

	<b>BOARD POLICY</b>	
	Approval Date <b>February 2006</b>	Replacing <b>All previous policies</b>
	Review Date <b>2011</b>	Page <b>1 of 5</b>
	Contact Person/Department <b>Superintendent of Business</b>	Identification <b>BU - 3020</b>

## ISSUE OF REPLACEMENT DEBENTURES

By-Law Resolution Number 99-02-28  
Being a by-law to authorize the  
issue of replacement debentures

WHEREAS the *Education Act*, R.S.O. 1990 chapter E. 2, as amended provides for the establishment of Trillium Lakelands District School Board (the "Board") as at January 1, 1998 and provides that debentures may be issued by the Board in accordance with the provisions thereof and Ontario Regulation 465/97 which was promulgated under such Act provides that, amongst other provisions, Section 182 of the *Municipal Act* applies to money by-laws passed and debentures issued under that Regulation; and

WHEREAS the *Education Act*, as amended prior to January 1, 1998, provided that debentures could be issued by The Victoria County Board of Education, The Muskoka Board of Education and The Haliburton County Board of Education, the predecessors of the Board (individually a "Predecessor Board" and collectively the "Predecessor Boards") in any manner authorized by the *Municipal Act* R.S.O. chapter M.45, as amended, in the case of debentures issued under that Act; and

WHEREAS Section 182 of the *Municipal Act*, authorizes the enactment of a by-law to provide for the replacement of defaced, lost or destroyed debentures; and

WHEREAS the *Municipal Act* provides that the by-law may provide for the issue of replacement debentures on the payment of such fee and on such terms as to evidence and indemnity as may be set forth therein; and

WHEREAS the Board may in the future and some of the Predecessor Boards have in the past authorized the issue of debentures; and

WHEREAS the Board expects that debentures issued by the Predecessor Boards in connection with previous debenture issues and that debentures issued by the Board in connection with future debenture issues will be reported defaced, mutilated, lost, stolen or destroyed from time to time; and

WHEREAS it is deemed necessary and expedient to pass a by-law which provides for the issue of replacement debentures on the payment of a fee and on such terms as to evidence and indemnity as are set out herein.

NOW THEREFORE Trillium Lakelands District School Board enacts as follows:

- 1.0 The issue of replacement debentures from time to time to replace debentures issued by the Board or by any of the Predecessor Boards which are reported defaced, mutilated, lost, stolen or destroyed is hereby authorized.
  - 2.0 The replacement debenture shall be sealed with the seal of the Board and signed by the Chair or by some other person authorized by by-law to sign it and by the Treasurer of the Board. The signature of the Chair or such other authorized person and the signature of the Treasurer or the Deputy Treasurer of the Board to the replacement debenture may be written, or engraved, lithographed, printed or otherwise mechanically reproduced.
  - 3.0 The replacement debenture shall be for the same principal amount as the debenture defaced, mutilated, lost, stolen or destroyed, shall bear all unmatured interest obligations, the same interest rate and maturity date and shall be the same in every respect except in certificate number to the debenture defaced, mutilated, lost, stolen or destroyed. The replacement debenture shall be deemed to be issued under the same by-law as the debenture so defaced, mutilated, lost, stolen or destroyed. The debenture so defaced, mutilated, lost, stolen or destroyed shall be deemed to be cancelled and destroyed in the presence of the Chair and the Treasurer before the replacement debenture shall be issued and the Chair and Treasurer shall certify in the debenture registry that the debenture so defaced, mutilated, lost, stolen or destroyed has been cancelled and destroyed and shall also enter therein the particulars of any replacement debenture issued.
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- 4.0 The registered holder of the defaced or mutilated debenture must provide to the Treasurer of the Board the defaced or mutilated debenture (or such parts thereof as are in the control of the holder) before a replacement debenture will be issued. The registered holder of the lost, stolen or destroyed debenture must, at the discretion of the Treasurer, provide to the Treasurer of the Board a declaration substantially in the form of the declaration attached hereto as Schedule "A" to evidence the loss, theft or destruction of the debenture to be replaced and such registered holder may be required, at the sole discretion of the Treasurer, to also provide to the Treasurer an indemnity substantially in the form of the indemnity attached hereto as Schedule "B". The Treasurer shall be the sole judge as to whether the defaced or mutilated debenture or the parts thereof provided to the Treasurer are satisfactory and whether the declaration and the indemnity provided by the registered holder in respect of a lost, stolen or destroyed debenture (if any) are substantially in the form of the attached Schedules "A" and "B" respectively. For greater clarity, in the event that the Treasurer is of the opinion that insufficient parts of a mutilated debenture are provided; such debenture shall be deemed to constitute a destroyed debenture.
- 5.0 The registered holder of any defaced, mutilated, lost, stolen or destroyed debenture who requests a replacement debenture may, at the sole discretion of the Treasurer, be responsible for payment of all and any costs incurred by the Board to issue a replacement debenture and may be responsible for the payment of such fee in addition thereto as the Treasurer deems to be appropriate from time to time and if such costs are required, such registered holder shall pay any and all such costs and fees to the Treasurer before such registered holder will be entitled to receive the replacement debenture.
- 6.0. Schedules "A" and "B" attached hereto form part of this by-law.
- 7.0 This by-law shall take effect immediately upon passing thereof.
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Schedule "A"

