ANNO SECUNDO

GULIELMI IV. REGIS.

Cap. xxxviii.

An Act to enable the *British* Commercial Insurance Company to sue and be sued in the Name of One of the Directors or of the Secretary for the Time being of the Company. [9th *April* 1832.]

WHEREAS several Years since an Association of Persons was formed under the Title of " The *British* Commercial Insurance Company," which Association is still in existence; and considerable Sums of Money have from Time to Time been subscribed or raised by the Members of the said Association for making Insurances on Lives and Survivorships, and for making Purchases and Sales of Life Annuities, and for the Endowment of Children, and for carrying into effect the several other Objects of such Association: And whereas the Public hath been greatly benefited by the Formation of the said Association; and a considerable Revenue is therefrom derived to His Majesty: And whereas Difficulties have arisen and may hereafter arise in recovering Debts and Monies due to the said Association, and in maintaining Actions for Damages done to the Property of such Association; and Difficulties may also arise in prosecuting Persons who may steal or embezzle the Property of, or who may commit any other Offence against, or with Intent to defraud or injure, the said Association, inasmuch as by the existing Laws all the several Members for the Time being of such Association must, in the Cases herein-before mentioned,

sue and prosecute in and by their distinct Names and Descriptions: And whereas it is expedient that all Proceedings at Law or in Equity to be hereafter instituted by or against the said Association should be instituted in the Name of One of the Directors, or of the Secretary for the Time being, or of some One Member of the said Association: May it therefore please Your Majesty that it may be enacted; and be it enacted by the King's most Excellent Majesty, by and with the Advice and Consent of the Lords Spiritual and Temporal, and Commons, in Parliament assembled, and by the Authority of the same, That from and after the passing of this Act all Actions and Suits against any Person or Persons indebted or to be indebted to the said Association or Company called "The *British* Commercial Insurance Company," and all Petitions to found any Commission of Bankruptcy in *England* or *Ireland*, or any Sequestration in *Scotland*, against any Person or Persons indebted or to be indebted to the said Company, and liable to be made bankrupt by the Laws now or at any Time hereafter in being relative to Bankrupts and Traders or to Sequestrations, and all Proceedings at Law or in Equity under any Commission of Bankruptcy or under any Sequestration awarded in consequence of any such Petitions, to be commenced, instituted, or prosecuted by or on behalf of the said Company, or wherein the said Company is or shall be concerned or interested, against any Person or Persons or Body or Bodies Politic or Corporate, shall and lawfully may be commenced or instituted and prosecuted in the Name of the Person who shall be the Managing Director or Secretary of the said Company, or in the Name of any One Person who shall be a Director of the said Company at the Time when such Action or Suit shall be commenced or instituted, or such Petition shall be presented, as the nominal Plaintiff or nominal Petitioner for or on behalf of the said Company; and all Actions, Suits, and Proceedings at Law or in Equity to be commenced or instituted and prosecuted against the said Company shall and lawfully may be commenced, instituted, and prosecuted against the Managing Director or Secretary for the Time being of the said Company, or against any One of the other Directors for the Time being of the said Company, as the nominal Defendant or Defender in such last-mentioned Actions and Suits for and on behalf of the said Company; and the Death, Resignation, or Removal, or any other Act of such Managing or other Director or Secretary shall not abate or prejudice any such Action, Suit, Petition, or other Proceeding as aforesaid.

Company may sue and be sued in the Name of the Managing Director or Secretary.

II. Provided always, and be it further enacted, That it shall be lawful for the said Company to prefer any Indictment or Indictments or Information or Informations against any Person or Persons for any Offence committed against the said Company; and in all Indictments and Prosecutions against any Person or Persons for feloniously taking, stealing, or embezzling any Goods, Chattels, Notes, Bills, Bonds, Deeds, or any Securities, Money, Effects, or Property of or belonging to the said Company, such Goods, Chattels, Notes, Bills, Bonds, Deeds, Securities, Money, Effects, or Property may be laid and stated to be the Goods, Chattels, Notes, Bills, Bonds, Deeds, Securities, Monies, Effects, and Property of "The *British* Commercial

Indictments to be in the Name of the Company.

