

## Report to Corporate Services Committee

**To:** Chair and Members  
Corporate Services Committee

**From:** Anna Lisa Barbon, Deputy City Manager, Finance Supports

**Subject:** Signing Authority and Banking Services by-laws –  
Amendments due to Corporate Restructuring

**Date:** November 22, 2021

## Recommendation

That on the recommendation of the Deputy City Manager, Finance Supports, the following actions BE TAKEN with respect to various By-Law amendments to implement organizational changes:

- a) The proposed attached by-law (Appendix "A"), being "A by-law to amend By-Law A.-7955-83, entitled "A by-law to authorize the Mayor and City Clerk to execute the Resolution Regarding Banking and the Master Client Agreement for Business Client Authorization and any contract or document with the Royal Bank relating to the Ontario Works Royal Bank of Canada Right Pay Reloadable Payment Card Program and to authorize the signing of cheques and the withdrawal or transfer of funds" to reflect the current organizational structure", BE INTRODUCED at the Municipal Council meeting to be held on November 30, 2021;
- b) The proposed attached by-law (Appendix "B"), being "A by-law to amend By-Law A.-8047-15, entitled "A by-law to approve an Amending Agreement between the Bank of Nova Scotia and the Corporation of the City of London", BE INTRODUCED at the Municipal Council meeting to be held on November 30, 2021;
- c) The proposed attached by-law (Appendix "C"), being "A by-law to authorize the signing of cheques and electronic funds or wire transfers on certain bank accounts of The Corporation of the City of London, and to repeal By-law No. A.-7473-288 entitled, "A by-law to authorize the signing of cheques and electronic funds or wire transfers on certain bank accounts of The Corporation of the City of London", BE INTRODUCED at the Municipal Council meeting to be held on November 30, 2021

## Executive Summary

As a result of the recently approved organizational structure change, the ongoing review of current By-laws to ensure that the By-laws reflect the current organization structure has resulted in the need for these three By-laws to be amended to reflect organizational change with respect to Finance Supports. Some minor housekeeping amendments were also taken to ensure the By-laws are more reflective of current practices.

By-Law A.-7955-83 governs the Royal Bank Client Services Agreement for the Ontario Works reloadable bank card program. The agreement lists all individuals with signing authorization under this agreement.

By-law A.8047-15 governs the banking services agreement between the City of London and the Bank of Nova Scotia who is our current banking service provider.

By-law A.7473-288 is the Corporations signing authority by-law that outlines all of the individuals with signing authority for financial instruments used by the Corporation.

## Linkage to the Corporate Strategic Plan

Council's 2019-2023 Strategic Plan for the City of London (the "City") identifies "Leading in Public Service" as a strategic area of focus. Continuing to ensure the strength and sustainability of London's finances is a strategy to maintain London's finances in a well-planned manner to balance equity and affordability over the long term.

## Analysis

### 1.0 Background Information

#### 1.1 Previous Reports Related to this Matter

- Corporate Services Committee, October 12, 2021, Item 4.1, Filling Vacancies on Municipal Council
- Corporate Services Committee, August 30, 2021, Item 2.3, Various By-law Amendments to Implement Organizational Structural Change
- Corporate Services Committee, December 14, 2020, Item 2.2, Financial Banking Services and Commercial Card Agreements – Agreement Extension
- Corporate Services Committee, March 9, 2020, Item 4.4, Resolution Regarding Banking Ontario Works Royal Bank of Canada Right Pay Reloadable Payment Card Program Agreement (Relates to Bill No. 114)
- Corporate Services Committee, November 15, 2016, Item # 3, Signing Authority By-Law

### 2.0 Discussion and Considerations

#### 2.1 Background

As a result of recently approved organization structure change; banking services agreements and signing authority by-laws require amendment. The Royal Bank and Bank of Nova Scotia by-laws are recent and required minor amendments related to the restructure to ensure they reflect amended job titles and names of the Corporation's signing officers. The Bank of Nova Scotia agreement outlines the Corporation's directors and as such there were amendments required to reflect the recent changes to members of Council. The Corporation's signing authority by-law was last updated in 2016. Civic Administration has made changes to this by-law related to the restructuring to reflect amended job titles and names of the Corporation's signing officers. Some minor administrative changes have also been made to this By-law to ensure it reflects current processes.

