

WINDSOR CANADA UTILITIES
BOARD OF DIRECTORS MEETING
PUBLIC MEETING MINUTES
WEDNESDAY, FEBRUARY 15, 2023

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

ATTENDANCE:

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

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 H. Malcolm; Manager Finance B. Pouget; Director of Procurement and Supply Chain R. McIntyre; Director of Information Technology M. Vinhaes; Manager Regulatory Affairs J. Charles; Governance and Records Coordinator A. Pelaccia; Project Management Business Development, N. Anderson; Coordinator of Corporate Initiatives M. Underwood

Guests: Janice Guthrie, City of Windsor

Regrets: None

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

The Chair noting quorum called the meeting to order at 10:59 a.m.

No conflicts of interest were declared.

CONSENT AGENDA

Moved and seconded

THAT the following Consent Agenda item BE APPROVED as recommended:

3.2 WCU Board Public Meeting Minutes of September 28, 2022

-CARRIED

COMMUNICATION AGENDA

A Board Member explained that the Company has not yet received year-end financials when speaking to item 4.1, Report of the Chair of the WCU Audit & Finance Committee, however budget remained positive.

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 Board Member inquired about debt repayment in item 4.7, WCU Sinking Fund. The VP Corporate Services & CFO explained that the Company is required to repay this debt by 2042.

The VP Customer Care and Corporate Operations explained that the Company is investigating a new communication strategy regarding the presentation of rates to customers, as he discussed item 4.10, 2022 Customer Satisfaction Survey.

Moved and seconded

THAT the following Communication Agenda items BE RECIEVED as recommended:

- 4.1 Report of the Chair of the WCU Audit & Finance Committee (Verbal Report)
- 4.2 Draft WCU Audit & Finance Meeting Minutes for February 1, 2023
- 4.3 Q1- 2023 President & CEO Report
- 4.4 ENWIN Group Financial and Corporate Compliance for Quarter Ending Q4, 2022
- 4.5 Regulatory Affairs Update
- 4.6 Annual Purchasing Compliance (Fiscal Year 2022)
- 4.7 WCU Sinking Fund Update
- 4.9 Strategic Plan Implementation – February 2023 Update
- 4.10 2022 Customer Satisfaction Survey
- 4.11 WCU Board of Directors Annual Work Plan
- 4.13 ENWIN Corporate Entities and WUC 2023 Meeting

-CARRIED

IN CAMERA SESSION

Moved and seconded

THAT the Board MOVE to the In Camera session.

-CARRIED

The In Camera Session commenced at 11:09 a.m.
The In Camera Session concluded at 11:25 a.m.

RESUME PUBLIC MEETING SESSION

Moved and seconded

THAT the Board move TO RESUME the public meeting session at 11:25 a.m.

-CARRIED

OTHER BUSINESS

None noted.

TERMINATION

Moved and seconded

THAT the meeting BE TERMINATED.

-CARRIED

The meeting terminated at 11:25a.m.

Recording Secretary

Board Chair