

WINDSOR UTILITIES COMMISSION
BOARD OF COMMISSIONERS MEETING
PUBLIC MEETING MINUTES
WEDNESDAY, APRIL 27, 2022

A public meeting of the Windsor Utilities Commission Board of Commissioners was held on Wednesday, April 27, 2022, via Zoom Conference call. Due to the COVID-19 pandemic, ENWIN's offices remained closed to the public.

ATTENDANCE

Commissioners: Drew Dilkens, Doug Lawson, Julian Hawkins, Jim Morrison, Mario Sonogo, Jeewen Gill, Egidio Sovran (Chair), Kieran McKenzies

Management: President & CEO H. Reidel; VP Business Development Kris Taylor; VP Corporate Services & CFO M. Carlini; VP Water Operations G. Rossi; VP Hydro Operations J. Brown; Manager Corporate Communications & Public Relations C. Beliciu, Coordinator of Corporate Initiatives, N. Anderson; Director of Regulatory Affairs and Corporate Secretary, C. Bebbington; Director of Information Technology M. Vinhaes; Director of Procurement and Supply Chain, Renee McIntyre; Director of Customer Service, R. Spagnuolo; Director Finance, G. Boose; Controller, B. Pougnet; Governance and Records Coordinator, A. Pelaccia.

Guests: Cynthia Swift, KPMG

Regrets: None

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

As the Chair of the Commission was delayed, Commissioner Sovran agreed to Chair the meeting.

There being a quorum and proper notices received, the Chair called the meeting to order at 11:08 a.m.

No conflicts of interest were declared.

CONSENT AGENDA

Moved and seconded

That the following Consent Agenda items be approved as recommended:

- 3.1 Windsor Utilities Commission Board Public Meeting Minutes of February 16, 2022

-CARRIED

COMMUNICATION AGENDA

The Chair of the WUC Audit and Finance Committee provided a summary of the meeting from April 13, 2022.

The VP of Water Operations reviewed item 4.4, Water Operations. He noted that provincial inspectors can now write orders and institute fines, although this is low risk based upon past performance, and a robust internal quality management process.

A Commissioner inquired about item 4.6, Contract Award: RFT 2021-049 Fluoridation System Installation, and asked about timelines for fluoridation of the water system. Management confirmed that the water system has been fluoridated since January 2022, and this contract award is related to installation of system equipment that has recently become in stock and available. No delays were anticipated.

A Commissioner inquired about item 4.10, Strategic Plan Implementation – April 2022 Update and wished for an update about the substation at Avon Court Park. Management noted that the project was anticipated to be completed by the close of 2022.

The President & CEO reviewed item 4.11, 2021 Annual Report Draft – Windsor Utilities Commission and asked for any recommended changes or updates to current Commissioner credentials to be provided by Friday, April 29, 2022.

A Commissioner thanked Management for the update and initiatives outlined in item 4.12, Feminine Products in the Workplace- Update.

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 April 13, 2022
- 4.3 Q2-2022 ENWIN President & CEO Report
- 4.4 Water Operations
- 4.5 2021 Annual Compliance Report Summary
- 4.6 Contract Award: RFT 2021-049 Fluoridation System Installation

- 4.7 Contract Approval Summary – Water
- 4.8 Contract Extension and Additional Funding - Geotechnical Investigation Services
- 4.9 Customer Care & Corporate Operations
- 4.10 Strategic Plan Implementation – April 2022 Update
- 4.11 2021 Annual Report Draft – Windsor Utilities Commission
- 4.12 Feminine Products in the Workplace- Update
- 4.13 WUC Board of Directors Annual Work Plan
- 4.14 WUC Initiatives Tracking
- 4.15 ENWIN Corporate Entities and WUC 2022 Meeting Dates

-CARRIED

EXECUTIVE REPORTS

5.1 SALE AND OTHER DISPOSITION OF LAND

The President & CEO reviewed the report with the Commission and noted that the Commission would be required to approve any sale of property through a regimented procedure.

Moved and seconded

THAT, the Commission rescind By-law #74 “A By-law to establish a procedure governing the sale of real property owned by The Windsor Utilities Commission” which was passed September 27, 1995;

AND THAT the Commission APPROVE and ADOPT the Sale and Other Disposition of Land policy attached at Appendix D with immediate effect.

-CARRIED

5.2 WUC 2021 DEVELOPMENT CHARGE FUNDS REQUEST

A Commissioner inquired if WUC collects development charges for the projects that are serviced. Management responded that only the City of Windsor collects the charges, and WUC provides the services up to their boundary.

Moved and seconded

That the 2021 Development Charges Funds Request BE RECEIVED;

AND THAT the 2021 Development Charge funds held by the City in the amount of \$7,001 BE APPROVED for release.

-CARRIED

5.3 WINDSOR UTILITIES COMMISSION 2021 FINANCIAL REVIEW

Moved and seconded

THAT the Windsor Utilities Commission 2021 Financial Review BE RECEIVED AND APPROVED.

-CARRIED

5.4 WINDSOR UTILITIES COMMISSION (“WUC”) AUDIT FINDINGS

Cynthia Swift, of KPMG, noted a successful audit with full cooperation from Management. No audit control deficiencies were found.

At 11:27 am, a breakout room was provided for the Auditor and Commissioners to discuss the audit privately. Commissioners returned to the meeting at 11:29 am.

Moved and seconded

THAT the Windsor Utilities Commission (“WUC”) Audit Findings report BE RECEIVED.

-CARRIED

5.5 WINDSOR UTILITIES COMMISSION 2021 AUDITED FINANCIAL STATEMENTS

Moved and seconded

THAT the Windsor Utilities Commission 2021 Audited Financial Statements BE APPROVED.

-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 February 16, 2022

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

6.2 Draft WUC Audit and Finance Committee In Camera Meeting Minutes of April 13, 2022

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

6.3 Essex County Water Study Update

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.

6.4 New Locate Legislation

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

s. 239(2)(i) 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.

6.5 Property Matter

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

-CARRIED

The In Camera session commenced at 11:30 a.m.

The In Camera session concluded at 12:59 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 February 16, 2021 be approved.

-CARRIED

Moved and seconded

That the Windsor Utilities Commission Draft Audit & Finance Committee In Camera Meeting Minutes of April 13, 2022 be received.

-CARRIED

Moved and seconded

That the New Locates Legislation report be received for information.

-CARRIED

Moved and seconded

That the Essex County Water Study Update report be received for information.

-CARRIED

Moved and seconded

That the Property Matter report be received for information and approved as recommended.

-CARRIED

Moved and seconded

That the Cyber Security – Update report 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 12:59 p.m.

Recording Secretary

Board Chair