



LONDON FIRE BRIGADE

Decision title

London Fire Commissioner – Corporate Seal

Recommendation by
General Counsel to the Commissioner

Decision Number
LFC-0002-D

NO PROTECTIVE MARKING

Summary

- Under the Policing and Crime Act 2017, the London Fire and Emergency Planning Authority (LFEPA) was abolished on 31 March 2018 and the London Fire Commissioner (the Commissioner) has been established as a corporation sole and new functional body from today, 1 April 2018.
- As part of its establishment the new corporation is recommended to adopt a corporate seal. This will be used as the Commissioner's *corporate signature* on documents which are prepared as deeds.

Decision

- The London Fire Commissioner adopts the corporate seal, as described in report LFC-0002, of the form shown at paragraph eight.

Dany Cotton QFSM
London Fire Commissioner

Date 1-4-18

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LONDON FIRE BRIGADE

Report title

London Fire Commissioner – Corporate Seal

Report to

London Fire Commissioner

Date

1 April 2018

Report by

General Counsel to the Commissioner

Report Number

LFC-0002

NO PROTECTIVE MARKING

Summary

1. This report recommends the adoption of a corporate seal by the London Fire Commissioner.

Recommendation

2. That the London Fire Commissioner adopt a corporate seal for use as described in Paragraph 4 of this report and that the seal presented in Paragraph 6 of this report be adopted as their corporate seal.

Background

3. Under the Policing and Crime Act 2017, the London Fire and Emergency Planning Authority (LFEPA) was abolished on 31 March 2018 and the London Fire Commissioner (the Commissioner) has been established as a corporation sole and new functional body from today, 1 April 2018.
4. As part of its establishment the new corporation is recommended to adopt a corporate seal. This will be used as the Commissioner's *corporate signature* on documents which are prepared as deeds.
5. Most documents relating to the business of the Commissioner will be prepared *under hand* and executed under the signature of an authorised officer. However in some matters executing documents as deeds is required as a matter of formality and in others provides additional security to the parties. For these a corporate seal will be required.
6. HM Land Registry Guidance – Practice Guide 8: execution of deeds, paragraph 5.1 reads as follows:

The relaxation of the common law requirement for a deed to be executed under seal, which enables sealing to be dispensed with in the case of deeds executed by individuals, does not extend to corporations sole (section 1(10) of the Law of Property (Miscellaneous Provisions) Act 1989). The statutory provision (section 44(2) of the Companies Act 2006) allowing companies to execute by a signature on behalf of the company does not apply to the corporations aggregate with which this section is concerned. We will, therefore, require that

a corporation sole or aggregate executes under seal except where the applicant is able to point to some specific statutory provision in relation to the corporation concerned.

It is, therefore, to be anticipated that most land transactions where execution of a deed by the London Fire Commissioner is required will necessitate the application of a corporate seal.

7. A contract not under seal has a different limitation period to one that is under seal (i.e. a deed). An action founded on the former cannot be brought after six years from the date on which the cause of the action accrued whereas the limitation period for a contract under seal is 12 years. As previously stated, the relaxation of the common law requirement for a deed to be executed under seal, which enables sealing to be dispensed with in the case of deeds executed by individuals, does not extend to corporations sole. Therefore, to ensure that it has the protection of a 12-year limitation period, the London Fire Commissioner will need to apply a corporate seal when executing the contract.
8. It is recommended that the London Fire Commissioner's corporate seal should, for the immediate future, be in the following form:



9. Her Majesty the Queen has been petitioned to licence the transfer of LFEPA's Arms to the Commissioner. If and when that licence is granted a new permanent seal incorporating the Arms will be presented for approval.
10. The Commissioner's Scheme of Governance includes requirements relating to the custody and use of the seal.

Finance comments

11. The Director of Finance and Contractual Services has reviewed this report and has no comments.

Workforce comments

12. None.

Legal comments

13. General Counsel is the author of this report.

Sustainability implications

14. None.

Equalities implications

15. None.

List of Appendices to this report:

None.