

To: Toronto Public Library Board – January 27, 2003

From: Karl Druckman
Solicitor, Municipal Law, City of Toronto

Subject: **Signing Authority Policy**

Purpose:

To provide the Toronto Public Library Board (the “Board”) with a policy to confer general document signing authority on selected Library officials as identified in the attached policy.

Funding Implications and Impact Statement:

There are no financial implications arising from the recommendations in this report.

Recommendation:

It is recommended that the Toronto Public Library Board:

- (1) adopt the policy attached as Appendix “A” to this report conferring general signing authority on selected Library officials; and
- (2) ratify the execution of any documents previously executed by the City Librarian or the Chair of the Board in furtherance of an action or matter approved by the Board or a Library official under delegated or legislative authority.

Background:

On the agenda of today’s meeting, the Board is considering a report respecting the Maria A. Shchuka Library site. Among other things, that report addresses issues regarding the execution of documents in respect to the construction project occurring at the site of the Maria A. Shchuka Library.

The issue of execution of documents relating to the specific construction project raises the broader issue of the need to generally address the conferral of signing authority on behalf of the Board in situations that are not covered by the Board’s existing purchasing and financial control policies.

Comments:

The Board's Purchasing and Financial Control Policies largely address the issue of signing authority in respect to financial commitments and purchasing matters. However, they do not address such authority in regard to matters, such as the ones discussed in the report on the Maria A. Shchuka Library, where either no financial commitments are being made or where more than just a financial commitment is involved.

Therefore, in order to clarify this matter, it is recommended that the Board adopt the policy attached as Appendix "A" to this report. Such adoption will clearly designate those Library officials who will have authority to execute documents on behalf of the Board provided that the Board, or a Library official under delegated or legislative authority, has approved the matter or action in respect of which a document must be signed.

Given the prior absence of such explicit authority in a Board policy, it is also recommended that the Board ratify the execution of any documents by the City Librarian or the Chair of the Board in furtherance of an action or matter approved by the Board or Library officials under delegated or legislative authority. Although it is unlikely that the authority for previous execution of documents will become an issue, by ratifying prior execution, the Board is establishing clearer authority for prior action undertaken in the absence of an explicit policy addressing the matter.

The need for a Signing Authority Policy has been discussed with the City Librarian and she is in agreement.

Conclusion:

The Board should adopt the signing authority policy attached as Appendix "A" to this report in order to clarify the authority of selected Library officials to execute documents on behalf of the Board when that is required to give effect to approved matters or actions. In addition, the Board should ratify past execution of documents to avoid the remote possibility of issues arising in respect to the efficacy of such execution.

Contact:

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List of Attachments:

Toronto Public Library Board Signing Authority Policy