ANNO SEPTIMO

GULIELMI IV. REGIS.

Cap. xii.

An Act to enable "The Licensed Victuallers and General Fire and Life Assurance Company" to sue and be sued in the Name of the Chairman, Deputy Chairman, or of any One of the Directors of the said Company, and for other Purposes.

[21st *April* 1837.]

WHEREAS several Persons have formed themselves into a Company or Partnership by the Name of "The Licensed Victuallers and General Fire and Life Assurance Company," and have subscribed for and raised considerable Sums of Money for the Purpose of effecting Insurances on Houses, Warehouses, and Buildings, Shipping in Port, Goods, Wares, Merchandize, Farming Stock, Utensils, and Property of all other Descriptions whatsoever, against Loss or Damage by Fire, and also for the Purpose of effecting Insurances on Lives and Survivorships, and for the granting on Sale and for the Purchase of Annuities, Reversions, and contingent Interests, and for the Endowment of Children, and generally to carry on the Business usually called or known as Fire Insurance and Life Insurance and all Matters connected therewith: And whereas Difficulties may hereafter arise in recovering the Debts due to the said Company called "The Licensed Victuallers and General Fire and Life Assurance Company," and in maintaining Actions and Suits for Claims and Demands made and for Damages done to the said Company or to the Property of the said Company, inasmuch as by Law all the Members for the Time being of the said Company must be named in every Action or Suit carried on for such

Purpose: And whereas it would be convenient that Persons having Demands against the said Company should be enabled to sue the Chairman, Deputy Chairman, or One of the Directors for the Time being of the said Company: And whereas it would also be convenient that Prosecutions for Embezzlement, Robbery, or stealing the Property of the said Company, or for Fraud or for malicious Injuries, or for any other Felonies, Misdemeanors, and Offences against the said Company, should be instituted and carried on in the Name of the Chairman, Deputy Chairman, or One of the Directors for the Time being of the said Company, or of some Officer of the said Company, to be from Time to Time nominated by the Directors of the said Company for that Purpose; and that in all Indictments, Informations, and other Proceedings it should be lawful to state the Property of the said Company to be the Property of such Chairman, Deputy Chairman, Director, or Officer for the Time being of the said Company: Wherefore, for obviating and removing the Difficulties aforesaid, may it 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 at Law or in Equity, and also all Petitions to found any Commission of or Fiat in Bankruptcy in *England* or *Ireland*, or any Sequestration in *Scotland*, against any Person or Persons indebted to the said Company, and liable to be made Bankrupts by the Laws now or at any Time hereafter in force relative to Bankrupts and Traders, or to Sequestrations, and all Proceedings at Law or in Equity under any Commission of or Fiat in Bankruptcy, or under any Sequestration, to be awarded in consequence of any such Petitions, and all other Proceedings at Law or in Equity to be commenced, instituted, or carried on 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, Body or Bodies Politic or Corporate, whether such Person or Persons, Body or Bodies Politic or Corporate, is or are a Member or Members, Proprietor or Proprietors of or in the said Company or not, shall and lawfully may be commenced or instituted, presented and prosecuted, or carried on, in the Name of the Person who shall be the Chairman of the said Company, or who shall be the Deputy Chairman of the said Company, or who shall be a Director of the said Company, at the Time such Actions, Suits, or Proceedings shall be commenced or instituted, or in the Name of some Officer of the said Company to be nominated by the Directors of the said Company for that Purpose, as the nominal Plaintiff or 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 against the said Company by any Person or Persons, Body or Bodies Politic or Corporate, whether such Person or Persons, Body or Bodies Politic or Corporate, is or are or shall then be a Member or Members, Proprietor or Proprietors of or in the said Company, or not, shall be commenced, instituted, and prosecuted or carried on against the Person who shall be the Chairman, or who shall be the Deputy Chairman, or who shall be a Director of the said Company at the Time such Action, Suits, or Proceeding shall be commenced or instituted, as the nominal Defendant or Defendants for and on behalf of the said Company; and in case there shall not then be any Person elected and acting or officiating as Chairman, Deputy Chairman,

Company may sue and be sued in the Name of the Chairman, &c.

