is identifying artifacts to donate as well as artifacts to display within ENWIN facilities. It was suggested that artifacts be donated to the Windsor Public Library.

The President & CEO provided an overview of report 4.17, 2020-2024 Strategic Plan Wrap-Up.

Moved and seconded

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

- 4.1 Report of the Chair of the WUC Governance Committee (Verbal Report)
- 4.2 Draft WUC Audit and Finance Committee Meeting Minutes of October 24, 2023
- 4.3 Report of the Chair of the WUC Audit and Finance Committee (Verbal Report)
- 4.4 Draft WUC Audit and Finance Committee Meeting Minutes of November 8, 2023
- 4.5 ENWIN President and CEO Report
- 4.6 WUC Financial and Corporate Compliance for Quarter Ending Q3, 2023
- 4.7 WUC Q3 2023 Financial Review

- 4.8 WUC Audit Planning Report - 2023
- 4.9 Water Operations
- 4.10 Emerging Contaminates Monitoring Program – Update
- 4.11 2023 Annual MECP Inspection Report
- 4.12 Contract Approval Summary – Water
- 4.13 One Call and Locate Industry Update
- 4.14 Old Treatment Plant (OTP) Demolition Plan Progress Update
- 4.15 Customer Care & Corporate Operations
- 4.16 Records Management System Modernization Project Update
- 4.17 2020-2024 Strategic Plan Wrap-Up
- 4.18 WUC Board of Commissioners Annual Work Plan
- 4.19 WUC Initiatives Tracking
- 4.20 ENWIN Corporate Entities and WUC 2024 Meeting Dates

-CARRIED

EXECUTIVE REPORTS

5.1 WUC BY-LAW 95 – AMENDMENTS TO WUC PROCEDURAL BY-LAW 93 AND CONSOLIDATION WITH BY-LAW 93A-2020

The Governance and Records Coordinator provided an overview of report 5.1 WUC By-Law 95 – Amendments to WUC Procedural By-Law 93 and Consolidation with By-Law 93A-2020.

Moved and seconded

THAT the WUC Procedural By-law 95 (formerly By-law 93) for conducting the Windsor Utilities Commission and its Committees' meetings and for governing the conduct of its members BE APPROVED;

AND THAT the previous Procedural By-law 93 and By-Law 93A-2020 BE RESCINDED immediately upon this By-law being adopted and taking effect.

-CARRIED

5.2 BY-LAW #94 REVISION UPDATE

Moved and seconded

THAT the WUC Board of Commissioners APPROVE the draft update of By- Law #94 per the recommendation made by the WUC Governance Committee.

-CARRIED

5.3 WUC SIX-YEAR FINANCIAL PLAN LICENSE RENEWAL

A Commissioner inquired about the timeline of the renewal in the case of an emergency that would require a resolution. The VP Water Operations responded that issues could be resolved within the six-year timeframe outlined in the report, should they occur. The

President and CEO added that contingency language could be added to the renewal to indicate this in the future.

Moved and seconded

THAT the WUC Six-Year Financial Plan License Renewal report, in its attached format, BE APPROVED for submission under O.Reg 453/07.

-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 Report of the Chair of the WUC Governance Committee (Verbal Report)*

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

6.2 Draft WUC Governance Committee Governance Meeting Minutes of October 24, 2023*

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

6.3 Report of the Chair of the WUC Audit and Finance Committee (Verbal Report)*

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

6.4 Draft WUC Audit & Finance Committee In Camera Meeting Minutes of November 8, 2023*

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

6.5 Sandwich Towne, Stage 3 Watermain Replacement*

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.

6.6 Recruitment of WUC Commissioner

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

6.7 Cyber Security Update*

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

6.8 Cyber Insurance*

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

6.9 LaSalle Wholesale Water Agreement – Extension

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

-CARRIED

All Management exited the meeting, excluding the Executive Team, the Director of Procurement and Supply Chain, the Director Operations (Water), the Manager Water Construction and Design, the Governance and Records Coordinator, and the Project Manager Business Development.

The In Camera session commenced at 1:06 p.m.

The In Camera session concluded at 2:07 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

THAT the WUC Board In Camera Meeting Minutes of September 27, 2023 BE APPROVED.

-CARRIED

THAT the Report of the Chair of the WUC Governance Committee (Verbal Report) be received.

-CARRIED

THAT the Draft WUC Governance Committee Governance Meeting Minutes of October 24, 2023 be received.

-CARRIED

THAT the Report of the Chair of the WUC Audit and Finance Committee (Verbal Report)* be received.

-CARRIED

THAT the Draft WUC Audit & Finance Committee In Camera Meeting Minutes of November 8, 2023

-CARRIED

THAT the Sandwich Towne, Stage 3 Watermain Replacement report BE RECEIVED for information and APPROVED as recommended.

-CARRIED

THAT the report Recruitment of WUC Commissioner be received.

-CARRIED

THAT the Cyber Security Update be received.

-CARRIED

THAT the report Cyber Insurance be received.

-CARRIED

THAT the LaSalle Wholesale Water Supply Agreement - Extension report BE RECEIVED and APPROVED as recommended.

-CARRIED

OTHER BUSINESS

The Chair of the Commission, as well as the President & CEO, expressed their gratitude to a departing Commissioner.

MEETING TERMINATION

Moved and seconded
That the meeting be terminated.

-CARRIED

Meeting terminated at 2:09 p.m.

Recording Secretary

Board Chair