



# Council Policy Manual

---

## CP 10.9 City of Perth Common Seal and Document Signing Authority

---

### POLICY OBJECTIVE

To establish, in accordance with the requirements of section 9.49A of the *Local Government Act 1995* (Act):

1. Protocols for affixing and administration of the City of Perth Common Seal; and
2. Authority for the Chief Executive Officer (CEO) and other nominated officers to sign (execute) documents on behalf of the City of Perth.

---

### POLICY STATEMENT

#### 1. DEFINITION OF DOCUMENT

For the purposes of this policy, **document** means any paper or electronic document, including communications such as letters and emails, which:

- (a) conveys a decision; or
- (b) establishes an obligation on the City; or
- (c) is ceremonial.

#### 2. COMMON SEAL

##### 2.1 Affixing the Common Seal

- (1) The Common Seal may be applied to documents that:
  - (a) give effect to decisions of Council; or
  - (b) as detailed in clause 3.2.3.
- (2) The Common Seal is to be applied in the presence of both:
  - (a) the Lord Mayor (or in the Lord Mayor's absence the Deputy Lord Mayor); and
  - (b) the CEO (or an Acting CEO or senior employee authorised by the CEO).

**Note:** For most documents, there is no legal requirement for the Common Seal to be affixed if Council has resolved to authorise a person to sign the document [s. 9.49(1)(b); s.9.49A(4)].

Exceptions include local laws and planning schemes.



# Council Policy Manual

## CP10.9 City of Perth Common Seal and Document Signing Authority

### 2.2 Administration of the Common Seal

The CEO is to:

- (a) be responsible for the safe custody and proper use of the Common Seal;
- (b) maintain a register of each time the Common Seal is used; and
- (c) provide a quarterly report to Elected Members listing the documents that the Common Seal has been applied to.

### 3. AUTHORITY TO SIGN (EXECUTE) DOCUMENTS ON BEHALF OF THE CITY OF PERTH

#### 3.1 General Document Signing (Execution) Authorities

- (1) Where a person has the written authority to make a decision (“written decision-making authority”) that person also has the authority to sign documents which give effect to that decision.

Written decision-making authorities are:

- (a) Delegated Authority;
- (b) Statutory Authority; or
- (c) Operational Authorisation.

- (2) Where considered appropriate by the CEO, the Lord Mayor may be requested to execute documents as a co-signatory with the CEO.

#### 3.2 Specific Document Signing (Execution) Authorities in Accordance with Section 9.49A of the Act

##### 3.2.1 Document Categories

The following document categories have been established to assist in determining appropriate signing authorities, detailed in clause 3.2.3 of this policy:

Category	Description
1.	<ul style="list-style-type: none"> <li>• The matter is specifically resolved by Council, inclusive of a resolution to execute the resulting document under the Common Seal; <u>or</u></li> <li>• is identified under this policy as a matter requiring the Common Seal, commonly due to an internal or external historical practice.</li> </ul>
2.	<ul style="list-style-type: none"> <li>• The matter is specifically or generally resolved by Council; and</li> <li>• is strategic and / or carries a major or lesser level of financial risk, legal complexity or political sensitivity.</li> </ul>



# Council Policy Manual

## CP10.9 City of Perth Common Seal and Document Signing Authority

Category	Description
3.	<ul style="list-style-type: none"> <li>The matter may be specifically or generally resolved by Council or may be subject of a Council policy or day-to-day operations at the determination of the CEO only; and</li> <li>is strategic and / or carries a moderate or lesser level of financial risk, legal complexity or political sensitivity.</li> </ul>
4.	<ul style="list-style-type: none"> <li>The matter is mandated in the Corporate Business Plan or relates to the day-to-day operations of the City under the direction of the CEO / Directors; and</li> <li>carries a minor or insignificant level of financial risk, legal complexity or political sensitivity.</li> </ul>
<b>NOTE:</b>	<ul style="list-style-type: none"> <li>Documents and communications which relate to day-to-day routine communications or transactions do not require specific authorisation through this policy as they are the subject of Section 5.41(d) of the Act prescribing the CEO's duty to manage the day to day operations of the City. Such duties are undertaken by "acting through" Officers.</li> </ul>

### 3.2.2 Limitation on Specific Authorities

(1) The specific authorities established in clause 3.2.3 are limited by the following conditions:

(a) Chief Executive Officer

- (i) Unlimited \$value;
- (ii) Commitment period is specifically resolved by Council or in any other case, no greater than a 10 year period; and
- (iii) Moderate or lesser level of financial risk, legal complexity or political sensitivity, unless specifically resolved by Council.

