



Union Water Supply System Inc.

Board of Directors Meeting

Wednesday, October 21st, 2026

9:00

Kingsville Arena

1741 Jasperson Ln, Kingsville, Ontario

AGENDA

A. Call to Order:

B. Land Acknowledgement

The Union Water Supply System Inc. Board of Directors acknowledges the Three Fires Confederacy (Ojibwe, Potawatomie and Odawa) and the Traditional ancestral, unceded territory of Caldwell First Nation; the original people of Point Pelee, Pelee Island and its surrounding waters. We recognize and respect the First Nations who are stewards of the land and waters of Turtle Island and who have embraced this stewardship since time immemorial. We would also like to acknowledge all the moccasins who have walked the lands of Turtle Island.

C. Welcoming Remarks:

D. Disclosures of Pecuniary Interest:

E. Approval of Minutes:

Minutes of the Board of Directors Meeting held on Wednesday, September 16, 2026
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F. Business Arising Out of the Minutes

G. Attendance of UWSS Board of Directors

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H. Items for Consideration:

Report UW/23/26 dated October 16, 2026 re: UWSS Inc. Finance & Audit
Committee Vacancy
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I. Consent Agenda

That the item on the consent agenda is received, as they have been approved through the Finance & Audit Committee

1. Report UWSS/24/26 dated October 16, 2026 re: Flow from January 1 to October 15, 2026
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J. Special Closed Meeting of the UWSS Inc. Board of Directors
(confidential report provided under separate cover)

Recommendation:

That the UWSS Inc. Board of Directors move into a Special Closed Meeting, pursuant to the Municipal Act for the following items:

Financing for Capital Projects to be heard under Section 239 (2)(k) a position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the municipality or local board.

K. Disclosures of Pecuniary Interest and the General Nature Thereof
(closed meeting)

L. Adjournment of Special Closed Meeting:

M. Report on Closed Session:

N. New Business:

O. Comments, Announcements, and Other Business:

P. Adjournment:

Q. Date of Next Meeting: to be determined

/kmj

UWSS Inc.
Board of Directors
Meeting

Wednesday,
 September 16, 2026
 9:00 am
 Kingsville Arena



MINUTES

Directors Kim DeYong (Chair)
 Hilda MacDonald (Vice Chair)
 Sherry Bondy - absent
 Kirk Walstedt
 Dennis Rogers - virtually
 Lori Atkinson - virtually
 Tim Sunderland
 John Tofflemire
 Wayne Wharram
 Barry Wilson
 Larry Verbeke
 Chris Del Greco

Also in Attendance: Rodney Bouchard, UWSS Inc. Chief Executive Officer
 For UWSS Khristine Johnson, UWSS Inc. Office Administrator
 Erin McKee, UWSS Inc. HR Generalist (guest)

Guests: William Willis, Willis Business Law - Legal Counsel
 Sabrina Nazzani, Capital Assist (Valuation) Inc.

OCWA & Municipal Robin Trepanier, Laura Rauch, Shannon Belleau
 Staff

Call to Order: 9:37 am

Land Acknowledgement, as read by the Chair

The Union Water Supply System Inc. Board of Directors acknowledges the Three Fires Confederacy (Ojibwe, Potawatomie and Odawa) and the Traditional ancestral, unceded territory of Caldwell First Nation; the original people of Point Pelee, Pelee Island and its surrounding waters. We recognize and respect the First Nations who are stewards of the land and waters of Turtle Island and who have embraced this stewardship since time immemorial. We would also like to acknowledge all the moccasins who have walked the lands of Turtle Island.

Welcoming Remarks:

The Chair recognizes and welcomes Director Chris Del Greco.

Disclosure of Pecuniary Interest: none**Approval of Minutes****No. UWSS Inc-37-26**

Moved by: Director MacDonald

Seconded by: Director Walstedt

That the Minutes of the following are approved:

- Minutes of the UWSS Inc. Board of Directors meeting held on Wednesday, June 17, 2026

Carried

Business Arising out of the Minutes

The Chair looks to administration for a follow up on the dissolution of the Joint Board of Management. The recording secretary notes that she has been following up with each respective municipality, however, due to timing not all by-laws have been passed. She will provide an update at the next meeting.

Attendance of UWSS Inc. Board of Directors

The Chair notes that Director Bondy is not present and that Directors Atkinson and Rogers are attending virtually.

