



Union Water Supply System Inc.

Board of Directors Meeting

Wednesday, April 15th, 2026

9:00 am

Nature Fresh Farms Recreation Centre
249 Sherk Street, Leamington
ARENA MEETING ROOM

AGENDA

A. Call to Order:

B. Land Acknowledgement

The Union Water Supply System Inc. Board of Directors acknowledges that this land is the traditional territory of the Three Fires Confederacy of First Nations, comprised of the Ojibway, the Odawa, and the Potawatomie Peoples and specifically, the traditional territory of the Caldwell First Nation. The UWSS Inc. Board of Directors values the significant historical and contemporary contributions of local and regional First Nations and all the Original Peoples of Turtle Island - North America who have been living and working on the land from time immemorial.

C. Welcoming Remarks:

D. Disclosures of Pecuniary Interest:

E. Approval of Minutes:

Minutes of the Board of Directors Meeting held on Wednesday, February 25, 2026
Pages 4 - 11

F. Business Arising Out of the Minutes

G. Attendance of UWSS Board of Directors

Page 12

H. Special Closed Meeting of the UWSS Inc. Board of Directors

Recommendation:

1. That the UWSS Inc. Board of Directors move into a Special Closed Meeting, pursuant to the Municipal Act section 239(2)(d) for the following reason:

Matters for Consideration:

Legal discussion Under Municipal Act Sections 239 (2)(d) wherein UWSS Inc.'s solicitor will provide guidance for a (d) labour relations or employee negotiations;

And that the UWSS Inc. Board of Directors authorize Marianne Love, of Marianne Love Consulting, to attend the closed meeting:

- Report UWSS/10/26 dated April 10th, 2026 re: Salary Review and Compensation Framework Development
- UW-H003 - Salary Review and Pay Policy 2026 Amendments
Provided under separate cover

2. That the UWSS Inc. Board of Directors move into a Special Closed Meeting, pursuant to the Municipal Act section 239 (2)(f)(k) for the following reason:

Matters for Consideration:

Legal discussion Under Municipal Act Sections 239 (2) wherein UWSS Inc.'s solicitor will provide guidance and (f) advice that is subject to solicitor-client privilege, including communications necessary for that purpose; and (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

- Legal counsel will provide information on the contract negotiations with the Ontario Clean Water Agency
- Report UWSS/09/26 dated April 10th, 2026 re: Approval of renegotiated Services Agreement with Ontario Clean Water Agency (OCWA)
Report provided under separate cover

I. Disclosures of Pecuniary Interest and the General Nature Thereof

J. Adjournment of Special Closed Meeting

K. Report on Closed Meeting:

L. Items for Consideration:

1. Report UWSS/08/26 dated April 15, 2026 re: Request for Proposal/Engineering Services for County Road 34 E Watermain Replacement
Pages 13 - 14
2. Report UWSS/11/26 dated April 10, 2026 re: Approvals for New Filtration/UV Building Design and Pre-Construction Services
Pages 15 - 19
3. Verbal update on Advisory Committee Members for the UWSS-WUC Emergency Water Servicing Project

M. Consent Agenda

That the items 1 & 2 on the consent agenda are received, as the minutes have been approved through the UWSS Governance Committee and the Finance & Audit Committee

1. Governance Committee meeting minutes held on Wednesday, February 4th, 2026
Pages 20 - 23
2. Finance & Audit Committee meeting minutes held on Wednesday January 14, 2026
Pages 24 - 27

N. New Business:

O. Comments, Announcements, and Other Business:

P. Adjournment:

Q. Date of Next Meeting: June 17th, 2026, 9:00 am, location to be determined

/kmj

**UWSS Inc.
Board of Directors
Meeting**

Wednesday, February 25, 2026
9:00 am
Kingsville Arena,
1741 Jasperson Ln, Kingsville



MINUTES

Directors Kim DeYong (Chair)
 Hilda MacDonald (Vice Chair)
 Sherry Bondy
 Kirk Walstedt
 Dennis Rogers
 Mike St. Amant - absent
 Lori Atkinson - absent
 Tim Sunderland
 John Tofflemire
 Wayne Wharram
 Larry Verbeke

Also in Attendance: Rodney Bouchard, UWSS Inc. Chief Executive Officer
For UWSS Kristine Johnson, UWSS Inc. Office Administrator
 Andrew Plancke, UWSS Senior Manager, Infrastructure (guest)
 Erin McKee, UWSS Inc. HR Generalist (guest)

Guests: William Willis, Willis Business Law - Legal Counsel

OCWA Staff Jeff St. Pierre, VP Operations, Dave Jubenville, Robin
Present: Trepanier, Dale Dillen, Tim Woolner

Municipal Staff Rob Mackie - Town of Essex
Present: Erica Allen - Town of Kingsville
 Jason Barlow - Municipality of Lakeshore
 Shannon Belleau - Municipality of Leamington

Call to Order: 9:00 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 notes that both Directors Atkinson and St. Amant are absent.

Disclosure of Pecuniary Interest: none**Approval of Minutes****No. UWSS Inc-07-26**

Moved by: Director Sunderland

Seconded by: Director Tofflemire

That the Minutes of the following are approved:

- Minutes of the UWSS Inc. Board of Directors meeting held on Wednesday, January 21, 2026

Carried

Business Arising out of the Minutes

There is none.