(b) Director<sup>1</sup>

- (i) < \$500,000;
- (ii) Commitment is no greater than 5 year period; and
- (iii) Moderate or lesser level of financial risk, legal complexity or political sensitivity.

(c) Manager

- (i) <\$100,000p/a;
- (ii) Commitment is no greater than 3-year period; and
- (iii) Minor or lesser level of financial risk, legal complexity or political sensitivity.

<sup>1</sup> All references to Directors will apply to General Managers upon their commencement.



# Council Policy Manual

---

## CP10.9 City of Perth Common Seal and Document Signing Authority

- (2) Where considered appropriate an authorised person may escalate a document for execution by a higher level authorised person.
- (3) The limitation on specific authorities does not limit the authority to sign documents that effect a decision made in accordance with statutory authority or delegated authority.

**Note:** In accordance with section 5.43 of the Act only the local government may determine who is authorised to sign documents under section 9.49A(4) of the Act.

This power cannot be delegated.

As per clause 2.1(2), the CEO may authorise a senior employee to sign a common seal documents on the CEO's behalf in accordance with 9.49A(3).

**Note:** Signing on Behalf of Another Person

In accordance with Section 9.49A(1)(b) of the Act, a document may only be executed by a person who holds a position authorised to sign documents:

- (a) through Council's adoption of this policy; or
- (b) by a resolution of Council.

In the absence of an authorised person, another person may only execute the document where they have been appointed in writing to act in the authorised person's position



# Council Policy Manual

## CP 10.9 City of Perth Common Seal and Document Signing Authority

### 3.2.3 Specific Authorities in Accordance with Section 9.49A(4) of the Local Government Act 1995

Document Type (✓) Common Seal <u>only</u> to be applied where specified in the relevant document. Note: Authorities in table subject to limitations in clause 3.2.2	Category	Common Seal	EXECUTION BY SIGNATURE ONLY			
			Lord Mayor	CEO	Director	Manager
(1) <b>Local Laws</b> – made and amended	1	✓	✗	✗	✗	✗
(2) <b>Planning Schemes</b> – adopted and amended	1	✓	✗	✗	✗	✗
(3) <b>Land Transaction documents</b> , including: <ul style="list-style-type: none"> <li>• sale;</li> <li>• purchase;</li> <li>• vesting;</li> <li>• contributed assets;</li> <li>• Notifications of factors affecting land under 70A of the <i>Land Transfer Act 1893</i> – lodge or withdraw</li> <li>• Easements – <u>by land transfer</u> <ul style="list-style-type: none"> <li>○ Rights of carriage way;</li> <li>○ Rights of support to land burdened by buildings;</li> <li>○ Rights to erect a party wall;</li> <li>○ Rights to light and air (Property Law Act 1969);</li> <li>○ Rights to take water from wells or bores;</li> <li>○ Rights to install and operate drains and drainage works;</li> <li>○ Rights to install, maintain and operate oil, gas or other pipelines;</li> <li>○ Rights to install, maintain and operate electric power lines, telephone and other cables and supporting pylons.</li> </ul> </li> </ul>	1	✓	✓	✓	✗	✗



# Council Policy Manual

## CP 10.9 City of Perth Common Seal and Document Signing Authority

Document Type <small>(✓) Common Seal <u>only</u> to be applied where specified in the relevant document. Note: Authorities in table subject to limitations in clause 3.2.2</small>	Category	Common Seal	EXECUTION BY SIGNATURE ONLY			
			Lord Mayor	CEO	Director	Manager
<ul style="list-style-type: none"> <li>Restrictive Covenants – by land transfer</li> <li>Deeds – land transfer for public purposes</li> </ul>						
<b>(4) Mortgages, Loans and Debentures</b>	1	✓	x	x	x	x
<b>(5) Power of Attorney to act for the City</b>	1 / 2	x	✓	✓	x	x
<b>(6) Land Transaction documents, including:</b> <ul style="list-style-type: none"> <li>Caveats - registering or removing</li> <li>Leases</li> <li>Easements – <u>by deed, deposited plan or other legal instrument</u> <ul style="list-style-type: none"> <li>Rights of carriage way;</li> <li>Rights of support to land burdened by buildings;</li> <li>Rights to erect a party wall;</li> <li>Rights to light and air (Property Law Act 1969);</li> <li>Rights to take water from wells or bores;</li> <li>Rights to install and operate drains and drainage works;</li> <li>Rights to install, maintain and operate oil, gas or other pipelines; and</li> <li>Rights to install, maintain and operate electric power lines, telephone and other cables and supporting pylons.</li> </ul> </li> <li>Restrictive Covenants – lodge, modify or withdraw (other than by land transfer)</li> <li>Deeds</li> <li>Legal agreements</li> </ul>	2	(✓)	x	✓	x	x



