

**WINDSOR UTILITIES COMMISSION  
BOARD OF COMMISSIONERS MEETING  
PUBLIC MEETING MINUTES  
WEDNESDAY, SEPTEMBER 25, 2024**

A public meeting of the Windsor Utilities Commission Board of Commissioners was held on Wednesday, September 25, 2024, in person at 4545 Rhodes Drive, Windsor, Ontario and via Zoom Conference call.

**ATTENDANCE**

Directors: Kieran McKenzie (Chair), Egidio Sovran, Jim Morrison, Ed Sleiman, Gary Kaschak, Onorio Colucci, Robert Feldmann, Mario Sonogo

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 Customer Care J. LaPlante-Lane; Director of Information Technology M. Vinhaes; Director of Finance G. Boose; Director of Procurement and Supply Chain R. McIntyre; Manager Water Construction & Design S. Johnston; Director Regulatory Affairs C. Bebbington; Manager Risk & Governance A. Pelaccia.

Guests: None

Regrets: None

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

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

No conflicts of interest were declared.

**CONSENT AGENDA**

Moved and seconded

That the following Consent Agenda items be approved as recommended:

3.1 THAT the WUC Board Public Meeting Minutes of June 26, 2024

BE APPROVED.

**-CARRIED**

## **COMMUNICATION AGENDA**

The Chair of the Audit and Finance Committee provided a verbal review of 4.1, Report of the Chair of the WUC Audit and Finance Committee. He noted that financial statements were reviewed at the Committee and indicated WUC remains in great financial shape.

A Commissioner asked about cash flow in future years. The Chief Financial Officer indicated capital is expected to increase in future years. Some projects could require borrowing. If expansion occurs incrementally, it is expected that we could leverage investments for revenue in the expansion.

The Director of Regulatory Affairs reviewed item 4.4, Regulatory Affairs Update – Water. She informed the Board that an on-site Ministry audit was taking place and results will be brought forward once available.

The Chair of the Audit & Finance Committee provided highlights regarding item 4.6, WUC Sinking Fund Update, and informed the Board that the Committee asked to review the fund with the Investment Managers to discuss short term investment options.

Item 4.7, Purchasing Policy, was reviewed by the Director of Regulatory Affairs. She highlighted changes made to the policy and noted that the new language had been approved by the EWU Board. A Commissioner thanked management for including the feedback from the Commission in the policy.

Moved and seconded

THAT the Purchasing Policy BE RECEIVED;

AND THAT the Windsor Utilities Commission APPROVE and ADOPT the Purchasing Policy for the Windsor Utilities Commission.

**-CARRIED**

Moved and seconded

That the following Communication Agenda items be received as recommended:

- 4.1 Report of the Chair of the WUC Audit and Finance Committee (Verbal Report)
- 4.2 Draft WUC Audit and Finance Committee Meeting Minutes of September 11, 2024
- 4.3 President and CEO: Strategic and Operational Report
- 4.4 Regulatory Affairs Update – Water
- 4.5 WUC Financial and Corporate Compliance for Quarter Ending Q2 2024
- 4.6 WUC Sinking Fund Update
- 4.7 Purchasing Policy
- 4.8 2024-2028 Strategic Plan Progress

4.9 WUC Initiatives Tracking

**-CARRIED**

**EXECUTIVE REPORTS**

**5.1 WUC Q2 2024 FINANCIAL REVIEW**

A Commissioner asked what is done when there are opportunities for short term investment. The Chief Financial Officer informed the Commission that Management compares rates. Currently, bank rates have been more favourable than GICs. This review is performed annually.

Moved and seconded

THAT the WUC Q2 2024 Financial Review report BE RECEIVED AND APPROVED.

**-CARRIED**

**5.2 WUC 2025 OPERATING AND CAPITAL BUDGETS**

The Chief Financial Officer presented the operating and capital budget to the Commission.

A Commissioner requested to review the breakdown of commercial and residential water customer rate design. Management confirmed that this can be provided at a subsequent meeting.

A Commissioner asked about any further developments regarding the battery plant and forecasting consumption. Management confirmed that consumption has been discussed, and the 2025 budget has been very conservative as the plant begins production.

A Commissioner asked about a chart in the presentation that depicted consumption over time. He inquired why it was not consistent. Management confirmed consumption has been impacted by loss of industries and water conservation.

Moved and seconded

THAT the WUC 2025 Operating and Capital Budgets BE RECEIVED for information;

AND THAT the Windsor Utilities Commission annual commissioner remuneration BE APPROVED to increase by 3% from \$9,097 to \$9,370, subject to submission to and alternative comment by Windsor Canada Utilities Ltd.

AND THAT the WUC 2025 Operating and Capital Budgets BE APPROVED as recommended by the WUC Audit and Finance Committee.

AND THAT management has authority to spend up to \$10 million in capital spending for 2025 if the budget approval is deferred.

**-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 26, 2024\*  
*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 prejudice significantly the competitive position of a person or organization.*

6.2 Report of the Chair of the WUC Audit and Finance Committee (Verbal Report)  
*s. 239(2)(e) litigation or potential litigation, including matters before administrative tribunals, affecting the municipality or local board.*

6.3 Draft WUC Audit & Finance Committee In Camera Meeting Minutes of  
September 11, 2024  
*s. 239(2)(e) litigation or potential litigation, including matters before administrative tribunals, affecting the municipality or local board.*

6.4 Cyber Security Update  
*s. 239(2)(a) the security of the property of the municipality or local board.*

6.5 Property Acquisition for New Elevated Water Tower  
*s. 239(2)(c) a proposed or pending acquisition or disposition of land by the municipality or local board.*

6.6 WUC 2024 Enterprise Risk Management – Q3 Update  
*s. 239(2)(a) the security of the property of the municipality or local board; and  
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.*

**-CARRIED**

The In Camera session commenced at 1:01 p.m.

The In Camera session concluded at 1:28 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 THAT the WUC Board In Camera Meeting Minutes of June 26, 2024 BE APPROVED.

**-CARRIED**

Moved and seconded

THAT the Report of the Chair of the WUC Audit and Finance Committee BE RECEIVED.

**-CARRIED**

Moved and seconded

THAT the Draft WUC Audit & Finance Committee In Camera Meeting Minutes of September 11, 2024 BE RECEIVED.

**-CARRIED**

Moved and seconded

THAT the Cyber Security Update report BE RECEIVED.

**-CARRIED**

Moved and seconded

THAT the Property Acquisition for New Elevated Water Tower report BE RECEIVED.

**-CARRIED**

Moved and seconded

THAT the 2024 Enterprise Risk Management report BE APPROVED as recommended.

**-CARRIED**

## **OTHER BUSINESS**

The Commission Chair acknowledged the long-time tenure of former Commissioner Doug Lawson and acknowledged his time with the WUC Board and his service to the community. Condolences were directed to Doug's family and friends, and service information was shared with the Commission.

## **MEETING TERMINATION**

Moved and seconded

That the meeting be terminated.

**-CARRIED**

Meeting terminated at 1:32 p.m.

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Recording Secretary

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Board Chair