mercial Insurance Company;" and in all Indictments, Informations, and Prosecutions against any Person or Persons for any Fraud, Crime, or Offence committed with Intent to defraud or injure the said Company, such Fraud, Crime, or Offence may be laid and stated to have been done with Intent to defraud or injure "The *British* Commercial Insurance Company;" and it shall not be necessary to state in any such Indictment, Information, or Prosecution, the Name or Names of all or any of the Persons now or at any Time hereafter constituting the said Company; and the Offender or Offenders shall or may thereupon be lawfully convicted in as perfect a Manner, to all Intents and Purposes, as if the Name or Names of all the Persons constituting the said Company were inserted or used in such Indictment, Information, or Prosecution, or in any Proceedings consequent thereto or attendant thereon.

Execution upon Judgments against the Managing Director or Secretary may be issued against any Member of the Company.

III. And be it further enacted, That Execution or Diligence upon any Judgment or Decree in any such Action or Suit obtained against the Managing Director, or against any other Director, or against the Secretary for the Time being of the said Company, whether as Plaintiff or Pursuer or as Defendant or Defender, may be issued against any Member or Members for the Time being of the said Company: Provided always, that every such Managing Director, or other the Director or Secretary in whose Name any such Action or Suit shall be commenced, prosecuted, or defended, and also every such Member against whom any Execution or Diligence upon any Judgment or Decree obtained in any such Action or Suit shall be issued as aforesaid, shall always be reimbursed and repaid, out of the Funds of the said Company, all such Costs, Charges, Loss, and Damages as, by the Event of any such Proceeding or Proceedings, he shall be put unto or become chargeable with; or otherwise such Costs, Charges, and Damages shall be made good by the Members for the Time being of the said Company: Provided also, that in case such Execution or Diligence against any such Member of the said Company as herein-before mentioned shall be ineffectual for obtaining Payment of the Sum or Sums thereby sought to be recovered, it shall be lawful for the Party or Parties who shall have obtained Judgment or Decree against the Managing Director or against any other Director or Secretary of the said Company, as herein-before mentioned, to issue Execution or Diligence against any Person or Persons who was or were a Member or Members of such Company at the Time of the entering into the Contract or Contracts upon which such Action or Suit may have been brought or instituted; but no such Execution or Diligence as last mentioned shall be issued without Leave first obtained of the Court in which such Action or Suit may have been brought or instituted.

One Action only to be brought upon One Cause.

IV. And be it further enacted, That no Person or Persons or Bodies Politic or Corporate, having or claiming to have any Demand upon or against the said Company, shall bring more than One Action in respect of such Demand; and the Proceedings in any Action which may have been brought against the Managing Director or against any other of the Directors or Secretary of the said Company, under the Authority of this Act, may be pleaded in bar

bar of any Action for the same Cause against any Managing Director or other Director or Secretary or Member of the said Company.

A Memorial of the Names of the Managing and other Directors, the Secretary and Members, and of the Transfer of Shares, to be enrolled in Chancery.

V. And be it further enacted, That a Memorial of the Names of the Directors for the Time being of the said Company, and of the Names of the Managing Director or Secretary, and of the several Members for the Time being of the said Company, in the Form expressed in the Schedule to this Act annexed, (or as near to such Form as the Circumstances of the Case will admit,) shall be made by the Managing Director or Secretary of the said Company, and shall be enrolled on Oath (or, in the Case of a Quaker, on solemn Affirmation,) in the High Court of Chancery, within Three Calendar Months next after the passing of this Act; and whenever there shall be a new Appointment of any Managing Director, or of any other Director or Secretary of the said Company, or whenever such Managing Director or other Director or Secretary shall die or shall cease to be Managing Director or other Director or Secretary of the said Company, or whenever any Member or Members of the said Company shall die or cease to hold any Share or Shares therein, or any other Person or Persons shall become a Member or Members in the said Company, then and so often as any of the before-mentioned Events shall happen a Memorial thereof shall be made by the Managing Director or Secretary for the Time being of the said Company, and shall be enrolled in the Manner herein-before mentioned and in the Form expressed in the Schedule to this Act annexed, (or in a Form as near thereto as the Circumstances of the Case will admit,) within Three Calendar Months next after every such Event shall happen, provided such Event shall happen in *Europe*; but if such Event shall happen out of *Europe*, then within Fourteen Days after the Expiration of Six Calendar Months next after such Event shall have happened.

