



Rule for the Use of the Seal & for the Execution of Documents

[This Rule must be read together with the [Procedures for the Use of the University Seal and for the Execution of Documents](#)]

1. The Chancellor, the Deputy Chancellor, the Vice-Chancellor and the Chair of the Finance and Infrastructure Committee (sealholders) will be the custodians of the University's seal.
2. Certificates for a degree or diploma will carry the seal of the University attested by the signatures of the Chancellor and the Vice-Chancellor. For this purpose it will be permissible for both the seal and the signatures to be reproduced in facsimile.
3. Subject only to compliance with Section 4(5) of the *University of Adelaide Act 1971 (Act)*:
 - a. Documents requiring registration with the Lands Titles Office under the Real Property Act 1886 (SA) may be executed by the Vice-Chancellor on behalf of the University, and witnessed in accordance with the requirements of the Real Property Act.
 - b. Where the Lessee does not intend to register the documentation with the Lands Titles Office, the Real Property Act 1886 (SA) requires the University to execute the document under seal. The seal is affixed to such document in the presence of one sealholder and attested by his or her signature and the signature of the officer who affixed the seal. The sealing of the document must be reported to the Council at its next meeting.
4. Subject to clause 2, use of the University's seal is mandatory only where the law requires it to be used. In those cases, the following clauses 5 and 6 apply to determine who may authorise use of the University's seal, and the requirements for witnessing the affixation of the seal.
5. Where the law requires a document to be executed under the seal of the University, and either the document, or the transaction to be effected by the document falls within a class of documents or transactions as to which the Council has expressly reserved to itself the power of approval, then:
 - a. In urgent cases:

If at least two of the sealholders are satisfied that:

 - (i) execution of the document is required prior to the next anticipated meeting of the Council;
 - (ii) Section 4(5) of the Act has been complied with; and
 - (iii) the Council is likely to approve the sealing of the document,

then those sealholders may authorise the execution of the document under the seal of the University. The affixation of the seal must take place in the presence of the authorising sealholders and must be attested by their signatures, and the signature of the officer who affixed the seal. The execution of the document in this manner must be reported to the Council at its next meeting; and

b. *In other cases:*

In all other cases coming within this clause 5, the seal may be affixed to the document only by authority of a resolution of the Council, in the presence of one sealholder, and attested by his or her signature and the signature of the officer who affixed the seal.

6. Where the law requires a document to be executed under the seal of the University, but neither the document, nor the transaction to be effected by the document falls within a class of documents or transactions as to which the Council has expressly reserved to itself the power of approval, then the document may be executed by affixing the seal with the authority and in the presence of two sealholders, and attested by their signatures and the signature of the officer who affixed the seal.
7. In all cases not covered by clauses 2, 3, 4, 5 and 6:
 - a. the Vice-Chancellor may execute documents on behalf of the University (but subject to the approval of Council in those cases in which the Council has, by direction to the Vice-Chancellor, expressly reserved to itself the power to approve execution of the document); and
 - b. the Vice-Chancellor may, within limits from time to time prescribed by the Council in directions given to the Vice-Chancellor for that purpose, delegate the power to execute documents on behalf of the University.
8. The University may execute a document as a deed if the document is expressed to be executed as a deed and is executed in accordance with this Rule.

Amendment History:

Approved by Council on 28 June 2010.

References to *Chair of the Finance Committee* updated to read *Chair of the Finance and Infrastructure Committee* following the disestablishment of the Finance Committee and the establishment of the Finance and Infrastructure Committee by Council on 5 February 2018.

Procedures for the Use of the Seal and the Execution of Documents

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OVERVIEW

These procedures outline when and how the University Seal should be affixed and when documents should be executed by the Vice-Chancellor and President in accordance with the [Rule for the Use of the University Seal and for the Execution of Documents](#) (the Rule).

SCOPE AND APPLICATION

The procedures govern the preparation of documents requiring the University Seal or execution on behalf of the University.

PROCEDURES

Execution of documents requiring the University Seal (refer to clause 1, 2, 3(b), 4 and 5 of the Rule)

A memorandum signed by the Division Head or Executive Dean must be forwarded to the Council Secretary. If urgent sealing is required then the memorandum must include an explanation as to why the matter requires urgent sealing and cannot wait until the next scheduled meeting of Council.

