ANNO QUINQUAGESIMO QUARTO

GEORGII III. REGIS.

Cap. 107.

An Act for enabling the Proprietors of the *Commercial Rooms* in the City of *Briſtol*, to ſue and be ſued in the Name of their Secretary, and for the Regulation of the ſaid Rooms, and the Property thereof. [17th *June* 1814.]

WHEREAS ſeveral Perſons have, at a very great Expence, erected certain ſpacious Rooms and Accommodations in the City of *Briſtol*, for the Meeting and Reſort of themſelves and other Merchants, Bankers, and Perſons intereſted in the Trade and Commerce of the ſaid City, and for other Purpoſes connected with ſuch Trade and Commerce, and which Inſtitution and Eſtabliſhment has been found to be productive of great Convenience, not only to the Proprietors, as ſuch Merchants, Bankers, and Traders, but to the general Mercantile Intereſts of the ſaid City and its Vicinity: And whereas great Difficulties have occurred, and are daily occurring, in relation to the Property of the ſaid Eſtabliſhment, from the Number of the Proprietors (above Three Hundred) in whom the ſame is veſted, and other Difficulties have ariſen, and Inconveniencies been experienced, for want of efficient Means of protecting the Property of the ſaid Eſtabliſhment, or of enforcing proper Regulations for the general Management thereof; but in as much as many of the Inconveniencies and Difficulties under which the ſaid Proprietors labour, in relation to the ſaid Property and Eſtabliſhment, cannot be remedied without the Aid and Authority of Parliament: May it therefore pleaſe Your Majeſty that it may be enacted; and be it enacted by the King's moſt Excellent

cellent Majesty, by and with the Advice and Consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the Authority of the same, That all Actions and Suits for the Recovery of any Claims or Demands now due, or which may hereafter become due to the said Proprietors, in relation to the said Rooms, or for the enforcing any Obligations or Engagements heretofore or which may hereafter be entered into by or with the said Proprietors as such, in relation to the said Rooms, or with each other in relation to the same, and the Management thereof, and all other Actions and Suits in relation to the Property, or Conduct, or Management, of the said Rooms; and all Proceedings in Law and Equity, against any Person or Persons, or Body or Bodies Politic or Corporate, for any Debts, Claims, or Demands, or upon any Obligation or Agreement in relation to any of the Concerns of the said Rooms, shall and lawfully may be commenced, instituted, or presented and maintained, carried on and prosecuted, and Verdicts, Judgements, and Executions, and all other Proceedings had thereon, in the Name of the Secretary for the Time being of the said Proprietors, as the nominal Plaintiff, for or on behalf of the said Proprietors; and all Actions, Suits, and Proceedings in Law and Equity against the Proprietors, in relation to the said Rooms, by any Person or Persons, or Body or Bodies Politic or Corporate, for the Recovery of any Claim or Demand against the said Proprietors, in relation to the said Rooms, shall or lawfully may be commenced, instituted, and prosecuted against the said Secretary for the Time being, who shall in every such Case be the nominal Defendant for and on behalf of the said Proprietors; and all such Actions, Suits, and Petitions, and all Processes, Verdicts, Judgments, and Executions, and other Proceedings had thereon, for and on behalf of or against the said Proprietors, in relation to the said Rooms, or the Establishment, keeping up, and Care and Management thereof respectively, shall be as valid and effectual as if all the Proprietors of the said Rooms had been Plaintiffs or Defendants in such Actions, Suits, Petitions, or Proceedings, and had been actually named as such therein, and had all lived during the Continuance of such Actions, or Suits, or Proceedings respectively, and until the same had been respectively discharged and satisfied, and finally concluded; any Statute, Law, or Custom, to the contrary notwithstanding.

Actions may be brought by or against the Proprietors, in the Name of their Secretary.

II. And be it further enacted, That all Prosecutions for Fraud upon or against the said Proprietors, in relation to the said Rooms, or for Robbery of or stealing or embezzling any Money, Goods, or Chattels, or other Property of the said Concern, or for any other Offence committed against or with Intent to injure or defraud the said Proprietors, in relation to the said Concern, shall and lawfully may be so brought or instituted, and prosecuted and carried on in the Name of the Secretary for the Time being; and in all Indictments and Informations, for the feloniously taking, stealing, or embezzling any Money, Goods, Chattels, or Property of or belonging to the said Concern, such Money, Goods, Chattels, or Property may be laid and stated to be the Property of the Secretary of "The *Bristol* Commercial Rooms," and that the same were feloniously taken, stolen, or embezzled from the said Secretary; and any Crime or Offence committed with Intent to injure or defraud the said Proprietors, in relation to the said Rooms, shall and lawfully may, in any Prosecution or Proceeding, be stated, charged and laid to have been done and committed with Intent to injure and defraud the Secretary of "The

Prosecutions for Offences may be instituted in like Manner.

