

**WINDSOR UTILITIES COMMISSION  
AUDIT & FINANCE COMMITTEE MEETING  
PUBLIC MEETING MINUTES  
WEDNESDAY, APRIL 3, 2019**

A public meeting of the Windsor Utilities Commission Audit & Finance Committee was held on Wednesday, April 3, 2019, in the Boardroom at 787 Ouellette Avenue, Windsor, Ontario.

**ATTENDANCE**

Commissioners: Gid Sovran [Chair], Julian Hawkins, Jim Morrison and Doug Lawson (by phone)

EWU Management: President & CEO, H. Reidel, VP Finance & CFO, B. Thompson, VP Water Operations, G. Rossi, VP Shared Services & COO, J. Wladarski, Director Human Resources, S. Leonard, Director Finance, M. Carlini, Director Water Distribution, D. Melnyk, Director Water Engineering, Chris Manzon, Controller, B. Pougnet, Manager Corporate Communications and Public Relations, Barbara Pierce Marshall, Assistant Corporate Secretary, S. Wrixon, and Recording Secretary, K. Carter

Guests: Tony Ardovini, City of Windsor; Cynthia Swift and Carmen Bang of KPMG.

**CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST**

There being a quorum and proper notices received, the Chair called the meeting to order at 10:30 a.m.

No conflicts were declared.

**APPROVAL OF AGENDA**

Moved and seconded  
That the agenda be approved.  
-CARRIED

**CONSENT AGENDA**

Moved and seconded  
That the following Consent Agenda item be approved as recommended:

3.1 WUC A&F Committee Meeting Minutes of September 7, 2018

**-CARRIED**

**COMMUNICATIONS AGENDA**

Moved and seconded

That the following Communication Agenda items be received as recommended:

- 4.1 WUC Financial & Corporate Compliance Report for Quarter Ending Q4, 2018 be received
- 4.2 WUC Initiatives Tracking Report be received
- 4.3 WUC 2019 Agenda Work Plans be received
- 4.4 2019 Meeting Dates be received

**-CARRIED**

**EXECUTIVE REPORTS****WUC SINKING FUND REPORT**

The CFO gave an overview on the performance of the sinking fund, noting it is ahead of where it was expected to be at this time. A Committee member asked if in future Management could obtain quotes for comparable fund management fees and report back to the Board on this. Management agreed to this request, noting also that Management may recommend conducting an RFP in the coming years.

Moved and seconded

That the WUC Sinking Fund Update report be received;

And that the WUC Sinking Fund Update report be recommended to the WUC Board of Commissioners for receipt.

**-CARRIED**

**WUC 2018 FINANCIAL REVIEW**

The CFO gave a brief overview of the 2018 Financials, noting a positive outcome and advising that the 2018 budget was set conservatively. There was discussion on declining water consumption. A committee member asked for information regarding the past forecasts and an updated future rate forecast, noting that the charts indicated rates were leveling off in the charts presented. Management indicated that while past forecast showed continued decline in consumption, this was not built into the rates at that level. Updated charts will be presented with the budget.

Moved and seconded

That the Windsor Utilities Commission 2018 Financial Review be received;

And that the Windsor Utilities Commission 2018 Financial Review be recommended to the WUC Board of Commissioners for receipt

**-CARRIED**

**WUC AUDIT FINDINGS REPORT**

C. Swift of KPMG noted that they had the full cooperation of Management throughout the audit process. No differences were found, and they are prepared to release their final opinion.

Moved and seconded  
That the WUC Audit Findings Report be received;

And that the WUC Audit Findings Report be recommended to the WUC Board of Commissioners for receipt. **-CARRIED**

At the direction of the Committee, Management left the meeting at 11:07 a.m.

**Committee meeting with auditors without management** The Committee asked the Auditors for any additional comments they may have regarding the Audit. C. Swift answered the questions to the Committee's satisfaction.

Management returned, and at the direction of the Committee, the Auditors left the meeting at 11:10 a.m.

**Committee meeting with management without auditors** The Committee asked Management for any additional comments they may have regarding the Audit; the CEO commented on the more detailed and comprehensive work provided by KPMG.

The Auditors returned to the meeting at 11:17 a.m.

**WUC AUDITED FINANCIAL STATEMENTS 2018**

The Committee commented on the positive results and noted that the Management team should be congratulated on their extra work.

Moved and seconded  
That the Windsor Utilities Commission 2018 Audited Financial Statements be received;

And that the Windsor Utilities Commission 2018 Audited Financial Statements be recommended to the Board of Commissioners for approval **-CARRIED**

Commissioner Lawson disconnected from the meeting.

**IN CAMERA SESSION**

Moved and seconded  
Pursuant to the Municipal Act section 239 (2), that the Committee be directed to move in camera for the purpose of consideration of the following items of business:

6.1 DRAFT WUC Audit & Finance In Camera Meeting Minutes of September 7, 2018

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

**-CARRIED**

In camera session commenced at 11:17 a.m.

In camera session concluded at 11:18 a.m.

The Committee meeting reconvened at 11:19 a.m.

**RESUME PUBLIC MEETING SESSION**

Moved and seconded

That the Committee 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 WUC A&F In Camera Meeting Minutes of September 7, 2018 be approved.

**-CARRIED**

**MEETING TERMINATION**

Moved and seconded

That the meeting be terminated.

**-CARRIED**

Meeting terminated at 11:20 a.m.

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Recording Secretary

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Chair