The following changes have been made to the Royal Bank Reloadable Payment Card by-law A.-7955-83:

- replaced Managing Director title with Deputy City Manager where applicable because of 2021 restructuring
- removed Manager, Tangible Capital Assets title as signing officer because of 2021 restructuring
- added Manager, Development Finance title as signing officer because of 2021 restructuring

The following changes have been made to Bank of Nova Scotia Banking Services by-law A.-8047-15:

- replaced Managing Director, Corporate Services & City Treasurer, CFO title with Deputy City Manager, Finance Supports as a result of 2021 restructuring
- replaced Managing Director, Corporate Services & City Treasurer, CFO title with City Treasurer where applicable as a result of 2021 restructuring
- removed Tom Coulter, Manager, Tangible Capital Assets as signing officer as a result of 2021 restructuring

- removed Jim Logan, Division Manager, Taxation & Revenue as signing officer as a result of 2021 restructuring
- added Jason Senese, Manager, Development Finance title as signing officer as a result of 2021 restructuring
- remove Councillor Kayabaga and replace with Councillor Fyfe-Millar as director of the Company; as a result of Arielle Kayabaga's recent election as a Federal Member of Parliament and appointment of John Fyfe-Millar as Ward 13 Councillor
- remove Councillor Squire from list of directors of the Company because of their recent resignation as Ward 6 Councillor

The following changes have been made to A.-7473-288

- removed reference to a United States dollar (USD) account that was closed in 2014
- removed reference to outdated information such as the transit that the Corporations' cheques are issued from and that signatures may be lithographed. In the past two decades the City has not needed a lithograph tool nor does it own one. The City has a satisfactory amount of tools at its disposal for cheque issuance, a lithograph tool is an outdated option that is no longer required.
- Replaced any reference of City Treasurer, Chief Financial Officer to City Treasurer because of 2021 restructuring
- removed Manager, Tangible Capital Assets title as signing officer because of 2021 restructuring
- added Manager, Development Finance title as signing officer because of 2021 restructuring

### 3.0 Key Issues and Considerations

#### 3.1. Considerations

The banking services By-law A.-8047.15, will be amended in the future when Councillor Squire's (Ward 6) vacancy is finalized. At the time of writing this report, the Ward 6 Councillor was not finalized.

## Conclusion

Given recent changes, both administratively and with elected officials, it is important that the City's signing authority by-law, banking agreements and accompanying schedules are current, and reflective of the organization.

|                        |  |
|------------------------|--|
| <b>Prepared by:</b>    | <b>Melissa McErlain, Manager of Accounting</b>                 |
| <b>Submitted by:</b>   | <b>Ian Collins, Director, Financial Services</b>               |
| <b>Recommended by:</b> | <b>Anna Lisa Barbon, Deputy City Manager, Finance Supports</b> |

|             |            |
|-------------|------------|
| Attachments | Appendix A |
|             | Appendix B |
|             | Appendix C |



**Resolution Regarding Banking**

For use by Cities, Towns, Villages, Municipalities, Hospitals, Regional Health Authorities, School Districts, Divisions and Regional Divisions, Self-Governed First Nations, and Treaty Nations

SRF No.: 341432003

Legal Name: THE CORPORATION OF THE CITY OF LONDON (the "Customer")

Address: 300 DUFFERIN AVE LONDON ON N6A4L9

**RESOLVED:**

1. THAT ROYAL BANK OF CANADA ("Royal Bank") is appointed banker for the Customer.

2. THAT INSTRUMENTS: SEE SCHEDULE A

FOR AGREEMENTS AND CREDIT : THE MAYOR AND CITY CLERK TO SIGN JOINTLY

are authorized on behalf of the Customer from time to time:

- (a) to withdraw or order transfers of funds from the Customer's accounts by any means including the making, drawing, accepting, endorsing or signing of cheques, promissory notes, bills of exchange, other orders for the payment of money or other instruments or the giving of other instructions;
- (b) to sign any agreements or other documents or instruments with or in favour of Royal Bank, including agreements and contracts relating to products or services provided by Royal Bank to the Customer; and
- (c) to do, or to authorize any person or persons to do, any one or more of the following:
  - (i) to receive from Royal Bank any cash or any securities, instruments or other property of the Customer held by Royal Bank, whether for safekeeping or as security, or to give instructions to Royal Bank for the delivery or other transfer of any such cash, securities, instruments or other property to any person named in those instructions;
  - (ii) to deposit with or negotiate or transfer to Royal Bank, for the credit of the Customer, cash or any security, instrument or other property, and for those purposes to endorse (by rubber stamp or otherwise) the name of the Customer, or any other name under which the Customer carries on business, on any security or instrument;
  - (iii) to instruct Royal Bank, by any means, to debit the accounts of third parties for deposit to the credit of the Customer; and
  - (iv) to receive statements, instruments and other items (including paid cheques) and documents relating to the Customer's accounts with or any service of Royal Bank, and to settle and certify the Customer's accounts with Royal Bank.

3. That all instruments, instructions, agreements (including contracts relating to products or services provided by Royal Bank) and documents made, drawn, accepted, endorsed or signed (under the corporate seal or otherwise) as provided in this Resolution and delivered to Royal Bank by any person, shall be valid and binding on the Customer, and Royal Bank is hereby authorized to act on them and give effect to them.

