

**WINDSOR UTILITIES COMMISSION
BOARD OF COMMISSIONERS MEETING
PUBLIC MEETING MINUTES
WEDNESDAY, APRIL 23, 2025**

A public meeting of the Windsor Utilities Commission Board of Commissioners was held on Wednesday, April 23, 2025, at 4545 Rhodes Drive, Windsor, Ontario and via Zoom Conference call.

ATTENDANCE

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

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; Director Engineering (Water) C. Manzon; Director of Water Operations D. Melnyk; Chief People Officer M. Bonnici; Director Customer Care J. LaPlante-Lane; Manager, Risk & Governance A. Pelaccia; Risk & Governance Coordinator, C. Ficociello, Compliance Coordinator, M. Reid, Coordinator, Corporate Initiatives, M. Underwood.

Guests: None

Regrets: None

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

The Chair, noting quorum, called the meeting to order at 12:45 p.m.

No conflicts of interest were declared.

CONSENT AGENDA

Moved and seconded

THAT the following Consent Agenda item BE APPROVED as recommended:

3.1 WUC Board Public Meeting Minutes of February 19, 2025

-CARRIED

COMMUNICATION AGENDA

The Chair of the Audit & Finance Committee provided summarized update for item 4.1, Report of the Chair of the WUC Audit and Finance Committee. He indicated that the Committee met with the Auditor and noted no deficiencies and congratulated the team for their hard work.

The President & CEO provided an overview of item 4.3, President and CEO: Strategic and Operational Report. He indicated that the calendar invite for the upcoming Board Retreat has been updated with a venue. ENWIN has been recognized with the Performance Excellence Award at the EDA Awards Gala, demonstrating their commitment to operational efficiency and customer satisfaction. The award was showcased in the room for all to see. Thanks were also provided to the crews who were sent to Orillia and the surrounding region to assist in restoring power after a major ice storm hit the area in the end of March. Customers provided ENWIN with thanks for their efforts and recognition was given to the crews who were dispatched. The Chair of the Commission thanked ENWIN and for all their efforts, underscoring the importance to the community.

The Chief Financial Officer reviewed 4.5, WUC Sinking Fund Performance & Policy Update. He indicated that as of March 31, 2025, the fund is down 2.5%, consistent with expected benchmarks.

The Chief Operating Officer of Water reviewed items 4.6 and 4.7 with the Commission. A Commissioner asked if there are any government grants available assisting with the lead services program. Management indicated that no known grants are available. A Commissioner asked about Management's thoughts on use of surplus capital funds for lead services. The Chief Operating Officer indicated that the focus is more on replacing water mains that are at end of life that have a significant impact on quality of water and minimizing line breaks. The Chief Operating Officer indicated that this is a discussion that will be continued at the Board Retreat to discuss the strategy going forward regarding prioritization and next steps. A Commissioner asked for clarification on the lead services program and if WUC only supports replacement of lead pipes up to the property line. Management confirmed that this is correct and that homeowners are responsible past the property line. A Commissioner asked what the anticipated end date of the program will be when all 2300 remaining replacements will be completed and the cost associated with this initiative. Management stated that it is anticipated that all remaining replacements will be completed by 2030 and will review costing for the Board.

The Chief Risk Officer reviewed item 4.8, 2024-2028 Strategic Plan Progress, and informed the Commission that progress remains positive. He identified that all items are expected to be completed by year end.

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 & Finance Committee Meeting Minutes of April 9, 2025
- 4.3 President and CEO: Strategic and Operational Report
- 4.4 Regulatory Affairs Update – Water
- 4.5 WUC Sinking Fund Performance & Policy Update
- 4.6 ENWIN Utilities Ltd. Annual Certificate of Compliance with Water System Operating Agreement (“WSOA”)
- 4.7 Watermain & Lead Services Update
- 4.8 2024-2028 Strategic Plan Progress
- 4.9 WUC Initiatives Tracking

-CARRIED

EXECUTIVE REPORTS

5.1 WUC 2024 FINANCIAL REVIEW

The Chief Financial Officer reviewed the report with the group, noting a strong year overall. The Commissioners asked if the Auditors had any known issues. The Chief Financial Officer confirmed that a clean audit took place without any noted deficiencies, and that the WUC Audit & Finance Committee met separately to discuss the audit with the Auditor at the Committee meeting.

Moved and seconded

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

AND THAT management be AUTHORIZED to spend \$5.3M for the identified 2024 carryforward projects above the current approved 2025 Capital Budget as recommended by the WUC Audit & Finance Committee.

-CARRIED

5.2 WUC 2024 AUDITED FINANCIAL STATEMENTS

Moved and seconded

THAT the WUC 2024 Audited Financial Statements report BE RECEIVED for information;

AND THAT the WUC 2024 Audited Financial Statements BE APPROVED.

-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 February 19, 2025
s. 239(2)(e) litigation or potential litigation, including matters before administrative tribunals, affecting the municipality or local board.
- 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 April 9, 2025
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 Ransomware Policy
s. 239(2) (a) the security of the property of the municipality or local board.
- 6.6 2025 Enterprise Risk Management – Q1 Update
s. 239(2)(a) the security of the property of the municipality or local board
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.
- 6.7 Annual Purchasing Compliance (Fiscal Year 2024)
s. 239(2)(h) information explicitly supplied in confidence to the municipality or local board by Canada, a province or territory or a Crown agency of any of them.
- 6.8 President & CEO – 2024 Performance Report (Under Separate Cover)
s. 239(2)(b) personal matters about an identifiable individual, including municipal or local board employees.

-CARRIED

The In Camera session commenced at 1:12 p.m.

The In Camera session concluded at 2:04 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 WUC Board of Commissioners Meeting In Camera Minutes of February 19, 2025 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 April 9, 2025 be received.

-CARRIED

Moved and seconded

THAT the Cyber Security Report be received.

-CARRIED

Moved and seconded

THAT the Ransomware Policy be received.

-CARRIED

Moved and seconded

THAT the 2025 Enterprise Risk Management – Q1 Update be received.

-CARRIED

Moved and seconded

THAT the Annual Purchasing Compliance (Fiscal Year 2024) be approved, as recommended.

-CARRIED

Moved and seconded
THAT the President & CEO – 2024 Performance Report be approved, as recommended.
-CARRIED

OTHER BUSINESS

None noted.

MEETING TERMINATION

Moved and seconded
That the meeting be terminated.
-CARRIED

Meeting terminated at 2:05 p.m.

Recording Secretary

Board Chair