

Report to Corporate Services Committee

To: Chair and Members
Corporate Services Committee
From: Anna Lisa Barbon, Deputy City Manager, Finance Supports
Subject: Amendment to Banking Services Agreement
Date: September 16, 2024

Recommendation

That, on the recommendation of the Deputy City Manager, Finance Supports, the proposed bylaw attached as Appendix “A” to this report BE INTRODUCED at the Municipal Council meeting on September 24, 2024 to amend By-law A.-8047-15 “A bylaw to approve an Amending Agreement between the Bank of Nova Scotia and The Corporation of the City of London” to approve a new Banking Resolution.

Linkage to the Corporate Strategic Plan

Council’s 2023 to 2027 Strategic Plan for the City of London identifies “Well-Run City” as one of the eight strategic areas of focus. Amending the Banking Resolution authorizing a change in signing officers for banking services at Bank of Nova Scotia supports this strategic area of focus strategy to “Continue to deliver municipal services that meet the needs of a growing and changing community.”

Analysis

1.0 Background Information

1.1 Previous Reports Related to this Matter

- Corporate Services Committee, November 13, 2023, Consent Item # 2.1 – Authorization for Temporary Borrowing.
- Corporate Services Committee, January 31, 2022, Consent Item # 2.1 – Banking Services Bylaws Amendments due to Appointment of New City Clerk
- Corporate Services Committee, November 15, 2016, Consent Item # 3, Signing Authority By-Law

2.0 Discussion and Considerations

As a result of the borrowing bylaw passed by Municipal Council for 2024, an amendment to the City of London’s Banking Resolution is required by the Bank of Nova Scotia to have the Acting Mayor listed as a signing authority for borrowing. To do so, Municipal Council is asked to approve the Banking Resolution attached to the proposed bylaw in order to reflect the delegated authority given to the Acting Mayor pursuant to bylaw A.-8432-315 (the “borrowing bylaw”). This will authorize the Acting Mayor to execute agreements with the Bank of Nova Scotia for sums authorized under the borrowing bylaw. The specific delegation of authority and limits of that authority are set out in both the borrowing bylaw and the Banking Resolution attached to the bylaw. Further, a change is also made to update the Banking Resolution to reflect the new Manager, Development Finance.

Conclusion

Given the recent administrative changes and new authority set out in the City’s borrowing bylaw, it is recommended that Council pass this Banking Resolution to update the Bank of Nova Scotia on its current signing authorities.

Submitted by: Ian Collins, Director, Financial Services
Recommended by: Anna Lisa Barbon, Deputy City Manager, Finance Supports

Appendix "A"

Bill No.
2024

By-law No. A-

A by-law to amend By-law A.-8047-15 "A bylaw to approve an Amending Agreement between the Bank of Nova Scotia and The Corporation of the City of London" to approve a new Banking Resolution

WHEREAS subsection 5(3) of the *Municipal Act, 2001* S.O. 2001, c.25 (the "*Municipal Act, 2001*"), as amended, provides that a municipal power shall be exercised by by-law;

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 this or any other Act;

AND WHEREAS subsection 10(2) of the *Municipal Act, 2001* provides that a municipality may pass by-laws respecting, among other things: ii) financial management of the municipality;

AND WHEREAS the Bank of Nova Scotia and The Corporation of the City of London entered into an agreement for the provision of financial banking services and the Bank of Nova Scotia requires the City to pass a banking resolution to confirm its signing authorities;

AND WHEREAS a Banking Resolution was authorized and approved by By-law A.8047-15;

AND WHEREAS the Banking Resolution requires amendment to address new signing authorities;

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

1. By-law A.-8047-15 is amended by deleting the Banking Resolution attached as Schedule 1 to the bylaw and replacing it with the Banking Resolution attached as Schedule 1 to this bylaw. The Banking Resolution is hereby authorized and approved.
2. The Mayor and Clerk are authorized to execute the Banking Resolution authorized and approved under section 1 of this bylaw.
3. This by-law comes into effect on the day it is passed subject to the provisions of PART VI.1 of the *Municipal Act, 2001*.

Passed in Open Council on September 24, 2024 subject to the provisions of PART VI.1 of the *Municipal Act, 2001*.

Josh Morgan
Mayor

Michael Schulthess
City Clerk

First Reading – September 24, 2024
Second Reading – September 24, 2024
Third Reading – September 24, 2024

Schedule 1

BANKING RESOLUTION

We, our and us mean THE CORPORATION OF THE CITY OF LONDON (FULL LEGAL NAME)

which carries on all or part of its business under the trading name(s):

(IF APPLICABLE)

You and your mean Scotiabank, The Bank of Nova Scotia.

Resolved that:

- 1. We appoint you as our banker and agree to the terms set out in the Scotiabank Financial Services Agreement, or where applicable, the Scotiabank Financial Services Agreement section of the Business Banking Services Agreement.

