



1/014 Execution of Documents and Application of the Common Seal

Objective

To establish procedures for:

- (a) Affixing the Town's common seal; and
- (b) Determining whether a document is executed by way of common seal or signed by an authorised employee.

Content

1. *Application*

The provisions of this policy apply to all documents requiring the Town's execution.

2. *Documents Requiring Affixation of the Common Seal*

Documents requiring the common seal to be affixed are those identified in Table 1 of this Policy.

3. *Procedure for affixing the Common Seal*

(a) Authorised Signatures

The Mayor and Chief Executive Officer are authorised to affix and sign all documents to be executed under the common seal; however, in the absence of the Mayor and/or the Chief Executive Officer, as the case may be, the Deputy Mayor and the Acting Chief Executive Officer are authorised to affix the common seal.

Should the Chief Executive Officer or Acting Chief Executive Officer be unable to sign the documents the Chief Executive Officer or Acting Chief Executive Officer will authorise a designated senior employee, identified in policy 3/007 'Senior Employees and Appointing Chief Executive Officer', to sign the document in accordance with section 9.49A(3)(b) of the *Local Government Act 1995*. Only designated senior employees that have been appointed as the permanent incumbent to the position of a senior employee are able to be authorised to sign the document.



(b) Witnessing of Signature

The common seal may only be affixed in the presence of both the Mayor and the Chief Executive Officer (or the Deputy Mayor and/or the Acting Chief Executive Officer or designated senior employee, as the case may be), each of whom is to sign the document to attest that the common seal was so affixed.

(c) Register to be maintained

Details of all transactions where the common seal has been affixed shall be recorded in a register, with such register to record each date on which the common seal was affixed to a document, the nature of the said document, and the parties to any agreement to which the common seal was affixed. The register is to record each transaction with a record number that may be retrieved in the Town's Records Management System.

4. Authority to Sign documents on Behalf of the Town

There is no legal requirement for the common seal to be affixed in order for a document to be executed where Council has resolved to authorise the CEO or any other employee to sign a document pursuant to section 9.49A of the *Local Government Act 1995*.

Employees authorised under section 9.49A of the *Local Government Act 1995* may sign the documents identified for that purpose in Table 1 of this Policy. Despite the authorisation, the common seal may still be affixed in the following circumstances:

- (a) if the authorised officer is of the opinion the document carries a high level of financial risk, legal complexity or political sensitivity that the document should be executed by way of common seal; or
- (b) the other party has reasonably requested the document be executed by way of common seal.

Table 1 – Execution of Documents

Document Type	Common seal required	Authorised employee
Local laws	Yes	None
Planning Schemes	Yes	None
Mortgages, Loans and Debentures	Yes	None
State or Commonwealth Government Funding Agreements	Yes	None
Any document requiring the common seal pursuant to a statutory obligation	Yes	None
Council has resolved that the document be executed by way of common seal	Yes	None
Power of Attorney to act for the Town	No	CEO
Grants and Funding Agreements with private agencies	No	CEO
Land Transaction documents including sale, purchase, vesting, leases, licences, transfers, contributed assets, easements, restrictive covenants, caveats, memorials, notifications, deeds and withdrawal of instruments.	No	CEO
Memorandum of Understanding	No	CEO
Ceremonial Certificates	No (but Mayor must sign)	CEO
All other documents that were the subject of a Council decision including, but not limited to, procurement contracts, service agreements, non-disclosure agreements, enterprise bargaining agreement and employment contracts.	No	CEO
All other documents that are not the subject of a Council decision, but are part of the ordinary operations of the local government including, but not limited to, casual hire agreements, procurement contracts (no Council decision), short term lease and sponsorship agreements.	No	CEO Directors where the document concerns subject matter wholly within their Directorate

The execution requirements in Table 1 apply to the making, varying or discharge of documents pursuant to section 9.49B of the *Local Government Act 1995*.



Definitions

Nil.

Relevant legislation	Local Government Act 1995 – Sections 2.5(2), 9.49, 9.49A and 9.49B
Delegated authority	Nil
Business unit	Governance
Directorate	Corporate and Performance

Governance to complete this section

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