

WINDSOR CANADA UTILITIES
BOARD OF DIRECTORS MEETING
PUBLIC MEETING MINUTES

WEDNESDAY, APRIL 24, 2024

A public meeting of the Windsor Canada Utilities Board of Directors was held on Wednesday, April 24, 2024 at 4545 Rhodes Drive, Windsor, Ontario and via Zoom Conference call.

ATTENDANCE:

Directors: Drew Dilkens (Chair), Ed Sleiman, Jim Morrison, Kevin Laforet and Jerry Udell

Management: President & CEO G. Rossi; Chief Business Development Officer Kris Taylor; Chief Operating Officer- Water R. Spagnuolo; Chief Operating Officer - Hydro J. Brown; Chief Financial Officer M. Carlini; Chief Risk Officer P. Gleason; Chief People Officer M. Bonnici; Director Engineering (Water) C. Manzon; Director of Water Operations D. Melnyk; Director of Hydro Engineering – M. Vinhaes; Director of Information Technology M. Vinhaes; Director of Finance G. Boose; Director of Procurement and Supply Chain R. McIntyre; Director Regulatory Affairs C. Bebbington; Governance and Records Coordinator A. Pelaccia.

Guests: Lorie Gregg, City of Windsor
Cynthia Swift, KPMG

Regrets: Jo-Anne Gignac

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

The Chair, noting quorum, called the meeting to order at 11:18 a.m.

No conflicts of interest were declared.

CONSENT AGENDA

Moved and seconded

THAT the following Consent Agenda item BE APPROVED as recommended:

3.2 WCU Board Public Meeting Minutes of February 21, 2024

-CARRIED

IN CAMERA SESSION

Moved and seconded
THAT the Board MOVE to the In Camera session.

-CARRIED

The In Camera Session commenced at 11:18 a.m.

The In Camera Session concluded at 12:05 p.m.

RESUME PUBLIC MEETING SESSION

Moved and seconded
THAT the Board move TO RESUME the public meeting session at 12:05 p.m.

-CARRIED

COMMUNICATION AGENDA

The Chair of the WCU Audit & Finance Committee provided an overview of item 5.1, Report of the Chair of the WCU Audit & Finance Committee.

The President and CEO provided a review of item 5.5, President and CEO: Strategic and Operational Report. He informed the Board that the new format of this report includes business operations details from the reports that had previously been brought to the Board by each Chief.

Moved and seconded
THAT the following Communication Agenda items BE RECIEVED as recommended:

- 5.1 Report of the WCU Ad Hoc Nominating Committee
- 5.2 Draft WCU Ad Hoc Nominating Committee Minutes for March 6, 2024
- 5.3 Report of the Chair of the WCU Audit & Finance Committee
- 5.4 Draft WCU Audit & Finance Meeting Minutes for April 10, 2024
- 5.5 President and CEO: Strategic and Operational Report
- 5.6 2023 Financial Review – EWU
- 5.7 2023 Audited Financial Statements - EWU
- 5.8 2023 Annual Report Draft – Windsor Canada Utilities Ltd.
- 5.9 2024-2028 Strategic Plan Progress

- 6.1 EWE 2023 Financial Review
- 6.2 2023 Audited Financial Statements - EWE

-CARRIED

EXECUTIVE REPORTS

6.3 2023 FINANCIAL REVIEW – WCU

Move and seconded.

THAT the WCU 2023 Financial Review report BE RECEIVED AND APPROVED.

-CARRIED

6.4 2023 AUDITED FINANCIAL STATEMENTS – WCU

Moved and seconded.

THAT the WCU 2023 Audited Financial Statements report BE RECEIVED for information;

AND THAT the WCU 2023 Audited Financial Statements BE APPROVED.

-CARRIED

OTHER BUSINESS

None noted.

TERMINATION

Moved and seconded

THAT the meeting BE TERMINATED.

-CARRIED

The meeting terminated at 12:18 p.m.

Recording Secretary

Board Chair