Briſtol Commercial Rooms;" and any Offender or Offenders may, upon any ſuch Indictment, Information, Proſecution or Proceeding, be lawfully convicted in like Manner as if all the Proprietors of the ſaid Rooms had been named in ſuch Indictment, Proſecution or Proceeding, and had lived during the Continuance and until the Concluſion thereof.

Suits and Proſecutions not to abate by the Death of the Secretary.

III. Provided always, and be it further enacted, That the Death, Reſignation, or Removal, or other Act of any Secretary, who ſhall have commenced or inſtituted any ſuch Action, Suit, Petition, or Proceeding aforeſaid, or againſt whom any ſuch Action, Suit, or Proceeding ſhall have been commenced or inſtituted, or by whom and in whoſe Name or Names any Indictment, Information, Proſecution, or Proceeding, ſhall have been preferred, commenced, or proſecuted, ſhall not abate any ſuch Action, Suit, Petition, Indictment, Information, Proſecution, or Proceeding aforeſaid.

Memorials to be enrolled in Chancery of Proprietors' Names, and of future Transfers of Shares.

IV. And be it further enacted, That a Memorial of the Name of the Secretary, in the Form expreſſed in the Schedule hereunto annexed, ſhall be enrolled, upon Oath, in the High Court of Chancery, within Three Months after the paſſing of this Act; and when any Alteration ſhall take Place in relation to ſuch Secretary, a Memorial thereof ſhall in like Manner be enrolled as aforeſaid, in the Form or to the Effect expreſſed in the ſaid Schedule.

Execution may iſſue againſt any Proprietor, who ſhall be reimburſed.

V. Provided always, and be it enacted, That Execution upon any Judgement in any Action or Suit obtained againſt the Secretary for the Time being, whether as Plaintiff or Defendant, may be iſſued againſt any Proprietor for the Time being of the ſaid Rooms: Provided always, that every ſuch Secretary, in whoſe Name any ſuch Action or Suit ſhall be commenced, proſecuted, or defended, and that all and every ſuch Proprietor or Proprietors, againſt whom any Execution upon any Judgement obtained in any ſuch Action or Suit ſhall be iſſued as aforeſaid, ſhall be always reimburſed and paid out of the Funds of the ſaid Proprietors, all ſuch Coſts, Charges, and Damages, as by the Event of any ſuch Proceedings he or they ſhall be put unto or become chargeable with, or otherwiſe ſuch Coſts, Charges, and Damages, ſhall be made good by the Proprietors for the Time being of the ſaid Rooms.

Name of the Secretary to be put up in the Rooms.

VI. Provided alſo, and be it further enacted, That the Name of the Perſon who ſhall be Secretary for the Time being, ſhall be written and put up in ſome conſpicuous Place in the ſaid Rooms, ſo that the ſame may be ſeen and known by all Perſons having any Tranſactions or Dealings with the Proprietors thereof.

The Proprietors not to be deemed a Corporation.

VII. Provided alſo, and be it further enacted, That nothing herein contained ſhall extend, or be deemed, conſtrued, or taken to extend, to incorporate the ſaid Proprietors or Subſcribers thereto reſpectively, or to relieve or exempt the ſaid Proprietors or the Subſcribers thereto reſpectively from any Reſponſibility, Contracts, Duties, or Obligations whatſoever, which by Law they may now or at any Time hereafter be ſubject or liable to, either as between ſuch Proprietors and others, or among themſelves, or in any other Matter whatſoever.

VIII. And

General Meeting may make Rules.

VIII. And be it further enacted, That on the Twenty-fourth Day of *October* One thouſand eight hundred and fourteen, a General Meeting or Aſſembly of the ſaid Proprietors ſhall be held at the ſaid Commercial Rooms, or at ſome other convenient Place within the ſaid City of *Briſtol*, which ſhall be convened by the Secretary or Clerk, by Notice under his Hand, advertized Seven Days previouſly in Two *Briſtol* Newſpapers, and affixed in the ſaid Rooms; at which Meeting it ſhall be lawful for the ſaid Proprietors, or the major Part of them then preſent, to make, declare, and enact ſuch Rules and Regulations for the Superintendance, good Government, and Management of the ſaid Inſtitution and the Funds thereof, and as to the future General Meetings of the Proprietors thereof, and the Appointment and Power of the Committee and other Officers having or to have the Management, Conduct, or other Interference of or in the ſaid Inſtitution, which ſaid Rules and Regulations, and alſo all and every other Rules and Regulations to be hereafter made, declared, or enacted by the ſaid Company of Proprietors, at any future General Meeting thereof to be duly had and holden under the Directions of the then exiſting Rules and Regulations of the ſaid Proprietors, being reſpectively reduced into Writing, ſhall be binding upon and obſerved by the ſaid ſeveral Proprietors and the Officers and Servants of the ſaid Inſtitution, provided ſuch Rules and Regulations be not repugnant to the Laws of that Part of the United Kingdom called *England*, or to the Proviſions and Directions in this Act contained.

