

THE REGIONAL MUNICIPALITY OF NIAGARA

BY-LAW NO. 126-2011

A BY-LAW TO GOVERN THE EXECUTION OF DOCUMENTS
AND TO DELEGATE CERTAIN ADMINISTRATIVE POWERS AND
DUTIES TO STAFF AND TO REPEAL BY-LAW NO. 96-2008

WHEREAS subsection 227(a) of the *Municipal Act, 2001*, S.O. 2001, c. 25, as amended, provides that it is the role of the officers and employees of the municipality to implement council's decisions and establish administrative practices and procedures to carry out council's decisions;

AND WHEREAS the Council of the Regional Municipality of Niagara (the "Regional Corporation") by resolution adopted on December 20, 2007 approved a policy entitled "Delegation of Powers and Duties";

AND WHEREAS the Policy provides that the efficient management of the Regional Corporation, and the need to respond to various issues in a timely fashion, makes it appropriate for Council of the Regional Corporation to delegate certain administrative powers and duties to Regional staff;

AND WHEREAS the Council of the Regional Corporation has deemed it desirable to set out its policies with respect to the execution of documents in a By-law and to delegate certain administrative powers and duties to Regional staff;

AND WHEREAS on September 25, 2008, the Council of the Regional Corporation enacted By-law 96-2008 to govern the execution of documents and to delegate certain administrative powers and duties to staff;

AND WHEREAS the Council of the Regional Corporation wishes to repeal By-law 96-2008, as amended, and replace it with an amended by-law;

NOW THEREFORE the Council of the Regional Corporation enacts as follows:

DEFINITIONS

1. (a) In this By-law,

"Administrative Powers" means all actions which may be taken by Council and Committees, individual members of Council, and all Regional officers and employees, which are necessary or appropriate for the effective

management of the Regional Corporation in the performance of its responsibilities, including the procurement and disposal of goods, services and property for the purposes of the Regional Corporation;

“Council” means the Council of the Regional Corporation;

“Document” means any written instrument whether on paper or in electronic form including, without limiting the foregoing, any contract, agreement, deed, purchase order, memorandum, letter of intent, application, release, waiver or acknowledgement which, when executed, will have or is intended to have the effect of causing the Regional Corporation to be bound in a legally enforceable relationship with any other person; and shall not include:

- (i) any cheques, bank drafts, orders for payment of money, promissory notes, acceptances, bills of exchange, debentures and any similar instruments; and
- (ii) correspondence, whether by letter or in electronic form, intended to convey information or confirm a position on a matter, but not intended to create a contract or agreement between the Regional Corporation and any other person, whether or not a legally enforceable right or remedy is created thereby;

“Execute” means to complete the formalities intended to give effect to a document and may include any one or more of the following formalities as may be required in the circumstances:

- (i) signing the document;
- (ii) causing the seal of the Regional Corporation to be affixed to the document; and
- (iii) causing delivery of the document to be made to the other parties thereto; and

“Regional Corporation” means The Regional Municipality of Niagara.

- (b) Any reference to a statute is to such statute and to the regulations made pursuant to it, as such statute and regulations may at any time be amended or modified and in effect, and to any statute or regulations that may be passed that have the effect of supplementing or superseding such statute or regulations.
- (c) Schedule “A” – “Routine Documents” attached hereto forms part of this By-law.

