II. Nothing herein contained shall affect any Purchaser for a valuable Consideration without Notice, nor be deemed to apply to any School in respect of any such Grant heretofore made without any such Bond, Covenant, or other personal Obligations or Conditions as to Sale, Exchange, or Mortgage having been entered into by the Trustees or Persons holding the legal Estate in such Schools and the Committee of Council on Education. Purchasers not to be affected without Notice.

## CAP. CXXXII.

**An Act for facilitating the Erection of Dwelling Houses for the Labouring Classes.** [14th *August* 1855.]

'WHEREAS it is expedient that Facilities should be afforded for the Erection of 'healthful and commodious Dwellings for the Labouring Classes:' Be it therefore enacted by the Queen's most Excellent 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, as follows:

I. This Act may for all Purposes be cited as "The Labourers Dwellings Act, 1855." Short Title.

*Constitution of Company.*

II. Any Number of Persons not less than Six may, by subscribing Articles of Association or a Schedule thereto, form themselves into a Company for the Purposes herein-after mentioned: The Articles shall be in the Form set forth in the Schedule hereto, or as near thereto as Circumstances permit: There shall be set opposite to the Name of each Subscriber the Sum subscribed for by him in the Capital of the Company, and his Subscription shall be deemed to imply a Covenant on the Part of himself, his Heirs, Executors, and Administrators, to pay to the Company the Amount so subscribed for. Power to form Company.

III. The Articles shall be registered by the Registrar of Joint Stock Companies, who shall charge in respect of such Registration such Fees as may from Time to Time be directed by the Lords of the Committee of Privy Council appointed for the Consideration of Matters relating to Trade and Plantations, herein-after called the Board of Trade; and upon such Registration being made the Subscribers, together with such other Persons as may from Time to Time become Members of the Company, shall be a Body Corporate by the Name prescribed in the Articles of Association, having a perpetual Succession and a Common Seal; but no such Registration shall be made until it is proved to the Satisfaction of the said Registrar that Three Fourths of the proposed Capital has been subscribed for, and that Ten *per Centum* upon such Capital has been paid up. Registration of Articles.

IV. The said Registrar shall grant a Certificate stating the Date of the Incorporation of the Company, and such Certificate shall in all Cases be *primâ facie* Evidence of the Fact of such Incorporation. Certificate of Incorporation.

V. The Companies Clauses Consolidation Act, 1845, shall be incorporated into and form Part of this Act with the Exception of the Provisions relating to the Recovery of Damages, and to the Provision to be made for affording Access to the Special Act; and in the Construction of the said Companies Clauses Act the Articles of Association shall be deemed to be the Special Act, and the Date of the Incorporation of the Company, as certified in manner aforesaid, shall be deemed to be "the Time of the passing of the Special Act;" and whenever the Term "prescribed" is used in this or in the said incorporated Act, it shall mean "prescribed by the Articles of Association." 8 & 9 Vict. c. 16. incorporated with this Act.

*Rights and Obligations of Company.*

VI. Every Company incorporated under this Act, and herein-after referred to as "the Company," shall be established for the Purpose of providing Dwellings for the Labouring Classes, with or without private Gardens, or with or without common Gardens or Places of common Purpose of Company.

common Recreation for the Use of the Inmates of such Dwellings, and for no other Purpose whatever; and for the above Purpose the Company shall have Power to accept Grants and Leases of and to purchase and hold Land, to erect thereon Dwellings for the Labouring Classes, and to let such Dwellings to Lodgers by the Week or Month, or to demise the same to Lessees for any Estate or Interest not greater than a Term of Twenty-one Years, upon such Terms of Remuneration as they think fit; subject to this Proviso, that the Company shall not be entitled to hold at any One Time more than Ten Acres of Land, except with the Licence of the Committee of Privy Council for Trade.

Regulations as to Dwellings.

VII. The following Regulations shall be made respecting any Dwellings provided by the Company; that is to say,

(1.) All such Dwellings shall, as respects Drainage, Ventilation, Supply of Water, and necessary Conveniences, be constructed and provided in such Manner as may be approved by the General Board of Health, and shall be maintained by the Company in good and sufficient Repair:

(2.) Any Person appointed by the General Board of Health may at all reasonable Times inspect any such Dwellings as aforesaid.

Permissive Rights of the Company.