man, or Director of the said Company, then every such Action, Suit, or Proceeding shall be commenced, instituted, and prosecuted or carried on against any Person who was the Chairman, Deputy Chairman, or a Director of the said Company at the Time the Contract or Contracts upon or in respect of which such Action, Suit, or Proceeding may be brought or instituted was or were entered into; and all Prosecutions and Complaints to be brought, instituted, or carried on by or on behalf of the said Company for Fraud upon or against the said Company, or for Embezzlement, Robbery, or stealing any Money, Notes, Bills, Effects, Securities, Goods, Chattels, or Property of the said Company, or for any Felony, Misdemeanor, or other Offence against the said Company, shall and lawfully may be brought, instituted, or carried on in the Name of such Chairman or Deputy Chairman or of any One of the Directors for the Time being of the said Company, or of some Officer of the said Company to be nominated as aforesaid; and in all Indictments and Informations and other Proceedings it shall be lawful to state the Property of the said Company to be the Property of such Chairman, Deputy Chairman, or Director for the Time being of the said Company, or of some such Officer as aforesaid; and any Offence committed with Intent to injure or defraud the said Company shall and lawfully may in such Prosecution be laid to have been committed with Intent to injure or defraud such Chairman, Deputy Chairman, or Director for the Time being of the said Company, or of such Officer as aforesaid, and any Offender or Offenders may thereupon be lawfully convicted of any such Offence; and in all other Allegations and Indictments, Informations or other Proceedings, in which before the passing of this Act it would have been necessary to state the Names of the Persons composing the said Company, it shall be lawful and sufficient to state the Name of such Chairman, Deputy Chairman, Director, or Officer; and the Death or the Resignation or Removal or other Act of such Chairman, Deputy Chairman, Director, or Officer, done without the Consent of the said Company, shall not abate any such Actions, Suit, Proceeding, or Prosecution.

No Action against the Company to be affected in consequence of the Plaintiff being a Proprietor.

II. And be it further enacted, That no Action against the said Company, their Chairman, Deputy Chairman, or Director, arising out of any Policy or Contract entered into by or on behalf of the said Company, shall be in anywise affected or defeated by or by reason of the Plaintiff or Plaintiffs, or of any other Person or Persons in whom any Interest may be averred, or who may be in anywise interested or concerned in such Action, being a Member or Members, Proprietor or Proprietors of or in the said Company; but any Member or Members, Proprietor or Proprietors of or in the said Company, shall and may have the same Right of Action and Remedy, to be proceeded in and enforced in the same Manner against the said Company, their Chairman, Deputy Chairman, or Director, upon any Policy or other Contract, and upon any Demand for Return of Premiums, and upon or for any Debt, Damages, or Demand whatsoever, which he or they might have had if he or they had been a Stranger or Strangers, and not a Member or Members, Proprietor or Proprietors of or in the said Company.

No Action commenced by the Company to be affected in

III. And be it further enacted, That no Action commenced by or on behalf of the said Company, their Chairman, Deputy Chairman, or Director, or such Officer as aforesaid, upon or arising out of any Policy or

consequence of the Defendant being a Proprietor.

or Contract entered into by or on behalf of the said Company, or arising out of any other Transaction, Matter, or Thing, shall be in anywise affected or defeated by or by reason of the said Defendant or Defendants therein, or of any other Person or Persons in whom any Interest may be averred, or who may be in anywise interested or concerned in any such Action, being a Member or Members, Proprietor or Proprietors of or in the said Company, but the said Company shall and may have the same Right of Action and Remedy, to be proceeded in and enforced in the same Manner against any Member or Members, Proprietor or Proprietors thereof, either alone or jointly with any other Person or Persons, upon any Policy or other Contract, and upon and for any Debts, Damages, Claim, or Demand whatsoever, which the said Company might have had if such Cause of Action had arisen with a Stranger or Strangers, and not a Member or Members, Proprietor or Proprietors of and in the said Company.

Names of Members to be enrolled in the High Court of Chancery.

IV. And be it further enacted, That the Directors of the said Company shall cause a Memorial of the Name or Names of the Chairman and Deputy Chairman and of the Directors of the said Company, and of the several Persons who shall be Members or Proprietors of or in the said Company, in the Form or to the Effect for that Purpose expressed in the Schedule to this Act annexed, to be enrolled upon solemn Declaration in the High Court of Chancery within Three Calendar Months next after the passing of this Act; and when any new Chairman or Deputy Chairman, or any new Director or Directors, shall be elected, or any Transfer of any Share or Shares of any Member or Proprietor of the said Company shall be made, then the Directors of the said Company shall cause a Memorial thereof in like Manner to be enrolled upon solemn Declaration as aforesaid, within Twelve Calendar Months afterwards, in the Form or to the Effect expressed in the said Schedule for that Purpose.

No Action to be brought until the Memorial is enrolled.

V. Provided always, and be it further enacted, That until such Memorial as first herein-before mentioned shall have been enrolled in manner herein directed no Action or Suit 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 Chairman, Deputy Chairman, Directors, or Members or Proprietors of the said Company shall have been enrolled as herein-before mentioned, all the Shareholders 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 hereinafter mentioned.