APPOINTMENT OF SIGNING OFFICERS

2. Subject to the requirements of this By-law and any statute regarding the execution of any particular kind of document, an employee or officer of the Regional Corporation, who at the time of execution of any document holds any of the following offices or positions, is a signing officer of the Regional Corporation and has the authority to execute the document on its behalf:
 - (a) the Regional Chair;
 - (b) the Regional Clerk;
 - (c) the Chief Administrative Officer;
 - (d) the Commissioner of Corporate Services/Treasurer.
3. In addition to the signing officers designated in section 2, a document listed in Column 1 of Schedule "A" of this By-law ("Routine Documents") may be executed by an employee or officer of the Regional Corporation who at the time of execution of the particular document holds any one of the offices or positions set out opposite in Column 2 of Schedule "A", or by an employee or officer who holds a position above the delegated signing officer in the organizational chart, and they shall be considered to be signing officers but only for the limited purposes of the documents set out in Schedule "A" that they are authorized to sign, provided that all other provisions of this By-law are complied with.
4. When any signing officer designated under section 2 or 3 is absent for any reason or the office or the position is vacant:
 - (a) if there is a by-law which designates a deputy, associate or other acting person as having the authority of the person holding the position or office of the signing officer, such deputy, associate or acting person is authorized to exercise the authority of the signing officer under this By-law; and
 - (b) unless contrary to a by-law as described in clause (a), any employee or officer of the Regional Corporation appointed in writing by the signing officer identified in section 2 or 3, as acting in the position or office of such signing officer during his or her temporary absence, is authorized to exercise the authority of the signing officer under this By-law.

AUTHORITY AND MANNER OF EXECUTION

5. Subject to any statutory requirement to the contrary, signing officers shall not execute any document unless its execution is authorized by by-law enacted by Council. For greater certainty and without limiting the foregoing, a by-law authorizing execution of a document includes:
 - (a) a by-law authorizing the execution of the document and without limiting the foregoing, includes by-laws referred to in section 7 of this By-law;
 - (b) a by-law confirming the proceedings of Council that confirms a resolution, including a resolution adopting a Committee recommendation which authorizes the execution of the document;
 - (c) the Purchasing By-law to the extent that it authorizes the making of purchase orders, contracts and agreements for the purchase of goods and services; and
 - (d) this by-law as it relates to documents listed in Schedule "A" of this By-law ("Routine Documents") and documents executed under section 8.
6. The following rules shall apply to the execution of documents:
 - (a) Unless otherwise required by law or this By-law, a document may be executed by the signatures of two signing officers and when so executed the document may be endorsed with the words, "We have authority to bind the Corporation", or any similar words indicating the authority of the signing officers.
 - (b) Every signing officer shall ensure that his or her name and title is legibly printed beneath his or her signature.
 - (c) The seal of the Regional Corporation shall not be applied to a document upon execution unless it is executed by the signatures of two signing officers, one of whom shall be the Regional Clerk.
7. The authority to execute documents shall include the following:
 - (a) where a by-law authorizes the acceptance or execution of a contract or the making of an offer that upon acceptance becomes a contract, in addition to the execution of such acceptance, contract or offer, the signing officers are hereby authorized to execute all documents required by the terms of the contract that are necessary to perform the contract or carry out the Region's obligations under it and any such by-law shall be deemed to include such authority;

- (b) where a by-law authorizes the making of any application, or the commencement of any work, undertaking or project which requires any approval, the signing officers are hereby authorized to execute all application documents and supporting documents necessary for the making of the application or to apply for the required approval and any such by-law shall be deemed to include such authority;
 - (c) where a by-law authorizes the settlement of any legal action or other proceeding involving a claim made by or against the Regional Corporation, the signing officers are hereby authorized to execute such receipts, releases, indemnities, acknowledgments or similar documents necessary to effect the settlement provided that they have been approved by the Director of Legal Services or his or her designate and any such by-law shall be deemed to include such authority; and
 - (d) where a document on its face is subject to or is conditional upon approval, adoption or ratification by Council, the signing officers may execute the document before the document is so approved, adopted or ratified, provided that the document and its execution shall not be legally binding on the Regional Corporation until the by-law approving, adopting or ratifying the document or execution is enacted.
8. When there is no regular meeting of Council scheduled during a period of time that is more than 21 days after the date of the previously scheduled regular Council meeting, the signing officers designated under section 2 are hereby authorized to execute such documents as they deem to be reasonably required to carry on the business of the Regional Corporation.