Items for Consideration**Report UWSS/03/26 dated February 20, 2026 re: 2025 Annual Report under the Safe Drinking Water Act and Ontario Regulation 170/03**

The CEO notes that this yearly report is one that most should be familiar with and is required to be approved by February 28th each year. This is a template report prepared on Union Water's behalf by OCWA and provides information on the water system, water quality and results of sampling. He confirms that 2025 showed no concerns with regard to water quality and asks that the report is received for information.

No. UWSS-08-26

Moved by: Director Verbeke

Seconded by: Director Rogers

That report UWSS/03/26 dated February 20, 2026 re: 2025 Annual Report under the Safe Drinking Water Act and Ontario Regulation 170/03 is received.

Carried

Report UWSS/04/256 dated February 20, 2026 re: 2025 Summary Report for Municipalities under Regulation 170/03 made under the Safe Drinking Water Act

The CEO explains that the Summary Report is required under Regulation 170/03 and should be provided to the board prior to March 31st each year. This report provides information on the municipal drinking water system, the permit to take water, flows provided to other municipalities and any non-compliance issues.

He reviews the non-compliance section and why they occurred, the improvements made to the system to avoid in the future. Specifically, he mentioned the dechlorination system that has been implemented at the Ruthven Water Treatment (WTP) to ensure the wastewater is free of chlorine.

There is then a discussion regarding the Leamington Boil Water Advisory (BWA) and any protocols that are in place for future BWA events. The CEO informs the board that UWSS is working with the municipalities as well as the Windsor Essex County Health Unit (WECHU) to establish a regional approach to BWAs.

Director Sunderland seeks clarification on the dechlorination system. The CEO further explains the need for the system and also indicates that UWSS is working towards a more active residuals management system.

Chair DeYong seeks clarification on the timeline to work with the WECHU regarding a potential new BWA protocol. The CEO is hoping to have something completed within the next two (2) months.

No. UWSS-09-26

Moved by: Director Tofflemire

Seconded by: Director Walstedt

That report UWSS/04/256 dated February 20, 2026 re: 2025 Summary Report for Municipalities under Regulation 170/03 made under the Safe Drinking Water Act is received.

Carried

Report UWSS/05/26 dated February 20, 2026 re: Adoption of UWSS Inc. Human Resources and Administrative Policies

The CEO notes that as UWSS Inc. grows as a corporation it is working towards having a robust policy system in place. He explains that the next policies being presented are:

- UW-M05-001 Social Media Policy and UW-M05-002 Social Media Terms of Use Policy
- UW-B12-004 Code of Conduct

He asks the UWSS HR Generalist to speak briefly on the items being presented. Ms. McKee explains that the social media policy and terms of use allows for good governance for employees while using social media. The code of conduct is for staff and shareholders and reflects the corporate missions and values, providing guidelines for staff and the public accessing the information on the UWSS website.

The Chair informs the directors that these items have been presented to the Governance Committee already. Director Rogers asks for a small amendment to be made to the social media policy, to include “directors”, which allows for better clarify within the policy.

No. UWSS-10-26

Moved by: Director Rogers

Seconded by: Director Bondy

That Report UWSS/05/26 dated February 20, 2026 re: Adoption of UWSS Inc. Human Resources and Administrative Policies are received as amended.

- UW-M05-001 Social Media Policy and UW-M05-002 Social Media Terms of Use Policy
- UW-B12-004 Code of Conduct

Carried

Report UWSS/06/26 dated February 20, 2026 re: Adoption of Amendments to the M05 - Board of Directors Compensation and Expense Reimbursement Policy

The CEO reminds the directors that the original compensation policy had been established in December of 2023. The original policy was created based on information gathered from smaller boards utilities. The CEO, in collaboration with the CFO, determined that a fresh review was needed. He is hoping to improve how the directors are compensated, moving from a per meeting stipend to a yearly stipend.

There is then a lengthy discussion on attendance of directors at meetings, and it is felt that attendance will now be part of the agenda moving forward. The CEO notes that this item has already been presented to the Governance Committee and amended accordingly.

The CEO also notes that if attendance becomes an issue for a director, it is up to the shareholder who appointed said director to have a discussion with the person. If a director is to miss a meeting, this should be communicated with the Chair and the shareholder as well. Many directors feel that this is a professional board and attendance is an important piece of being a contributing part of the corporation, as important issues are being addressed and important decisions are being made.

Minutes of Union Water Supply System Incorporated

Date: February 25, 2026

Page 5

After some discussion as to whether this new policy should take effect immediately or with the new board on January 1, 2027, it was decided that it is best to proceed with adoption of the policy retroactively to January 1, 2026.

No. UWSS-11-26

Moved by: Director MacDonald

Seconded by: Director Tofflemire

That Report UWSS/06/26 dated February 20, 2026 re: Adoption of Amendments to the M05-Board of Directors Compensation and Expense Reimbursement Policy is approved;
And

That the M-05 policy to be retroactively started as of January 1, 2026.