Items for Consideration:**Report UWSS/18/26 dated September 9, 2026 re: UWSS 2026 YTD June 2026
Financial Update**

The CFO informs the directors that the report is to June 30, 2026 and was presented to the Finance & Audit Committee on September 9th, 2026. She notes that revenue is slightly lower than anticipated, in part due to lower flows, but also when budgeting Wheatley flows had inadvertently been included. She then reviews, other revenue, operating expenses, the OCWA actuals vs budgeted, utility expenses and other timing issues that are affecting how expenses are presented.

She notes that the 2025 HST receivable has been processed and this allowed UWSS to recoup \$3.7 million. She further notes that she is in the process of filing for 2026 up to the end of June. Overall, she is satisfied with the financial aspect of UWSS.

No. UWSS Inc-38-26

Moved by: Director Tofflemire

Seconded by: Director Walstedt

That report UWSS/18/26 dated September 9, 2026 re: UWSS 2026 YTD June 2026 Financial update is received.

Carried

Report UWSS/19/26 dated September 9, 2026 re: UWSS Inc. Governance Committee Vacancy

The Chair speaks to the vacancy noting that the directors should appoint a 5th person to this committee.

Director Wilson proposes that director Sunderland move over to the Governance Committee. Director Sunderland accepts this nomination.

No. UWSS Inc-39-26

Moved by: Director Wilson

Seconded by: Director MacDonald

That Director Sunderland is moved from the Finance & Audit Committee (FAC) to the Governance Committee.

Carried

Director Sunderland then proposes that Director Wilson is nominated for the FAC. Director Wilson accepts the nomination.

No. UWSS Inc-40-26

Moved by: Director Sunderland

Seconded by: Director Verbeke

That Director Wilson is appointed to the Finance & Audit Committee.

Carried

TIME: 10:00 am

Special Closed Session:

Disclosure of Pecuniary Interest and General nature thereof: None

Chair DeYong reads the recommendation to go into closed session.

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No. C-UWSS-06-26

Moved by: Director Wharram

Seconded by: Director Verbeke

That the UWSS Inc. Board of Directors moves into closed session.

Carried

Recommendation:

That the UWSS Inc. Board of Directors move into a Special Closed Meeting, pursuant to the Municipal Act section for the following reasons:

Matters for Consideration:

Item 1 - Confidential Report Boil Water Advisory of July 25th, 2026 to be heard under Section 239 (2)(e)(f), being litigation or potential litigation, including matters before administrative tribunals, affecting the municipality or local board; and being advice that is subject to solicitor-client privilege, including communications necessary for that purpose; and

Item 2 - Update on water allocation to be heard under Section 239 (2)(e)(f), being litigation or potential litigation, including matters before administrative tribunals, affecting the municipality or local board; and being advice that is subject to solicitor-client privilege, including communications necessary for that purpose.

Adjournment of Special Closed Meeting

Motion out of closed session

No. C-UWSS-07-26

Moved by: Director Wharram

Seconded by: Director Sunderland

That the UWSS Inc. Board of Directors moves out of closed session.

Time: 10:59 am

Small restroom break

Report on Closed session:

The recording secretary reads the report.

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That the UWSS Inc. Board of directors moved into closed session under Municipal Act 2001 section 239 parts (e) & (f) for the purpose legal advice and information regarding the boil water advisory of July 25, 2026;

Secondly, the directors were able to obtain legal advice and information regarding a large water service allocation; wherein staff was provided direction to respond to the Town of Kingsville's letter expressing support for the municipal by laws as they impact water enforcement and directing the CEO to engage with shareholders and how UWSS Inc. can support by laws enforcement; and the CEO will report back to the Board of Directors.

No. C-UWSS-05-26

Moved by: Director Walstedt

Seconded by: Director Wharram

That staff was provided direction to respond to the Town of Kingsville's letter expressing support for the municipal by laws as they impact water enforcement and directing the CEO to engage with shareholders and how UWSS Inc. can support by laws enforcement; and the CEO will report back to the Board of Directors.

Carried

Report UW/20/26 dated September 10, 2026 re: Report on the July 25th, 2026 Kingsville Water Tower Low Pressure Event

The CEO notes that this report is lengthy and is broken down into three (3) different sections to make this easier to understand. The Chair asks that the directors move directly to questions.