# Council Policy Manual

## CP 10.9 City of Perth Common Seal and Document Signing Authority

Document Type <small>(✓) Common Seal <u>only</u> to be applied where specified in the relevant document. Note: Authorities in table subject to limitations in clause 3.2.2</small>	Category	Common Seal	EXECUTION BY SIGNATURE ONLY			
			Lord Mayor	CEO	Director	Manager
(7) State or Commonwealth Government Funding Agreements	2	(✓)	✗	✓	✓	✗
(8) Grants and Funding Agreements with private agencies (incoming and outgoing)	2	(✓)	✗	✓	✗	✗
	3	(✓)	✗	✓	✓	✓
(9) Memorandum of Understanding	2	(✓)	✗	✓	✓	✓
(10) Contracts and legal instruments, including contract variations, related to: <ul style="list-style-type: none"> <li>• Procurement Contracts</li> <li>• Service Agreements (incoming or outgoing services)</li> <li>• Heritage Agreements</li> <li>• Acquittal of planning conditions</li> <li>• Maintenance of the public realm</li> </ul>	2	(✓)	✗	✓	✓	✓
(11) Development, building, occupancy, subdivision and strata-title approvals for City Land	3	✗	✗	✓	✓	✗ <sup>2</sup>
(12) Memorial <ul style="list-style-type: none"> <li>• <u>Deed Poll Registration</u>: A document lodged under the Registration of Deeds Act 1856, notifying the change of name of a person.</li> </ul>	3	✗	✗	✓	✓	✗

<sup>2</sup> With the exception of Manager Properties who may sign as the owner for applications related to fit outs for leased properties (up to the value of \$100,000). \*Lease management role of former Manager Properties role is now undertaken by Manager Governance following restructure.



# Council Policy Manual

## CP 10.9 City of Perth Common Seal and Document Signing Authority

Document Type (✓) Common Seal <u>only</u> to be applied where specified in the relevant document. Note: Authorities in table subject to limitations in clause 3.2.2	Category	Common Seal	EXECUTION BY SIGNATURE ONLY			
			Lord Mayor	CEO	Director	Manager
<ul style="list-style-type: none"> <li><b>Memorial of Advertisement:</b> A document lodged at the Office of Titles by a Local Authority evidencing that the legal requirements necessary to sell land for the non-payment of rates, have been attended to.</li> <li><b>Prohibiting dealings in land:</b> A document lodged at the Office of Titles under one of a number of statutes, which when noted on a Certificate of Title acts as a caveat.</li> </ul>						
(13) Documents that fulfil a <b>statutory local government duty or power</b> , for which there is no power of delegation or authorisation and is a matter which constitutes a potential risk to the City.	4	x	x	✓	✓	✓
(14) <b>Communications</b> on behalf of the City, with: <ul style="list-style-type: none"> <li>Commonwealth or State Ministers</li> <li>Sister City counterpart political or government leaders</li> </ul>	2 / 3	x	✓	✓	x	x
(15) <b>Communications</b> on behalf of the City, with CEO's of: <ul style="list-style-type: none"> <li>Commonwealth or State Government Departments</li> <li>Industry representative bodies</li> </ul>						
<b>Note:</b> <i>Officers are authorised to sign routine day to day operational communications where the recipient is of a similar organisational level as the City of Perth Officer.</i>						
(16) <b>Communications</b> on behalf of the City, relevant to the day-to-day operations of the City and which are subject of a level of political sensitivity or potential risk to the City.	3 / 4	x	x	✓	✓	✓