Carried

Consent Agenda

No. UWSS-12-26

Moved by: Director Sunderland

Seconded by: Director Wharram

That the items 1 through 3 on the consent agenda are received, as the minutes have been approved through the UWSS Governance Committee and the Finance & Audit Committee

1. Governance Committee meeting minutes held on Wednesday, September 17, 2025
2. Finance & Audit Committee meeting minutes held on Friday, October 17, 2025
3. Finance & Audit Committee meeting minutes held on Wednesday, November 26, 2025

Carried

Proposal for Renewal of Operations & Maintenance Services Agreement for UWSS Inc.

Report UWSS/07/26 dated February 19, 2026 re: Proposal for Renewal of Operations & Maintenance Services for UWSS Inc.

The CEO hopes all members have had an opportunity to review his report and then welcomes OCWA's Vice President of Operations, Jeff St. Pierre, up to the front. Mr. St. Pierre introduces himself and then begins his portion of the presentation, going through his slide deck. He reviews the processes and effort that has taken place over the last 18 months to create a new draft operating agreement between Ontario Clean Water Agency and UWSS Inc.

Mr. St. Pierre notes that the new contract will allow for better reporting, transparency and access for UWSS administration as well as improvement in invoicing. He notes that invoicing will be on an actual monthly basis, rather than the current budgeted monthly basis.

Director Tofflemire asks how this new contract will allow for collaborative work with the municipalities. Mr. St. Pierre notes that OCWA is assisting at the WTP with smaller capital projects, involved with the larger capital projects, but also working with distribution employees to ensure that needs are being met. For the short term there is enough work for OCWA's small team to support UWSS's needs.

The Chair reminds members that any questions can be asked in a general nature, but any legal questions are to be reserved for the in-camera session. Director Bondy reminds the audience that the main door should remain open during the public session of the meeting.

Special Closed Session:

Disclosure of Pecuniary Interest and General nature thereof: None

Chair MacDonald reads the recommendation to go into closed session.

Recommendation:

That the UWSS Inc. Board of Directors move into a Special Closed Meeting, pursuant to the Municipal Act section 239 (2)(c) for the following reason:

Matters for Consideration:

Legal discussion Under Municipal Act Sections 239 (2) wherein UWSS Inc.'s solicitor will provide guidance for a (c) proposed or pending acquisition or disposition of land by the municipality or local board:

- Discussion and Report on the study between Union Water Supply System Inc. and the Windsor Utilities Redundancy Project.

Motion into closed session:

No. C-UWSS-01-26

Moved by: Director Rogers

Seconded by: Director Sunderland

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

Time: 9:58 am

Motion out of closed session

No. C-UWSS-02-26

Moved by: Director Bondy

Seconded by: Director Rogers

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

Time: 10:55 am

Report on Closed session:

That UWSS Inc entered into closed session at a time of 9:55 am to receive legal counsel advice pertaining to (f) advice that is subject to solicitor-client privilege, including communications necessary for that purpose; and (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.

Direction was provided to the UWSS Inc. CEO and legal counsel pertaining to the draft operating agreement between UWSS Inc. and the Ontario Clean Water Agency.

No. UWSS-13-26

Moved by: Director Walstedt

Seconded by: Director Wharram

That report UWSS/07/26 dated February 19, 2026 re: Proposal for Renewal of Operations & Maintenance Services for UWSS Inc. and its attachments are received.

Carried

No. UWSS-14-26

Moved by: Director Bondy

Seconded by: Director Tofflemire

That the current operating agreement with OCWA, which had been extended to March 31, 2026, is extended to the beginning of the third quarter.

Carried

New Business

Directors Rogers moves to allow Director Sunderland to become a member of the Finance & Audit Committee.

No. UWSS-15-26

Moved by: Director Rogers

Seconded by: Director Walstedt

That Director Sunderland is appointed as a member of the Finance and Audit Committee.

Carried

Director Bondy asks if there have been any changes to the board of directors. The CEO and Chair recognize that Director Schmoranz has resigned from his position with UWSS Inc. Board of Directors. The CEO and legal counsel note that they are working appropriate communication in this regard, with more information to follow.

Comments, Announcements, and Other Business

There are none

Adjournment:

No. UWSS Inc-15-26

Moved by: Director Verbeke

Seconded by: Director Tofflemire

Time adjourned: 11:00 am

Date of Next Meeting: April 15, 2026, with location to be determined.

/kmj

Union Water Supply System Inc. - Attendance (Jan-Mar 2026)

	January 14, 2026 Finance & Audit Committee Meeting	Board of Directors Meeting - January 21, 2026	Governance Committee Meeting February 4, 2026	Board of Directors Meeting - February 25, 2026	Total
Hilda MacDonald (Vice Chair)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	3
Larry Verbeke	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	2
Lori Atkinson	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1
Mike St. Amant	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1
John Tofflemire	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	3
Wayne Wharram	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	3
Kim DeYong (Chair)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	3
Tim Sunderland	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	2
Dennis Rogers	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	3
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Sherry Bondy	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	3
Kirk Walstedt	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	2

UWSS//08/26

To: UWSS Inc. Board of Directors

From: G.A. Plancke, UWSS Inc. Senior Manager /
Infrastructure

Date: April 15, 2026

Re: Request for Proposal / Engineering Services / County Road 34E
Watermain Replacement



Recommendation

That the Union Water Supply System Inc. Board of Directors (Board) approve the award of the County Road 34E watermain replacement engineering services to Dillon Consulting Limited for the submitted proposal fee of \$792,144.61 including HST burden.