There is lengthy discussion on timelines of the low pressure event and the reason behind it, which was the failure of a control valve, which had recently been installed. The CEO informed members at no time was there any contamination. The CEO provides a timeline and response to the Boil Water Advisory (BWA), which the Windsor Essex County Health Unit (WECHU) takes the lead on calling.

The CEO explains how the OCWA staff, and Kingsville staff worked together to complete the necessary flushing and the timing of same.

The Chair was very concerned with the map provided and the CEO notes that staff is working to improve this item, and will work with Kingsville GIS staff to improve this. The Chair explains that the map caused a great deal of confusion for the residents during this event.

The CEO was asked if UWSS administration acted appropriately during this event. He notes that OCWA is the operating authority and acted according to their protocol. He further reminds members that the WECHU takes the lead once they are notified and then OCWA and UWSS must wait for instructions from the WECHU.

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The CEO also notes that OCWA has reviewed and updated several of their SOPs, and further that the UWSS is working to complete the Section 5 Agreements with each shareholder municipality. This document will provide a blueprint for who is responsible for what within the distribution system.

Director Sunderland provides several suggestions regarding the SOPs, and a possible by-pass route for the valve feeding the KWT. The CEO will look into this item.

The Chair then asks several more questions about notifying residents, the operator responding to customer calls after hours and how to address this and also notes that the KWT requires some attention due to the volume moving through it at this time.

No. UWSS Inc-41-26

Moved by: Director Verbeke

Seconded by: Director Del Greco

That the Board of Directors receives report UWSS/20/26 dated September 10, 2026 re: Report on the July 25th, 2026 Kingsville Water Tower Low Pressure Event.

Carried

Chair DeYong leaves the meeting at 11:48 am

Vice Chair MacDonald takes over the meeting

No. UWSS Inc-42-26

Moved by: Director Wharram

Seconded by: Director Walstedt

That the flows from January 1st to September 13th, 2026 are received.

Carried

Consent Agenda

No. UWSS Inc.-43-26

Moved by: Director Sunderland

Seconded by: Director Wharram

That the items on the consent agenda is received, as the minutes have been approved through the UWSS Finance & Audit Committee

1. Finance & Audit Committee meeting minutes held on Wednesday June 3rd, 2026

Carried

New Business

There is nothing new to report

Comments, Announcements, and Other Business

There are no further comments.

Adjournment:

No. UWSS Inc-44-26

Moved by: Director Verbeke

Seconded by: Director Walstedt

Time adjourned: 11:55 am

Date of Next Meeting: October 21st, 2026, 9:00 am, Kingsville Arena

/kmj

Union Water Supply System Inc. - Attendance (July - September 2026)

	Finance & Audit Committee September 9, 2026		September 16, 2026 UWSS Inc Board of Directors	Total
Hilda MacDonald (Vice Chair)			✓	1
Larry Verbeke			✓	1
Lori Atkinson	✓		✓	2
Chris DelGreco			✓	1
John Tofflemire			✓	1
Wayne Wharram	✓		✓	2
Kim DeYong (Chair)			✓	1
Tim Sunderland	✓		✓	2
Dennis Rogers	✓		✓	2
Barry Wilson			✓	1
Sherry Bondy			X	0
Kirk Walstedt			✓	1

** Lori and Dennis were virtual for board meeting

To: UWSS Inc. Board of Directors

From: Khristine Johnson, Office Administrator

Date: October 16, 2026

Re: UWSS Inc. Finance Committee Vacancy



Recommendation:

That the Board nominate a 5th member to the UWSS Inc. Finance & Audit Committee, as per the Terms of Reference.

Background:

At the June 19, 2024 UWSS Inc. Board of the Directors meeting, the Board adopted the Terms of Reference for the establishment of a UWSS Inc. Finance & Audit Committee (FAC). The Terms of Reference provide the following guidance on membership within the Committee:

The Committee will consist of 5 “voting” members. Per the concerns raised by the Board we have defined “voting” members as “Members” for the purposes of the terms of reference, and used the definition consistently throughout.