IN THE MATTER OF debenture certificate number \_\_\_\_\_ issued by Trillium Lakelands District School Board (the "Board")\* dated \_\_\_\_\_ in the principal amount of \$\_\_\_\_\_ [to be replaced by Trillium Lakelands District School Board (the "Board")]

I, \_\_\_\_\_ of the \_\_\_\_\_, in the \_\_\_\_\_ of \_\_\_\_\_, DO SOLEMNLY DECLARE THAT:

- 1. I am the owner of debenture certificate number \_\_\_\_\_ (the "Debenture") issued by the Board\* on \_\_\_\_\_, \_\_\_\_\_ in the principal amount of \$\_\_\_\_\_. The Debenture is registered in my name in the debenture registry of the Board \*.
2. I have not sold, transferred, assigned, pledged, hypothecated or otherwise encumbered or disposed of the Debenture nor have I in any way divested myself or been divested in the absolute ownership thereof.
3. The Debenture has been lost, stolen or destroyed so that the same cannot be found or produced. At the time when it was lost, stolen or destroyed the Debenture had not been endorsed for transfer.
4. I make this solemn declaration for the purpose of inducing the Board to replace or cause to be replaced the Debenture and to issue or cause to be issued a new debenture or debentures in my name in lieu of the Debenture and I hereby declare that if the Debenture comes into my possession or control, I will immediately surrender the Debenture to the Board.

And I make this solemn declaration conscientiously believing it to be true and knowing that it is of the same force and effect as if made under oath and by virtue of the Canada Evidence Act.

DECLARED before me at the \_\_\_\_\_ )
\_\_\_\_\_ of \_\_\_\_\_ )
in the \_\_\_\_\_ )
of \_\_\_\_\_ this \_\_\_\_\_ day )
of \_\_\_\_\_, \_\_\_\_\_. )

\_\_\_\_\_
Sign
\_\_\_\_\_
Print name

A Commissioner, Etc

- Note in the event that the debenture to be replaced was issued by a predecessor board, the name of the predecessor board should be recorded in place of the underlined portion, the reference to "(the "Board")" in the second line should be deleted and "(the Predecessor Board)" substituted therefor, the square bracketed portion should be added and the two references to "Board" in section 1 should be deleted and "Predecessor Board" substituted therefor. If the debenture to be replaced was issued by Trillium Lakelands District School Board, the square bracketed portion should be entirely deleted.

Schedule "B"

**BOND OF INDEMNITY**

TO: Trillium Lakelands District School Board (the "Board")

AND TO: The Board thereof

*IN CONSIDERATION of your issuing a new debenture certificate numbered \_\_\_\_\_ in the principal amount of \$ \_\_\_\_\_ (the "New Debenture") to replace debenture certificate no. \_\_\_\_\_ dated \_\_\_\_\_, \_\_\_\_ • issued by the Board in the principal amount of \$ \_\_\_\_\_ which was lost, stolen or destroyed the undersigned hereby covenants and agrees to indemnify you for and against all losses, costs, damages, interest, expenses and liability which may at any time hereafter be suffered or incurred by you by reason of any claim by any person arising out of or based upon the loss, theft or destruction of the replaced debenture certificate or by reason of any claim by any person arising out of or based upon the issuance and/or delivery to the undersigned of the New Debenture.*

DATED the \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

By: \_\_\_\_\_ Sign

(seal)

\_\_\_\_\_ Title