

WEDLAKE SAINT

GUIDANCE NOTE

FOR COLLEGES REGARDING USE OF CORPORATION SEAL

1. There is no requirement under the Further and Higher Education Act 1992 for any document to be sealed by a further education corporation.
2. However, under the general law any document executed by a corporation as a deed must be under seal (e.g. a transfer of property by a corporation).
3. Section 20(4) of the 1992 Act provides that execution of a document by a corporation under its seal shall be treated as conclusive evidence that the document has been properly issued by the corporation. The onus of proof would be on a person challenging the document to prove a contrary intention.
4. Clause 20 of the model Instrument of Government states that the application of the seal by the corporation shall be authenticated by the signature of the Chair or some other member authorised generally or specially by the corporation to act for that purpose, together with that of any other corporation member. A specimen form of attestation is set out in Appendix 1 to this guidance note.
5. It would be normal practice for the corporation seal to be adopted and for the affixing of the seal on each occasion to be authorised by a resolution of the corporation, which would then be minuted. Specimen resolutions are set out in Appendix 2.
6. A corporation seal can be obtained from engravers quickly and inexpensively. It is essential to check that the corporation's full title is used, and for that purpose reference should be made to the names of educational institutions specified in the schedule to The Education (Further Education Corporations) Order 1992 No.2097. To draw attention to the legal status of the College as a corporate body, it is advisable to include the words "Further Education Corporation" on the inscription, although these words do not strictly form part of the institution's name under Section 15(5) of the 1992 Act.
7. Under clause 19 of the model Instrument of Government a corporation may change its name with the approval of the Secretary of State for Education (see also FEFC's Circular 93/13 and guidance letter from the DFE dated 15th January 1993). On a change of name, a new corporate seal should be adopted.

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