Background:

The County Rd 34E watermain, has been operating overcapacity during peak demand, and has been subject to a considerable amount of failure over the last few years. The 12" (300mm) Cast Iron (CI) watermain was originally installed in 1958/59 as part of the original construction of the Union Water System. The section to be replaced includes an approximate 12km run from Ruthven to Cottam Booster along County Rd 34E. The plan to replace the existing watermain with something more resilient, and higher capacity has been discussed for many years. Recent watermain breaks and chronic repair has led to an expedited schedule of replacement.

Discussion:

The 2026 UWSS Inc. approved budget includes a specific line item for \$250,000 - Cottam Watermain Upgrades for engineering to commence in 2026, however has been previously identified to the Board as a 2027- 2028 construction project. To commence construction of the project in 2027, all design engineering and specifications must be completed in 2026 to achieve an early Request for Tender / Award in 2027.

A Request for Proposal (RFP) for Engineering Services related to the replacement of the County Road aging 34E watermain was circulated to seven (7) local and regional consulting engineering firms on March 04th, 2026 with an amended closing date of March 25th, 2026.

The evaluation of the technical RFP's received were based on several criteria and maximum points available to each submittal as noted below:

Criteria	Maximum Score
Fee Proposal	25
Experience with Similar Projects and Qualification of Key Personnel	25
Understanding of Project Scope and Proposal Quality	15
Proposed Work Plan and Schedule	20
Value Added / Innovative Concepts	15
Total Points Available	100

In total five (5) proposals were received by the amended closing date. Internal reviews and scoring of the proposals have been completed by the C.E.O. and Senior Manager–Infrastructure consistent with the RFP scoring criteria.

The following engineering firms are shown with their representative overall score below:

Engineering Consulting Firm	Score
CIMA+	71.25
Dillon Consulting Ltd.	92.5
Peralta Engineering Ltd.	89.5
R.C. Spencer & Associates	85.0
R.V. Anderson Associates Limited	82.5

The proposal submitted by Dillon Consulting Ltd. achieved the highest average score overall. Their proposal plan estimated a project schedule of 220 working days over two (2) construction seasons concluding in the 3rd quarter of 2028.

Financial:

The revised total budget for this approximate 12Km watermain replacement project has yet to be officially determined, however has been preliminarily estimated between \$10,000,000 and \$12,000,000. It is planned that a Request for Tender (RFT) will be circulated in late 2026 as a prelude to award as a first project award in 2027. This approach historically results in favourable pricing. Further Board approval will be required prior to project award to construct.

The quoted engineering fee of \$792,144.61 including HST burden, represents approximately 6.6 – 7.9% of the estimated total project cost.

The UWSS Board approved \$1,750,000.00 for the start of construction of the new admin building in the 2026 budget. To date only preliminary design has been completed. It is not anticipated that construction will commence in 2026 and as such no significant spending is anticipated this year. To offset the additional cost of engineering for the CR 34 E watermain replacement project we are requesting that \$550,000 be redirected from the admin building expansion line item to the CR 34 E watermain replacement project.

Respectfully submitted,



G.A. Plancke
Senior Manager - Infrastructure

Approved By:



Rodney Bouchard
C.E.O.

To: UWSS Inc. Board of Directors
From: Rodney Bouchard, UWSS Inc. CEO
Date: April 10, 2026
Re: Approvals for Filtration/UV Building Design and
Preconstruction Services



Recommendation:

That the UWSS Inc. Board authorizes the UWSS Inc. CEO to retain Associated Engineering under Direct Negotiation for Design Engineering Services for the Filtration Building and UV Disinfection System in the amount of \$1,806,600.

And further, that the Board also authorizes the UWSS Inc. CEO to retain Alberici Constructors Ltd under Direct Negotiation for Preconstruction Services as Construction Manager Advisor for the Filtration Building and UV Disinfection System to in the amount of \$536,286.

Background:

At the July 19, 2023 meeting of the Union Water Supply System Board (Board), the Board authorized UWSS management to implement a Construction Management Contract project delivery approach for the Reservoir #3 and DAF#2 projects at the Ruthven Water Treatment Plant.

Construction Management is a common delivery method used in the various industries to fast-track projects. It typically consists of two phases: (1) Construction Manager as Advisor/Agent (CMA) and (2) Construction Manager at Risk (CMAR). CMA/CMAR is a preferred approach for complex projects involving upgrades to existing facilities. As part of this delivery method, A Construction Manager (CM) is retained by the Owner during the early phase of the design and works in a collaborative partnership arrangement with the Owner and Design Consultant. With the early involvement of the Construction Manager, this project delivery approach provides an opportunity to realize savings from the contractor's input in constructability, assessment of availability of materials early in the project, timely pricing and procurement, minimizing project timelines, and appropriate assignment of risk between the parties.

