

WINDSOR CANADA UTILITIES
BOARD OF DIRECTORS MEETING
PUBLIC MEETING MINUTES

WEDNESDAY, NOVEMBER 27, 2024

A public meeting of the Windsor Canada Utilities Board of Directors was held on Wednesday, November 27, 2024 at 4545 Rhodes Drive, Windsor, Ontario and via Zoom Conference call.

ATTENDANCE:

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

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 Service January LaPlante-Lane; Director of Information Technology M. Vinhaes; Director of Finance G. Boose; Director of Procurement and Supply Chain R. McIntyre; Director of People, Safety & Culture R. Kemsley; Director of Hydro Distribution P. Jurgeneit; Director Regulatory Affairs C. Bebbington; Manager Risk & Governance A. Pelaccia.

Guests: Lorie Gregg, City of Windsor

Regrets: Jerry Udell

CALL TO ORDER & DECLARATION OF CONFLICTS OF INTEREST

The Chair, noting quorum, called the meeting to order at 11:01 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 September 25, 2024

-CARRIED

COMMUNICATION AGENDA

The Chair of the Audit and Finance Committee noted that the Committee reviewed all financial reports at the Committee meeting without any concern.

A Board Member inquired if any of the regulators of the corporation has provided direction on the use of artificial intelligence in an LDC. The President & CEO indicated that a cyber audit of the LDC is being conducted and confirmed that there is no artificial intelligence regulation for LDCs at this time. He also informed the Board that ENWIN strives to remain current on the topic.

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 Q3 2024
- 4.3 EWU Q3 2024 Financial Review
- 4.4 EWE Audit Planning Report – 2024
- 4.5 WCU Audit Planning Report - 2024
- 4.6 2024-2028 Strategic Plan Progress
- 5.2 EWE Q3 2024 Financial Review

-CARRIED

EXECUTIVE REPORTS

5.1 WCU Q3 2024 FINANCIAL REVIEW

Move and seconded.

THAT the WCU Q3 2024 Financial Review report BE RECEIVED AND APPROVED.

-CARRIED

5.3 ENWIN GROUP BOARD OF DIRECTOR TERM LIMITS

Move and seconded.

THAT this ENWIN Group Board Director Term Limits report BE RECEIVED for information.

AND THAT amendments to By-Law No. 1 in the form set out at Appendix A of this ENWIN Group Board Director Term Limits Report BE APPROVED AND IMPLEMENTED.

AND THAT a Shareholder Direction in the form set out at Appendix B of this ENWIN Group Board Director Term Limits report BE APPROVED AND ISSUED to the ENWIN Utilities Ltd. and ENWIN Energy Ltd. Boards of Directors.

-CARRIED

5.4 2025 BOARD AND COMMITTEE MEETING

Move and seconded.

THAT the proposed 2025 Board and Committee Meeting Schedule BE APPROVED and IMPLEMENTED.

-CARRIED

IN CAMERA SESSION

Moved and seconded

THAT the Board MOVE to the In Camera session.

-CARRIED

The In Camera Session commenced at 11:06 a.m.

The In Camera Session concluded at 11:37 a.m.

RESUME PUBLIC MEETING SESSION

Moved and seconded

THAT the Board move TO RESUME the public meeting session at 11:37 a.m.

-CARRIED

OTHER BUSINESS

None noted.

TERMINATION

Moved and seconded

THAT the meeting BE TERMINATED.

-CARRIED

The meeting terminated at 11:37 a.m.

Recording Secretary

Board Chair