Execution upon any Judgment may be issued against any Proprietor of the said Company, &c.

VI. Provided also, and be it further enacted, That Execution or Diligence upon any Judgment or Decree in any such Action or Suit obtained against the Chairman, Deputy Chairman, or any One Director for the Time being of the said Company, whether as Plaintiff or Pursuer, or as Defendant, or Respondent, or Defender, may be issued against any Director or Directors, Member or Members, or Proprietor or Proprietors of or in the said Company: Provided always, that every such Chairman, Deputy Chairman, Director, or Officer of the said Company in whose Name any such Action or Suit shall be commenced, prosecuted, or defended, and every such Chairman, Deputy Chairman, Director or Directors, Member

or Members, or Proprietor or Proprietors, against whom any Execution or Diligence upon any Judgment or Decree obtained in such Action or Suit shall be issued as aforesaid, or as herein-after is mentioned, shall always be reimbursed and paid out of the Funds of the said Company all such Losses, Damages, Costs, and Charges as by the event of any such Proceedings he or they shall be put unto or become chargeable with: Provided also, that in case such Execution or Diligence against the Chairman, Deputy Chairman, or Director or Directors, or Member or Members, or Proprietor or Proprietors for the Time being of the said Company, shall be ineffectual for obtaining Payment or Satisfaction for the Sum or Sums sought to be recovered thereby, it shall be lawful for the Party or Parties so having obtained Judgment or Decree against the Chairman, Deputy Chairman, or any One Director for the Time being of the said Company to issue Execution or Diligence against any other Person or Persons who was or were a Member or Members, Proprietor or Proprietors thereof, at the Time the Contract or Contracts was or were entered into 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 granted in open Court (by the Court in which such Action or Suit may have been brought or instituted) upon Motion to be made after Notice in Writing given to the Person or Persons sought to be charged: Provided also, that it shall not be lawful for the said Company, or for any Person or Persons on behalf of the said Company, in any Manner to stipulate, contract, or agree with any Person or Persons to limit or restrict the Liability of the Members or Proprietors of the said Company or any of them, or to make any special Contracts or Agreements in relation to the Extent of the Liability of the Members or Proprietors of the said Company or any of them, other than or differing from such Contracts or Agreements as are usually made between general Partners in Trade and others contracting with them, except so far as such Contracts and the Remedies for enforcing the Performance of the same are affected by the Provisions of this Act, and the true Intent and Meaning thereof.

Liability of Proprietors not to be restricted.

VII. And be it further enacted, That all and every Judgment or Judgments, Decree or Decrees, Order or Orders, made or pronounced in any Action, Suit, or Proceeding in any Court of Law or Equity against the Chairman or Deputy Chairman or any Director for the Time being of the said Company, shall have the like Effect and Operation upon and against the Property and Funds of the said Company, and upon and against the Person and Property of every Member or Proprietor thereof, as if all the Members or Proprietors of such Company were Parties before the Court to and in such Action, Suit, or Proceeding; and it shall be lawful for any Court in which such Judgment, Decree, or Order shall have been made to cause such Judgment, Decree, or Order to be enforced against all and every or any Member or Members, Proprietor or Proprietors of the said Company, in like Manner as if all the Members or Proprietors of the said Company were Parties before the Court to or in such Action, Suit, or Proceeding.

Decrees against the Chairman, &c. to have effect against the Company.

VIII. And be it further enacted, That any individual Member or Members, Proprietor or Proprietors of the said Company, or Person or Persons who shall have been a Member or Members, Proprietor or Proprietors of the

Individual Proprietors may sue the Chairman,

who may bring Actions or Suits against the Proprietors.

the said Company, and shall have disposed of or parted with his, her, or their Share or Shares and Interest therein, and who shall claim Payment of any Dividends of the Funds or Profits of the said Company due and payable to him, her, or them (and not also disposed of or parted with along with such Share or Shares), or any other Right or Interest, against the said Company generally, shall or lawfully may commence or carry on in any Court of Equity any Suit or other Proceeding against the Chairman or Deputy Chairman or any One of the Directors for the Time being of the said Company; and the said Chairman, Deputy Chairman, or any One of the Directors for the Time being of the said Company, or any such Officer as aforesaid, may commence and carry on in his own Name any Action at Law or Suits or other Proceedings in any Court of Equity against any individual Member or Members, Proprietor or Proprietors of the said Company, against whom the said Company generally may have any Claim or Demand; and all such Actions, Suits, and other Proceedings shall be as valid and effectual as if all the Members or Proprietors of the said Company had been made Parties, and every Judgment, Decree, and Order made therein shall be binding for and against the said Company, and all the Members or Proprietors thereof; and no Abatement or other Determination of any of the said Actions and Suits in this Act mentioned shall arise from the Death, or from the Resignation or Removal, or any other Act of such Chairman, Deputy Chairman, Director, or Officer pending the said Action or Suit: Provided always, that in case for the Purpose of Discovery any Person or Persons, whether a Member or Members, Proprietor or Proprietors of or in the said Company, or not, having Claims or Demands against the said Company, shall be minded and desirous to include any other Member or Members, Proprietor or Proprietors, besides the Chairman, Deputy Chairman, or any One of the Directors for the Time being of the said Company, as a Defendant or Defendants in any Bill or other Proceeding in any Court of Equity, it shall be lawful for him or them so to do, any thing in this Act contained to the contrary notwithstanding.