Wording of sealing clause

The usual wording used on a document for sealing with the approval of Council is:

By authority of the Council given on
<<insert date>> the Seal
of the University of Adelaide was affixed
hereto on <<insert date>>.

Custodian of Seal

Officer who affixed the Seal

The usual wording used on a document for sealing with the approval of one sealholder is:

The Seal of the University of Adelaide was affixed
on <<insert date>> by authority of
the Custodian whose signature is hereby appended.

Custodian of Seal

Officer who affixed the Seal

The usual wording used on a document that requires urgent sealing is:

The Seal of the University of Adelaide was affixed
on <<insert date>> by authority of
two Custodians whose signatures are hereby appended.

Custodian of Seal

Custodian of Seal

Officer who affixed the Seal

Other variations on the words, provided they have the same intent, may be used.

Registration and process for affixing the Seal

Whenever the Seal is affixed, the Council Secretariat must enter the details in the Seal Register. The sealing of the document must be reported to the Council at its next meeting.

The custodian/s first sign the document (thus indicating approval for the Seal to be affixed); and then the Council Secretary, as “Officer who affixes the Seal”, affixes the seal and signs the document.

Management of the Seal

The Seal is kept under the control of the Council Secretary. It may not be lent to any other area, unless the area agrees in writing to a suitable level of security for the Seal.

Safe storage of sealed documents and executed documents

The sealed or executed documents will be returned to the responsible officer originating the request for sealing or execution. The Signing Approval Form or the Sealing Approval Form should be kept with the original document and placed in Legal Document Storage by the responsible officer.

If, after sealing or execution, the documents require the signature of a third (external) party, then it is the responsibility of the officer requesting the original sealing or execution to arrange this. Once all signatures have been obtained, the original document should be returned to the responsible officer. It is that officer’s responsibility to ensure that the signed original is sent to the Records Management Office with a request for Legal Document Storage and that a copy of the document is placed on the relevant RMO file.

Degree and diploma certificates

In accordance with the *Rule for the Use of the University Seal and for the Execution of Documents*, Honorary Degree, degree and diploma certificates are produced on numbered parchments pre-printed with the University Seal. The Graduations Office is responsible for the printing of recipient names on parchments and for the safe keeping and control of parchment usage.

Execution of documents by the Vice-Chancellor and President or delegated officer not requiring the University Seal (refer to clause 3 and 7 of the Rule)

A memorandum signed by the Division Head or Executive Dean must be forwarded to the Council Secretary to be completed and submitted for signature along with the document which requires signing.

Wording of signing clause for the execution of documents not requiring the seal

The usual wording used on a document for signing is:

Signed for and on behalf of the University of Adelaide by the Vice-Chancellor and President in the presence of:

Signature of Witness

Signature of Vice-Chancellor & President

Name of Witness

OR

Signed for and on behalf of the University of Adelaide by _____ in the presence of:

Signature of Witness

Signature (delegated officer)

Name of Witness

DEFINITIONS

“Custodian of the Seal” – in accordance with clause 1 of the *Rule for the Use of the University Seal and for the Execution of Documents*, the custodians of the Seal are the Chancellor, the Deputy Chancellor, the Vice-Chancellor and President and the Chair of the Finance and Infrastructure Committee.

“Officer who affixed the Seal” – the officer fulfilling the role of the Secretary to the University Council.

“Property documents” – legal documents conveying an interest in land (eg leases and transfers of land)

“sealholder” – see “Custodian of the Seal”

Amendment history:

Procedures approved by Vice-Chancellor and President 2 December 2014 - refer D2014/305233.

Minor amendments under *Registration and process for affixing the Seal* and *Degree and diploma certificates* approved by Acting Vice-Chancellor and President 7 September 2017 – refer D2017/187981

References to *Chair of the Finance Committee* updated to read *Chair of the Finance and Infrastructure Committee* following the disestablishment of the Finance Committee and the establishment of the Finance and Infrastructure Committee by Council on 5 February 2018.