VIII. The following Matters and Things may be prescribed by the Articles of Association, and if so prescribed, but not otherwise, shall be binding; that is to say,

(1.) That the Capital of the Company may, with the Approval of the Board of Trade, and subject to such Condition as they may impose, be increased by the Issue of a prescribed Number of Shares, and of a prescribed Amount:

(2.) That no Premium is to be taken in respect of any Lease granted by the Company:

(3.) That the Interest granted to any Lessee is not to exceed the prescribed Term, such Term being less than Twenty-one Years:

(4.) That the Interest of a Lessee is not to be disposed of without the Consent of the Directors:

But no Power hereby given shall be exercised in such Manner as to prejudice any Right under any subsisting Lease or Contract for a Lease.

Power to mortgage given in certain Cases.

IX. In Cases where it is prescribed by the Articles of Association that the Dwellings belonging to the Company are to be let only to Lodgers by the Week or Month and not for any greater Interval, the Company may, as soon as Half the subscribed Capital is paid up, borrow on the Security of their Property to the prescribed Amount, such Amount not to exceed One Third of such subscribed Capital; but no Mortgagee shall have Power to eject any Tenant before the Expiration of his Tenancy; and in no other Case shall the Company have Power to borrow Money.

Rules as to Demises by the Company.

X. The following Rules shall be observed with respect to Demises and Letting made by the Company:

(1.) The Dwellings provided by the Company, with the private Gardens (if any) appurtenant thereto, shall be divided into such Parcels as may be conveniently held in distinct Occupations:

(2.) The Parcels shall be numbered in Arithmetical Progression, beginning with the Figure One, each Parcel being distinguished by a separate Number:

(3.) The Interests of the Lessees, other than monthly or weekly Tenants, in the Property of the Company, shall be deemed to be Shares in a Capital consisting of the Dwelling Houses of the Company, with their Appurtenances; and in all Cases where such Interests are not restricted to the original Lessee, the Transfer or Transmission of such Interests shall take place in manner in which the Transfer or Transmission of Shares takes place in pursuance of the said Companies Clauses Consolidation Act, 1845, or as near thereto as Circumstances admit; and the Clauses of such last-mentioned Act with respect to the Transfer or Transmission of Shares shall, with the necessary Alterations, be held to apply to the Transfer or Transmission of the Interests of any such Lessees as aforesaid.

Power to Company to purchase

XI. The Company may purchase the Interest of any registered Lessee, and upon such Purchase being made such Interest shall be deemed to be extinguished, and the Company may

may demise the Premises so purchased in the same Manner as if no previous Lease thereof had ever before been made. Interests of Lessees.

XII. If any Funds of the Company are advanced to any Person by way of Loan, or are with a view of gaining Profit appropriated to any Purpose other than the Purpose for which the Company is hereby declared to be established, every Director of the Company shall, in addition to any other Liabilities he may be under to replace such Funds, be liable, at the Suit of any Shareholder or other Person, whether implicated or not in such Loan or Misappropriation, to pay to such Shareholder or other Person, to be applied by him to his own Use, in respect of each such Advance or Misappropriation, a Sum by way of Penalty not greater in Amount than the Sum so advanced or misappropriated, and not less than Half such Sum. Penalty on Misappropriation of Funds.

XIII. If any Dwelling belonging to the Company is insufficiently drained or ventilated, or insufficiently supplied with Water or necessary Conveniences, or is in a bad State of Repair, the General Board of Health may, by Order left at any Office of the Company, or served on any Director of the Company, require the Company, within a reasonable Time, to be specified in such Order, sufficiently to drain, ventilate, and supply with Water and necessary Conveniences, or put in a good State of Repair, such Dwelling; and if Default is made in compliance with the Requisitions of such Notice, the Company shall incur a Penalty not exceeding Five Pounds for every Day during which such Default continues; and it shall be lawful for any Justices by whom such Penalty is imposed, if they think fit, to order the whole or any Part thereof to be laid out in executing the Works in respect of which the Penalty is incurred; and in addition to the above Remedy the said General Board may themselves do the Works required by such Notice, and recover from the Company in a summary Manner the Expenses of so doing the same; but any Order made by the General Board in pursuance of this Section may be appealed against, and, on Application by Motion, be set aside or otherwise modified by any of Her Majesty's Superior Courts of Law at *Westminster*. Penalty in case Dwellings are not sufficiently drained, &c.

XIV. If any Person obstructs any Inspector of the General Board of Health in the Inspection of any Dwelling belonging to the Company, he shall for each Offence incur a Penalty not exceeding Five Pounds. Penalty on obstructing Inspector.