In April 2024, UWSS Inc. selected Alberici Constructors Limited (ACL) through a competitive Request for Proposal (RFP) process to provide the necessary services for *Contract 1 Preconstruction Services as a Construction Manager as Advisor* for the Reservoir #3 and DAF#2 projects.

Within the RFP, it was noted that the successful Proponent could also be eligible, at the discretion of UWSS Inc, to negotiate to enter into an agreement for one or more of the following works:

Re: UWSS/11/26 - Approvals for Filtration/UV Building Design and Preconstruction Services

- Contract 2 - Early Works as a Construction Manager at Risk (CMAR)/ GC
- Contract 3 - Reservoir Construction as CMAR/ General Contractor (GC)
- Contract 4 - DAF and HLPS Construction as CMAR/ GC
- Contract 5 - UV Disinfection Preconstruction Service as CMA
- Contract 6 - UV Disinfection Early Works as CMAR/ GC
- Contract 7 - UV Disinfection Construction as CMAR/GC
- Contract 8 - Additional Plant Capacity Preconstruction Services as CMA
- Contract 9 - Additional Plant Capacity Early Works as CMAR/GC
- Contract 10 - Additional Plant Capacity Construction as CMAR/ GC

UWSS Inc. also subsequently awarded Contracts #2, 3 and 4 to ACL.

UWSS Inc. management has been working closely with the Associated Engineering and Alberici Constructors since May 2024 on various capital projects including DAF#2, Reservoir #3, new dichlorination system, and High Lift Pumping System upgrades. The DAF #2 and dichlorination projects are in the final stages of completion and/or warranty phase and were put into operation. The Reservoir #3 project is well underway with expected completion in December 2026. The High Lift Upgrade project has been initiated and is also expected to be completed in December 2026.

As part of the capital plan for the Ruthven Water Treatment Plant upgrades, the next project in line for construction is the treatment plant capacity expansion. It is noted that background work for this expansion was initiated in November 2023 with the undertaking of an Environmental Assessment for this purpose. The EA was led by Associated Engineering on behalf of UWSS Inc. Approval of the EA was received from the Ministry of Environment Conservation and Parks (MECP) in March 2025. The EA indicated that the preferred solution for treatment capacity expansion would be achieved through a standalone filtration building on the Ruthven WTP site. The Filtration Building would also include a new UV disinfection system. Based on the preferred solution, AE provided preliminary estimates for construction of the Filtration Building and UV disinfection system in the range of \$70 million.

Discussion:

The Ruthven Water treatment plant dates back to 1959 and is in need of major upgrades to some of its components. These upgrades cannot be completed without shutting down a large portion of the plant. However, due to existing water demand, only minor portions of the plant can be shut down for short periods of time. Further, the water treatment plant capacity has regularly exceeded 80% maximum capacity during high water demand seasons. This was the driver for UWSS Inc. to implement a moratorium on new applications for large treatment capacity allocations in 2021. The moratorium is expected to remain in place until additional capacity can be realized.

It is also expected that existing treatment plant capacity will not be able to meet expected water demand for residential growth projections beyond the 5-year planning cycle. It is imperative that UWSS Inc. implement a treatment plant capacity expansion by 2027 to meet the anticipated growth demands and to provide the redundancy needed for undertaking major repairs to the Ruthven Water Treatment Plant.

Re: UWSS/11/26 - Approvals for Filtration/UV Building Design and Preconstruction Services

UWSS Inc. management retained Associated Engineering in November 2025 to undertake preliminary design engineering for the proposed Filtration Building and UV Disinfection System. These services were provided through funding approved in the 2025 Budget by the UWSS Inc. Board.

AE provided a proposal for detailed design of the Filtration Building/UV Disinfection Process and a proposal was subsequently and a Draft Technical Memorandum dated February 16, 2026 on the filter design criteria, media options etc. AE's fee estimate to complete the full design and engineering for these facilities is **\$1,806,600**. Since the same senior AE design/engineering team have been/are still involved in UWSS' recent major capital projects, UWSS Inc. management proposes to keep that relationship in place.

As noted in the **Background** section of this report, CMAR is currently being implemented for a number of UWSS Inc. projects, including the Reservoir #3 project. Alberici Constructors Limited was retained to provide the Construction Management and General Contractor services for the CMAR projects. It is noted that additional treatment plant capacity expansion and UV disinfection projects were included as Contracts 5 through 10 in the CMAR RFP. UWSS Inc. management recommends that the CMAR process be used for the Filtration Building and UV disinfection system projects. The first phases of this work would include the following services

- Contract 5 - UV Disinfection Preconstruction Service as CMA
- Contract 8 - Additional Plant Capacity Preconstruction Services as CMA

UWSS Inc. solicited a proposal from Alberici Constructors Limited to provide services for preconstruction services as Construction Management Advisor for the Filtration Building and UV Disinfection System Project. ACL's proposal dated April 8, 2026 provides a fee estimate of **\$536,286** for these services. The ACL team for these services consists of a full team including estimators, and specialists with extensive construction experience in concrete pours, steel erection, excavation and soils management, groundwater dewatering, electrical and process controls specialists.

