

Agenda Item No: IV-d
Meeting Date: April 13, 2020

Subject: Approval of Resolution 20-31, authorizing the use of Electronic Signatures and Electronic Consent for Ordinances, Resolutions, Contracts, and other Instruments requiring execution by the City.

Background: Due to COVID-19 the Governor issued an Executive Order to the Colorado Department Public Health and Environment to issue a state-wide “Stay at Home” public health order, which has been updated twice. The City of Dacono offices are closed and officials of the City are now primarily conducting official City business by telephone, email, and other electronic means, rather than in person. As a consequence, physical signatures are not feasible. This resolution allows documents to be signed electronically, email consent (with a physical signature to be affixed at a later time), or the Mayor, by email, can also give consent to the City Clerk to use his signature stamp.

RESOLUTION NO. 20-31

A RESOLUTION AUTHORIZING THE USE OF ELECTRONIC SIGNATURES AND ELECTRONIC CONSENT FOR ORDINANCES, RESOLUTIONS, CONTRACTS, AND OTHER INSTRUMENTS REQUIRING EXECUTION BY THE CITY

WHEREAS, the City is a home rule municipality operating under its Home Rule Charter and governed by its City Council; and

WHEREAS, the Novel Coronavirus 2019 (COVID-19) Pandemic is causing widespread human and economic impacts to the City; and

WHEREAS, on March 10, 2020, the Governor of the State of Colorado issued a Declaration of Statewide Emergency in response to COVID-19; and

WHEREAS, on March 13, 2020, City buildings and facilities were closed to the public until further notice due to the presence of COVID-19 in the community; and

WHEREAS, on March 17, 2020, the Mayor of the City of Dacono, pursuant to C.R.S. § 24-33.5-709, executed an Order Declaring a Local Disaster Emergency in and for the City of Dacono (the “Mayor’s Declaration”); and

WHEREAS, by Resolution No. 20-25 adopted on March 18, 2020, the City Council continued in effect the Mayor’s Declaration until terminated by resolution of the City Council; and

WHEREAS, on March 25, 2020, the Governor issued Executive Order 2020-17, ordering the Colorado Department of Public Health and Environment (“CDPHE”) to issue a state-wide “Stay at Home” public health order; and

WHEREAS, thereafter, also on March 25, 2020, the CDPHE issued an Amended Public Health Order 20-24 Implementing Stay at Home Requirements, which Order has been updated twice by the CDPHE and, as updated, requires all individuals currently living within the State of Colorado to stay at home whenever possible, and only to leave to perform or utilize “Necessary Activities,” as defined in the Order; and

WHEREAS, consistent with the City’s facility closure, the Governor’s Executive Order, and the CDPHE Public Health Order, employees and officials of the City are now primarily conducting official City business by telephone, email, and other electronic means, rather than in person; and

WHEREAS, as a consequence, physical signature of ordinances, resolutions, contracts, proclamations, and other instruments is not feasible; and

WHEREAS, pursuant to federal and state law, including the Electronic Signatures in Global and National Commerce Act, 15 U.S.C. § 7001, *et seq.* and the Uniform Electronic Transactions Act (“UETA”), as adopted by the Colorado General Assembly and codified at C.R.S. § 24-71.3-101, *et seq.*, certain agreements and other documents may be executed by electronic signature; and

WHEREAS, the City Council desires by this resolution to authorize use of the electronic approval and signature of such instruments in order to facilitate the ongoing business of the City and its relationship with the public, other local governments, and the state of Colorado, and to provide certainty to the persons, organizations, and governments with whom the City contracts and otherwise interacts; and

WHEREAS, in order to achieve these goals, the City Council intends this resolution to provide authorization for execution of all such instruments by electronic consent during the period the Mayor’s Declaration, as continued by the City Council, is in effect.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DACONO, COLORADO:

Section 1. The City Council hereby authorizes appropriate officials of the City to execute ordinances, resolutions, contracts, proclamations, and other instruments of any kind or nature by (a) electronic signature, if available for the particular document; or (b) approval demonstrated by email consent of the required signers thereof, with a physical signature to be affixed at a later time; provided, however, if the document is to be signed by the Mayor, the City Clerk may use the Mayor’s signature stamp after receiving email consent from the Mayor and later signature by the Mayor on such document shall not be required.

Section 2. Any required later signature shall be obtained at the earliest practical time; however, such later physical signature shall not be a prerequisite to the immediate effectiveness of the instrument upon the signers’ email approval or consent. It is the intention of the City Council that all parties dealing with the City in connection with any such instrument be entitled to rely upon the electronic signature or email consent or approval as provided herein, in the same manner as if a physical signature had been affixed.

Section 3. Any documents signed as set forth in this resolution that require attestation by the City Clerk shall be valid without attestation, and may be attested to at a later date if necessary, which attestation shall relate back to the original signature.

Section 4. Where formalities are required under federal or state law for the use of electronic signatures, such formalities shall be followed. The following language shall be deemed to be included in any agreement executed by electronic signature pursuant to the authority in this resolution:

This Agreement and all other documents contemplated hereunder may be executed using electronic signatures with delivery by facsimile transmission, by scanning and transmission of electronic files in Portable Document Format (PDF) or other readily available file format, or by copy transmitted by email or by other electronic means and in one or more counterparts, each of which shall be (i) an original, and all of which taken together shall constitute one and the same agreement; (ii) a valid and binding agreement and fully admissible under state and federal rules of evidence; and (iii) enforceable in accordance with its terms.

Section 5. This resolution shall be effective upon approval by the City Council and signature by the Mayor by any of the means authorized herein, and shall remain in effect until the Mayor's Declaration, as continued in effect by the City Council, is terminated by resolution of the City Council. All actions heretofore taken by authorized signers of City documents since the Mayor's Declaration that are consistent with the procedures authorized herein are hereby ratified by the City Council.

INTRODUCED, READ, and ADOPTED this 13th day of April, 2020.

CITY OF DACONO, COLORADO

Joe Baker, Mayor

ATTEST:

Valerie Taylor, City Clerk