

**WINDSOR UTILITIES COMMISSION**  
**AUDIT AND FINANCE COMMITTEE**  
**PUBLIC MEETING MINUTES FOR THE PUBLIC MEETING HELD**  
**WEDNESDAY, FEBRUARY 7, 2024**

A public meeting of the Windsor Utilities Commission Audit & Finance Committee was held on Wednesday, February 7, 2024 via Zoom Conference call due.

**ATTENDANCE:**

Commissioners: Egidio Sovran (Chair), Doug Lawson, Jim Morrison, Onorio Colucci, Gary Kaschak

EWU Management: President & CEO, G. Rossi, Chief Financial Officer, M. Carlini, Chief Operating Officer - Water, R. Spagnuolo, Chief Operating Officer - Hydro, J. Brown, Chief Business Development Officer, K. Taylor; Chief Risk Officer, P. Gleason; Director Finance, G. Boose; Chief People Officer, M. Bonnici; Governance and Records Coordinator, A. Pelaccia

Guests: Peter Godec and Adam Penny; Jarislowsky Frasier Global Investment Management

Regrets: None

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

The Chair noting quorum called the public meeting to order at 12:30 p.m.

**CONSENT AGENDA**

Moved and seconded

THAT the following Consent Agenda item BE APPROVED as recommended.

- 3.1 THAT the WUC Audit & Finance Committee Meeting Minutes of September 13, 2023 be approved.
- 3.2 THAT the 2023 WUC Capital Carryforward be RECEIVED; and

THAT the Audit and Finance Committee recommends THAT management be AUTHORIZED to spend \$2.90M for the identified 2023 carryforward projects above the current approved 2024 Capital budget.

**-CARRIED**

## **COMMUNICATION AGENDA**

At the request of the Committee, the investment managers entered the meeting at 12:33 pm to provide a presentation. The managers were thanked for their efforts over the last year and left the meeting at 12:51 pm.

The Chief Financial Officer provided the Committee an update related to the receipt of royalties for Enwave securing new customers. These funds can be determined for use for capital projects, sinking fund investment, or operational funding. The Committee identified their interest in adding the royalties to the sinking fund investment, as the funds remain available at any time for use as required. Further details will be provided to the Board for direction in the coming months.

Moved and seconded

THAT the following Communication Agenda items BE RECEIVED as recommended.

- 4.1 WUC Financial and Corporate Compliance for Quarter Ending Q4, 2023
- 4.2 WUC Sinking Fund Update
- 4.3 Annual Purchasing Compliance (Fiscal Year 2023)
- 4.4 WUC Initiatives Tracking

**-CARRIED**

## **ENWIN EXECUTIVE REPORTS**

### **5.1 WUC 2023 DEVELOPMENT CHARGE FUND REQUEST**

Moved and seconded

THAT the Development Charges Funds Request BE RECEIVED for information;

AND THAT the Development Charges Funds Request BE RECOMMENDED to the Windsor Utilities Commission Board of Commissioners for receipt.

AND THAT the 2023 Development Charges fund held by the City in the amount of \$2,050,269 BE RECOMMENDED to the Board of Commissioners to be requested from the City of Windsor.

**-CARRIED**

### **5.2 BY-LAW #96 – SCHEDULE A METER CHARGE**

The Chief Operating Officer – Water reviewed item 5.2 and identified the proposed changes. He noted that the table in Appendix A may be modified before the report is brought to the Board to better align the penalties with the provisions set out within the by-law.

Moved and seconded

THAT the By-Law #96 - Schedule A Meter Charge report BE RECEIVED for information and BE RECOMMENDED to the WUC Board of Commissioners for approval.

**-CARRIED**

### **IN CAMERA SESSION**

Moved and seconded

THAT the Committee be directed to move in camera for the purpose of consideration of the following items of business pursuant to section 239(2) of the *Municipal Act*:

#### 6.1 WUC Audit & Finance Committee In Camera Meeting Minutes of November 8, 2023

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

#### 6.2 Insurance Renewal Summary

*s. 239(2)(i) scientific, technical, commercial, financial or labour relations information, supplied in confidence to the board, which if disclosed could reasonably be expected to interfere significantly with the contractual or other negotiations of a person or group.*

#### 6.3 WUC Open Legal Actions: Semi-Annual Update (as of December 31, 2023)

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

**-CARRIED**

The In Camera session commenced at 12:54 PM.

### **RESUME PUBLIC MEETING SESSION**

Moved and seconded  
THAT the Committee move TO RESUME the public meeting session.

**-CARRIED**

The Public Committee meeting reconvened at 1:05 p.m.

### **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 November 8, 2023 BE APPROVED as recommended.

**-CARRIED**

Moved and seconded  
THAT the Insurance Renewal Summary BE RECEIEVED as recommended.

**-CARRIED**

Moved and seconded  
THAT the WUC Open Legal Actions: Semi-Annual Update (as of December 31, 2023) BE RECEIEVED as recommended.

**-CARRIED**

### **OTHER BUSINESS**

None noted.

### **TERMINATION**

Moved and seconded.  
THAT the meeting BE TERMINATED.

**-CARRIED**

The meeting terminated at 1:07 p.m.

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Recording Secretary

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Committee Chair