Since Alberici is currently retained by UWSS Inc. as the Construction Manager and General Contractor for the Reservoir #3 and High Lift Pumping System upgrades projects and has provided excellent services to UWSS Inc. on this work, UWSS Inc. management proposes to continue this relationship with Alberici for preconstruction services for the Filtration/UV project.

A workshop was held on April 9th, 2026 at the AE offices in Markham to review the preliminary design for the Filtration Building and UV disinfection system. The workshop participants included a full complement from UWSS Inc., OCWA operations, AE, ACL and their trade partners. Significant progress was made on possible design improvements, constructability, project timelines and future operations and maintenance considerations, etc. for these proposed facilities. At this workshop, ACL provided an estimated construction price (Class "D" price) for the preliminary design of just over \$75 million.

Financial Implications

Re: UWSS/11/26 - Approvals for Filtration/UV Building Design and Preconstruction Services

It is noted that the combined fee estimates for AE's detailed design and ACL's CMA services total \$2,342,886. This combined fee represents 3.1% of the estimated total construction costs of \$75 million. Typical design engineering costs (not including contract management, site inspection and as-built drawings services) are in the range of 4-8% of total construction costs. The combined fee estimates for AE and ACL on this work is very competitive.

The Board approved 2026 UWSS Inc. Capital Budget includes sufficient funds to undertake these Filtration Building/UV disinfection system design engineering and preconstruction services.

Closing Comments:

UWSS Inc. management recommends that Associated Engineering be retained under direct negotiation to provide the respective Filtration/UV Building design engineering services based on the following:

- Associated Engineering has been serving as UWSS Inc.'s main consulting engineer since 2017. AE is the author of UWSS' Water Quality Master Plan also led the studies for the switch to free chlorine secondary disinfections, coagulant optimization and the EA for treatment capacity expansion.
- AE have been the design and consulting engineers for many UWSS capital projects including the coagulation pH control system, chlorine system disinfection upgrades, DAF #1 and #2, dichlorination system, and Reservoir #3.
- AE's team at the client management level have been the same throughout, which has enabled highly responsive services to UWSS Inc.

UWSS Inc. also recommends that Alberici Constructors Ltd be retained under direct negotiation to provide the respective preconstruction services based on the following

- ACL was initially retained by UWSS Inc. for Construction Management services under a competitive process.
- ACL is a highly experienced construction firm with numerous completed water treatment and water storage related projects.
- The preconstruction proposal provided by ACL is competitive
- The Preconstruction Management Contract allows for separate contracts to complete the works, which provides "off ramps". It is noted that under this contract, ACL has the opportunity to provide a Guaranteed Maximum Price (GMP) for undertaking the construction part of this work, UWSS Inc. can chose to reject ALC's GMP and proceed to tendering once the detailed design package is completed. Thus UWSS Inc. can choose to move forward with ACL for the preconstruction services but is bound to use ACL beyond those services.

Re: UWSS/11/26 - Approvals for Filtration/UV Building Design and Preconstruction Services

- ACL is currently the general contractor for the Ruthven Water Treatment Plant (RWTP) Reservoir #3 project, High Lift Pumping System project, and recently completed DAF #2 and dichlorination projects and thus is very familiar with the RWTP site. ACL has developed a good working relationship with OCWA operations staff at the RWTP.
- Since ACL is already retained by UWSS Inc. as a general contractor at the Ruthven Water Treatment plant site, retaining a second construction manager may put UWSS Inc. at risk of becoming the General Contractor for all projects at the treatment plant site. This would create additional liability issues and risks for UWSS Inc.

Respectfully submitted,



Rodney Bouchard, CEO
Union Water Supply System Inc.

/kmj



**UWSS Inc.
Governance Committee
Meeting**

Wednesday, February 4, 2026
9:00 am

Water Treatment Plant – Board Room
1615 Union Avenue, Ruthven

MINUTES

Directors: Director DeYong (Chair)
Director Bondy
Director MacDonald
Director Tofflemire

Also in Attendance: Rodney Bouchard, Chief Executive Officer
For UWSS Inc. Khristine Johnson, Office Administrator (Recording Secretary)
Erin McKee, Human Resources Generalist (Guest)

Guests: William Willis – Legal Counsel, Willis Business Law (representing UWSS Inc.)
Marianne Love – ML Consulting

Call to Order:

The meeting was called to order at 9:00 am

Welcoming Remarks:

The CEO asks the Chair if the agenda schedule can be moved around to accommodate UWSS's guest, Marianne Love, from ML Consulting. The Chair agrees proceeds with the other items on the agenda.

Adoption of Previous Minutes:

Motion No. GC-01-26

Moved by: Director Bondy
Seconded by: Director MacDonald

That the minutes of the Governance Committee meeting held on September 17, 2025 is received.

Carried

Item H – UWSS Inc Policies

The HR Generalist informs members of the committee that the policies being presented have been reviewed by herself and the legal team at Willis Business Law, with William Willis being present to answer any questions.

Director MacDonald agrees with the social media policy but asks if there is a way to ensure that vital information is not leaked to social media, which could cause issues at the water treatment facility. The CEO assures the directors that UWSS has separate connectivity to ensure that our systems remain separate from each other and possible infiltration but the public. He does not that UWSS will potentially be bringing forward a cyber security policy in the coming months.