Please do not write in this area

01-001-380-201906-02-341432003--0102



(Where possible, use titles only. If two or more must act together, use words showing joint action required, e.g. "the Mayor and the Treasurer jointly" or "the Mayor, the Treasurer and the Secretary or any two of them". If one of two or more may act alone, add "or any one of them.")

4. That Royal Bank be furnished with:

(a) a copy of this Resolution; and

(b) a list of the names of the persons authorized by this Resolution to act on behalf of the Customer, and with written notice of any changes which may take place in such list from time to time, and with specimens of the signatures of all such persons;

each certified by the (1) MAYOR

and (2) CITY CLERK of the Customer; and

(c) in writing, any authorization made under paragraph 2(c) of this Resolution.

5. That any document furnished to Royal Bank as provided for in paragraph 4 of this Resolution shall be binding upon the Customer until a new document repealing or replacing the previous one has been received and duly acknowledged in writing by the branch or agency of Royal Bank where the Customer has its account.

**CERTIFICATE**

We hereby certify that the above is a true copy of a resolution passed at a meeting of the

COUNCIL

(Council, Board or Board of Trustees)

of the

Customer duly convened and regularly held in accordance with the law governing the Customer on

Y Y Y Y M M D D

(SEAL)

(1)



Authorized Person's Signature

Authorized Person's Name: **ED HOLDER**

Authorized Person's Title: **MAYOR**

(2)



Authorized Person's Signature

Authorized Person's Name: **CATHARINE SAUNDERS**

Authorized Person's Title: **CITY CLERK**

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(1) Insert "Mayor", "Chairman", etc. as the case may be.  
(2) Insert "Clerk", "Secretary", "Treasurer", etc. as the case may be.

SCHEDULE A AS A PART OF MCA F60004

341432003 THE CORPORATION OF THE CITY OF LONDON

**Special Instructions relating to Signing Authorities**

Special instructions should only be provided if the Customer has limited the authority of a Person to act on its behalf. Indicate below if special instructions are provided:

Instructions for the withdrawal of funds from accounts by way of cheque, wire payment instruction, pre-authorized debit authorization, or other order for the payment of money from accounts

**FOR CHEQUES UNDER \$50,000, THE MAYOR AND CITY TREASURER SIGN JOINTLY**

**FOR CHEQUES OVER \$50,000, THE MAYOR AND CITY TREASURER SIGN JOINTLY WITH ONE OF THE FOLLOWING: MAYOR; CITY TREASURER; DIRECTOR, FINANCIAL PLANNING & BUSINESS SUPPORT; DIRECTOR, FINANCIAL SERVICES; DIVISION MANAGER, TAXATION & REVENUE; MANAGER, DEVELOPMENT FINANCE; MANAGER, FINANCIAL PLANNING & POLICY**

**FOR ELECTRONIC FUND TRANSFERS UNDER \$50,000 ONE OF THE FOLLOWING: SENIOR FINANCIAL BUSINESS ADMINISTRATOR; FINANCIAL BUSINESS ADMINISTRATOR; MANAGER ACCOUNTING & REPORTING; MANAGER FINANCIAL OPERATIONS**

**FOR ELECTRONIC FUND TRANSFERS OVER \$50,000 ONE OF THE FOLLOWING MUST APPROVE IN WRITING: CITY TREASURER; DIRECTOR, FINANCIAL PLANNING & BUSINESS SUPPORT; DIRECTOR, FINANCIAL SERVICES; DIVISION MANAGER, TAXATION & REVENUE; MANAGER, DEVELOPMENT FINANCE; MANAGER, FINANCIAL PLANNING & POLICY**

**FOR ALL WIRE OR MANUAL TRANSFERS OF ANY AMOUNT TWO SIGNATURES OF TWO OF THE FOLLOWING: CITY TREASURER; DIRECTOR, FINANCIAL PLANNING & BUSINESS SUPPORT; DIRECTOR, FINANCIAL SERVICES; DIVISION MANAGER, TAXATION & REVENUE; MANAGER, DEVELOPMENT FINANCE; MANAGER, FINANCIAL PLANNING & POLICY**

DATED: \_\_\_\_\_

\_\_\_\_\_  
MAYOR

\_\_\_\_\_  
CITY CLERK



**Master Client Agreement for Business Clients  
Signature Card**

SRF No.: 341432003

Legal Name: THE CORPORATION OF THE CITY OF LONDON

This Signature Card forms part of the Master Client Agreement for Business Clients between Royal Bank and the Customer identified in section C below. The Agreement consists of this Signature Card, the Legal Terms and Conditions, and all other Documents that may become part of this Agreement in accordance with the Legal Terms and Conditions. All capitalized terms not defined in this Signature Card have the meanings given in the Legal Terms and Conditions, and the rules of interpretation prescribed by the Legal Terms and Conditions also apply.

