|  |
| --- |
| **Title:**  Electronic Signature Policy |
| **Policy No.:**  ADM-021 |
| **Revisions:**  N/A |
| **Effective Date:**  November 1, 2019 |
| **Applies to:**  All Departments and Members of Council of the United Counties of Prescott and Russell |

**Table of Contents**

[1. Policy Statement 4](#_Toc23508207)

[1.1. Statement 4](#_Toc23508208)

[2. Policy Definitions 4](#_Toc23508209)

[2.1. Definitions 4](#_Toc23508210)

[3. Purpose of the Policy 5](#_Toc23508211)

[3.1. Purpose 5](#_Toc23508212)

[4. Policy Application 5](#_Toc23508213)

[4.1. Application 5](#_Toc23508214)

[5. Policy Requirements 5](#_Toc23508215)

[5.1. Use of Electronic Signatures 5](#_Toc23508216)

[5.2. Internal Documents and Transactions 5](#_Toc23508217)

[5.3. External Documents and Transactions 6](#_Toc23508218)

[5.4. Documents Excluded 6](#_Toc23508219)

[5.5. General Consent 6](#_Toc23508220)

[5.6. Consent of Public Bodies 6](#_Toc23508221)

[5.7. Consent of Private Bodies or Other Persons 6](#_Toc23508222)

[5.8. Signing Officers 7](#_Toc23508223)

[5.9. Reliability Requirements 7](#_Toc23508224)

[5.10. Record Retention 7](#_Toc23508225)

[5.11. Derogation 8](#_Toc23508226)

[6. Responsibilities 8](#_Toc23508227)

[6.1. Responsibilities of Employees 8](#_Toc23508228)

[6.2. Responsibilities of Department Heads and Supervisors 8](#_Toc23508229)

[6.3. Responsibilities of the Clerk and Information Technology Service 8](#_Toc23508230)

[7. Legislative Authority 9](#_Toc23508231)

[7.1. Legislative Authority 9](#_Toc23508232)

[8. References 9](#_Toc23508233)

[8.1. References 9](#_Toc23508234)