Voting.

IX. Provided always, and be it further enacted, That no Proprietor ſhall be entitled to vote, or otherwiſe interfere at any General Meeting or Aſſembly to be holden by virtue of this Act, or under the Rules and Regulations to be made in purſuance hereof, except at the Time of ſuch Annual Meeting ſuch Proprietor be an Annual Subſcriber to the ſaid Rooms, and ſhall have actually paid his Subſcription; that no Proprietor ſhall be entitled to vote by Proxy at ſuch Meeting, nor to have more than One Vote, whatever Number of Shares in the ſaid Inſtitution he may hold; and that in caſe the Number of Votes ſhall be equally divided upon any Queſtion coming before any General Meeting or Aſſembly, the Chairman who ſhall be choſen to preſide thereat, ſhall, beſides his Vote as a ſubſcribing Proprietor, be entitled to a caſting Voice: Provided always, that no Rule or Regulation to be made, declared, or enacted, at ſuch firſt-mentioned General Meeting or Aſſembly, or at any future General Meeting or Aſſembly, ſhall be repealed, revoked, or annulled, at any General Meeting or Aſſembly, but with the Conſent of Two Thirds, not being leſs than Thirty of the ſubſcribing Proprietors preſent at the Meeting or Aſſembly at which the Queſtion for ſuch Repeal or Revocation ſhall be brought forward; nor ſhall any Queſtion for ſuch Repeal or Revocation be entertained or diſcuſſed, unleſs Notice thereof ſhall have been previouſly given in the Summons for ſuch Meeting.

Election of new Members for the Committee.

X. Provided alſo, and be it further enacted, That at the ſaid General Meeting or Aſſembly, the Seven Members of the exiſting Committee of Twenty-one who have been longeſt upon ſuch Committee ſhall go out, and Seven new Committee Men from amongſt the Proprietors, being Annual Subſcribers, ſhall be choſen; and that on the Fourth *Monday* in *October* in every ſucceeding Year, or on ſuch other Day as by ſuch Rules or Regulations ſhall be appointed for holding the Annual General Meeting

Meeting or Assembly of the said Proprietors, a like Number of Seven Members of the Committee who shall have been longest Members thereof shall, in like Manner, go out in Rotation, and a like new Appointment of Seven new Members shall be made, so and in such Sort and Manner as that the said Committee shall (except in Cases of Vacancy as herein-after mentioned) always consist of Twenty-one Members besides the Treasurer for the Time being, who shall be a standing Member of such Committee; and so as that all such Committee Men, when so elected and appointed, shall be chosen to serve for the Period of Three Years if so long Annual Subscribers; and that the Seven Committee Men going out annually or by ceasing to be Annual Subscribers, shall not be eligible at the Election to be occasioned by their Vacancies; and that any Vacancy in the Committee by Death or Resignation, shall be filled up at any General Meeting or Assembly to be held next after such Vacancy, and that the Person to be elected to fill the same shall go out of the Committee at the same Period that the Committee Man would have done who occasioned such Vacancy; and that any Five of the Committee for the Time being shall constitute a Quorum for the transacting of Business.

Special Meetings may be called.

XI. And be it further enacted, That it shall and may be lawful for any Twenty-four or more of the said Proprietors, being Annual Subscribers as aforesaid, by Notice under their Hands to the Secretary or Clerk for the Time being, to require the said Secretary or Clerk to call a Special General Meeting or Assembly of the said Proprietors, who shall thereupon convene such Meeting or Assembly, specifying in the Summons for the same, the Reason, Occasion, and Intention of requesting the same, such Reason, Occasion, and Intention being first specified in the Requisition so to be made to him, and thereupon such Meeting shall be held accordingly.

Shares to be registered.

XII. And for the better Security of the several Proprietors of the said Institution, as to their respective Shares therein, be it further enacted, That the Committee of the said Proprietors shall, and they are hereby required, as soon as conveniently may be after the passing of this Act, to cause the Names and proper Additions of the several Persons claiming to be Proprietors, whether as original Subscribers, or as deriving their Title from such original Subscribers, to be verified in Manner by this Act directed, with the Number of Shares standing in their respective Names, and also the proper Number by which every Share is distinguished, to be fairly and distinctly entered in a Book to be kept by the Clerk or Secretary to the said Proprietors; and after such Entry made, to issue to such Proprietors as may require the same, a Certificate of such Entry for each Share, certified under the Hands of the Treasurer, and of such Secretary or Clerk, countersigned by One of such Committee; and such Certificate shall be admitted in all Courts whatsoever, as Evidence of the Title of such Proprietor, his, her, or their Executors, Administrators, or Assigns, to the Share therein specified, but the Want of such Certificate shall not hinder or prevent the Owner or Proprietor of any Share or Shares from selling or disposing thereof; and in case any such Certificate shall become defaced, worn out, or damaged, or shall be ascertained to have been lost or destroyed, then and in such Case another Certificate shall be delivered out, signed, and authenticated in like Manner; provided,

provided, that for every Certificate the Clerk, for his Trouble, ſhall receive the Sum of Two Shillings and Sixpence, and no more.