Actions not to be brought until Memorial shall have been enrolled.

VI. Provided always, and be it further enacted, That until such Memorial as first herein-before mentioned shall have been duly enrolled in manner by this Act directed, no Action shall be brought by the said Company under the Authority of this Act; and until the Memorial by this Act required to be enrolled in the Event of any Change in the Managing Director or other Directors or Secretary or Members of the said Company shall have been enrolled as herein-before mentioned, all the Members whose Names shall appear in the Enrolment immediately preceding such Change shall be and are hereby declared to be liable to all such Executions or Diligences upon Judgment or Decree as are herein-before mentioned.

Managing or other Director or Secretary to be competent Witnesses, although Plaintiff or Defendant.

VII. And be it further enacted, That the Managing Director for the Time being, or other Director or Secretary of the said Company, being the Plaintiff, Pursuer, Petitioner, or Prosecutor, or being the Defendant, Respondent, or Defender, in any Action, Suit, Proceeding, Prosecution, or Indictment commenced, instituted, or prosecuted under the Authority of this Act, shall not by reason thereof be deemed incompetent to be a Witness in any such Action, Suit, Petition, Prosecution, or Indictment; but such Managing Director

Director or other Director or Secretary as aforesaid shall and may, if not otherwise interested or objectionable, be a good and competent Witness, and be admissible and be admitted as such in all Courts, and by and before all Judges, Justices, and others, in any such Action, Suit, Petition, Prosecution, or Indictment, in the same Manner as he or they might have been if his or their Name or Names had not been made use of as the Plaintiff or Pursuer or Petitioner, or Prosecutor or Defendant or Defender, in any such Action, Suit, Proceeding, Prosecution, or Indictment.

Provisions of Act to extend to the British Commercial Insurance Company for the Time being.

VIII. And be it further enacted, That this Act, and all and every the Powers and Provisions herein contained, shall extend and be construed to extend to the said Association or Company called "The *British* Commercial Insurance Company," at all Time during the Continuance thereof, whether the said Association or Company hath heretofore from Time to Time been, or shall hereafter be, composed of all or of some of the Persons who were the original Members thereof, or of all or of some of the before-mentioned Persons conjointly with some other Person or Persons, or whether such Association or Company be at the Time of the passing of this Act composed altogether of Persons who were not originally Members of such Association or Company, or whether such Association or Company shall hereafter be composed of Persons who were not original Members thereof, or of Persons all of whom shall have become Members of such Association or Company subsequently to the passing of this Act.

Judgments and Actions against the Managing or other Director or Secretary shall extend to the Property of the Company.

IX. And be it further enacted, That all and every Judgment and Judgments, Decree and Decrees, which shall at any Time after the passing of this Act be had or recovered in any Action, Suit, or Proceeding at Law or in Equity against the Managing Director of the said Company, or against any other Director or Secretary of the said Company, shall have the like Effect and Operation upon and against the Property of the said Company as if such Judgment or Judgments, Decree or Decrees, had been recovered or obtained against the said Company in any Action, Suit, or Proceeding at Law or in Equity brought or commenced against such Company by or in the distinct Names and Descriptions of the several Members thereof, and as if this Act had not been passed; and the Bankruptcy, Insolvency, or stopping Payment of such Managing or other Director or Secretary as aforesaid, in his or their individual Character or Capacity or respective Characters or Capacities, shall not be or be construed to be the Bankruptcy, Insolvency, or stopping Payment of the said Company; and the said Company, and the Capital, Stock, and Effects thereof, shall, notwithstanding the Bankruptcy, Insolvency, or stopping Payment of any such Managing Director or other Director or Secretary, be attached or attachable, and be in all respects liable to the lawful Claims and Demands of the Creditor or Creditors of the said Company, in like Manner as if no such Bankruptcy, Insolvency, or stopping Payment of the said Managing or other Director or Secretary had happened or taken place.

Company not to be incorporated by this Act.

