

EWU Board Recruitment

1. What is the function of the ENWIN Utilities and the EWU Board?

The ENWIN Group of Companies (“ENWIN Group”) is composed of three corporations, each of which has its own Board. The Corporation of the City of Windsor is the ultimate shareholder for the ENWIN Group. The City of Windsor holds 100% of the shares in Windsor Canada Utilities (“WCU”). WCU holds 100% of the shares in each of ENWIN Utilities Ltd. (“EWU”) and ENWIN Energy Ltd. (“EWE”).

EWU is a large company with over 200 employees, incorporated pursuant to the *Ontario Business Corporations Act* (“OBCA”). EWU owns, operates and maintains the local electricity distribution system, and it distributes electricity to customers in the City of Windsor. As such, it is licenced and regulated by the Ontario Energy Board pursuant to the *Electricity Act, 1998* and the *Ontario Energy Board Act, 1998*. EWU also serves as the community’s water system operator distributing clean water to customers in the City of Windsor and parts of Essex County under contract with the Windsor Utilities Commission (“WUC”), which is the owner of the local water production and distribution infrastructure. For more information about EWU, visit www.ENWIN.com.

2. What are you looking for in an applicant?

The ENWIN Group is looking for applicants that are able and willing to devote time and energy to their duties, which include reviewing and critically analyzing the materials supplied in advance of each meeting, with a focus on compliance, and contributing to discussions at each meeting.

In addition, the ENWIN Group is looking for applicants that demonstrate industry knowledge and experience with respect to the following areas:

- Regulated industries including the electricity industry.
- Business, commercial or economic development, initiatives and/or opportunities, particularly in the City of Windsor and Essex County.
- Public policy, government processes and legislative developments.
- Large or mid-sized systems management and operations management.
- Developing and implementing risk management systems.
- Corporate governance and capital structures.
- Strategic planning from a corporate governance perspective.
- Reviewing and analyzing financial statements and audits.

The ENWIN Group also requires applicants with a broad range of technical skills and experience in several areas including the following:

- Accounting, finance and/or auditing.
- Regulatory affairs and/or law in a variety of practice areas including but not limited to corporate and tax law.
- Engineering and asset planning.
- Human resources, executive compensation, succession planning and/or health and safety.
- Information technology, including but not limited to cyber security.
- Marketing, public relations and/or private sector consumer relations.
- Experience as a CEO, VP, Director or in senior management.

The ENWIN Group will assess applicants based on an approved skills matrix, which ranks applicants based on whether they demonstrate the above-mentioned knowledge, skills and experience.

Finally, the ENWIN Group requires applicants with a high degree of integrity and ethical standards, the ability to work collaboratively with others, strong communication skills as well as sound judgment and effective decision-making.

3. When are the meetings, how long and how often?

EWU meetings and other commitments:

- This Board typically meets 5 times per year.
- This Board's Audit & Finance Committee typically meets 5 times per year.
- This Board's Risk & Governance Committee typically meets 2 times per year.
- This Board's HR Compensation Committee typically meets 2 times per year.
- This Board has a Management Executive Committee, which meets periodically.
- Board meetings are typically held from 9:00 a.m. to 10:15 a.m.

The ENWIN Group may convene joint ad-hoc committees that meet from time to time for specific purposes, including but not limited to the Joint Ad-Hoc Nominating Committee.

The ENWIN Group may host strategy sessions and education days for the benefit of Directors, Management, and Staff. Directors are also invited to other corporate events and professional development sessions.

4. Are there any specific tasks or responsibilities applicants will be expected to fulfill (ie: writing reports, speaking with media, etc.)?

While it is not common, there may be exceptional situations in which Directors are asked to attend special media events for the ENWIN Group and/or speak with the media.

5. Are there any other items you think potential applicants should know about the work of the Board or what may be expected of them?

It is important for applicants to appreciate that Directors are required to participate in committees, and to attend orientation sessions and strategy sessions. In addition, particularly for any Directors that may not have experience in the electricity sector, they will be encouraged to accept any opportunities that may be available to attend additional training and professional development sessions.

Directors are required to critically analyze complex legal and regulatory issues, and to reconcile a variety of interests in the performance of their duties. For example, Directors must act in the best interest of the corporation, but in so doing they must also consider the impact of their decisions on ratepayers, and they must ensure compliance with the *Electricity Act, 1998* as well as the rules and regulations established by the Ontario Energy Board.

Finally, due to the nature of their duties, it is critical that Directors understand and comply with the requirement to maintain the confidentiality of information disclosed and discussed during in camera sessions of the Board.

EWU List of Competencies

Industry Knowledge/Experience

Industry experience - regulated industry
Knowledge of electricity sector
Experience and knowledge of Windsor industry
Knowledge of broad public policy direction
Experience in large systems management and operation maintenance
Experience and expertise in economic development initiatives
Business and commercial expertise

Technical Skills/Experience

Accounting
Finance
Auditing
Corporate capital structures
Tax Laws
Law
Engineering/ asset planning
Regulatory
Information technology
Public relations / private sector consumer relations experience
Experience in developing and implementing risk management
Health and safety
CEO/senior management experience
Human resource management/executive compensation/succession planning

Governance Competencies

Director – large organization (100+ employees)
Strategic thinking/planning from a governance perspective
Financial literacy
Executive performance management - management of the CEO
Governance related risk management experience
Compliance focus
Other