

Governance (Common Seal) Rule 2013 No. 2

Division 1 Introduction

Name of Rule

(1) This Rule is the Governance (Common Seal) Rule 2013 No. 2.

(2) The Rule may be referred to as the Rule on the Use of the Common Seal and a reference in a document to the Rule on the Use of the Common Seal shall be deemed to be a reference to this Rule.

Commencement

(3) This Rule commences on 19 September 2013 under resolution CNL13/161.

Purpose

(4) This Rule is enacted for the purpose of setting out responsibilities and processes for the custody and use of the Common Seal.

Authority

(5) This Rule is made pursuant to authority granted to the Council under sections 20, 30, 31(1)(z) and 32 of the Act, and in accordance with section 50 of the [Interpretation Act 1987](#).

Notes: Section 20 of the Act provides that the Council may delegate any of its functions and powers, except its power of delegation. Section 30 of the Act provides that the University shall have a Common Seal and that it shall be kept in such custody as the Council may direct and shall only be affixed to a document pursuant to a resolution of the Council. Sections 31 and 32 of the Act provide that the Council may make Rules with respect to governance, management and discipline of the University including with respect to the "use of the common seal".

Glossary

(6) In this Rule:

- a. Act – means the [Charles Sturt University Act 1989](#).
- b. Authorised Officer – means the Chancellor, Deputy Chancellor, Vice-Chancellor, Deputy Vice-Chancellor, Pro Vice-Chancellor or University Secretary.
- c. By-law – means the [Charles Sturt University By-law 2005](#).
- d. Council – means the University Council established under Part 3 of the Act.
- e. University Secretary – means the Secretary appointed under the By-law.

(7) In this Rule, unless the contrary intention appears:

- a. a word or term that has not been defined in this Rule has the same meaning attributed to that word or term in the [Act](#) or [By-law](#);
- b. a reference to an officer of the University includes any person acting in that position; and
- c. headings and notes do not form part of this Rule.

Custody and Use of the Common Seal

(8) The Common Seal of the University must be kept in a secure location approved by the University Secretary and is to be used only as provided in this Rule.

Affixing of the Common Seal to Degree or Other Award

(9) The Chancellor and Vice-Chancellor are authorised to jointly sign, and to affix the Common Seal, to a testamur or certificate to be issued for a degree or other higher education award of the University where conferral of that degree or other higher education award has been approved by resolution of the Council (or by such other body or officer delegated by the Council for this purpose).

(10) When the Common Seal is affixed to a degree or other award, the form used is:

'In the name of the Council and by the authority of the same be it known that [name] having fulfilled all the requirements and having passed all the examinations prescribed by the By-laws and Rules of the University has this day been admitted to the degree of [name of qualification] with all the rights and privileges attached thereto and in witness whereof the Council has authorised the Common Seal of the University to be hereunto affixed.'

Affixing of the Common Seal by the University Secretary

(11) The University Secretary is authorised in that capacity to sign (whether or not also with an Authorised Officer), and to affix the Common Seal:

- a. to the copy of a statute;
- b. to the by-law or rule or amendment thereof required to be submitted to the Minister; and
- c. to any document being a true copy:
 - i. of any statute, by-law or rule or amendment thereof or any rule made thereunder; or
 - ii. of any minute or part of a minute of a meeting of Council, or of any committee or other body of the University; or
 - iii. of any other official document or any document that evidences ownership of real or personal property of the University;

certified as such for submission as evidence of the making of such a by-law, rule, minute or other official document or any document that evidences ownership of real or personal property as the case may be.

(12) When the Common Seal is affixed by the University Secretary the form used is:

- a. 'Common Seal affixed by the University Secretary under authority granted in the [Governance \(Common Seal\) Rule 2013](#) of Charles Sturt University'; or
- b. 'Common Seal of Charles Sturt University affixed by direction of the University Secretary for the purpose under the [Governance \(Common Seal\) Rule 2013](#) of Charles Sturt University'.

Affixing of the Common Seal on Direction of the Council or Authorised Officer by the University Secretary

(13) Any document, other than the documents referred to in clauses 9 and 11, required to be executed under the Common Seal of the University must have the Common Seal affixed to it only:

- a. on the direction of the Council; or

b. in routine matters or in circumstances of urgency, on the direction of an Authorised Officer.

(14) The University Secretary is authorised in that capacity to sign (whether or not also with an Authorised Officer), to affix the Common Seal in accordance with clause 13 of this Rule.

(15) The University Secretary must as soon as practicable after the giving of the direction, report the matter to the Council.

(16) When the Common Seal is affixed on the direction of the Council or Authorised Officer by the University Secretary the form used is either:

- a. 'Common Seal of Charles Sturt University affixed by direction of Council'; or
- b. 'Common Seal of Charles Sturt University affixed by direction of an officer authorised for the purpose under the [Governance \(Common Seal\) Rule 2013](#) of Charles Sturt University'

and the affixing of the Common Seal must be attested by an Authorised Officer and by the University Secretary.

Alternate for the University Secretary

(17) Where it is necessary or convenient, the University Secretary may appoint other officers of the University to affix the Common Seal for and on behalf of the University Secretary.

Note:

An officer appointed by the University Secretary for this purpose must be over the age of 18 years, be of sound mind and must not be a party to the transaction relevant to the document to be sealed.

Transitional and Savings Provisions

(18) A document sealed in accordance with the Rule on the Use of the Common Seal as approved by the Board of Governors (resolution BG91/25) shall continue to be valid under that Rule notwithstanding the commencement of this Rule.

Status and Details

Status	Current
Effective Date	11th December 2017
Review Date	11th December 2022
Approval Authority	University Council
Approval Date	10th December 2017
Expiry Date	Not Applicable
Unit Head	Anthony Heywood University Secretary
Author	Natalie Nixon
Enquiries Contact	Office of Governance and Corporate Affairs +61 2 63384207