- 2. Any 2 of the following persons are authorized to sign and deliver the Scotiabank Financial Services Agreement, any service requests and any other banking agreements with you:

Mayor City Treasurer
City Clerk

STATE TITLES RATHER THAN NAMES

- 3. The persons and the required combination of those persons we verify, are the persons authorized, and the combination of those persons required, to give instructions, verifications and approvals on our behalf from time to time. We will provide this verification by a certificate in writing given to you by any 2 of the officers set out below. The most recent certificate given to you will be the current certificate in effect:

Any two of the individuals listed on Schedule "A" in accordance with authorities set out in Schedule "A"

STATE TITLES RATHER THAN NAMES

- 4. We may exercise every power to borrow money and otherwise obtain services from you and to receive repayment thereof and to secure our obligations to you arising out of our acquisition of services from you which is conferred upon us by our governing legislation. The persons and the required combination of those persons we verify, are the persons authorized, and the combination of those persons required, to borrow money from you on our credit from time to time in the amounts and on the terms that those persons determine, and to grant security to you over any of our property from time to time. We will provide this verification by a certificate in writing given to you by any 2 of the officers set out below. The most recent certificate given to you will be the current certificate in effect:

Mayor or Deputy Mayor or Acting Mayor City Treasurer
or Deputy City Treasurer

- 5. All instructions, agreements and documents which we sign, make, draw, accept, endorse or complete and which are signed by the persons we have authorized from time to time are valid and are binding on us. Our seal is not required on any written document to make it valid or to show consideration.
6. This Resolution remains in effect until we cancel it by written notice to you and you have acknowledged receiving the notice.

CERTIFICATE

By signing below, our directors/officers/members certify for us that:

- there are no provisions in our incorporating documents or by laws or in any unanimous shareholders agreement which impair in any way the powers of our directors or officers to borrow money or grant security;
our directors/shareholders/members have full power to pass this Resolution and to bind us in all respects.
the above Resolution was properly passed by our directors or members in compliance with all applicable legislation and continues in effect.

NAME OF AUTHORIZED DIRECTOR OR OFFICER OR MEMBER SIGNATURE: Title (print):

NAME OF AUTHORIZED DIRECTOR OR OFFICER OR MEMBER SIGNATURE: Title (print):

NAME OF MEMBER OTHER THAN MEMBERS AUTHORIZED TO SIGN FOR THE ORGANIZATION SIGNATURE: Title (print):

DATE (MM/DD/YYYY)

DATE RECEIVED
RECORDED
APPROVED
E.O. AUDITOR

1317113 (08/12)

Appendix B of Banking Resolution

Section 4 has been deleted and replaced with:

We may exercise every power to borrow money and otherwise obtain services from you and to receive repayment thereof and to secure our obligations to you arising out of our acquisition of services from you which is conferred upon us by our governing legislation. The persons and the required combination of those persons we verify, are the persons authorized, and the combination of those persons required, to borrow money from you on our credit from time up to a total of \$102,000,000 subject to the limit described below and on the terms that those persons determine.

The Mayor, the Deputy Mayor or the Acting Mayor, and the City Treasurer or the Deputy Treasurer of the Corporation are authorized to execute on behalf of the Corporation, under its Corporate Seal, and deliver to the Bank of Nova Scotia, or its representatives or other persons, an agreement to borrow sums which shall not in total exceed \$102,000,000 at any one time, to meet, until the taxes are collected, the current expenditures of the Corporation provided that notwithstanding the sums authorized to be borrowed hereunder, the amount that may be borrowed hereunder at any one time, together with the total of any similar borrowings that have not been repaid, shall not, except with the approval of the Local Planning Appeal Tribunal, exceed from January 1st to September 30th in the year, 50 per cent of the total estimated revenues of the municipality as set out in the budget adopted for the year, and from October 1st to December 31st in the year, 25 per cent of the total estimated revenues of the municipality as set out in the budget adopted for the year, all as provided for in section 407 of the Municipal Act, S.O. 2001, c. 25.

Certificate:

Section stating below has been deleted from Banking Resolution:

- There are no provisions in our incorporating documents or by-laws or in any unanimous shareholders agreement which impair in any way the powers of our directors or officers to borrow money or grant security.

Signature: _____

Signature: _____

Title: _____

Title: _____

Date: _____

Date: _____

Schedule A

Supplemental information to the Certificate - Officers, Directors & Signing Authorities

This Schedule is amended as of September 1, 2024 and supersedes and replaced any previous version signed by the Corporation.

The Corporation of The City of London

In addition to the terms noted on the above referenced form, we certify that the following persons, in the combinations specified, are authorized to give instructions, verifications and approvals on behalf of the Company from time to time:

SIGNATORIES:

Josh Morgan	Mayor
Anna Lisa Barbon	Deputy City Manager, Finance Supports, City Treasurer
Ian Collins	Director, Financial Services
Kyle Murray	Director, Financial Planning & Business Support
Joe McMillan	Division Manager, Taxation & Revenue
Alan Dunbar	Manager, Financial Planning & Policy
Jason Davies	Manager, Financial Planning & Policy
Martin Galczynski	Manager, Financial Planning & Policy
David Bordin	Manager, Development Finance

For all cheques up to and including \$50,000 the following two (2) signature are required:

Mayor- Signature may be written, engraved, printed or otherwise mechanically reproduced AND City Treasurer - Signature may be impressed thereon by cheque signing machine.

For all cheques over \$50,000 the following three (3) signatures are required:

Mayor- Signature may be written, engraved, printed or otherwise mechanically reproduced AND City Treasurer - Signature may be impressed thereon by cheque signing machine PLUS countersigned in Writing by one (1) of: Director, Financial Services; Director, Financial Planning & Business Support; Division Manager, Taxation & Revenue; Manager, Financial Planning & Policy; Manager, Development Finance.

For all wire and/ or manual transfers of any amount, any two (2) of the following signatures are required:

City Treasurer; Director, Financial Services; Director, Financial Planning & Business Support; Division Manager, Taxation & Revenue; Manager, Financial Planning & Policy; Manager, Development Finance.

For IP # 6213359, please refer to attached The Corporation of The City of London: Authorized Signing Officer Listing'.

Signature: _____

Signature: _____

Title: _____

Title: _____

Date: _____

Date: _____