

University Seal and Signing Documents Rule

Section 1 - Overview

(1) The University has a Seal as an identifier of its status as a body corporate. The Seal may be used to authenticate documents in the University's name and is most commonly affixed to Testamurs and other award certificates, but may also be affixed to deeds, agreements and to other such documents as Council may determine. Affixing the Seal to a document indicates that the document is formal, or in the case of a deed, creates legally binding relations.

(2) Deeds, agreements and other documents to which the University is a party may only be signed by persons authorised to do so on behalf of the University.

Section 2 - Scope

(3) This Rule determines the custody of the University Seal, the documents to which the Seal is to be affixed, the signatories to the Seal, and the recording of the use of the Seal. This Rule is made pursuant to Section 29 of the [University of New England Act 1993 \(NSW\)](#) and Section 25 of the [UNE By-law](#). For the purposes of Section 27 of the [University of New England Act 1993 \(NSW\)](#), where the Seal is affixed to a document in accordance with this Rule it will be taken to have been affixed pursuant to a resolution of Council.

(4) This Rule also determines the way in which persons may be authorised to sign deeds, agreements and other documents on behalf of the University.

Section 3 - Policy

University Seal

(5) That pursuant to Section 27 of the [University of New England Act 1993 \(NSW\)](#) the Council directs that the seal of the University be kept in a secure place at the direction of the General Counsel.

(6) That, pursuant to By-Law 5.2, the Council appoints any two of the following officers: the Chancellor, Deputy Chancellor, Vice-Chancellor and Chief Executive Officer, Deputy Vice-Chancellor, Chief Operating Officer, the Chair Academic Board or the Chief Legal Officer, to sign an attestation on a document to which the Seal of the University is affixed pursuant to a resolution of the Council.

(7) That by the authority of Section 27 of the [University of New England Act 1993 \(NSW\)](#), and subject to paragraph 6 above, the Council authorises the affixing of the Seal of the University to:

- a. Testamurs and other academic certificates issued to any person as evidence that an award has been conferred upon that person by the University;
- b. official messages of congratulations or greetings to educational institutions celebrating special occasions;
- c. documents which are required by law to have the seal affixed;
- d. documents relating to the investment of University funds, including the acceptance of rights or bonus shares, applications for or redemption of shares or debenture stock;

- e. reassignment, surrender or maturity of life assurance policies under the Professorial Superannuation Scheme, and
- f. Deeds, agreements and other documents to which the University is a party, and to which the Vice-Chancellor and Chief Executive Officer or General Counsel has approved the affixing of the Seal.
- g. such other documents as Council determines.

(8) That the affixing of the Seal in accordance with paragraph 7 shall be advised to the next meeting of Council;

(9) That the University Secretary shall keep a register of the use of the seal of the University and shall record in the register, in relation to each occasion on which the Seal of the University is affixed to a document:

- a. the authority for affixing the Seal;
- b. the nature of the document to which the Seal is affixed;
- c. the date on which the seal is affixed; and
- d. the persons who signed the document.

Signing of documents

(10) Deeds, agreements and other documents to which the University is a party may only be signed by persons authorised to do so on behalf of the University.

(11) A deed, agreement or other document may be executed by the University in accordance with Section 50 of the Interpretation Act. The Seal may be affixed to such documents in accordance with this Rule, but the affixing of the Seal is not mandatory and the decision whether to affix the Seal will be made by the Vice-Chancellor and Chief Executive Officer or General Counsel.

(12) In accordance with Section 50 of the [Interpretation Act](#), the Vice-Chancellor and Chief Executive Officer is the principal officer of the University and is authorised to sign deeds, agreements and other documents on behalf of the University. The Vice-Chancellor and Chief Executive Officer may delegate this authority to sign documents to other staff members and may place limits and conditions on such delegations.

(13) In exercising the authority to sign deeds, agreements and other documents on behalf of the University, the Vice-Chancellor and Chief Executive Officer (and any staff members acting under his/her delegated authority) are directed by Council not to exceed the authority otherwise given by Council, including any limitations under:

- a. a specific approval or resolution of Council;
- b. the [Authorities Retained by Council Rule](#); and
- c. the Schedule of Financial Delegations.

(14) A person in clause (6) will not sign a deed, agreement or other document where they have a Conflict of Interest.

Section 4 - Definitions

Definitions-Words and phrases used in this document have the following meanings, unless the context requires otherwise:

(15) Chancellor means the Chancellor of the University, with functions conferred or imposed upon him/her by or under Section 10 of the Act.

(16) Deputy Chancellor means the Deputy Chancellor of the University, with functions conferred or imposed upon him/her by or under Section 11 of the Act.

- (17) Interpretation Act means the [Interpretation Act 1987](#) (NSW).
- (18) General Counsel means the solicitor on the record for the University.
- (19) UNE Act means the [University of New England Act 1993 \(NSW\)](#).
- (20) UNE By-law means the [University of New England By-law 2005](#) (NSW).
- (21) University means the University of New England.

Status and Details

Status	Historic
Effective Date	27th July 2015
Review Date	23rd August 2016
Approval Authority	Council
Approval Date	23rd August 2013
Expiry Date	1st December 2021
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Glossary Terms and Definitions

"Council" - Means the Council of the University of New England, being the governing body of the University.

"Vice-Chancellor and Chief Executive Officer" - Means the Vice-Chancellor and Chief Executive Officer of the University, with functions conferred or imposed upon him/her by or under Section 12 of the UNE Act.

"Testamur" - The official certificate issued by the University to graduates when they have their award conferred. It is a legal document imprinted with the University Seal.