At the UWSS Inc. Board meeting of April 17, 2024 UWSS Inc., the Board appointed the following UWSS Inc. Directors and Officers to the FAC:

Voting Members

- Dennis Rogers - Town of Kingsville Director
- Tom Kissner - Town of Kingsville Director
- Wayne Wharram- Municipality of Leamington Director
- Lori Atkinson - Municipality of Leamington Director
- Mike St. Amant - Municipality of Leamington Director

Non-Voting Members

- Rodney Bouchard - UWSS Inc. CEO

Discussion:

Since its inception, the FAC has worked diligently to establish robust accounting and financial reporting processes, safeguard the integrity of the financial statements, and ensure compliance with legal and regulatory requirements in accordance with its Terms of Reference. The Committee continues to meet regularly to review financial reports, allowing members' insights to be considered before relevant information is presented to the Board of Directors.

In January 2026, UWSS Inc. learned of the passing of Director Kissner, a valued member of the FAC. His insight, water industry knowledge, and understanding of industry financial reporting provided important guidance during UWSS Inc.'s early years as a corporation

Re: UWSS Inc. Finance & Audit Committee Vacancy

and will be greatly missed. Following the resulting vacancy on the FAC, the Town of Kingsville shareholder appointed Director Tim Sunderland to the UWSS Inc. Board of Directors, and he was subsequently nominated to the FAC.

In April 2026, Director St. Amant stepped down from the UWSS Inc. Board of Directors and, consequently, ceased to be a member of the FAC. His departure reduced the Committee's membership to four (4) voting members.

The Finance & Audit Committee Terms of Reference provide that the Committee shall consist of five (5) Directors serving as voting members. At the September 16, 2026 meeting of the Board of Directors, the Board voted to move Director Sunderland to the Governance Committee and appoint Director Wilson to the Finance & Audit Committee. This change, however, still leaves the FAC one (1) voting member short. The current composition of the FAC is as follows:

Voting Members

- Dennis Rogers - Town of Kingsville Director
- Barry Wilson - Town of Kingsville Director
- Wayne Wharram- Municipality of Leamington Director
- Lori Atkinson - Municipality of Leamington Director
- vacancy

Non-Voting Members

- Rodney Bouchard - UWSS Inc. CEO

Accordingly, the current composition of four (4) voting members does not comply with the Terms of Reference.

Given that the Board had previously determined that the Finance & Audit Committee should consist of five (5) voting members, Administration is seeking Board direction as to another director appointment to said committee.

Respectfully submitted,

Approved By:



Khristine M. Johnson, Office Administrator
Union Water Supply System Inc.

/kmj



Rodney Bouchard, CEO
Union Water Supply System Inc.

UW/24/26

To: UWSS Inc. Finance & Audit Committee
UWSS Inc. Board of Directors

From: Khristine Johnson, Office Administrator

Date: October 15, 2026

Re: Flows for January 1 to October 15, 2026

**Recommendation:**

That the Board of Directors receives this report for information.

Discussion:

As our members are likely aware the time from August until early to mid-October are busy times for our local canneries, that process millions of kilograms of our local tomatoes. This process does typically keep our flows up throughout this period. However, the 2026 season is now nearing completion, and we should see our flows trend down into their normal patterns over the coming colder months.

The first chart shows comparative flows for 2022 through 2026 in Mega Litres (ML) and the second chart shows Millions of Imperial Gallons (MIG) for the period January 1st to October 15, 2026.

	2022	2023	2024	2025	2026
Flow to Date (ML)	17,685.1	17,803.3	19,050.2	18,574.9	18,091.5
Max Day (ML)	99.170	108.67	95.07	101.97	101.34
Min Day (ML)	27.57	32.47	33.68	31.65	34.17
Average Day (ML)	61.09	61.45	66.21	63.93	62.81
No of Days	288	288	289	288	288

	2022	2023	2024	2025	2026
Flow to Date (MG)	3890.93	3916.26	4190.54	4085.98	3979.66
Max Day (MGD)	21.815	23.906	20.914	22.433	22.294
Min Day (MGD)	6.066	7.144	7.409	6.857	7.517
Average Day (MGD)	13.510	13.598	14.500	14.138	13.770
No of Days	288	288	289	288	288

Flows to date are down 483 ML (106.32 MIG) or 2.6% from last year. The 2026 flows to date are down 1.02% below the previous 4-year average.

Respectfully submitted,

Approved By:

Khristine M. Johnson
UWSS Inc., Office Administrator

Rodney Bouchard
UWSS Inc., CEO