

University Seal and Signing Documents Rule

Section 1 - Overview

- (1) 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.
- (2) The University has a Seal as an identifier of its status as a body corporate.
- a. 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; and
 - b. Affixing the Seal to a document indicates that the document is formal, or in the case of a deed, creates legally binding relations.

Section 2 - Scope

- (3) This Rule defines the custody of the University Seal, signatories to the Seal, the document to which the Seal is to be affixed, and how the use of the Seal is recorded.
- (4) 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 the Rule it will be taken to have been affixed pursuant to a resolution of Council.
- (5) 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

- (6) 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 Vice-Chancellor and Chief Executive Officer.
- (7) The Council appoints any two of the following officers:
- a. Chancellor;
 - b. Deputy Chancellor;
 - c. Vice-Chancellor and Chief Executive Officer;
 - d. Deputy Vice-Chancellor;
 - e. Chief Operating Officer;
 - f. Chief Financial Officer;
 - g. Director Governance and University Secretary;
 - h. Chair of Academic Board;

- i. Deputy Vice-Chancellor Research; and
- j. Director People and Culture (for employment separation deeds only)

to sign an attestation on a document to which the Seal of the University is affixed pursuant to a resolution of the Council.

(8) By the authority of Section 27 of the [University of New England Act 1993](#), and subject to Clause (7), 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, reassignment, surrender or maturity of life assurance policies under the Professorial Superannuation Scheme;
- e. Deeds, agreements and other documents to which the University is a party, are required to be sealed by the direction of either the Vice-Chancellor and Chief Executive Officer or Director Legal Services; and
- f. such other documents as Council determines.

(9) The University Secretary will advise Council of the affixing of the Seal under clause 8 at the next meeting of Council.

(10) The University Secretary will keep a register of the use of the Seal of the University, recording for each occasion the Seal is used:

- 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

(11) Deeds, agreements and other documents to which the University is a party may only be signed by persons who have delegated authority to do so on behalf of the University.

(12) A deed, agreement or other document may be executed by the University in accordance with Section 50 of the [Interpretation Act 1987 \(NSW\)](#). The Seal will only be affixed to a deed or agreement if required by the Vice-Chancellor and Chief Executive Officer or Director Legal Services.

(13) In accordance with Section 50 of the [Interpretation Act 1987 \(NSW\)](#), and subject to Clause (15), 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, including pursuant to the [Financial Delegations Rule](#).

(14) Employment separation deeds are signed by two of the persons in Clause (7) and one may be the Director People and Culture.

(15) 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 their 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 [UNE Delegations Framework Rule](#); and
- c. the [Financial Delegations Rule](#).

(16) An authorised person in Clause (7) will not sign a deed, agreement or other document where they have a Conflicts of Interest.

Section 4 - Authority and Compliance

Authority

(17) The Council, pursuant to Section 29 of the [University of New England Act 1993 \(NSW\)](#) and Section 25 of the UNE By-law, makes this Rule.

(18) This Rule operates as and from the Effective Date. Previous Rules regarding University Seal and Signing Documents are replaced and have no further operation from the Effective Date of this new Rule.

Compliance

(19) All UNE Representatives are required to comply with this Rule.

Status and Details

Status	Current
Effective Date	2nd December 2021
Review Date	2nd December 2024
Approval Authority	Council
Approval Date	2nd December 2021
Expiry Date	To Be Advised
Unit Head	Kate McNarn Director Governance and University Secretary
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Glossary Terms and Definitions

"UNE Representative" - Means a University employee (casual, fixed term and permanent), contractor, agent, appointee, UNE Council member, adjunct, visiting academic and any other person engaged by the University to undertake some activity for or on behalf of the University. It includes corporations and other bodies falling into one or more of these categories.

"Conflicts of Interest" - A UNE Representative will have a conflict of interest where they have a material interest in a decision or matter, and/or their interest appears to raise a conflict with the proper performance of their duties (e.g. avoiding personal losses as well as gaining personal advantage — whether financial or otherwise).

"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.

"Effective Date" - means the Rule/Policy takes effect on the day on which it is published, or such later day as may be specified in the policy document.