

**WINDSOR UTILITIES COMMISSION
BOARD OF COMMISSIONERS MEETING
PUBLIC MEETING MINUTES
WEDNESDAY, JUNE 24, 2020**

A public meeting of the Windsor Utilities Commission Board of Commissioners was held on Wednesday, June 24, 2020, 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, Jo-Anne Gignac and Egidio Sovran

Management: President & CEO H. Reidel, VP Corporate Services & CFO M. Carlini, VP Customer Operations and Business Development & COO J. Wladarski, VP Water Operations G. Rossi, VP Hydro Operations J. Brown, Director of Regulatory Affairs and Corporate Secretary P. Gleason, Director of Customer Service R. Spagnuolo, Director Finance, G. Boose, Director of Information Technology B. Rivest, Manager of Corporate Communications and Public Relations B. Pierce-Marshall, Governance and Records Coordinator A. Pelaccia.

Guests: T. Ardovini – City of Windsor

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

There being a quorum and proper notices received, the Chair called the meeting to order at 10:35 a.m.

Commissioner M. Sonego declared a conflict of interest regarding item 5.1, declaring his membership on the board of the University of Windsor, and recused himself from discussion and voting on this item.

No other conflicts of interest were declared.

CONSENT AGENDA

Moved and seconded

That the following Consent Agenda items be approved as recommended:

3.1 WUC Board Public Meeting Minutes of May 13, 2020 be approved

-CARRIED

COMMUNICATIONS AGENDA

The CEO reported that an e-mail poll will be forthcoming in the weeks ahead. This is required for approval on moving forward with a sole source contract for required ozone generators. A competitive bid was completed in the past when the equipment was initially purchased in 2000. The current generators have underwent standard maintenance and have performed well, however, the older generators require refurbishing. The generator parts remain proprietary to the manufacturer and a sole source contract is required to support continued use.

R. Spagnulo provided an update to the Board regarding Item 4.7, Customer Pulse Check Update. It was reported that disconnection notices will be sent to customers in the coming months. A member of the Board noted that the number of potential disconnects remained high. Management reported that past experience has shown that 40% of customers will pay their bills once a notice has been provided. ENWIN continues to work with customers on a case by case basis. Management committed to providing further updates to the Board via e-mail in the months ahead.

When discussing item 4.11, EWU Group and WUC 2020 Meeting Dates, a member of the Board requested that changes for future dates be highlighted for the Board. Management agreed to this request.

Moved and seconded

That the following Communication Agenda items be received as recommended:

- 4.1 Draft WUC Audit and Finance Committee Meeting Minutes, June 10, 2020
- 4.2 ENWIN Group President & CEO Report
- 4.3 Reservoir Wrap Up Report
- 4.4 Communications & Public Relations Report: COVID-19 Communications
- 4.5 Financial & Corporate Compliance Report for Q1 2020
- 4.6 Contract Award: Watermain Reconstruction Project #2020-019
- 4.7 COVID-19 Customer Pulse Check – June 2020
- 4.8 Strategic Plan Implementation – June 2020 Progress Report
- 4.9 Windsor Utilities Commission Board Work Plan
- 4.10 WUC Initiatives Tracking Report
- 4.11 EWU Group and WUC 2020 Meeting Dates

-CARRIED

ENWIN EXECUTIVE REPORTS

5.1 WATER OPERATIONS REPORT

Moved and seconded
THAT the Water Operations Report be RECEIVED;

-CARRIED

5.2 PURCHASING POLICY UPDATE REPORT

Moved and seconded
THAT the Amendments to Purchasing Policy Report be RECEIVED;
AND THAT the current Purchasing Policy B001.03 dated June 27, 2017 BE REPEALED upon the effective date of Purchasing Policy B001.04;
AND THAT the Purchasing Policy B001.04 BE APPROVED and ADOPTED.

-CARRIED

5.3 WINDSOR UTILITIES COMMISSION Q1 2020 FORECAST

Moved and seconded
THAT the Windsor Utilities Commission Q1 2020 Forecast be RECEIVED.

-CARRIED

5.4 WUC DEBT RESTRUCTURING

Moved and seconded
THAT the WUC Debt Restructuring report be RECEIVED;
AND THAT Management proceed with the further investigation (legal and financial) of the debt restructuring plan to be submitted for future approval in the 2021 budget.

-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 Windsor Utilities Commission In-Camera Meeting Minutes of May 13, 2020
s. 239(2)(i) a trade secret or scientific, technical, commercial, financial or labour relations information, supplied in confidence to the municipality of 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

s. 239(2)(a) the security of the property of the municipality or local board

s. 239(2)(f) advice that is subject to solicitor-client privilege, including communications necessary for that purpose

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.

6.2 Draft WUC In-Camera Audit and Finance Committee Meeting Minutes, June 10, 2020

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

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s. 239(2)(f) advice that is subject to solicitor-client privilege, including communications necessary for that purpose

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 Tecumseh Negotiations Update

s. 239(2)(k) a position, plan, procedure, criterial or instruction to be applied to any negotiations carried on to be carried on by or on behalf of the municipality or local board

6.4 Cyber Security Overview– Presentation

s. 239(2)(a) the security of the property of the municipality or local board

6.5 Cyber Security Overview

s. 239(2)(a) the security of the property of the municipality or local board

-CARRIED

The In Camera session commenced at 10:56 a.m.

The In Camera session concluded at 11:44 a.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 May 13, 2020 be approved.

-CARRIED

Moved and seconded

That the Draft WUC In-Camera Audit and Finance Committee Meeting Minutes, June 10, 2020 be received for information.

-CARRIED

Moved and seconded

That the Tecumseh Negotiations Update be received.

And that the PJSJC MOU, Minutes of Settlement, Interpretive Guidance Document, Illustrative Rate Calculation, WUC Cost of Water Production, Blend of the Bulk Rate and Summer Levy be approved.

-CARRIED

Moved and seconded

That the Cyber Security Overview– Presentation be received.

-CARRIED

Moved and seconded

That the Cyber Security Report be received for information.

-CARRIED

OTHER BUSINESS

A Board member asked for an update regarding business operations and if any lessons were learned during the pandemic. Management will be bringing a Remote Work Policy to the Board in the future for approval.

A Board member requested that a letter of support be sent for continued virtual meetings. Current legislation has only granted temporary opportunity to hold virtual meetings with electronic voting during the pandemic. Management will continue to follow any updates in the coming weeks to determine if this period will be extended. H. Reidel will determine if this is already underway by the Association of Municipalities of Ontario. Alternatively, a letter of support will be provided to the provincial government.

MEETING TERMINATION

Moved and seconded

That the meeting be terminated.

-CARRIED

Meeting terminated at 11:48 a.m.

Recording Secretary

Board Chair