ADMINISTRATION

9. All documents to be executed shall be prepared in a sufficient number of identical originals to permit at least two executed originals to be retained by the Regional Corporation.
10. All documents:
- (a) to be executed by the signing officers designated in section 2; or
 - (b) which require financial securities and/or proof of insurance;
- shall be forwarded to the Director of Legal Services, or designate, for approval prior to execution, along with the documents authorizing execution, including the Committee/Council Report and Council minutes approving the report.

11. Following execution, the Legal Services division shall forward one original executed document to the Office of the Regional Clerk and the remaining original(s) to the department with primary oversight for the agreement.
12. The department with primary oversight for the agreement shall be responsible for distribution of the executed document.
13. The short title of this By-law is the "Document Execution By-law".

EFFECTIVE BY-LAW DATE

14. This By-law comes into force and takes effect on the day upon which it is passed.

THE REGIONAL MUNICIPALITY OF NIAGARA

Original Signed By:

(Gary Burroughs, Regional Chair)

Original Signed By:

(Kevin Bain, Regional Clerk)

Passed: December 8, 2011

SCHEDULE "A"

ROUTINE DOCUMENTS

In addition to the signing officers designated under section 2 of this By-law, the documents listed in Column 1 may also be executed by the officers or employees of the Regional Corporation holding the office or position shown opposite in Column 2.

In this Schedule "A", the term "Director of Legal Services" includes authorized Legal Counsel employed by the Regional Corporation.

Section	Column 1 Document	Column 2 Signing Officers
Public Works		
1.	Documents permitted or required under the Sewer Use By-law in force from time to time including Surcharge Agreements.	The Commissioner of Public Works or The Director of Water and Wastewater
2.	Agreements relating to the supply of water or sewer services within the Regional area, including operation and maintenance agreements with Niagara area municipalities.	The Commissioner of Public Works
3.	Agreements providing for the control of access, ingress and egress to and from Regional roads.	The Commissioner of Public Works
4.	Agreements, including cost sharing agreements with Niagara area municipalities <u>or other government agencies</u> , regarding road construction and/or road maintenance pursuant to projects or programs approved by Council.	The Commissioner of Public Works

<p>5.</p>	<p>Agreements and other documents permitting underground pipe crossings of lands used for gas lines or railway purposes, limited access highways, or hydro corridors, provided that the total consideration to be paid or a reasonable estimate of the cost of the obligations to be incurred by the Regional Corporation, excluding applicable taxes, legal fees and fees of an administrative nature, does not exceed \$100,000.</p>	<p>The Commissioner of Public Works</p>
<p>6.</p>	<p><u>The following documents permitted or required under the Municipal Drinking Water Licensing Program:</u></p> <p>(i) <u>amendments to the Region’s Drinking Water Quality Management System (DWQMS) Operational Plan of a minor or administrative nature; and</u></p> <p>(ii) <u>pre-approved amendments to the Region’s drinking water systems (Schedule “C” of Drinking Water Works Permits (DWWP)).</u></p>	<p><u>The Commissioner of Public Works or designate</u></p>
<p>7.</p>	<p><u>Agreements with developers regarding road improvements to Regional roads, where the improvements are required for new development.</u></p>	<p><u>The Commissioner of Public Works or Director of Development Services</u></p>

Planning		
8.	Agreements imposed or required in satisfaction of any condition of approval under the <i>Planning Act</i> in connection with the development of land including, without limitation, subdivisions, site plans and re-zonings where the Regional Corporation is not the applicant, and Releases and Acknowledgments of Compliance pursuant to any such agreements.	The Commissioner or Director responsible for the program
9.	Applications, submissions, declarations, representations and agreements imposed or required in satisfaction of any condition of approval under the <i>Planning Act</i> or the <i>Building Code Act, 1992</i> in connection with the development or redevelopment of Regional lands or buildings where the Regional Corporation is the applicant, provided the project has been approved by Council.	The Commissioner or Director responsible for the program
Corporate Services - Properties		
10.	Any of the following documents in subsections 10(1) to 10(5) inclusive provided that the total consideration to be paid or a reasonable estimate of the cost of the obligations to be incurred by the Regional Corporation, excluding applicable taxes, legal fees and fees of an administrative nature, does not exceed \$100,000, or where a leasehold or land use license is involved, \$100,000 per annum.	

