

**WINDSOR UTILITIES COMMISSION
BOARD OF COMMISSIONERS MEETING
PUBLIC MEETING MINUTES
WEDNESDAY, SEPTEMBER 29, 2021**

A public meeting of the Windsor Utilities Commission Board of Commissioners was held on Wednesday, September 29, 2021, via Zoom Conference call. Due to the COVID-19 pandemic, ENWIN's offices remained closed to the public.

ATTENDANCE

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

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 Engineering (Water) C. Manzon, Director Water Operations D. Melnyk, Director of Human Resources Jennifer Damphouse, Coordinator of Corporate Initiatives N. Anderson, Director of Regulatory Affairs Claire Bebbington, Director of Procurement and Supply Chain Renee McIntyre; Manager IT Operations M. Vinhaes, 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: None

Regrets: Kieran McKenzie

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

There being a quorum and proper notices received, the Chair called the meeting to order at 11:00 a.m.

No conflicts of interest were declared.

CONSENT AGENDA

Moved and seconded

That the following Consent Agenda items be approved as recommended:

- 3.1 Windsor Utilities Commission Board Public Meeting Minutes of June 23, 2021 be approved.

-CARRIED

COMMUNICATIONS AGENDA

The President and CEO reviewed item 4.2, Q3-2021 Report of ENWIN Group President & CEO. The CEO informed the Board of the successful employee appreciation event that took place in September. The socially distanced event provided staff with a token of thanks and acknowledgements. Service awards were also provided to staff.

A Commissioner inquired about item 4.4, Enterprise Risk Management, and the IT strategies in place to ensure water remains safe from cyber attack. Management discussed the protocols in place for security, monitoring, and safety redundancies to ensure safe water service.

A Commissioner inquired about item 4.6, Water Operations Report, and the impacts of supply chain issues on the 2021 capital spending and project timing risks. Management responded to the satisfaction of the Board and reviewed the strategies in place to mitigate supply risks. Another Commissioner inquired about the increase in line breaks in the first two quarters. Management responded to the satisfaction the Board, noting the abnormal low number of breaks in the previous year due to warmer weather patterns and the protocols in place to ensure safe water supply.

A Commissioner inquired about item 4.7, 20th Anniversary of Ozone Implementation, and how this accomplishment would be publicized based on the guidelines outlined in item 5.3. Management responded to the satisfaction the Board

A Commissioner inquired about item 4.10, Fluoridation Update, and the timing of the implementation. Management confirmed that ENWIN is expected to carefully review the data that will become available by November 2021 and will determine implementation timeline targets based on this data.

Moved and seconded

That the following Communication Agenda items be received as recommended:

- 4.1 Draft WUC Audit and Finance Committee Meeting Minutes of September 15, 2021
- 4.2 Q3-2021 Report of ENWIN Group President & CEO
- 4.3 Windsor Utilities Commission Financial and Corporate Compliance Report for Quarter Ending Q2, 2021
- 4.4 Enterprise Risk Management
- 4.5 WUC Sinking Fund Update
- 4.6 Water Operations Report

- 4.7 20th Anniversary of Ozone Implementation
- 4.8 MECP Inspection Results
- 4.9 Emerging Contaminates Monitoring Program
- 4.10 Fluoridation Update
- 4.11 Contract Approval Summary
- 4.12 VP Customer Care & Corporate Operations
- 4.13 Communications & Public Relations
- 4.14 Downtown Kiosk and Front Counter Update
- 4.15 Strategic Plan Implementation – September 2021 Update
- 4.16 Windsor Utilities Commission Board Work Plan
- 4.17 WUC Initiatives Tracking
- 4.18 EWU Group and WUC 2021 Meeting Dates

-CARRIED

EXECUTIVE REPORTS

5.1 2022 BOARD AND COMMITTEE MEETING SCHEDULES

Moved and seconded

That the proposed 2022 Board and Committee Meeting Schedules BE APPROVED and IMPLEMENTED.

-CARRIED

5.2 DELEGATION OF AUTHORITY POLICY – CLARIFYING AMENDMENTS

Moved and seconded

That the WUC Board of Directors ACKNOWLEDGE and ADOPT the terms of the revised EWU Delegation of Authority Policy attached hereto as Attachment 1, and;

That the WUC Board of Directors AUTHORIZE EWU management to utilize the terms of this policy in the execution of business on behalf of WUC.

-CARRIED

5.3 BRANDING IN MEDIA RELEASES

A Commissioner expressed opinion regarding the proposed branding guidelines outlined within the report. The proposed media release branding was suggested to interfere with publicization of WUC news and accomplishments. The Commissioner indicated that the operating body should not be a factor in the guidelines, as it does not change the accomplishments of WUC. It was stated that the guidelines were confusing.

