WINDSOR UTILITIES COMMISSION

AUDIT AND FINANCE COMMITTEE
PUBLIC MEETING MINUTES FOR THE PUBLIC MEETING HELD
THURSDAY, SEPTEMBER 11, 2025

A public meeting of the Windsor Utilities Commission Audit & Finance Committee was held on Thursday, September 11, 2025 via Zoom Conference call and in person.

ATTENDANCE:

Commissioners:	Egidio Sovran (Chair), Robert Feldmann, Jim Morrison
EWU Management:	President & CEO, G. Rossi, Chief Financial Officer, M. Carlini, Chief Operating Officer - Water, R. Spagnuolo; Chief Risk Officer, P. Gleason; Chief Operating Officer – Hydro J. Brown; Chief Business Development Officer K. Taylor; Director of Regilatory Affairs J Charles; Director of Finance G. Boose, Manager Risk and Governance, A. Pelaccia; Coordinator Risk & Governance C. Ficociello.
Guests:	None
Regrets:	Onorio Colucci, Gary Kaschak

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

The Chair noting quorum called the public meeting to order at 11:15 a.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 June 5, 2025 be approved.

-CARRIED

COMMUNICATION AGENDA

The Chief Financial Officer presented 4.2, WUC Sinking Fund Performance & Policy Update, noting a stable performance. He shared that projections identify obligations will be paid off by 2042. A Commissioner discussed the equity mix and indicated that the fund has not done well in comparison to the benchmark. Another Commissioner indicated that the Canadian market currently prefers gold as a top performer and the investment managers in June indicated that they have chosen not to invest in this direction due to instability. Management indicated that they have reviewed the benchmark on page 31 of the package and identified that the index used has been inconsistent, and is shown using the TSX. This is inconsistent with the investment policy. Management confirmed that they will go back to the investment managers to reconcile in advance of the Board meeting and an updated report will be provided to the Board. A Commissioner impressed upon the group that it is imperative to have a single benchmark that we are working with.

The Chief Financial Officer reviewed item 4.3, and indicated that a tabletop cyber security exercise has been planned for 1:00 pm on September 19, and all Boards will be invited to attend.

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

4.1 WUC Financial and Corporate Compliance for Quarter Ending Q2, 2025

4.2 WUC Sinking Fund Performance & Policy Update

4.3 WUC Initiatives Tracking

-CARRIED

ENWIN EXECUTIVE REPORTS

5.1 WUC 2026 OPERATING AND CAPITAL BUDGET

The Chief Financial Officer presented the proposed budget, noting projections have been made by assuming continuing trends. Rates were noted to be in a higher bracket due to capital needs. Rates have been set accordingly, and remain consistent with the 6 year water plan. Two projects were also highlighted separately in the report, including the security of supply project and the advanced metering infrastructure (AMI 2.0) transition project.

A Commissioner asked as the rates expand due to capital, is there ever an instance where we will have a reduced operating cost and lower rates after initial investment.

The Chief Operating Officer – Water provided an example that expects to fit this scenario. The current water tower will be demolished, which brings savings from the considerable expected expenditures related to the maintenance of the aging infrastructure. These savings, after initial rebuild, may find efficiencies in operations due to reduced maintenance costs. In addition, Management discussed the need to continuously review agreements with wholesale customers to ensure costs remain balanced for their share.

The Chief Operating Officer – Water reviewed the proposed changes to By-law 96, including updates to rates based on accurate costs, and the imposing of a fine for backflow non-compliance. Previously, crew would have to shut off the water at these locations taking up labour and resources to have this completed. A fine has been proposed to mitigate the actual costs for non-compliance.

Moved and seconded.
THAT the WUC 2026 Operating and Capital Budgets report BE RECEIVED for information;

AND THAT the WUC Commission annual commissioner remuneration be recommended to the WUC Board of Commissioners for approval to include an inflationary increase of 3% from $9,370 to $9,651;

AND THAT the WUC 2025 Operating and Capital Budgets be recommended to the WUC Board of Commissioners FOR APPROVAL;

AND THAT By-Law 96, Schedule A, B and C be recommended to the WUC Board of Commissioners FOR APPROVAL.

-CARRIED

5.2 WUC Q2 2025 FINANCIAL REVIEW

The Chief Financial Officer reviewed the quarterly results with the Committee. He noted that consumption has decreased, and this could lead to potential exposure for revenue. Watermain breaks have also increased, increasing costs. Management continues to monitor and will ensure the Board remains informed.

A Commissioner asked if the battery plant is fully operational and if we are generating full revenue from them. Management indicated that they have been informed that full capacity is expected at the end of the 2026 year, including opportunities for expansion with other feeder plants.

A Commissioner asked if recent news that the cancelling of shift limitations at commercial businesses are expected to positively impact revenue. Management identified that commercial revenue streams remains consistent so this development is not expected to have great impact.

Moved and seconded.
THAT the WUC Q2 2025 Financial Review report BE RECEIVED for information and BE RECOMMENDED to the Windsor Utilities Commission Board of Commissioners FOR APPROVAL.

-CARRIED

IN CAMERA SESION

Moved and seconded
Pursuant to the Municipal Act section 239(2) that the Committee be directed to move in camera for the purpose of consideration of the following items of business:

6.1 WUC Audit & Finance Committee In Camera Meeting Minutes of June 5, 2025
s. 239(2)(e) litigation or potential litigation, including matters before administrative tribunals, affecting the municipality or local board

6.2 WUC Cyber Security Update August 2025
s. 239(2)(a) the security of the property of the municipality or local board;

6.3 Water Tower – Roster Exemption Request
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 organizations

-CARRIED

The In Camera session commenced at 11:47 a.m.

RESUME PUBLIC MEETING SESSION

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

-CARRIED

The Public Committee meeting reconvened at 11:55 a.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 June 5, 2025 BE APPROVED as recommended.

-CARRIED

Moved and seconded
THAT the WUC Cyber Security Update August 2025 report BE RECEIVED.

-CARRIED

Moved and seconded
THAT the Water Tower – Roster Exemption Request report BE APPROVED as recommended.

-CARRIED

OTHER BUSINESS

None noted.

TERMINATION

Moved and seconded.
THAT the meeting BE TERMINATED.

-CARRIED

The meeting terminated at 11:55 a.m.

Recording Secretary

Committee Chair