<p>10(1)</p>	<p>Agreements of purchase and sale and all deeds, transfers and other documents required for the acquisition, purchase, sale or exchange of any interest in land including, without limitation, easements, rights of first refusal, option agreements and re-purchase agreements.</p>	<p>The Commissioner of Corporate Services/<u>Treasurer</u> or Commissioner of Public Works</p>
<p>10(2)</p>	<p>Agreements and other documents permitting the Regional Corporation or its contractors or agents to enter upon land for any of the purposes of the Regional Corporation, or agreements and other documents permitting others or their contractors or agents to enter upon lands of the Regional Corporation.</p>	<p>The Commissioner of Corporate Services/<u>Treasurer</u> or Commissioner of Public Works</p>
<p>10(3)</p>	<p>Documents permitting encroachment on easements and other lands vested in the Regional Corporation which are not part of a public highway, including encroachment agreements and the assignment, release or termination of encroachment agreements, and the release and abandonment of easements.</p>	<p>The Commissioner of Corporate Services/<u>Treasurer</u> or Commissioner of Public Works</p>
<p>10(4)</p>	<p>Agreements to lease or license, and leases or licenses of premises required for Regional purposes; and, agreements to lease or license and leases or licenses of Regional lands or premises to be temporarily disposed of.</p>	<p>The Commissioner responsible for the <u>program</u></p>

<p>10(5)</p>	<p>Facility licence or rental agreements for occupancy of space on a short term basis for the purposes of the Regional Corporation, such as staff meetings, public meetings and open houses and for the occupancy of Regional lands or premises on a short term basis by others, such as the use of meeting rooms, the council chambers, motion picture and television locations.</p>	<p>The Commissioner or the Director responsible for the program</p>
<p>11.</p>	<p>Offer to purchase agreements for strategic land acquisitions valued at more than \$100,000, conditional on final approval by Regional Council.</p>	<p>The Chief Administrative Officer</p>
<p>12.</p>	<p>Acknowledgments of the status, term and conditions of any lease under which the Regional Corporation is a tenant and notices pursuant to the <i>Residential Tenancies Act, 2006</i> where the Regional Corporation is the landlord.</p>	<p>The Commissioner of Corporate Services/<u>Treasurer</u></p>
<p>13.</p>	<p>Undertakings, certificates, statements, declarations, notices of election under the <i>Expropriations Act</i> and other documents required for the completion of any transaction involving the acquisition, purchase, sale or exchange of any interest in land, but not including agreements of purchase and sale, deeds and transfers, leases and agreements to lease except to effect registration where the transaction is otherwise authorized.</p>	<p>The Commissioner of Corporate Services/<u>Treasurer</u> or the Director of Legal Services, or Law Clerk authorized by the Director of Legal Services</p>

14.	Consents and Waivers of Notice relating to an application for registration under the <i>Land Titles Act</i> .	The Commissioner of Corporate Services/ <u>Treasurer</u> or the Director of Legal Services
15.	Real estate documents for registration under the <i>Land Registration Reform Act</i> .	The Director of Legal Services or Law Clerk authorized by the Director of Legal Services
16.	Requests for Reconsideration pursuant to the <i>Assessment Act</i> , and settlement of such requests pertaining to Regional lands and premises, including on behalf of a tenant or tenants, and related minutes of settlement and any documentation.	The Commissioner of Corporate Services/ <u>Treasurer</u>
17.	Assessment appeals pursuant to the <i>Assessment Act</i> , and settlement of such appeals pertaining to Regional lands and premises initiated by the Regional Corporation, including on behalf of a tenant or tenants and consent to third party appeals relating to assessment of Regional lands and premises, and related minutes of settlement and other documentation.	The Commissioner of Corporate Services/ <u>Treasurer</u>
Corporate Services – Finance		
<u>18.</u>	<u>Agreements required for the delivery of banking services to the Regional Corporation, including agreements for purchase cards, VISA cards and electronic services.</u>	<u>The Commissioner of Corporate Services/Treasurer</u>
Public Health		
19.	Special event contracts and paid duty agreements for the provision of Paramedic Services.	The Director of Emergency Services