**SECTION A - Incumbency Certificate**

Each Person identified on this Signature Card has the power and authority to exercise certain rights on behalf of the Customer in connection with the Agreement and all Services, including to incur liabilities, assume obligations, and otherwise conduct business on behalf of the Customer, and to delegate power and authority on behalf of the Customer in accordance with the Agreement.

The Customer confirms, in accordance with the Customer's representations, warranties, covenants, and agreements contained in the Legal Terms and Conditions, all necessary actions have been taken in connection with these authorizations.

The Customer acknowledges, by way of each Person signing below, receipt of the Agreement, and confirms all information provided to Royal Bank, including regarding the Customer's ownership, control, and structure, is true, complete, and accurate in all respects.

This Signature Card constitutes part of the Customer's official corporate or business records.

**A.1 - Signing Authorities**

Each Person identified in this section is a signing authority for the Customer and is authorized, acting alone, to exercise and delegate all rights, powers, and authorities on behalf of the Customer with respect to all matters and dealings with Royal Bank, including to amend this Signature Card and otherwise legally bind the Customer and provide instructions on behalf of the Customer, except to the extent of any special instructions provided on this Signature Card below.

For authorized individuals:

| Name               | Title  | Signature | Special Instructions |
|--------------------|--|-----------|----------------------|
| ED HOLDER          | MAYOR  |           | YES                  |
| CATHARINE SAUNDERS | CITY CLERK   |           | YES                  |
| ANNA LISA BARBON   | DEPUTY CITY MANAGER,<br>FINANCE SUPPORTS, CITY<br>TREASURER        |           | YES                  |
| IAN COLLINS        | DIRECTOR, FINANCIAL<br>SERVICES & DEPUTY<br>CITY TREASURER         |           | YES                  |
| JOE MCMILLAN       | DIVISION MANAGER,<br>TAXATION & REVENUE &<br>DEPUTY CITY TREASURER |           | YES                  |

|                   |  |  |     |
|-------------------|--|--|-----|
| JASON SENESE      | MANAGER,<br>DEVELOPMENT FINANCE  |  | YES |
| ALAN DUNBAR       | MANAGER, FINANCIAL<br>PLANNING & POLICY  |  | YES |
| KYLE MURRAY       | DIRECTOR, FINANCIAL<br>PLANNING & BUSINESS<br>SUPPORT & DEPUTY CITY<br>TREASURER |  | YES |
| JASON DAVIES      | MANAGER, FINANCIAL<br>PLANNING & POLICY  |  | YES |
| MARTIN GALCZYNSKI | MANAGER, FINANCIAL<br>PLANNING & POLICY  |  | YES |
| MENG LIU          | SENIOR FINANCIAL<br>BUSINESS<br>ADMINISTRATOR                                    |  | YES |
| KRISTIN MCGRATH   | FINANCIAL BUSINESS<br>ADMINISTRATOR  |  | YES |
| NORA REXHVELAJ    | MANAGER ACCOUNTING<br>& REPORTING  |  | YES |
| SAMANTHA ARCESE   | MANAGER FINANCIAL<br>OPERATIONS  |  | YES |
|                   |  |  |     |



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For authorized corporations and other entities:

| SRF (internal use only): | Name | Special Instructions |
|--------------------------|------|----------------------|
|                          |      |                      |
|                          |      |                      |

**Special Instructions relating to Signing Authorities**

Special instructions should only be provided if the Customer has limited the authority of a Person to act on its behalf. Indicate below if special instructions are provided:

Yes       No

|  |
|--|
| <p>Instructions for the withdrawal of funds from accounts by way of cheque, wire payment instruction, pre-authorized debit authorization, or other order for the payment of money from accounts</p> <p><b>SEE SCHEDULE A</b></p> |
| <p>Agreements for accounts or cash management products or services</p> <p><b>THE MAYOR AND CITY CLERK TO SIGN JOINTLY</b></p>  |
| <p>Agreements for borrowing money or otherwise obtaining credit, granting security, and/or providing guarantees</p> <p><b>THE MAYOR AND CITY CLERK TO SIGN JOINTLY</b></p>   |
| <p>Requests for draws, drawdowns, or advances under any agreements relating to borrowing money or otherwise obtaining credit</p> <p><b>THE MAYOR AND CITY CLERK TO SIGN JOINTLY</b></p>  |

**Note:** All changes must be initialed by an authorized individual(s)

**A.2 - RBC Commercial Credit Cards - Lead Program Administrator(s)**

Does the Customer have an RBC Commercial Credit Card account?

Yes       No

If the Customer has an RBC Commercial Credit Card account, there must be at least one Lead Program Administrator (as defined in the Commercial Card Program Service Materials) identified below.

