

**WINDSOR UTILITIES COMMISSION
BOARD OF COMMISSIONERS MEETING
PUBLIC MEETING MINUTES
WEDNESDAY, FEBRUARY 21, 2024**

A public meeting of the Windsor Utilities Commission Board of Commissioners was held on Wednesday, February 21, 2024, at 4545 Rhodes Drive, Windsor, Ontario and via Zoom Conference call.

ATTENDANCE

Directors: Kieran McKenzie (Chair), Egidio Sovran, Jim Morrison, Ed Sleiman, Gary Kaschak, Mario Sonego, Onorio Colucci, Robert Feldmann

Management: President & CEO G. Rossi; Chief Business Development Officer Kris Taylor; Chief Operating Officer - Water R. Spagnuolo; Chief Operating Officer – Hydro J. Brown; Chief Financial Officer M. Carlini; Chief Risk Officer P. Gleason; Director Engineering (Water) C. Manzon; Director of Water Operations D. Melnyk; Chief People Officer M. Bonnici; Director of Information Technology M. Vinhaes; Manager Information Technology, J. Gabriel; Director of Finance G. Boose; Director of Procurement and Supply Chain R. McIntyre; Director Customer Care J. LaPlante-Lane; Director Regulatory Affairs C. Bebbington; Governance and Records Coordinator A. Pelaccia.

Guests: Tony Ardovini, City of Windsor

Regrets: None

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

The Chair, noting quorum, called the meeting to order at 12:30 p.m.

No conflicts of interest were declared.

New Commissioner Robert Feldmann was welcomed to the Commission.

CONSENT AGENDA

The Chief Financial Officer reviewed item 3.2, 2023 WUC Capital Carryforward.

Moved and seconded

That the following Consent Agenda items be approved as recommended:

- 3.1 THAT the WUC Board Public Meeting Minutes of November 29, 2023 BE APPROVED.
- 3.2 THAT the 2023 WUC Capital Carryforward report be RECEIVED; and

THAT the Audit and Finance Committee recommends THAT management be AUTHORIZED to spend \$2.90M for the identified 2023 carryforward projects above the current approved 2024 Capital budget.

-CARRIED

COMMUNICATION AGENDA

The Chair of the Audit and Finance Committee provided a verbal review of 4.1, Report of the Chair of the WUC Audit and Finance Committee.

The President & CEO provided an overview of item 4.3, ENWIN President and CEO Report. Congratulations were provided to the Manager of Human Resources who recently won a Culture Innovator Award at the Electricity Human Resources Canada's 2023 Awards of Excellence event.

The Commission Chair thanked ENWIN for their participation in the float in the Windsor Santa Claus Parade.

A Commissioner asked about item 4.5, WUC Annual Purchasing Compliance (Fiscal Year 2023) and the use of sole source suppliers. The Chief Operating Officer – Water noted a need to sole source proprietary components for equipment, such as generators.

The Chief Financial Officer reviewed item 4.6, WUC Sinking Fund Update. A Commissioner provided his thanks to the Management team and Investment Managers, regarding the positive results that have beat the benchmark. Discussions ensued about investments and next steps. Management identified that they will review and bring forward options for the Board in the future.

The Chief Operating Officer – Water reviewed item, 4.7, Water Operations, and discussed adverse water incident. Increased sampling was completed and determined that a false positive was due to a sampling issue or lab error.

A Commissioner inquired about lead treatment. The Chief Operating Officer – Water discussed the lead removal procedures and jurisdiction between water supply line, and lines within customer homes.

Item 4.11, 2023 Customer Satisfaction Survey, was discussed by the Chief Risk Officer and Director of Customer Care. Commissioners commented on trends year over year. A Commissioner inquired on how to continuously improve. Management identified that

initiatives intended to improve customer communication, including the website refresh and eventually a mobile application. A Commissioner commented that the focus of messaging should always reinforce to customers the value of the services, which will help demonstrate and reinforce metrics.

The Chief Risk Officer reviewed the new format of item 4.13, 2024-2028 Strategic Plan Progress and continued reporting.

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 7, 2024
- 4.3 ENWIN President and CEO Report
- 4.4 WUC Financial and Corporate Compliance for Quarter Ending Q4, 2023
- 4.5 WUC Annual Purchasing Compliance (Fiscal Year 2023)
- 4.6 WUC Sinking Fund Update
- 4.7 Water Operations
- 4.8 Watermain and Lead Services Update
- 4.9 Contract Approval Summary – Water*
- 4.10 ENWIN Utilities Ltd. Annual Certificate of Compliance with Water System Operating Agreement (“WSOA”)
- 4.11 2023 Customer Satisfaction Survey
- 4.12 Customer Care & Corporate Operations - WUC
- 4.13 2024-2028 Strategic Plan Progress
- 4.14 WUC Initiatives Tracking

-CARRIED

EXECUTIVE REPORTS

5.1 BY-LAW #96 – SCHEDULE A METER CHARGE

The Chief Operating Officer – Water informed the Commission that the by-law has been updated due to a new meter charge and allowed for the opportunity to provide an overall review and update of the by-law. He reviewed the new changes and details behind the charge.

Moved and seconded

THAT the WUC Board of Commissioners APPROVE the By-Law #96 - Schedule A Meter Charge per the recommendation made by the WUC Audit & Finance Committee.

-CARRIED

5.2 WUC 2023 DEVELOPMENT CHARGE FUNDS REQUEST

Moved and seconded

THAT the 2023 Development Charges Funds Request BE RECEIVED for information;

AND THAT the 2023 Development Charges funds held by the City in the amount of \$2,050,269 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 29, 2023*

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.

6.2 445 McDougall Property*

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

s. 239(2)(c) a proposed or pending acquisition or disposition of land by the municipality or local board.

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

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 February 7, 2024*

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

6.5 WUC Open Legal Actions: Semi-Annual Update (as of December 31, 2023)

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

6.6 Cyber Security Update*

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

6.7 Insurance Renewal Summary

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

6.8 Sandwich Towne, Stage 3 Watermain Replacement - Update*

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, group of persons, or organization.

6.9 Bill S-211 Fighting Against Forced Labour and Child Labour in Supply Chains Act

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

6.10 Appointment of Officers*

s. 239(2)(b) personal matters about an identifiable individual.

6.11 Appointment to the Audit & Finance Committee*

s. 239(2)(b) personal matters about an identifiable individual.

6.12 CEO Evaluation Survey*

s. 239(2)(b) personal matters about an identifiable individual.

-CARRIED

The In Camera session commenced at 1:27 p.m.

The In Camera session concluded at 2:11 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 Report of the Chair of the WUC Audit and Finance Committee be received.

-CARRIED

Moved and seconded
THAT the WUC Board of Commissioners Meeting In Camera Minutes of September 13, 2023 be received.

-CARRIED

Moved and seconded
THAT Environmental Emergencies Regulations report be received.

-CARRIED

Moved and seconded
THAT the Cyber Security Update report be received.

-CARRIED

Moved and seconded
THAT THAT the LaSalle Wholesale Water Supply Agreement Negotiations Update report BE RECEIVED and approved as recommended.

-CARRIED

Moved and seconded
THAT the 2024-2028 WUC Strategic Plan BE RECEIVED and APPROVED as recommended.

-CARRIED

OTHER BUSINESS

None noted.

MEETING TERMINATION

Moved and seconded
That the meeting be terminated.

-CARRIED

Meeting terminated at 2:11 p.m.

Recording Secretary

Board Chair