Director Bondy was glad to see all the policies brought forward but asks if these policies apply to the Ontario Clean Water Agency (OCWA) staff as well. The CEO notes that OCWA staff have their own policies and procedures that they must adhere to, however, we work collaboratively to ensure that the policies and procedures are similar in nature. Director Bondy wanted to confirm how employees are updated on new policies. The HR Generalist assured the directors that the staff have a portal which they can access their training and sign off on having read and understand UWSS Inc. policies.

Director Tofflemire notes that social media brings attention to the fact that things change quickly into today's times, he would like assurance that the policy is reviewed as described. The CEO notes that the HR Generalist is tracking all policies and their timelines for review.

There is then a discussion regarding the Code of Conduct policy and if it refers to staff or board members, which the CEO indicates that this policy is for staff, wherein there is another policy for Directors. The HR Generalist notes that the Terms of Use for social media is also referring to the public, and how they interact with UWSS Inc. Social Media. There is a short discussion on some of the wording and it is decided that on the Social Media Policy the word "shareholders or other stakeholders" will be added.

Motion No. GC-02-26

Moved by: Director MacDonald
 Seconded by: Director Tofflemire

That the following are brought forward to the next UWSS Inc. Board of Directors meeting, as amended:

- UW-M05-001 Social Media Policy and UW-M05-002 Social Media Terms of Use Policy
- UW-B12-004 Code of Conduct Policy.

Carried.

Special Closed Meeting of the UWSS Inc. Governance Committee

Motion No. Confidential GC-01-26

Moved by: Director Bondy
 Seconded by: Director Tofflemire
 Time In: 9:13 am

Recommendation:

That the UWSS Inc. Governance Committee move into a Special Closed Meeting, pursuant to the Municipal Act section 239 (2)(d) for the following reason:

Matters for Consideration:

Legal discussion Under Municipal Act Sections 239 (2) wherein UWSS Inc.'s solicitor will provide guidance for a (d) labour relations or employee negotiations:

- Union Water Supply System Inc. – 2025 Compensation Review (Confidential Summary Report) – Marianne Love Consulting
 - o Provided under separate cover

Disclosures of Pecuniary Interest and the General Nature Thereof**Adjournment of Special Closed Meeting:****Motion No. Confidential GC-02-26**

Moved by: Director MacDonald
Seconded by: Director Tofflemire
Time Out: 10:28 am

Report on Closed Meeting

The UWSS Inc. Governance Committee asks for the updated report on the 2025 Compensation Review be brought forward to the next UWSS Inc. Governance Committee.

Review of UWSS Inc. M05 – Board of Directors Compensation and Expense Reimbursement Policy

The CEO brings up the old compensation policy on the screen and reviews the changes he is suggesting to the director's compensation policy. He notes that this updated schedule has been created after reviewing other utilities and discussions with our CFO. He would like to move to a yearly wage, paid quarterly and he reviews the wage scale, including committee participation. He further notes that there is a policy in place for director expenses, travel and mileage.

The directors then turn their attention to regular attendance at meetings and committee meetings. Several noted perhaps the policy could include wording to ensure that directors are attending meetings as shareholders would want them to. Legal counsel provides some options for wording within the policy and seeks clarification on what the governance committee would like to see. The directors provide direction to both the CEO and legal counsel on the wording change within the HR policy.

Motion No. GC-03-26

Moved by: Director Tofflemire

Seconded by: Director MacDonald

That the following policy is received, amended as discussed and should be brought forward to the UWSS Inc. Board of Directors meeting, scheduled for February 25, 2026. The policy:

- M05 – Board of Directors Compensation and Expense Reimbursement Policy
Carried.

Comments, Announcements, and Other Business:

The Office Administrator (recording secretary) notes that the updates requested by the directors to include committees, agenda and minutes is now live on the website.

Adjournment:

Motion No. GC-04-26

Moved by: Director Tofflemire

Seconded by: Director Bondy

That the meeting be adjourned.

Carried.

Time of Adjournment: 10:49 am

Date of Next Meeting:

~~March 25, 2026~~ amended to April 8th, 2026, 1:00 pm to 3:00 pm - Ruthven Water Treatment Plant – Board Room

**UWSS Inc.
Finance & Audit
Committee
Meeting**

Wednesday, January 14, 2026
9:00 am
1615 Union Ave, Ruthven WTP
Board Room



MINUTES

Directors Dennis Rogers
 Mike St. Amant
 Wayne Wharram
 Lori Atkinson - absent

Also in Attendance: Rodney Bouchard, UWSS Inc. Chief Executive Officer
For UWSS Khristine Johnson, UWSS Inc. Office Administrator (Recording Secretary)

Guest The CFO Nazzani, CPA, CA Capital Assist Valuation

Call to Order: 8:58 am

Welcoming Remarks:

Chair Rogers calls the meeting and welcomes everyone. He takes a few moments to reflect on the loss of Tom Kissner, a Director within UWSS Inc. and multiple committee member. The Chair reflected on Tom's wealth of knowledge in the water industry and his invaluable service to UWSS Inc., and the committees he served on. He will be missed.

