

**WINDSOR UTILITIES COMMISSION
BOARD OF COMMISSIONERS MEETING
PUBLIC MEETING MINUTES
WEDNESDAY, SEPTEMBER 24, 2025**

A public meeting of the Windsor Utilities Commission Board of Commissioners was held on Wednesday, September 24, 2025, at 4545 Rhodes Drive, Windsor, Ontario and via Zoom Conference call.

ATTENDANCE

Directors: Egidio Sovran (Chair), Jim Morrison, Ed Sleiman, Mario Sonogo, 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; Director of Finance G. Boose, Chief Risk Officer P. Gleason; Chief People Officer M. Bonnici; Director Purchasing R. McIntyre; Director Customer Care J. LaPlante-Lane; Director People Safety and Culture R. Kemsley; Director of Regulatory Affairs J. Charles; Director Service Operations P. Silli; Director of Information Technology M. Vinhaes; Manager, Risk & Governance A. Pelaccia; Risk & Governance Coordinator, C. Ficociello, Coordinator, Corporate Initiatives, M. Underwood.

Guests: T. Ardovini, City of Windsor

Regrets: Kieran McKenzie, Gary Kaschak

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

The Chair, noting quorum, called the meeting to order at 1:00 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 June 18, 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.

Regarding item 4.3, President and CEO: Strategic and Operational Report, a Commissioner inquired if there were any concerns related to the water production maintenance being behind by 20%. The Chief Operating Officer – Water indicated that this is currently being addressed with increased support to complete the work. There is a plan to prioritize regulatory maintenance and to bring in assistance as needed going forward to complete the maintenance. No further questions or concerns were noted by the Commission.

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
- 4.2 Draft WUC Audit & Finance Committee Meeting Minutes of September 11, 2025
- 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, 2025
- 4.6 WUC Sinking Fund Performance & Policy Update
- 4.7 2024-2028 Strategic Plan Progress
- 4.8 WUC Initiatives Tracking

-CARRIED

EXECUTIVE REPORTS

5.1 WUC Q2 2025 FINANCIAL REVIEW

The Chief Financial Officer reviewed the report with the Commission, indicating the quarter was strong, and WUC continues to push to stay close to budget by year end.

A Commissioner inquired if there has been any improvement in the reduction of consumption that has been previously reported. The Chief Financial Officer indicated that the Q2 data has not included summer consumption which will more accurately reflect consumption trends for the year. Management confirmed that they will continue to review the data in the coming weeks to determine if there have been any changes. It was noted that the commercial consumption continues to increase which has mitigated the overall decrease in consumption.

Moved and seconded

THAT the WUC Q2 2025 Financial Review report BE RECEIVED AND APPROVED.

-CARRIED

5.2 WUC 2026 OPERATING AND CAPITAL BUDGET

The Chief Financial Officer reviewed the report with the Commission, highlighting very strong performance. He noted a significant capital budget that is put forward consistent with the 6 year water plan. He noted that there will a period of time where short term borrowing will be required, and indicated that an additional report will be brought forward with options to review how this will be funded.

Commissioners inquired about a possible move toward less variable and a higher percentage of fixed rates. Management confirmed that there had been a time historically where this was in place, and indicated that this could be considered for future rate changes.

Moved and seconded

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

AND THAT the Windsor Utilities Commission annual commissioner remuneration BE APPROVED to increase by 3% from \$9,370 to \$9,651, subject to submission to and alternative comment by Windsor Canada Utilities Ltd.;

AND THAT the WUC 2026 Operating and Capital Budgets BE APPROVED as recommended by the WUC Audit and Finance Committee;

AND THAT By-Law 96, Schedule A, B and C BE APPROVED as recommended by the WUC Audit and Finance Committee.

-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 In Camera Meeting Minutes of June 18, 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
s. 239(2)(a) the security of the property of the municipality or local board.

6.3 Draft WUC Audit & Finance Committee In Camera Meeting Minutes of September 11, 2025

s. 239(2)(a) the security of the property of the municipality or local board.

6.4 WUC Cyber Security Update August 2025

s. 239(2)(a) the security of the property of the municipality or local board

6.5 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 organization.

-CARRIED

The In Camera session commenced at 1:12 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 WUC Board of Commissioners Meeting In Camera Minutes of June 18, 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 September 11, 2025 be received.

-CARRIED

Moved and seconded
THAT the WUC Cyber Security Update August 2025 be received.

-CARRIED

Moved and seconded
THAT the Water Tower – Roster Exemption Request be approved, as recommended.

-CARRIED

OTHER BUSINESS

None noted.

MEETING TERMINATION

Moved and seconded
That the meeting be terminated.

-CARRIED

Meeting terminated at 1:28 p.m.

Recording Secretary

Board Chair