Each Person identified in this section is a Lead Program Administrator for the Customer in connection with the RBC Commercial Card Program and is authorized, acting alone, to exercise and delegate the rights, powers and authorities on behalf of the Customer, as described in the Commercial Card Program Service Materials.

| Name | Signature |
|------|-----------|
|      |           |
|      |           |
|      |           |
|      |           |
|      |           |

**SECTION B - Trade name**

The Customer is the owner of each trade name below, and has the rights, powers, and authorities necessary to use each trade name below in connection with the Services.

|                                  |
|----------------------------------|
| <b>Trade Name (Operating As)</b> |
|                                  |
|                                  |
|                                  |

**SECTION C - Effect**

This Signature Card is effective as of 

|   |   |   |   |   |   |   |   |
|---|---|---|---|---|---|---|---|
|   |   |   |   |   |   |   |   |
| Y | Y | Y | Y | M | M | D | D |

 and supersedes and replaces any previous version signed by the Customer.

|   |
|---|
| Customer's Legal Name: <b>THE CORPORATION OF THE CITY OF LONDON</b> |
| Authorized Person's Name: <b>ED HOLDER</b>                          |
| Authorized Person's Title: <b>MAYOR</b>                             |
| Authorized Person's Signature:                                      |

|   |
|---|
| Customer's Legal Name: <b>THE CORPORATION OF THE CITY OF LONDON</b> |
| Authorized Person's Name: <b>CATHARINE SAUNDERS</b>                 |
| Authorized Person's Title: <b>CITY CLERK</b>                        |
| Authorized Person's Signature:                                      |

|                                |
|--------------------------------|
| Customer's Legal Name:         |
| Authorized Person's Name:      |
| Authorized Person's Title:     |
| Authorized Person's Signature: |

**SECTION D - Amendment**

This Signature Card is amended as of  -  -  and supersedes and replaces any previous version signed by the Customer.

|                      |                      |                      |                      |   |                      |                      |   |                      |                      |
|----------------------|----------------------|----------------------|----------------------|---|----------------------|----------------------|---|----------------------|----------------------|
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | - | <input type="text"/> | <input type="text"/> | - | <input type="text"/> | <input type="text"/> |
| Y                    | Y                    | Y                    | Y                    |   | M                    | M                    |   | D                    | D                    |

|                                |
|--------------------------------|
| Customer's Legal Name:         |
| Authorized Person's Name:      |
| Authorized Person's Title:     |
| Authorized Person's Signature: |

|                                |
|--------------------------------|
| Customer's Legal Name:         |
| Authorized Person's Name:      |
| Authorized Person's Title:     |
| Authorized Person's Signature: |

|                                |
|--------------------------------|
| Customer's Legal Name:         |
| Authorized Person's Name:      |
| Authorized Person's Title:     |
| Authorized Person's Signature: |

# SCHEDULE I

## Certificate – Beneficial Owners, Officers, Directors & Signing Authorities

TO THE BANK OF NOVA SCOTIA AND ITS SUBSIDIARIES (collectively, "Scotiabank"):

THE UNDERSIGNED, on behalf of THE CORPORATION OF THE CITY OF LONDON  
(FULL LEGAL NAME)

Trading As (if applicable): \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

("the Company"), certifies

that no individual owns or controls, directly or indirectly, 25% or more of the Company

OR

that the following individuals are the beneficial owners who each own or control, directly or indirectly, 25% or more of the Company:

**Note:** Beneficial ownership must be tracked to those natural persons, if any, who own 25% or more of the Company. Do not list an intermediary entity (i.e. a business entity) as a beneficial owner.

| Name of Person | Address | Date of Birth (mm/dd/yyyy) | Percentage Ownership | Occupation |
|----------------|---------|----------------------------|----------------------|------------|
|                |         |                            |                      |            |
|                |         |                            |                      |            |
|                |         |                            |                      |            |
|                |         |                            |                      |            |

(the "Company") certify that the following persons are officers of the Company:

STATE  
 NAMES &  
 TITLES

Anna Lisa Barbon, Deputy City Manager, Finance Supports, City Treasurer  
 Ed Holder, Mayor  
 Catherine Saunders, City Clerk

STATE  
NAMES &  
OCCUPATIONS

and the following persons are the directors of the Company:

|                  |                     |
|------------------|---------------------|
| Ed Holder        | Michael Van Holst   |
| Shawn Lewis      | Anna Hopkins        |
| Mo Mohamed Salih | Paul Van Meerbergen |
| Jesse Helmer     | Stephen Turner      |
| Maureen Cassidy  | Elizabeth Peloza    |
| Josh Morgan      | Steve Hillier       |
| Steve Lehman     | John Fyfe-Millar    |

and certify that any of the following persons in the combinations specified, if applicable have been authorized to give instructions, verifications and approvals on behalf of the Company from time to time:

STATE  
NAMES &  
TITLES

Refer to attached Schedule "A"

And certify that any of the following persons in the combinations specified, if applicable have been authorized to borrow money from the Bank on the credit of the Company from time to time up to a total of \$102,000,000 subject to the limit described below on the terms that these persons may determine.