1. Policy Statement
   1. Statement
      1. The Corporation of the United Counties of Prescott and Russell is committed to adopting a consistent and appropriate approach to the use of electronic signatures with the aim of ensuring document reliability, expediting workflow processes, reducing recordkeeping requirements, and improving customer service.
2. Policy Definitions
   1. Definitions
      1. “Corporation” means the Corporation of the United Counties of Prescott and Russell. (“Corporation”)
      2. “digital signature” means a form of electronic signature that is fully or partially reinforced through cryptography to ensure the identity of the signer as well as the integrity and authenticity of a record. (“signature numérique”)
      3. *“*document reliability*”* means the extent to which the reader can be objectively certain of the identity of signers and of the integrity and authenticity of the document. (“fiabilité d’un document”)
      4. “electronic” means created, recorded, transmitted, or stored in digital form or in other intangible forms by electronic, magnetic, or optical means, or by any other means that have capabilities for creation, recording, transmission, or storage similar to those means, and “electronically” has a corresponding meaning. (“électronique”)
      5. “electronic record” means a record of information that is created, generated, sent, communicated, received, or stored electronically. Electronic records include electronic documents. (“document électronique”)
      6. *“*electronic signature*”* means any electronic artefact that fulfils the function of a signature in the electronic medium.Electronic signatures may include, but are not limited to, digital signatures, name entries (online forms), email signature blocks or headers, click-through agreements, voice recordings, and combinations of a username and personal identification number (PIN). (“signature électronique”)
      7. “electronic submission” means an electronic document submitted through electronic means including, but not limited to, emails, web forms, facsimiles, external devices (e.g. compact discs, hard disks, USB flash drives). (“transmission électronique”)
      8. “record” means information, however recorded or stored, irrespective of the medium or form, by electronic means or otherwise, that includes, but is not limited to, documents, financial statements, minutes, accounts, emails, correspondence, memoranda, plans, maps, drawings, photographs, databases, and films. (“document”)
      9. “signature” means a traceable, exclusively personal mark left by a person on a record. (“signature”)
      10. “transaction” means an action or set of actions occurring between two (2) or more persons relating to the conduct of business, commercial, or governmental affairs. (“transaction”)
3. Purpose of the Policy
   1. Purpose
      1. The purpose of this Policy is to ensure consistent, authorized, and lawful use of electronic signatures by:
         1. identifying the requirements for the receipt and creation of legally reliable electronic documents;
         2. identifying the requirements for the use of electronic signatures; and
         3. providing guidance on when electronic signatures are considered official and acceptable by the Corporation.
4. Policy Application
   1. Application
      1. This Policy applies to all departments and Members of Council of the Corporation.
5. Policy Requirements
   1. Use of Electronic Signatures
      1. To the fullest extent permitted by law, the Corporation accepts electronically signed documents as legally binding and having the same legal value as paper documents with handwritten signatures (wet signatures). To that end, a legal requirement that a document be signed is satisfied by a digital signature. When there is no legal requirement that a document be signed, an electronic signature may be accepted instead of a digital signature.
      2. This Policy does not limit the Corporation’s right or option to conduct a transaction on paper or in a non-electronic form, nor affect the Corporation’s right or obligation to have documents provided or made available in paper format when required by statute or regulation.
   2. Internal Documents and Transactions
      1. Subject to the restrictive provisions in this Policy, all internal documents of the Corporation including, but not limited to, official documents, requests, approvals, written communications, electronic submissions, and transactions shall be created, authorized, approved, or signed using electronic documents and signatures.
   3. External Documents and Transactions
      1. All employees of the Corporation shall accept the electronic submission of documents or transactions bearing an electronic signature if it is deemed to be in compliance with this Policy.
   4. Documents Excluded
      1. The following documents shall not be signed, in any circumstances, using electronic signatures:
         1. Wills and codicils;
         2. Trusts created by wills or codicils;
         3. Powers of attorney, to the extent that they are in respect of an individual’s financial affairs or personal care;
         4. Negotiable instruments (e.g. cheques, promissory notes, etc.);
         5. Documents that are prescribed or belong to a prescribed class; and
         6. Documents of title.
   5. General Consent
      1. No person shall be compelled or required to transact with the Corporation using electronic signatures without their consent. If a handwritten signature (wet signature) is requested, the Corporation shall consent.
      2. However, depending on the legal status of the transacting party, the consent required to allow the use of electronic signatures can be implicit or explicit.
   6. Consent of Public Bodies
      1. Public bodies’ consent to the use of electronic signatures shall be explicit, which means the consent shall be given only by an explicit written communication stating the public body’s consent to use electronic signatures for the matter or purpose in question. The explicit written communication shall be kept with the electronically signed documents as proof of consent.
   7. Consent of Private Bodies or Other Persons
      1. The consent of private bodies or other persons to the use of electronic signatures can be implied, which means that the consent does not have to be strictly expressed through an explicit communication. Rather, the consent can also be inferred from a person’s conduct if there are reasonable grounds to believe that the consent is genuine and is relevant to the information or document.
   8. Signing Officers
      1. The use of electronic signatures shall comply with the Corporation’s By-law appointing Signing Officers and governing the execution of documents on behalf of the Corporation.
   9. Reliability Requirements
      1. Electronic submissions or transactions bearing electronic signatures shall be reliable. The reliability requirement is satisfied only if, in light of all the circumstances, including any relevant agreements, the purpose for which the document is created and the time the electronic signature is made:
         1. the electronic signature is reliable for the purpose of identifying the person as well as ensuring the integrity and authenticity of the document; and
         2. the association of the electronic signature with the relevant electronic document is reliable.
      2. An electronic signature shall also be attributable (or traceable) to a person who has the intent and authority to sign the record with the use of adequate security and authentication measures that are contained in the method of capturing the electronic submission or transaction (e.g. use of a personal identification number (PIN) or unique login username and password).
      3. No persons, through the transmission of an electronic submission or transaction bearing an electronic signature, shall represent themselves in a way that is false or misleading. Where an employee believes that a misrepresentation has occurred, the electronic submission or transaction shall not be processed, and the Department Head and the Information Technology Service shall be notified.
      4. The Corporation shall adopt security procedures for electronic signatures that are practical, secure, and balance risk and cost. Furthermore, electronic signatures shall be implemented on a case-by-case basis using various security procedures depending on the risks associated with the electronic submission or transaction.
      5. All security procedures shall be determined and approved by the Information Technology Service.
   10. Record Retention
       1. Electronic records shall be created, managed, and retained in accordance with the Corporation’s Record Retention By-law and Policy.
       2. An electronically signed record constitutes the original copy of the said record and shall be maintained, accessible, and reproducible in an accurate format, even if there are paper printouts of the same record.
       3. The accurate format for all types of records shall be determined and approved by the Information Technology Service in accordance with the Corporation’s Record Retention By-law and Policy.
   11. Derogation
       1. A derogation from this Policy shall be prepared by the Department Head and approved by the Chief Administrative Officer.
6. Responsibilities
   1. Responsibilities of Employees
      1. All employees shall:
         1. comply with this Policy; and
         2. notify the Department Head if he or she deems that an employee is using electronic signatures in a manner that is fraudulent or contrary to the security procedures in place.
   2. Responsibilities of Department Heads and Supervisors
      1. Department Heads or Supervisors shall:
         1. work and collaborate with the Information Technology Service to implement electronic signatures within their department and determine security procedures;
         2. ensure that employees under their supervision comply with this Policy; and
         3. notify the Information Technology Service if they deem that an employee is using electronic signatures in a manner that is fraudulent or contrary to the security procedures in place.
   3. Responsibilities of the Clerk and Information Technology Service
      1. The Clerk and Information Technology Service shall:
         1. implement, administer, and update this Policy; and
         2. monitor and report on the implementation of this Policy.
7. Legislative Authority
   1. Legislative Authority
      1. Section 11 of the *Electronic Commerce Act, 2000*, allows the use of electronic signatures, subject to prescribed requirements.
8. References
   1. References
      1. *Electronic Commerce Act*, 2000, S.O. 2000, c. 17
      2. *Municipal Freedom of Information and Protection of Privacy Act*, R.S.O. 1990, Chapter M.56
      3. Corporation’s Record Retention By-law and Policy

|  |
| --- |
|  |
| Stéphane P. Parisien  Chief Administrative  Officer |