Management briefly reviewed the history of the Single Utility Model and the use of media releases from 2015 to present day. While a clean division between WUC and ENWIN is difficult to make, it was acknowledged that ENWIN has been strategically positioned as a company with a Water Division that undertakes operations on behalf of WUC for their benefit. Management reconfirmed that the ENWIN Board shows deference to the WUC Board and their wishes for WUC to continue to be involved in on-going decision-making in authority areas not delegated under the Water System Operating Agreement.

No further discussion ensued.

Moved and seconded

That the Brand Report BE RECEIVED and that the attached media release guidelines and templates related to Windsor Utilities Commission BE APPROVED.

-CARRIED

5.4 WINDSOR UTILITES COMMISSION Q2 2021 FINANCIAL REVIEW

Moved and seconded

That the Windsor Utilities Commission Q2 2021 Financial Review be RECEIVED.

-CARRIED

5.5 WINDSOR UTILITES COMMISSION 2022 BUSINESS PLAN INCLUDING THE OPERATING AND CAPTIAL BUDGETS - PRESENTATION

The VP Corporate Services & CFO provided a presentation of the proposed budget.

Moved and seconded

That the Windsor Utilities Commission 2022 Business Plan including the Operating and Capital Budgets – Presentation be received.

-CARRIED

5.6 RATE INCREASE ANALYSIS

The CFO provided the Commission with an overview of the report, indicating the 2022 rate increase proposed in the budget was less than the rate increase trajectory noted in the proposed 6-year Water Plan. Commissioners inquired about the proposed rate increases and impacts and rate analysis options were reviewed and discussed.

A Commissioner inquired about the comparison of rates to neighboring municipalities. Management responded to the satisfaction of the Board, noting similar comparators in Ontario and noting that local comparators remain difficult, as many municipalities are younger with new infrastructure in place.

Moved and seconded

That the Rate Increase Analysis report BE RECEIVED and that ENWIN be directed to proceed with the proposed Option 2, which supports a 3.8% rate increase used to offset

inflation.

-CARRIED [Commissioner Sonogo dissenting]

5.7 WINDSOR UTILITES COMMISSION 2022 BUSINESS PLAN INCLUDING THE OPERATING AND CAPITAL BUDGETS

Moved and seconded

That the WUC 2022 – 2027 Business Plan with 2022 Operating and Capital Budgets BE RECEIVED and brought back to the Board for approval at the November meeting with the revised 2022 water rate increase of 3.8%.

-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 of Commissioners Meeting In Camera Minutes of June 23, 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.

6.2 Draft WUC Audit and Finance Committee Meeting Minutes of September 15, 2021

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

6.3 Open Legal Matters: Semi-Annual Update (as of June 30, 2021)

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

6.4 Essex County Water Study- Preliminary Overview

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

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

(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.

6.5 Rockwell Contract – SCADA Network Upgrade Documented Change Request

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

s. 239 (2)(l) scientific, technical, commercial, financial or labour relations information, supplied in confidence to the board, which if disclosed could reasonably be expected to prejudice significantly the competitive position of a person or organization

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.

6.6 District Energy Windsor (DEW) Closing Update

s. 239(2)(j) a trade secret or scientific, technical, commercial or financial information that belongs to the municipality or local board and has monetary value or potential monetary value.

6.7 District Energy Windsor Proceeds

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.

6.8 Future Land Purchases

s. 239 (2)(c) a proposed or pending acquisition or disposition of land by the municipality or local board.

-CARRIED

The In Camera session commenced at 12:01 p.m.

The In Camera session concluded at 12:28 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 June 23, 2021 be approved.

-CARRIED

Moved and seconded

That the Windsor Utilities Commission Draft Audit & Finance Committee In Camera Meeting Minutes of September 15, 2021 be received.

-CARRIED

Moved and seconded

That the Open Legal Matters: Semi-Annual Update (as of June 30, 2021) be received.

-CARRIED

Moved and seconded
That the Essex County Water Study – Preliminary Overview be received.

-CARRIED

Moved and seconded
That the Rockwell Contract – SCADA Network Upgrade Documented Change Request be received.

-CARRIED

Moved and seconded
That the District Energy Windsor (DEW) Closing Update be received.

-CARRIED

Moved and seconded
That That the District Energy Windsor Proceeds report be received and approved as recommended.

-CARRIED

Moved and seconded
That That the Future Land Purchases Report be received and approved as recommended.

-CARRIED

OTHER BUSINESS

None noted.

MEETING TERMINATION

Moved and seconded
That the meeting be terminated.

-CARRIED

Meeting terminated at 12:28 p.m.

Recording Secretary

Board Chair