

WINDSOR UTILITIES COMMISSION
BOARD OF COMMISSIONERS MEETING
PUBLIC MEETING MINUTES
WEDNESDAY, FEBRUARY 17, 2021

A public meeting of the Windsor Utilities Commission Board of Commissioners was held on Wednesday, February 17, 2021, via Zoom Conference call due to the COVID-19 pandemic. As a result, ENWIN offices remain closed to the public.

ATTENDANCE

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

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, VP Customer Care and Corporate Operations and Corporate Secretary P. Gleason, Director Human Resources J. Damphouse, Director Corporate Operations and Innovation B. Leavitt, Director Engineering (Water) C. Manzon, Director Water Operations D. Melnyk, Manager Water Operations G. Switzer, Director Information Technology B. Rivest, Director of Customer Service R. Spagnuolo, Director Finance, G. Boose, Controller, Brian Pougnet, Manager Corporate Communications & Public Relations B. Pierce Marshall, Governance and Records Coordinator A. Pelaccia.

Guests: T. Ardovini – City of Windsor

Regrets: None

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

There being a quorum and proper notices received, the Chair called the meeting to order at 11:03 a.m.

No conflicts of interest were declared.

CONSENT AGENDA

The President & CEO welcomed the VP Business Development, Kris Taylor.

An update on COVID-19 was provided to the Board. Six cases of the illness have been reported among employees since the beginning of the pandemic. There has been no evidence of internal transfer among employees or contracting the virus while at work. Currently, approximately 160 staff remain working from home.

It was noted that the Finance Department continues to work on year end reporting, and it is anticipated that a meeting will be scheduled with the EWU Board Chair and Audit and Finance Committee Chairs for discussion regarding a required year-end accrual.

Moved and seconded

That the following Consent Agenda item be approved as recommended:

3.1 WUC Board Public Meeting Minutes of November 18, 2020 be approved.

THAT the report of the ENWIN President & CEO BE RECEIVED for information; and,

THAT the Windsor Utilities Commission RATIFY the decision of the President & CEO to implement a residential water disconnection moratorium effective January 14, 2021 with an end on February 17, 2021 or later to coincide with the conclusion of the Ontario stay at home order, or at an alternative date as may be directed by the Windsor Utilities Commission.

3.3 Variance to the WUC 2021 Capital Budget be approved.

-CARRIED

COMMUNICATIONS AGENDA

A Board Member inquired about item 4.5, 2020/2021 Insurance Renewal Summary, related to the recent insurance industry trend to exclude communicable diseases from coverage. Management confirmed that they would follow up with other water associations.

The President and CEO provided background related to item 4.7, ERP Upgrade/Replacement. Commissioners asked questions related to the size of the system, life cycle, and ERP solutions of peers across Ontario. Management confirmed a common solution is not available with other utilities and responded to the satisfaction of the Commission.

Board Members inquired about fire hydrant winterization and processes. Management responded to the satisfaction of the Commission.

Moved and seconded

That the following Communication Agenda items be received as recommended:

- 4.1 Draft Special Joint Meeting of the WUC & WCU Audit and Finance Committees Meeting Minutes of February 2, 2021
- 4.2 Draft WUC Audit and Finance Committee Meeting Minutes of February 3, 2021
- 4.3 WUC Financial and Corporate Compliance - Quarter Ending Q4, 2020
- 4.4 WUC Sinking Fund - December 31, 2020
- 4.5 2020/2021 Insurance Renewal Summary
- 4.6 Enterprise Risk Management- Risk Monitoring
- 4.7 ERP Upgrade/Replacement
- 4.8 Water Operations Report
- 4.9 ENWIN Utilities Ltd. Annual Certificate of Compliance with Water System Operating Agreement (“WSOA”)
- 4.10 Watermain & Lead Services Update
- 4.11 Contract Approval Summary
- 4.12 VP Customer Care & Corporate Operations
- 4.13 2020 Customer Satisfaction Survey
- 4.14 Communications & Public Relations – 2020 Summary
- 4.15 Strategic Plan Implementation – February 2021 Update
- 4.16 Site Consolidation Update
- 4.17 Windsor Utilities Commission Board Work Plan
- 4.18 WUC Initiatives Tracking Report
- 4.19 EWU Group and WUC 2021 Meeting Dates

-CARRIED

EXECUTIVE REPORTS

5.1 CASH MANAGEMENT AND SHORT-TERM INVESTMENT POLICY

Moved and seconded

THAT the Cash Management and Short-Term Investment Policy BE RECEIVED;

AND THAT the Cash Management and Short-Term Investment Policy attached in Appendix A BE ADOPTED.

-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 In Camera Meeting Minutes of November 18, 2020

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

6.2 Draft Special Joint Meeting of the WUC & WCU Audit and Finance Committees Meeting In Camera Minutes of February 2, 2021

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.

6.3 Draft WUC Audit and Finance Committee In Camera Minutes of February 3, 2021

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

6.4 Open Legal Matters: Semi-Annual Update (as of December 31, 2020)

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

6.5 Tecumseh & LaSalle – PJSLC Appointment of Officers

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

6.6 Rockwell Contracts

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

and

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. 2001, c. 25, s. 239 (2); 2017, c. 10, Sched. 1, s. 26.

6.7 District Energy Windsor Responses to Request for Proposals – Presentation (Table Drop)

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

and
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. 2001, c. 25, s. 239 (2); 2017, c. 10, Sched. 1, s. 26.

6.8 District Energy Windsor Responses to Request for Proposals

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

and
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. 2001, c. 25, s. 239 (2); 2017, c. 10, Sched. 1, s. 26.

6.9 Sinking Fund RFP Recommendation

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.

-CARRIED

The In Camera session commenced at 11:24 a.m.

The In Camera session concluded at 12:47 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 November 18, 2020 be approved.

-CARRIED

Moved and seconded

That the Draft Special Joint Meeting of the WUC & WCU Audit and Finance Committees Meeting In Camera Minutes of February 2, 2021 be received.

-CARRIED

Moved and seconded

That the Draft WUC Audit and Finance Committee In Camera Minutes of February 3, 2021 be received.

-CARRIED

Moved and seconded

That the Open Legal Matters: Semi-Annual Update (as of December 31, 2020) be received.

-CARRIED

Moved and seconded

That the Tecumseh & LaSalle – PJSLC Appointment of Officers report BE APPROVED , and that management follow the instructions of the Commission.

-CARRIED

Moved and seconded

That the Rockwell Contracts Report be RECEIVED.

-CARRIED

Moved and seconded

That the District Energy Windsor Ownership Responses to Request for Proposals – Presentation be received.

-CARRIED

Moved and seconded

That the District Energy Windsor Report be RECEIVED.

And, that management follow the instructions of the Commission.

-CARRIED

Moved and seconded

That the the Sinking Fund RFP report be received.

And that management follow the instructions of the Commission.

-CARRIED

OTHER BUSINESS

None.

MEETING TERMINATION

Moved and seconded

That the meeting be terminated.

-CARRIED

Meeting terminated at 12:48 p.m.

Recording Secretary

Board Chair