

WINDSOR CANADA UTILITIES
BOARD OF DIRECTORS MEETING
PUBLIC MEETING MINUTES

WEDNESDAY, JUNE 26, 2024

A public meeting of the Windsor Canada Utilities Board of Directors was held on Wednesday, June 26, 2024 at 4545 Rhodes Drive, Windsor, Ontario and via Zoom Conference call.

ATTENDANCE:

Directors: Drew Dilkens (Chair), Ed Sleiman, Jim Morrison, Jo-Anne Gignac, Kevin Laforet and Jerry Udell

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 People Safety and Culture R. Kemsley; Director of Hydro Distribution P. Jurgeneit; Director of Information Technology M. Vinhaes; Director of Finance G. Boose; Director of Procurement and Supply Chain R. McIntyre; Director Regulatory Affairs C. Bebbington; Governance and Records Coordinator A. Pelaccia.

Guests: None

Regrets: None

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

The Chair, noting quorum, called the meeting to order at 11:10 a.m.

No conflicts of interest were declared.

CONSENT AGENDA

Moved and seconded

THAT the following Consent Agenda item BE APPROVED as recommended:

3.2 WCU Board Public Meeting Minutes of April 24, 2024

-CARRIED

COMMUNICATION AGENDA

The President & CEO provided an overview of item 4.1, President and CEO: Strategic and Operational Report. He welcomed the new Director of People, Safety and Culture, Rosana Kemsley, and Director of Hydro Distribution, Peter Jurgeneit to their new roles.

When reviewing item 4.4, 2024-2028 Strategic Plan Progress, a Director asked for an update and comments on the OMS project. Management discussed the project, and next steps, to the satisfaction of the Board.

Moved and seconded

THAT the following Communication Agenda items BE RECEIVED as recommended:

- 4.1 President and CEO: Strategic and Operational Report*
- 4.2 ENWIN Group Financial & Corporate Compliance For Quarter Ending Q1 2024
- 4.3 EWU Q1 2024 Financial Review
- 4.4 2024-2028 Strategic Plan Progress
- 5.2 EWE Q1 2024 Financial Review

-CARRIED

EXECUTIVE REPORTS

5.1 WCU Q1 2024 FINANCIAL REVIEW

Move and seconded.

THAT the WCU Q1 2024 Financial Review report BE RECEIVED AND APPROVED.

-CARRIED

5.3 DELEGATION OF AUTHORITY POLICY AND PURCHASING POLICY

The Board reviewed the proposed policy changes and asked if the ENWIN Utilities Ltd. (EWU) Board had raised any concerns with the policy changes. Management confirmed that the EWU Board is expected to approve the policy at their next meeting. The Board approved the policies, subject to the approval of the EWU Board.

Moved and seconded.

THAT the Delegation of Authority and Purchasing Policies report BE RECEIVED for information.

AND THAT the Delegation of Authority Policy in the form attached at Appendix A and the Purchasing Policy in the form attached at Appendix C BE APPROVED effective August 5, 2024, subject to the approval of the ENWIN Utilities Ltd. Board.

-CARRIED

IN CAMERA SESSION

Moved and seconded
THAT the Board MOVE to the In Camera session.

-CARRIED

The In Camera Session commenced at 11:16 a.m.

The In Camera Session concluded at 12:07 p.m.

RESUME PUBLIC MEETING SESSION

Moved and seconded
THAT the Board move TO RESUME the public meeting session at 12:07 p.m.

-CARRIED

OTHER BUSINESS

The Director of Regulatory Affairs noted that an online Director evaluation survey will be provided to all Board Members on July 8. The survey will remain open August 12, and all Director were encouraged to participate in advance of the closing date.

TERMINATION

Moved and seconded
THAT the meeting BE TERMINATED.

-CARRIED

The meeting terminated at 12:07 p.m.

Recording Secretary

Board Chair