Community Services		
20.	License agreements and license agreement renewals for day nurseries operated on behalf of the Regional Corporation.	The Director of Children’s Services
<u>21.</u>	<p><u>Child Care Subsidy Service Contracts with:</u></p> <p>(i) <u>licensed day nurseries (institutions); and</u></p> <p>(ii) <u>private home day care facilities (individuals);</u></p> <p><u>pursuant to the <i>Day Nurseries Act</i>.</u></p>	<u>The Director of Children’s Services</u>
22.	Agreements relating to the admission of persons to Long-Term Care Homes or supportive housing operated by the Regional Corporation, including both permanent and temporary admissions (respite).	The Director of Seniors Services or the Administrator of the Long-Term Care Home to which the person is being admitted
23.	Agreements for the provision of personal care services including, but not limited to, aesthetics and hairdressing services, for residents of Long-Term Care Homes operated by the Regional Corporation.	The Administrator of the Long-Term Care Home in which the services are required
<u>24.</u>	<u>Agreements for the provision of medical and laboratory services for residents of Long-Term Care Homes operated by the Regional Corporation, where the service providers directly bill the Ontario Health Insurance Plan (OHIP), the Local Health Integration Network (LHIN) or other funding agency.</u>	<u>The Director of Seniors Services</u>
25.	Occupancy Agreements with occupants of transitional housing units owned or leased by the Regional Corporation.	Manager of Housing, Hostels and Homelessness

<p>26.</p>	<p>Agreements between the Regional Corporation acting as Delivery Agent under the <i>Ontario Works Act, 1997</i>, and a person who has a legal obligation to provide financial support to a recipient of Ontario Works, regarding the recovery of income assistance paid for the benefit of the Ontario Works recipient from that person.</p>	<p>Staff designated by the Director of Social Assistance and Employment Opportunities as Family Support Workers under the <i>Ontario Works Act, 1997</i></p>
<p>27.</p>	<p>Directions and assignments (including assignments of support orders, assignments of insurance proceeds and assignments of other benefits and sources of income) in favour of the Regional Corporation acting as Delivery Agent under the <i>Ontario Works Act, 1997</i>, and agreements to reimburse the Regional Corporation acting as Delivery Agent under the <i>Ontario Works Act, 1997</i>.</p>	<p>The Director of Social Assistance and Employment Opportunities</p>
<p>28.</p>	<p>Receipts, releases, minutes of settlement, consents and other documents required for the settlement or compromise of any claim, action, application or other proceeding brought or made by or against the Regional Corporation, acting as Delivery Agent under the <i>Ontario Works Act, 1997</i>, in relation to support for a recipient of Ontario Works and/or support arrears owed to the Regional Corporation as support assignee.</p>	<p>Staff designated by the Director of Social Assistance and Employment Opportunities as Family Support Workers under the <i>Ontario Works Act, 1997</i></p>

