



THE CORPORATION OF THE CITY OF BRAMPTON

BY-LAW

Number _____ - 2020

A By-law to Authorize and Govern
the Execution of Documents by Electronic Signature

WHEREAS Subsection 8(1) of the *Municipal Act, 2001*, S.O. 2001, c.25, as amended, ("*Municipal Act, 2001*") provides that the powers of a municipality shall be interpreted broadly so as to confer broad authority on municipalities to enable them to govern their affairs as they consider appropriate, and to enhance their ability to respond to municipal issues;

AND WHEREAS Section 9 of the *Municipal Act, 2001*, provides that a municipality has the capacity, rights, powers and privileges of a natural person for the purpose of exercising its authority under any Act;

AND WHEREAS Subsection 11(1) of the *Municipal Act, 2001* provides that a municipality may provide any service or thing that the municipality considers necessary or desirable for the public;

AND WHEREAS Subsection 11(2) of the *Municipal Act, 2001* provides that a municipality may pass by-laws respecting: 2. Accountability and transparency of the municipality and its operations and of its local boards and their operations; 3. Financial management of the municipality and its local boards; 7. Services and things that the municipality is authorized to provide under subsection (1); 8. Protection of persons and property, including consumer protection;

AND WHEREAS Sections 23.1 and 23.2 of the *Municipal Act, 2001* permit a municipality to delegate certain legislative and quasi-judicial powers where the council of the municipality is of the opinion that the power being delegated is of a minor nature;

AND WHEREAS section 15 of the *Electronic Commerce Act, 2000*, S.O. 2000, c. 17 provides that if a public body has power to create, collect, receive, store, transfer, distribute, publish or otherwise deal with information and documents, it has power to do so electronically, including the signing of documents by electronic methods;

AND WHEREAS the Council of The Corporation of the City of Brampton deems it expedient to govern the execution of documents on behalf of the City;

AND WHEREAS the Council wishes to streamline its internal and external business processes and improve how it delivers services to the City, the public and businesses supporting the City;

AND WHEREAS the Council recognizes that efficiencies can be achieved and costs reduced by replacing paper-based processes with electronic practices that are more modern, faster and easier to use;

AND WHEREAS the Council deems it expedient to authorize the approval and execution of certain agreements and documents by electronic means, subject to certain terms and requirements;

NOW THEREFORE the Council of The Corporation of the City of Brampton enacts as follows:

PART I - TITLE

1. This by-law may be referred to as the “Execution of Documents by Electronic Signature By-law”.

PART II - DEFINITIONS

2. In this By-law:

“By-law” means this by-law as passed by Council, as amended from time to time.

“City” means The Corporation of the City of Brampton.

“Council” means the Council for The Corporation of the City of Brampton.

“Document” means any written instrument, whether on paper or in Electronic form, including any contract, agreement, deed, lease, purchase order, memorandum, letter of intent, application, permit, notice, release, waiver, submission or acknowledgement.

“Electronic” and “Electronically” have the meanings given in the *Electronic Commerce Act*.

“*Electronic Commerce Act*” means the *Electronic Commerce Act, 2000*, S.O. 2000, c. 17.

“Electronic Signature” has the meaning given in the *Electronic Commerce Act*.

“Execute” means to carry out activities intended to give effect to, or make legally binding and enforceable if applicable, a Document, including one or more of the following formalities as may be appropriate in the circumstances:

- (a) signing the Document;
- (b) indicating approval of the form or content of the Document;
- (c) affixing the seal of the City to the Document; and
- (d) delivery of the Document to other parties thereto,

and “Execution” has a corresponding meaning.

PART III - EXECUTION BY ELECTRONIC SIGNATURE

3. A member of Council, or an officer or employee of the City, that is authorized (by legislation, by-law, or policy) to sign or otherwise Execute a Document on behalf of the City may Execute such Document By Electronic Signature, subject to the conditions and restrictions set out in this By-law.
4. The following Documents may NOT be Executed by Electronic Signature pursuant to this By-law:
 - a. cheques, bank drafts, orders for payment of money, promissory notes, acceptances, bills of exchange, debentures and any similar instruments;
 - b. agreements or other Documents having a total value of over \$1 million; and
 - c. any Document the Execution of which by Electronic means is prohibited by law.

5. This By-law authorizes the CAO or delegate to establish and implement further conditions, rules, policies, procedures or systems ("Standard Operating Procedures") governing Documents Executed by Electronic Signature, as may be considered appropriate from time to time, including in relation to:
 - a. information technology standards applicable to Electronic Signatures;
 - b. reliability requirements applicable to Electronic Signatures;
 - c. integrity of the Document; or
 - d. acknowledgement of receipt of the Document by the City.
6. The Execution of a Document by Electronic Signature pursuant to this By-law shall be subject to the Standard Operating Procedures applicable at the time of Execution.
7. Nothing in this By-law requires the City to provide to or accept from other persons a Document Executed by Electronic Signature without the City's explicit consent.
8. Nothing in this By-law authorizes the City to require other persons to provide or accept a Document Executed by Electronic Signature without their consent. Such consent by other persons may be implied where permitted under the *Electronic Commerce Act*.
9. The requirement for consent under sections 7 and 8 shall be satisfied if the Document that is Executed by Electronic Signature contains terms that indicate the consent of the parties to use Electronic Signatures or deliver the Document by Electronic means.

PART IV - CONFLICT

10. In the event of conflict between this By-law and provincial or federal legislation, the specific provisions of this By-law that are in conflict with applicable legislation shall be of no force and effect to the extent of the conflict.
11. If a court of competent jurisdiction declares any provision or part of a provision of this By-law to be invalid or to be of no force and effect, it is the intention of Council in enacting this By-law that the remainder of this By-law shall continue in force and be applied and enforced in accordance with its terms to the fullest extent possible according to law.

PART V - GENERAL

12. Any reference to legislation, regulations or by-laws in this By-law shall be interpreted to include all amendments and any successor legislation thereof.
13. Throughout this By-law (i) the term "including" or the phrases "e.g.," or "for example" shall be interpreted to mean "including, without limitation", (ii) the singular includes the plural and vice-versa and (iii) any gender includes the other gender, unless the context requires otherwise.

PART VI - FORCE AND EFFECT

14. This By-law shall come into force and effect on the date of final passing by Council.

READ A FIRST, SECOND AND THIRD TIME AND PASSED IN OPEN COUNCIL THIS ____
DAY OF _____, 2020.

| |
|----------------------------|
| Approved as to content. |
| _____ |
| CAO |
| ____/____/____ |
| _____ |

Patrick Brown, Mayor

| |
|----------------------|
| Approved as to form. |
| _____ |
| Legal Services |
| ____/____/____ |

Peter Fay, City Clerk