Only One Action to be brought upon One Case.

IX. Provided always, and be it further enacted, That no Person or Persons, Body or Bodies Politic or Corporate, having or claiming to have any Demand upon or against the said Company, shall, when the same has been so determined as to have been pleadable in bar against such Person or Persons, Body or Bodies Politic or Corporate, bring more than One Action or Suit in respect of such Demand; and the Proceedings in any Action or Suit against the Chairman, Deputy Chairman, or any One of the Directors, or any Member or Proprietor for the Time being of the said Company, under the Authority of this Act, if so determined, may be pleaded in bar of any Action or Actions, Suit or Suits, for the same Cause, against any other Chairman, Deputy Chairman, Director, or Member or Proprietor of or in the said Company.

Company not to bring more than One Action for the same Cause of Action.

X. And be it further enacted, That when any Demand of the said Company against any Person or Persons, Body or Bodies Politic or Corporate, has been so determined as to have been pleadable in bar against the said Company, the said Company shall not bring more than One Action or Suit in respect of such Demand, and the Proceedings in any Action or Suit against any such Person or Persons, Body or Bodies Politic or Corporate, under the Authority of this Act, if so determined, may be pleaded

pleaded in bar of any other Action or Actions, Suit or Suits, for the same Cause, against any such Person or Persons, Body or Bodies.

Bankruptcy, &c. of Chairman, &c. not to affect the Company.

XI. And be it further enacted, That the Bankruptcy, Insolvency, or stopping Payment of the Chairman, Deputy Chairman, Director or Directors for the Time being of the said Company, 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 also that the said Company and the Capital Stock and Effects thereof, notwithstanding the Bankruptcy, Insolvency, or stopping Payment of any such Chairman, Deputy Chairman, or Director or Directors, shall be attached or attachable, and be in all respects liable to the lawful Claims and Demands of the Creditor or Creditors thereof, in like Manner as if no such Bankruptcy, Insolvency, or stopping Payment of the said Chairman or Deputy Chairman, or Director or Directors of the said Company, had happened or taken place.

Instrument, &c. to contain Name of Company, and not the Names of the individual Members.

XII. And be it further enacted, That from and after the passing of this Act, in all Agreements, Deeds, Covenants, Contracts, Bonds, Obligations, Warrants, Judgments, Memorials, Grants, Charges, Surrenders, Conveyances, Assurances, and all other Instruments whatsoever, wherein but for this Act it would be necessary by any Law or Statute now in force or hereafter to be made that the said Agreements, Deeds, Covenants, Contracts, Bonds, Obligations, Warrants, Judgments, Memorials, Grants, Charges, Surrenders, Conveyances, Assurances, and other Instruments should respectively contain the Names of the Members or Partners of the said Company or any of them, it shall be sufficient to set forth the Name of the said Company, and all Instruments in which the said Name shall be set forth shall be as valid and effectual, to all Intents, Effects, Constructions, and Purposes whatsoever, as if the Names of all the Members of the said Company and of all the Persons interested in the said Company or represented thereby (whether as Trustees or otherwise) were stated and set forth in the said Instruments respectively.

Persons making false Declaration deemed guilty of a Misdemeanor.

XIII. And be it further enacted, That every Person who shall wilfully and corruptly make and subscribe any Declaration required to be made and subscribed under the Authority of this Act, knowing the same to be false in any material Particular, shall be deemed guilty of a Misdemeanor, and shall be punishable accordingly.

Act to be at all Times valid.

XIV. And be it further enacted, That all the Provisions contained in this Act shall extend to the said Company or Partnership, called "The Licensed Victuallers and General Fire and Life Assurance Company" at all Times during the Continuance of the same, whether the same from Time to Time hath been or be now or shall be hereafter composed of all or some of the Persons who were the original Members or Proprietors thereof, or of all or some of those Persons together with some other Persons, or shall be composed altogether of Persons who were not original Members or Proprietors thereof.