The CEO thanks the Chair for his kind words and provides his own reflection on Tom and wishes his family all the best during this time. He then notes that correspondence has been sent to all of the municipalities notifying them of Director Kissner's passing and to indicate that there is now a vacancy within the board.

Disclosures of Pecuniary Interest

There are none.

Adoption of the Minutes of October 17th, 2025

Director St. Amant points out an error on the minutes, with his name both moving and seconding a motion. The recording secretary will look back on her notes to determine who should be both the mover and seconder.

No. FAC-01-26

Moved by: Director Wharram

Seconded by: Director St. Amant

That the Minutes of the Finance & Audit Committee of November 19th, 2025 are approved and shall be brought forward on the next Board of Directors meeting, with the correction made as noted.

Carried

Business to Discuss

The CFO then takes over, an apologies for the lateness of the agenda, however reminds members that they have seen the preliminary budget before. She will walk through the amendments made.

The CFO focuses initially on the financial results to November 30, 2025. She assures the directors that November's financials are consistent with the previous months in 2025. She notes that Leamington's flows were slightly higher than budgeted for, but generally, everything is consistent to the budget.

The CFO reminds the directors that UWSS Inc. is now billing to actuals, but using historical data for the budgeting process, with no new variances to report on. OCWA is currently slightly lower than expected, but she feels that will come in line as the year closes out.

The CFO points out that there was no budget in 2025 for Residual Pond Maintenance, but going forward that item has been added to the budget.

The CFO then reviews several items including the municipal administration fee, utilities, SCADA support, general administrative expenses, salaries and benefits as well as other important line items.

There is then a discussion on the OCWA contract and where things stand. The CEO explains that there will be a variance on the budget. However, this topic will be part of the next Governance Committee meeting at the beginning of February and then coming to the UWSS Board of Directors on February 18th, 2026. There is continued discussion on some of the changes to the new contract, costs, expectation of reporting and the move to actual billing for UWSS Inc.

The Chair then seeks clarification on the new distribution team that has been created and how this affects the municipalities. The CEO explains that the distribution team will be proactive in the approach to ensuring UWSS is doing the utmost to maintain our due diligence in ensuring that our watermains are in good repair, which includes turning valves and monitoring maintenance. This team will work collaboratively with the municipalities.

The CEO indicates that he will be contracting a consultant to conduct a full risk assessment/evaluation on our assets, which should take place later this spring.

Director Wharram then seeks clarification on what departments UWSS has and what the organization structure looks like moving forward and wants to know who is responsible for what. The CEO explains how UWSS Inc. is building a certain structure and adding new positions. The CFO indicates that at the next meeting they will bring forward the future organizational chart.

Minutes of Union Water Supply System Inc. Finance & Audit Committee

Date: January 14, 2026

Page 3

The CFO then moves back through the 2026 Budget pointing out treatment and transmission rates, greenhouse rates, and how the reserves might look moving forward.

There is then a lengthy discussion on the new water treatment facility and how the allocations might look in the future, as well as some of the costs, permit fees, and tracking. The CEO assures the directors that legal counsel will be involved in every aspect of the allocation process, as well as the municipal shareholders.

The discussion moves toward funding and rates, as well as debt calculations. The CEO also notes that he is working with a lender to obtain a commitment letter, for future funding. This ties into working with the municipalities on water allocations and commitments from the agricultural sector on future water demands.

The CFO then explains that the operational programs & studies now includes the price tag for continuing with the redundancy study, if the board chooses to move forward with this item, as well as a leak detection study. She further notes that budget does not reflect any of the HR Study changes to the salaries, but notes that it will be presented to the Governance Committee in early February.

The CFO then shows the presentation that she will be bringing forward to the board meeting next week. She notes that she will send this out later today, for their review. Finally, she reviews that carry forward balances from the 2025 budget. She is hoping to have them reconciled as the year ends.

No. FAC-02-26

Moved by: Director St. Amant

Seconded by: Director Wharram

That the financial results to November 30, 2025 are received;

Carried

No. FAC-03-26

Moved by: Director Wharram

Seconded by: Director St. Amant

That the UWSS Inc. 2026 updated Budget is received;

Carried

New Business

The CEO reminds members that we will have to bring forward a new committee member from the UWSS Inc. Board of Directors for the interim, in the wake of Director Kissner's passing.

Minutes of Union Water Supply System Inc. Finance & Audit Committee

Date: January 14, 2026

Page 4

Director Wharram asks the CEO if he has had an opportunity to meet with the municipalities regarding the redundancy study and how the finances are going to be split. The CEO notes that he has had meetings and discussions with the several municipalities and consultants regarding the full cost of functional design for said project. He then indicates that he will need to reach out to accounting agencies to assist with the financial review of this project, he names his top two (2) to inquire if there is a preference.

Director St. Amant notes he will not be available for the UWSS Inc. Board meeting on January 21st.

Adjournment

No. FAC-04-26

Moved by: Director Wharram

Seconded by: Director St. Amant

Time adjourned: 10:22 am

Date of Next Meeting: April 8, 2026 at the Ruthven Water Treatment Plant

/kmj