The Mayor, or the Deputy 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.

Any two of:

Anna Lisa Barbon, Deputy City Manager, Finance Supports, City Treasurer  
 Ed Holder, Mayor  
 Josh Morgan, Councillor and Deputy Mayor  
 Ian Collins, Director, Financial Services, Deputy City Treasurer  
 Kyle Murray, Director, Financial Planning & Business Support, Deputy City Treasurer  
 Joe McMillan, Division Manager - Taxation & Revenue, Deputy City Treasurer

|                 |       |
|-----------------|-------|
| DATE RECEIVED   | _____ |
| RECORDED        | _____ |
| APPROVED        | _____ |
| E.O.<br>AUDITOR | _____ |

The undersigned certifies that he/she has the knowledge and authority to provide the above information, that such information is complete and correct, and that he/she has the signing authority to bind the Company. The undersigned undertake to notify The Bank of Nova Scotia of any change in the directors or officers of the Company, or the authorizations certified above and, until The Bank of Nova Scotia receives such written notice, you may assume there has been no change in the information certified above.

\_\_\_\_\_  
Date (mm/dd/yyyy)

SIGNATURE: \_\_\_\_\_  
TITLE (PRINT): \_\_\_\_\_

SIGNATURE: \_\_\_\_\_  
TITLE (PRINT): \_\_\_\_\_

# Schedule A

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

## 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:

|                   |   |
|-------------------|---|
| Ed Holder         | Mayor   |
| Anna Lisa Barbon  | Deputy City Manager, Finance Supports, City Treasurer |
| Kyle Murray       | Director, Financial Planning & Business Support       |
| Ian Collins       | Director, Financial Services                          |
| Joe McMillan      | Division Manager, Taxation & Revenue                  |
| Jason Senese      | Manager, Development Finance                          |
| Jason Davies      | Manager, Financial Planning & Policy                  |
| Alan Dunbar       | Manager, Financial Planning & Policy                  |
| Martin Galczynski | Manager, Financial Planning & Policy                  |

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

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

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

Signature: \_\_\_\_\_

Signature: \_\_\_\_\_

Title: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_



SCHEDULE II

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 Clerk
City Treasurer

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.

See Appendix B

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 and 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:

See Appendix B

- 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

## 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 to time up to a total of \$102,000,000 and subject to the limit described below and on the terms that those persons determine. The Mayor, or the Deputy 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 1<sup>st</sup> to September 30<sup>th</sup> 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 1<sup>st</sup> to December 31<sup>st</sup> 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 the 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.

Date: \_\_\_\_\_

Date: \_\_\_\_\_

Name: \_\_\_\_\_

Name: \_\_\_\_\_

Signature: \_\_\_\_\_

Signature: \_\_\_\_\_

# Schedule A

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

## 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:

|                   |   |
|-------------------|---|
| Ed Holder         | Mayor   |
| Anna Lisa Barbon  | Deputy City Manager, Finance Supports, City Treasurer |
| Kyle Murray       | Director, Financial Planning & Business Support       |
| Ian Collins       | Director, Financial Services                          |
| Joe McMillan      | Division Manager, Taxation & Revenue                  |
| Jason Senese      | Manager, Development Finance                          |
| Jason Davies      | Manager, Financial Planning & Policy                  |
| Alan Dunbar       | Manager, Financial Planning & Policy                  |
| Martin Galczynski | Manager, Financial Planning & Policy                  |

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

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

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

Signature: \_\_\_\_\_

Signature: \_\_\_\_\_

Title: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_

## APPENDIX 'A'

Bill No.

By-law No. A.-7955-83-

A by-law to amend By-law A.-7955-83, "a bylaw to authorize the Mayor and City Clerk to execute the Resolution Regarding Banking and the Master Client Agreement for Business Client Authorization and any contract or document with the Royal Bank relating to the Ontario Works Royal Bank of Canada Right Pay Reloadable Payment Card Program and to authorize the signing of cheques and the withdrawal or transfer of funds"

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

AND WHEREAS section 8 of the Municipal Act, 2001 provides that powers of a municipality shall be interpreted broadly so as to confer broad authority on a municipality to govern its affairs as it considers appropriate and to enhance the municipality's ability to respond to 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 this or any other Act;

AND WHEREAS subsection 10(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 section 287 of the *Municipal Act*, 2001 as amended, provides that the City may provide that signatures on a cheque of the City be mechanically or electronically produced;

AND WHEREAS the Corporation of the City of London is a delivery agent designated by the Minister of Community and Social Services to administer the Ontario Works Act, 1997;

AND WHEREAS the Ministry, as part of the Social Assistance Modernization Strategy, has implemented a reloadable payment card program for Ontario Works clients;