Human Resources		
29.	Contracts of employment (whether by letter or other formal document), but not including: (i) collective agreements and amendments thereto; and, (ii) contracts of employment for the position of Chief Administrative Officer or Commissioner.	<u>The employee's supervisor/manager, where the document has been approved by the Director of Human Resources or Staffing Specialist authorized by the Director</u>
30.	Personnel and student placement agreements, secondment agreements and related documents in respect of persons being placed with the Regional Corporation or employees of the Regional Corporation being placed with other organizations, including educational institutions, government or other agencies, where the agreement is approved by the Director of Legal Services.	<u>The Director of Human Resources or Staffing Specialist authorized by the Director</u>
31.	Service agreements with persons or agencies providing services under the Wellness Program.	<u>The Director of Human Resources or Staffing Specialist authorized by the Director</u>
32.	Minutes of settlement and other documents required for the settlement of any labour relations matters where the proceeds of settlement do not exceed \$100,000.	<u>The Director of Human Resources or Manager authorized by the Director</u>
33.	Memoranda of agreement pertaining to collective bargaining negotiations provided that such memoranda are conditional upon Council approval.	<u>The Director of Human Resources or Manager authorized by the Director</u>

Multi-departmental		
34.	Applications to any government, agency or fund for compensation, funding or any form of subsidy related to any Regional programs, operations or capital projects, and subsequent submissions, declarations or representations required for processing the application or the receipt of funds or any agreements required for the receipt of the funds.	The Commissioner responsible for the program, operation or capital project to which the compensation, funding or subsidy relates, <u>and the Commissioner of Corporate Services/Treasurer or Director of Financial Management and Planning/Deputy Treasurer</u>
35.	Receipts, releases, indemnities, minutes of settlement and other documents required for the settlement or compromise of any claim, demand, action or other proceeding brought or made by or against the Regional Corporation where the proceeds of the settlement do not exceed \$1,000,000 and the document has been approved by the Director of Legal Services.	The Director of Legal Services (up to \$100,000) The Chief Administrative Officer (up to \$1,000,000)
36.	Receipts, releases, indemnities, waivers and other documents required for the disbursement of donations or bequests to the Regional Corporation.	The Commissioner responsible for the department in respect of which the donation or bequest was made, and the Director of Legal Services
37.	Agreements for repayment for the settlement or compromise of any claim, demand, action or other proceeding brought by the Regional Corporation.	The Commissioner responsible for the program in respect of which the claim, demand, action or other proceeding arose, and the Director of Legal Services
38.	Approval of the release of any confidential records, documents and information requested by the Ombudsman under section 239.1 of the <i>Municipal Act, 2001</i> , or the <i>Ombudsman Act</i> .	The Director of Legal Services or designate

39.	Agreements for the acquisition, sale, exchange, release or non-disclosure of information or data provided that the requirements of the <i>Municipal Freedom of Information and Protection of Privacy Act</i> , the <i>Personal Health Information Protection Act</i> and the Purchasing By-law have been complied with.	The Commissioner or Director responsible for the program, operation or project to which the agreement relates or the Director of Information Technology Solutions
40.	Data license agreements for the provision of spatial data of the Regional Corporation to others.	The Associate Director of Information, Development and Mapping
41.	Software License, <u>Maintenance and Support</u> Agreements for software acquired in accordance with the Purchasing By-law.	The Director of Information Technology Solutions, <u>or the Director responsible for the program, operation or project to which the agreement relates</u>
42.	Agreements with any government or agency related to the Ontario Municipal Benchmarking Initiative (OMBI).	The Chief Administrative Officer
43.	Agreements to permit the use of the intellectual property of the Regional Corporation.	The Chief Administrative Officer
44.	<u>Applications, submissions, declarations, representations and agreements imposed or required in satisfaction of any regulatory applications to any government body or agency, where the Regional Corporation is the applicant.</u>	<u>The Commissioner responsible for the program</u>
45.	<u>Revenue generating agreements and agreements where the Regional Corporation is providing services to others for a charge, provided that the revenue being generated or charged by the Regional Corporation does not exceed \$100,000 per annum.</u>	<u>The Commissioner responsible for the program</u>

<u>46.</u>	<u>Agreements with government agencies or non-profit agencies, for nominal consideration, relating to the supply of services for approved programs of the Regional Corporation.</u>	<u>The Commissioner responsible for the program</u>
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