*Miscellaneous.*

XV. The Provisions of the Lands Clauses Consolidation Act, 1845, with reference to the Purchase of Lands by Agreement, shall be incorporated with this Act, and shall apply to the Purchase of Land by the Company in pursuance of this Act. Certain Provisions of 8 & 9 Vict. c. 18. incorporated.

XVI. All Penalties imposed by this Act, or by any Byelaws made in pursuance of this Act or of any Act incorporated herewith, and all Sums of Money hereby directed to be recovered in a summary Manner, may be recovered in a summary Manner before Two Justices, as directed by an Act passed in the Eleventh and Twelfth Years of the Reign of Her present Majesty Queen *Victoria*, Chapter Forty-three, intituled *An Act to facilitate the Performance of the Duties of Justices of the Peace out of Sessions within* England *and* Wales *with respect to summary Convictions and Orders*. Recovery of Penalties.

XVII. This Act shall not extend to *Scotland*. Extent of Act.

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## SCHEDULE.

*Articles of Association of the Company.*

1. The Name of the Company shall be the Company.
2. The Capital of the Company shall be Pounds divided into Shares of Pounds each. Sect. 6.
3. The First Ordinary Meeting of the Company shall be held Days after the Date of the Incorporation of the Company. Sect. 66.

Sect. 82. 4. The Number of Directors shall be ; but the Company may reduce such Number to any Number not less than and may increase it to any Number not exceeding

Sect. 83. 5. The First Directors of the Company shall be the following Persons; that is to say*,

* *Insert Names of Directors.*

N.B.—The References in the Margin refer to the Sections of the Companies Clauses Consolidation Act, 1845.

## CAP. CXXXIII.

### An Act for limiting the Liability of Members of certain Joint Stock Companies. [14th *August* 1855.]

'WHEREAS it is expedient to enable Members of Joint Stock Companies to limit the 'Liability for the Debts and Engagements of such Companies to which they are now 'subject:' Be it therefore enacted by the Queen's most Excellent 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, as follows:

Mode of obtaining Limited Liability by future Companies.

I. Any Joint Stock Company to be formed under the Act of the Eighth Year of Her Majesty, Chapter One hundred and ten, (other than an Assurance Company,) with a Capital to be divided into Shares of a nominal Value not less than Ten Pounds each, may obtain a Certificate of Complete Registration with Limited Liability upon complying with the Conditions following, in addition to doing all other Matters and Things now required in order to obtain a Certificate of Complete Registration; that is to say,

(1.) The Promoters shall state on their Returns to the Office for Provisional Registration that such Company is proposed to be formed with Limited Liability:

(2.) The Word "Limited" shall be the last Word of the Name of the Company:

(3.) The Deed of Settlement shall contain a Statement to the Effect that the Company is formed with Limited Liability:

(4.) The Deed of Settlement shall be executed by Shareholders, not less than Twenty-five in Number, holding Shares to the Amount in the aggregate of at least Three Fourths of the nominal Capital of the Company, and there shall have been paid up by each of such Shareholders on account of his Shares not less than Twenty Pounds *per Centum:*

(5.) The Payment of the above Per-centage shall be acknowledged in or endorsed on the Deed of Settlement, and the Fact of the same having been *bonâ fide* so paid shall be verified by a Declaration of the Promoters, or any Two of them, made in pursuance of the Act made in the Sixth Year of the Reign of His late Majesty King *William* the Fourth, Chapter Sixty-two:

And upon such Conditions being complied with, and such other Matters and Things done, the Registrar of Joint Stock Companies shall grant a Certificate of Complete Registration with Limited Liability to such Company.

Mode of obtaining Limited Liability by Companies now or hereafter registered.

II. Any Joint Stock Company, except as aforesaid, now or hereafter completely registered under the said Act of the Eighth Year of Her Majesty, may obtain a Certificate of Complete Registration with Limited Liability, in manner and subject to the Condition following; that is to say,

The Directors of such Company may, with the Consent of at least Three Fourths in Number and Value of its Shareholders who may be present, personally or by Proxy, at any General Meeting summoned for that Purpose, make such Alteration in the Name, nominal Value of Shares, and Deed of Settlement of the Company as may be necessary for enabling it to comply with the Conditions herein-before mentioned with respect to Joint Stock Companies seeking to obtain Certificates of Complete Registration with Limited Liability; and upon Compliance with such Conditions the Registrar, after the Affairs of the Company shall at the Expense of the Company have been audited