

ENWIN ENERGY LTD.

**BOARD OF DIRECTORS MEETING
PUBLIC MEETING MINUTES**

WEDNESDAY, APRIL 27, 2022

A public meeting of the ENWIN Energy Ltd. Board of Directors was held on Wednesday, April 27, 2022 via Zoom Conference call. Due to the COVID 19 pandemic, the ENWIN offices were closed to the public.

ATTENDANCE:

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

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

Guests: Cynthia Swift, KPMG

Regrets: None

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

The Chair noting quorum called the in-camera meeting to order at 1:08 p.m.

No conflicts of interest were declared.

CONSENT AGENDA

Moved and seconded

THAT the following Consent Agenda item BE APPROVED as recommended:

- 3.1 ENWIN Energy Ltd. Board Public Meeting Minutes of February 16, 2022

-CARRIED

COMMUNICATION AGENDA

The President & CEO requested that any recommended changes or updates to current Commissioner credentials regarding 2021 Annual Draft Reports be provided by Friday, April 29, 2022.

Moved and seconded

THAT the following Communication Agenda items BE RECEIVED as recommended:

- 4.3 Q2-2022 ENWIN President & CEO Report
- 4.4 Customer Care & Corporate Operations
- 4.5 2021 Annual Report Draft – Windsor Canada Utilities Ltd.
- 4.6 Strategic Plan Implementation – April 2022 Update
- 4.7 Regulatory Affairs Update
- 4.13 EWE Board of Directors Annual Work Plan
- 4.14 ENWIN Corporate Entities and WUC 2022 Meeting Schedule

-CARRIED

ENWIN EXECUTIVE REPORTS

5.1 ENWIN ENERGY LTD. 2021 FINANCIAL REVIEW

Moved and seconded

THAT the ENWIN Energy Ltd. 2021 Financial Review BE RECEIVED AND APPROVED.

-CARRIED

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

At 1:17 p.m., a breakout room was provided for the Auditor and Board Members to discuss the following items privately. Commissioners returned to the meeting at 1:20 pm.

5.3 ENWIN ENERGY LTD. 2021 AUDIT FINDINGS

Moved and seconded

THAT the ENWIN Energy Ltd. (“EWE”) Audit Findings report BE RECEIVED.

-CARRIED

5.5 ENWIN ENERGY LTD. 2021 AUDITED FINANCIAL STATEMENTS

Moved and seconded
THAT the ENWIN Energy Ltd. 2021 Audited Financial Statements BE APPROVED.
-CARRIED

The Auditor left the meeting at 1:21 p.m.

IN CAMERA SESSION

Moved and seconded
THAT the Board MOVE to the In Camera session.
-CARRIED

The In Camera Session commenced at 1:21 p.m.
The In Camera Session concluded at 1:50 p.m.

RESUME PUBLIC MEETING SESSION

Moved and seconded
THAT the Board move TO RESUME the public meeting session at 1:50 p.m.
-CARRIED

OTHER BUSINESS

None noted.

TERMINATION

Moved and seconded
THAT the meeting BE TERMINATED.
-CARRIED

The meeting terminated at 1:50 p.m.

Recording Secretary

Board Chair