AND WHEREAS it is appropriate to authorize the Mayor and City Clerk to certify and execute the Resolution Regarding Banking on behalf of The Corporation of the City of London;

AND WHEREAS it is appropriate to authorize the Mayor and City Clerk to execute the Master Client Agreement for Business Clients Authorization;

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

1. The Resolution Regarding Banking attached as Schedule 1 to By-law A.-7955-83, "a bylaw to authorize the Mayor and City Clerk to execute the Resolution Regarding Banking and the Master Client Agreement for Business Client Authorization and any contract or document with the Royal Bank relating to the Ontario Works Royal Bank of Canada Right Pay

Reloadable Payment Card Program and to authorize the signing of cheques and the withdrawal or transfer of funds” is deleted and replaced by the Resolution Regarding Banking attached as Schedule 1 to this bylaw, which is hereby approved.

2. The Mayor and City Clerk are authorized to certify and execute the Resolution Regarding Banking authorized and approved under section 1 of this by-law.
3. The Master Client Agreement for Business Client Authorization attached as Schedule 2 to By-law A.-7955-83, “a bylaw to authorize the Mayor and City Clerk to execute the Resolution Regarding Banking and the Master Client Agreement for Business Client Authorization and any contract or document with the Royal Bank relating to the Ontario Works Royal Bank of Canada Right Pay Reloadable Payment Card Program and to authorize the signing of cheques and the withdrawal or transfer of funds” is deleted and replaced by the Master Client Agreement for Business Client Authorization attached as Schedule 2 to this bylaw, which is hereby approved.
4. The Mayor and City Clerk are authorized to execute the Master Client Agreement for Business Client Authorization approved under section 3 of this bylaw.
5. By-law A.-7955-83, “a bylaw to authorize the Mayor and City Clerk to execute the Resolution Regarding Banking and the Master Client Agreement for Business Client Authorization and any contract or document with the Royal Bank relating to the Ontario Works Royal Bank of Canada Right Pay Reloadable Payment Card Program and to authorize the signing of cheques and the withdrawal or transfer of funds” is amended by:
  - (a) deleting all references to the “Managing Director, Corporate Services, City Treasurer and Chief Financial Officer” and replacing them with “Deputy City Manager, Finance Supports”;
  - (b) Deleting the words “Chief Financial Officer”;
  - (c) Deleting all references to “Manager, Tangible Capital Assets” and replacing them with “Manager, Development Finance”; and
  - (d) Delete all references to “Division Manager - Taxation and Revenue” and replace them with “Division Manager, Taxation & Revenue”.
6. This bylaw shall come into force and effect on the day it is passed.

PASSED in Open Council

Ed Holder  
Mayor

Catharine Saunders  
City Clerk

## **APPENDIX 'B'**

Bill No.

By-law No. A. -8047-15-

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"

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

AND WHEREAS section 8 of the *Municipal Act, 2001* provides that powers of a municipality shall be interpreted broadly so as to confer broad authority on a municipality to govern its affairs as it considers appropriate and to enhance the municipality's ability to respond to 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 this or any other Act;

AND WHEREAS subsection 10(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 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 in 2016 for the provision of financial banking services ("Banking Services Agreement");

AND WHEREAS the City at its absolute discretion has the option to renew the contract for a period of up to five (5) years;

AND WHEREAS a Certificate was approved and requires amendment as a result of restructuring;

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

1. The Certificate approved under section 5 of 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” is deleted and replaced by the Certificate, substantially in the form attached as Schedule I, to this bylaw, which is hereby approved.
  
2. The Mayor and Clerk are authorized to execute the Certificate approved under section 1 of this bylaw.
  
3. The Banking Resolution approved under section 3 of 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” is deleted and replaced by the Banking Resolution, substantially in the form attached as Schedule II, to this bylaw, which is hereby approved.
  
4. The Mayor and Clerk are authorized to execute the Banking Resolution approved under section 3 of this bylaw.
  
5. This by-law shall come into force and effect on the day it is passed.

PASSED in Open Council on

Ed Holder  
Mayor

Catharine Saunders  
City Clerk

First Reading –  
Second Reading –  
Third Reading -

## APPENDIX 'C'

Bill no.

By-law No.