Company not to be incorporated by this Act.

XV. Provided always, and be it further enacted, That nothing in this Act contained shall extend to incorporate the said Company, or to relieve or discharge the said Company, or any of the Members or Proprietors thereof

thereof or Subscribers thereto, from any Responsibility, Duties, Contracts, or Obligations whatsoever to which by Law they now are or at any Time hereafter may be subject or liable, either between the said Company and others, or between the individual Members or Proprietors of the said Company or any of them and others, or amongst themselves, or in any Manner whatsoever, except so far as the same is affected by the Provisions of this Act, and the true Intent and Meaning thereof.

Public Act.

XVI. 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.

The

The SCHEDULE referred to by the foregoing Act.

MEMORIAL of the Names of the Chairman, Deputy Chairman, Directors, and Members or Proprietors of "The Licensed Victuallers and General Fire and Life Assurance Company," on the Day of One thousand eight hundred and enrolled pursuant to an Act passed in the Year of the Reign of King William the Fourth, intituled [*here insert the Title of this Act*].

C. B. Chairman.
D. E. Deputy Chairman.
F. G.
G. H.
H. I.
J. K.
K. L. } Directors.
et cetera.

M. N.
N. O.
O. P.
P. Q.
Q. R. } Proprietors.
et cetera.

I. A. B. of in the County of do hereby solemnly and sincerely declare, That the above-written Memorial doth contain the Names of the Chairman, Deputy Chairman, Directors, and all the present Members or Proprietors of the said Company, as the same appear in the Books of the said Company; and I make this solemn Declaration conscientiously believing the same to be true, and in pursuance of the Provisions of the Statute in that Case made and provided.

(Signed) *A. B.*

Solemnly declared [*insert Affirmation*].

MEMORIAL of the Names of the Chairman, Deputy Chairman, and Directors of "The Licensed Victuallers and General Fire and Life Assurance Company," to be enrolled in pursuance of an Act passed in the Year of the Reign of King William the Fourth, intituled [*here insert the Title of this Act*].

C. D. Chairman.
E. F. Deputy Chairman.
G. H.
et cetera. } Directors.

I *A. B.* of in the County of do hereby solemnly and sincerely declare, That the above-written Memorial doth

contain the Names of the Chairman, Deputy Chairman, and Directors of the said Company, and that the above-named *E. F.*, *et cetera* [*herein insert the Names of the Directors*] were respectively elected Directors of the said Company on the [*here insert the Date of their respective Appointments*], and that the above-named *C. D.* was on the Day elected Chairman of the said Company for the Year [*or* the Remainder of the Year, *as the Case may be*,] commencing on the Day of and ending on the Day of .

(Signed) *A. B.*

Solemnly declared, *et cetera* [*insert Affirmation*].

A MEMORIAL of the Name or Names of the Person or Persons who hath or have ceased or discontinued to hold any Share or Shares in "The Licensed Victuallers and General Fire and Life Assurance Company" since the Day of being the Date of the Memorial last registered respecting the said Premises and the said Company.

G. H. of
I. J. of

I *A. B.* of in the County of do hereby solemnly and sincerely declare, That the above-written Memorial doth contain the Name or Names of the Person or Persons who hath or have ceased or discontinued to hold any Share or Shares in the above-named Company since the Day of as the same appears in the Books of the said Company; and I make this solemn Declaration conscientiously believing the same to be true, and in pursuance of the Provisions of the Statute in that Case made and provided.

(Signed) *A. B.*

Solemnly declared, *et cetera* [*insert Affirmation*].

A MEMORIAL of the Name or Names of the Person or Persons who hath or have become a Member or Proprietor or possessed of or entitled to any Share or Shares of or in "The Licensed Victuallers and General Fire and Life Assurance Company" since the Day of being the Date of the Memorial last registered respecting the said Premises and the said Company.

I. K. of	holding	Shares.
L. M. of	holding	Shares.
N. O. of	holding	Shares.

I *A. B.* of in the County of do hereby solemnly and sincerely declare, That the above-written Memorial doth contain the Name or Names of the Person or Persons who hath or have become a Member

a Member or Proprietor, or possessed of or entitled to any Share or Shares in the above-named Company since the Day of as appears in the Books of the said Company; and I make this solemn Declaration conscientiously believing the same to be true, and in pursuance of the Provisions of the Statute in that Case made and provided.

(Signed) *A. B.*

Solemnly declared [*insert Affirmation*].

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