Transfer of Shares.

XIII. Provided alſo, and be it hereby further enacted, That in order to remedy the Inconvenience already ariſen and to ariſe by the frequent Transfer of Shares in the ſaid Inſtitution, that any Perſon or Perſons ſo claiming, or to claim any Share in the ſaid Inſtitution, as ſuch original Subſcriber, or by reaſon of any Transfer, Inheritance, or Succeſſion, by, from, or under the ſaid original Subſcribers, ſhall produce and lay before the Committee of the ſaid Inſtitution, or ſuch Perſon or Perſons as they may appoint for that Purpoſe, the Aſſignment, Transfer, Probate, Adminiſtration, or other Inſtrument or Document effecting the Change in the Property in ſuch Share or Shares, and that upon the Production thereof, or of ſuch other Evidence as may be ſatisfactory to the ſaid Committee, or ſuch Perſon or Perſons, to be ſo appointed as aforeſaid, ſuch Share or Shares, and the Transfer and Alienation thereof, veſting the ſame in ſuch Perſon or Perſons as ſhall be entitled at the Period of iſſuing ſuch Certificate as aforeſaid, as alſo any future Transfer or Alienation thereof, ſhall be forthwith entered in a proper Book to be kept for that Purpoſe in the Name or Names of the Perſon or Perſons to whom ſuch Share or Shares ſhall have been, or ſhall be ſo transferred, or have ſo paſſed as aforeſaid; and that no Perſon or Perſons having ſo acquired or become poſſeſſed, or hereafter to acquire or become poſſeſſed of any Share or Shares in the ſaid Inſtitution, ſhall be entitled to vote or interfere in any Meeting or Aſſembly of the ſaid Proprietors, or be entitled to any Dividend of Profit from the ſaid Inſtitution, or any other Privilege, Benefit, or Advantage whatſoever to ariſe therefrom, until ſuch Perſon or Perſons ſhall have complied with the Requiſitions herein-before in that Behalf enacted and ſet forth.

Shares to be Perſonal Property.

XIV. And be it further enacted, That all and every the Share and Shares in the ſaid Inſtitution ſhall be, and be deemed to be Perſonal Property, and ſhall be tranſmiſſable and paſs as ſuch, and not as or in the Nature of Real Eſtate.

Orders and Proceedings to be entered.

XV. And be it further enacted, That all Orders and Proceedings of the ſaid Proprietors, at their ſeveral and reſpective General or Special Meetings or Aſſemblies, or at their Committees at their ſeveral Meetings, which ſhall be entered in a Book or Books to be kept for ſuch Purpoſes, and ſigned reſpectively by the Chairman of any ſuch General Meeting or Aſſembly, or by the Preſident or other Chairman of ſuch Committee, ſhall be deemed and taken to be Originals, and ſhall be admitted as Evidence in all Courts and Places whatſoever.

Proprietors not to carry on any Trade.

XVI. Provided always, and be it further enacted, That nothing herein contained ſhall authorize or empower the ſaid Proprietors to engage in, tranſact, or carry on any Trade, Buſineſs, or Manufacture whatſoever, ſave and except ſo far as may be neceſſary for repairing, maintaining, and conducting the ſaid Commercial Rooms.

The Act to extend to future Proprietors.

XVII. And be it further enacted, That this Act and the Powers and Proviſions herein contained ſhall extend, and be at all Times conſtrued to

to extend, to the Perſons for the Time being Proprietors of the Room, whether the ſame conſiſt of all or any of the Perſons now Proprietors thereof, or any Perſons who may hereafter become Proprietors thereof, with them or any of them, or any other Perſons who may hereafter become and be Proprietors of the ſaid Rooms.

XVIII. And be it further enacted, That this Act ſhall be deemed and taken to be a Public Act, and ſhall be judicially taken Notice of as ſuch by all Judges, Juſtices, and others, without being ſpecially pleaded. Public Act.

SCHEDULE referred to by this Act.

MEMORIAL of the Name of the Secretary of "The Proprietors of "the Briſtol Commercial Rooms."

E. F. in the Place of *A. B.* [dead, removed, as the Caſe may be.]

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