# Council Policy Manual

## CP 10.9 City of Perth Common Seal and Document Signing Authority

Document Type (✓) Common Seal <u>only</u> to be applied where specified in the relevant document. Note: Authorities in table subject to limitations in clause 3.2.2	Category	Common Seal	EXECUTION BY SIGNATURE ONLY			
			Lord Mayor	CEO	Director	Manager
(17) <b>Ceremonial Certificates</b> - Common Seal may be affixed at the Lord Mayor's discretion: <ul style="list-style-type: none"> <li>Honorary Freeman</li> <li>Honorary Citizenship</li> </ul>	3 / 4	✓	✓	✓	✗	✗
(18) <b>Deeds of Settlement</b> – Employee matters	4	✗	✗	✓	✗	✗
(19) <b>Enterprise Bargaining Agreements</b>	4	✗	✗	✓	✗	✗



# Council Policy Manual

---

## CP 10.9 City of Perth Common Seal and Document Signing Authority

### 3.3 CONTRACTS OF EMPLOYMENT AND VARIATIONS TO CONTRACTS

Contracts of Employment and variation documents relating to an officer’s employment with the City of Perth may be signed on behalf of the City by the following signatories according to the level of position concerned:

Level of Position	Signatory
CEO	Lord Mayor
Director	CEO
Manager and any position below Manager	Relevant Director or CEO

For positions within the Office of the CEO the signatory will be determined by the level of the position being offered or varied as follows:

Level of position	Signatory
Manager	CEO
Any position below manager	CEO or relevant manager

### 3.4 EXECUTION OF DOCUMENTS BY LAWYERS ON BEHALF OF CITY

- (1) Lawyers appointed by the City to act on its behalf for a matter may, where so instructed:
  - (a) correspond with third parties on behalf of the City;
  - (b) sign and lodge court documents on behalf of the City;
  - (c) electronically sign documents identified in category 3.2.3(6) in accordance with the Property Exchange Australia (PEXA) process;
  - (d) only electronically sign land transaction documents identified in category 3.2.3(3) in accordance with the PEXA process that relate to easements, notifications affecting land under section 70A of the *Transfer of Land Act 1893*, and restrictive covenants;



# Council Policy Manual

## CP 10.9 City of Perth Common Seal and Document Signing Authority

- (e) only electronically sign other land transaction documents identified in category 3.2.3(3) in accordance the PEXA process where Council has specifically resolved to provide authority; and
  - (f) sign such other documents as instructed by the City from time to time.
- (2) Officers are to ensure an appropriate level of authority is obtained prior to instructing lawyers to act.

### 3.5 SIGNING DOCUMENTS (OTHER THAN BY COMMON SEAL) DURING TEMPORARY ABSENCE OF THE CEO

Where the CEO:

- (a) is temporarily unavailable for executing documents requiring the CEO's signature;
- (b) no Acting CEO has been appointed; and
- (c) the CEO has advised the Director Corporate Services in writing of the temporary unavailability,

then the Director Corporate Services is authorised to sign documents that the CEO is authorised to sign by signature (under this policy or a Council resolution), except where the Director Corporate Services believes the execution should await the CEO's availability.

Document Control Box							
<b>Document Responsibilities:</b>							
<b>Custodian:</b>	Manager Governance			<b>Custodian Unit:</b>	Governance		
<b>Decision Maker:</b>	Council						
<b>Compliance Requirements:</b>							
<b>Legislation:</b>	Sections 9.49A, 9.49B, 9.49 and 5.43 of the <i>Local Government Act 1995</i> <i>State Records Act 2000</i> (record keeping requirements)						
<b>Industry:</b>	Nil.						
<b>Organisational:</b>	Organisational Policy – Decision Making Framework. Organisational Policy – Record Keeping. PR0572 Corp Procedure – Common Seal. Legal Advice CM – 148019/13						
<b>Document Management:</b>							
<b>Risk Rating:</b>	Medium	<b>Review Frequency:</b>	Two years	<b>Next Due:</b>	June 2021	<b>TRIM Ref:</b>	75522/04
<b>Version #</b>	<b>Decision Reference:</b>	<b>Synopsis:</b>					
1.	OCM 24/06/14 – 269/14	New Policy – gives effect to s.9.49A of the Local Government Act 1995					
2.	Administrative Update 20/09/18	Guidance box added at clause 3.2.2 per Internal Audit Recommendations. Recommendation included in report endorsed by Council on 28/08/18 – Item 13.25					
3.	OCM 30/10/18 – Item 13.20	Policy repealed and amended version adopted with significant amendments.					
4.	OCM 25/06/19 – Item 13.5	Minor amendments					