A bylaw to authorize the signing of cheques and electronic funds or wire transfers on certain bank accounts of The Corporation of the City of London, and to repeal By-law A.-7473-288 entitled "A bylaw to authorize the signing of cheques and electronic funds or wire transfers on certain bank accounts of The Corporation of the City of London, and to repeal By-law no. A.-7473-288

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

AND WHEREAS section 9 of the *Municipal Act, 2001* S.O. 2001, c.25, as amended, 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 sections 10 of the *Municipal Act, 2001* S.O. 2001, c.25, as amended, provides that the City may provide any service or thing that the City considers necessary or desirable for the public, and may pass by-laws respecting same, and respecting financial management of the municipality;

AND WHEREAS sections 287 of the *Municipal Act, 2001* S.O. 2001, c.25, as amended, provides that the City may provide that the signatures on a cheque of the City be mechanically or electronically reproduced;

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

1. All cheques for the payment of any sum or sums of money whatsoever to be paid on the part of The Corporation of the City of London out of the General Account, the Payroll Account for the payments of wages and salaries of employees of all Departments of The Corporation of the City of London and all cheques drawn on the Social Services Account, and the Fully Registered Debenture Interest Accounts, in the Business Centre Services branch of the Bank of Nova Scotia, in the City of London, shall be signed by the Mayor or Acting Mayor of the City of London or the signature of the Mayor or Acting Mayor may be written or engraved, printed or otherwise mechanically reproduced, and such cheques shall bear the signature of the City Treasurer of the Corporation, appointed from time to time by by-law, which signature may be impressed thereon by a cheque signing machine to be kept in the custody of and under the supervision of the City Treasurer.
2. All cheques for the payment of any sum or sums of money whatsoever to be paid out of the Consolidated Reserve Fund Accounts shall be signed by the Mayor or Acting Mayor of the City of London or the signature of the Mayor or Acting Mayor may be written or engraved, printed or otherwise mechanically reproduced and such cheques shall also be signed by the City Treasurer of the Corporation appointed from time to time by by-law; and such signature may be impressed by the cheque signing machine herein before referred to.
3. All cheques for the payment of any sum or sums of money whatsoever to be paid out of the Consolidated Trust Fund Account or the Dearness Home Residents Trust Account shall be signed by the Mayor or Acting Mayor of the City of London or the signature of the Mayor or Acting Mayor may be written or engraved, printed or otherwise mechanically



reproduced and such cheques shall also be signed by the City Treasurer of the Corporation, appointed from time to time by by-law, and such signature may be impressed thereon by the cheque signing machine hereinbefore referred to.

4. (a) The Bank of Nova Scotia is authorized and directed to pay or cash all cheques drawn upon the aforementioned accounts which are issued in the manner provided herein whether the same be regularly issued or not, and the said Bank shall not be liable, in any way, for the cheque or cheques which may be irregularly or improperly drawn by the said Corporation through the use of the said machine and paid or cashed by the said bank.

(b) All cheques in the amount of \$50,000.00 and over in addition to the engraved signatures of the Mayor and the City Treasurer, shall be countersigned in writing by one of the following:

Mayor

City Treasurer

Director, Financial Planning & Business Support

Director, Financial Services

Division Manager, Taxation & Revenue

Manager, Development Finance

Manager, Financial Planning & Policy

5. All such cheques, as referenced in clauses 1, 2 and 3 of this by-law, may be dealt with by the said Bank to all intents and purposes, and shall bind the said Corporation, as fully and effectually as if signed by the Mayor and the City Treasurer, in their respective handwriting instead of by engraved, printed or otherwise mechanically reproduced signatures.

6. The Bank of Nova Scotia is authorized and directed to transfer all electronic funds or wire transfers from the aforementioned accounts which are authorized electronically, and the file or facsimile sent to the bank, and the said Bank shall not be liable, in any way, for the transfers which may be irregularly or improperly drawn by the said Corporation, provided the appropriate authorizations have been included.

(a) All electronic funds transfers in the amount of \$50,000.00 and over must be authorized and approved in writing by one of the following:

City Treasurer

Director, Financial Planning & Business Support

Director, Financial Services

Division Manager, Taxation & Revenue  
Manager, Development Finance  
Manager, Financial Planning & Policy

- (b) All wire or manual transfers of any amount requested through the bank require two authorizing signatures by two of the following;

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

7. The City Treasurer; Director, Financial Planning & Business Support; Director, Financial Services; Division Manager, Taxation & Revenue; Manager, Development Finance; Manager, Financial Planning & Policy, before issuing cheques in payment of monies to be drawn from any of the accounts referred to in clauses 1, 2 and 3 of this by-law or for authorization of electronic funds or wire transfers referred to in clause 6, shall satisfy themselves that the accounts to be paid have been authorized.

8. The City Treasurer or their designate shall forthwith deliver to the Bank of Nova Scotia a certified copy of this By-law and certified specimens of such facsimile signatures as will appear upon such cheques and authorization of electronic funds or wire transfers.

9. By-law A.-7473-288 entitled "A bylaw to authorize the signing of cheques and electronic funds or wire transfers on certain bank accounts of The Corporation of the City of London, and to repeal By-law no. A.-7473-288" is hereby repealed.

10. This by-law shall come into force and effect on the day it is passed.

PASSED in Open Council on

Ed Holder

Mayor

Catharine Saunders

City Clerk

First Reading –  
Second Reading –  
Third Reading -