

Greater Manchester Combined Authority

Date: 28th November 2025

Subject: Update to the Constitution to Enable Electronic Sealing

Report of: Gillian Duckworth, Group Solicitor and Monitoring Officer

Purpose of Report

To seek agreement for an amendment to the Constitution to enable the GMCA to apply its Common Seal electronically.

Recommendations:

The GMCA is requested to:

1. Approve the amendment to the Constitution detailed in this Report to enable to the GMCA to affix its Common Seal electronically.

Contact Officers

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Report authors must identify which paragraph relating to the following issues:

Equalities Impact, Carbon and Sustainability Assessment:

Not Applicable

Risk Management

The proposed amendment only allows electronic sealing to be used via a method approved by the Monitoring Officer. This helps to ensure that only a suitably secure system is utilised. The electronic seal will still be attested, so that check will also remain.

Legal Considerations

There is no general legal requirement for the seal to be physically applied as long as the Constitution allows for electronic sealing. There are certain documents where electronic sealing is not permitted and electronic sealing will not be used for those kinds of documents. The proposed amendment only permits electronic sealing where sealing electronically is lawful. All those who are permitted by the Monitoring Officer to attest the seal are legally trained and can ensure that electronic sealing is used appropriately.

Financial Consequences – Revenue

The decision to permit electronic sealing does not of itself incur any cost. Cost will be considered by the Monitoring Officer when making any future decisions regarding implementation of a specific mechanism for electronic sealing under the proposed amendment to the Constitution. However, at this point additional costs are not anticipated.

Financial Consequences – Capital

N/A

Number of attachments to the report: 0

Comments/recommendations from Overview & Scrutiny Committee

N/A

Background Papers

None

Tracking/ Process

Does this report relate to a major strategic decision, as set out in the GMCA Constitution

No

Exemption from call in

Are there any aspects in this report which means it should be considered to be exempt from call in by the relevant Scrutiny Committee on the grounds of urgency?

No

Bee Network Committee

Not applicable

Overview and Scrutiny Committee

Not applicable

1. Background

1.1. Under the Constitution a contract must be sealed where:

- the GMCA may wish to enforce its terms more than six years after its end
- the price paid or received under the contract is a nominal price and does not reflect the value of the goods or services
- there is any doubt about the authority of the person signing for the other contracting party, or
- the Total Value exceeds £75,000

unless the Monitoring Officer does not consider that sealing is necessary. The Monitoring Officer may also require a document to be sealed in other circumstances that they deem necessary or appropriate.

1.2. Currently this involves a sticker being physically affixed to the contract and then embossed with the GMCAs seal. The application of the seal is attested, in-person, by one of three authorised signatories.

1.3. It is now proposed that in circumstances where a physical seal is not a legal or practical requirement that the seal should be able to be affixed and attested electronically. The seal is effectively the GMCA's signature and so this would need to be through a suitably secure mechanism; it is therefore proposed that the mechanism to be used must be approved by the Monitoring Officer.

1.4. The Constitution already provides that authorised signatories may sign documents via electronic means. This would bring sealing in line with those provisions.

1.5. Even with appropriate safeguards in place the ability to seal electronically will still allow more flexibility than is possible with the current system, which requires hardcopy documents that have to be produced, physically sealed and attested in person during office hours and then transported/stored.

2. Proposed amendments to the Constitution

2.1. To facilitate electronic sealing it is proposed that a new article be added to Part 1 of the Constitution at 12.5 in the following terms:

Electronic Sealing of Documents

A document may be sealed and attested by electronic means, provided that the signing or sealing of the document by such means is permitted by law and the

method of electronic sealing to be utilised has been approved by the Monitoring Officer for use in relation to the type of document concerned. The requirements of this Constitution relating to the signing and sealing of documents shall apply regardless of whether electronic or physical means of signing or sealing are used.