X. Provided always, and be it further enacted, That nothing in this Act contained shall extend or be construed to extend to incorporate the said Company, or to relieve or discharge the said Company, or any of the Members thereof or Subscribers thereto, from any Responsibility, Contract, Duty, or Obligation whatever to which by Law they now are or at any Time hereafter may be subject or liable, either as between such Company and other Parties, or as between the said Company and any of the individual Members thereof and others, or as between or among themselves, or in any other Manner whatever.

Public Act.

XI. 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.

SCHEDULE to which the Act refers.

MEMORIAL made the Day of of the Names of the Managing Director and other Directors and Members of "The British Commercial Insurance Company," enrolled pursuant to an Act of Parliament passed in the Second Year of the Reign of His Majesty King William the Fourth, intituled "**An Act to enable "the British Commercial Insurance Company to sue and be sued in "the Name of One of the Directors or of the Secretary for the Time "being of the Company.**"

A. B. of	Managing Director.
C. D. of *E. F.* of *G. H.* of *&c.*	Directors.
I. K. of *L. M.* of *N. O.* of *&c.*	Members.
P. Q.	Secretary.

A. B., Managing Director [*or* Secretary] of the above-named Company, maketh Oath, That the above-written Memorial doth contain the Names of the present Managing Director and of the present Directors and Members of the said Company, as the same appear in the Books of the said Company.

[*In*

[*In case of a Change of Managing Director or Secretary.*]

MEMORIAL made the Day of of the Name of the present Managing Director *or* Secretary of "The British Commercial Insurance Company," enrolled pursuant to an Act passed in the Second Year of the Reign of His Majesty King William the Fourth, intituled "An Act to enable the British Commercial "Insurance Company to sue and be sued in the Name of One "of the Directors or of the Secretary for the Time being of the "Company."

A. B. of Managing Director [*or* Secretary].

The above-named *A. B.* maketh Oath, That he was, on the Day of appointed Managing Director [*or* Secretary] to the above-named Company, in the Room of *C. D.* the Managing Director *or* Secretary immediately preceding the said *A. B.*

[*In case of a Change of Directors.*]

MEMORIAL made the Day of of the Names of the present Directors of "The British Commercial Insurance Company," enrolled pursuant to an Act passed in the Second Year of the Reign of His Majesty King William the Fourth, intituled "An Act to enable the British Commercial Insurance Company to "sue and be sued in the Name of One of the Directors or of the "Secretary for the Time being of the Company."

A. B., Managing Director *or* Secretary of the above-named Company, maketh Oath, That the above-written Memorial doth contain the Names of all the present Directors of the said Company, as the same appear in the Books of the said Company.

[*In case of the Death of Members, or of their ceasing to hold Shares.*]

MEMORIAL made the Day of of the Names of the Persons who have died, or who have ceased to hold Shares in "The British Commercial Insurance Company," since the Day of being the Date of the Memorial last registered of the Names of the Members of the said Company, enrolled pursuant to an Act passed in the Second Year of the Reign of His Majesty King William the Fourth, intituled "An Act to enable the British "Commercial Insurance Company to sue and be sued in the Name "of One of the Directors or of the Secretary for the Time being "of the Company."

A. B., Managing Director *or* Secretary of the said above-named Company, maketh Oath, That the above-written Memorial doth contain the Names of the several Persons who have died, or who have ceased to hold Shares in the above-named Company, since the said Day of .

[*In*

[*In case of Persons becoming Members of the Company.*]

MEMORIAL made the Day of of the Name or Names of the Person or Persons who have become a Member or Members of "The British Commercial Insurance Company" since the Day of , being the Date of the Memorial last registered of the Names of the Members of the said Company, enrolled pursuant to an Act passed in the Second Year of the Reign of His Majesty King William the Fourth, intituled "An Act to "enable the British Commercial Insurance Company to sue and be "sued in the Name of One of the Directors or of the Secretary for "the Time being of the Company."

A. B., Managing Director [*or* Secretary] of the said above-named Company, maketh Oath, That the above-written Memorial doth contain the Name or Names of the several Persons who have become Members of the above Company since the said Day of .

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Printers to the King's most Excellent Majesty. 1832.