ANNO SECUNDO

GULIELMI IV. REGIS.

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Cap. i.

An Act for enabling the *Liverpool* Marine Assurance Company to sue and be sued in the Name of the Chairman for the Time being, or of any One of the Directors of the said Company.

[20th *February* 1832.]

WHEREAS several Persons have formed themselves into a Company or Partnership in the Borough of *Liverpool* in the County Palatine of *Lancaster* by the Name of " The *Liverpool* Marine Assurance Company," and have subscribed or raised considerable Sums of Money in order to effect Assurances upon Ships and Vessels, Goods and Merchandize, at Sea or going to Sea, and on the Freights or Hire of Ships or Vessels, against the Perils and Dangers of the Seas and other Marine Risks, and to carry on the Business of Insurance Brokers, and generally to carry on the Business usually called or known as Marine Underwriting, or the insuring of Marine Risks, and Matters connected therewith: And whereas the Public will be greatly benefited by the Formation of such Company or Partnership, and a considerable Revenue will be derived to His Majesty therefrom: And whereas Difficulties may hereafter arise in recover-

ing Debts due to the said Company called "The *Liverpool* Marine Assurance Company," and in maintaining Actions for Damages done to the said Company or to the Property of the said Company, since 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 entitled to sue the Chairman or One of the Directors for the Time being of the said Company: And whereas it would be convenient that Prosecutions for Embezzlement, Robbery, or stealing the Property of the said Company, or for Fraud or any other Offence against the said Company, should be instituted and carried on in the Name of the Chairman or of One of the Directors for the Time being of the said Company, and that in all Indictments and Informations it should be lawful to state the Property of the said Company to be the Property of such Chairman or Director 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 this present Parliament assembled, and by the Authority of the same, That from and after the passing of this Act all Actions and Suits, and also all Petitions to found any Commission of Bankruptcy against any Person or Persons indebted to the said Company and liable to be made Bankrupt by the Laws now or at any Time hereafter in force relative to Bankrupts and Traders, and all Proceedings at Law or in Equity under any Commission or Commissions of Bankrupt 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 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 or shall then be a Member or Members, Proprietor or Proprietors of or in the said Company, or not, shall and lawfully may be commenced, instituted, presented, and prosecuted or carried on in the Name of the Person who shall be the Chairman of the said Company at the Time such Action, Suit, or Proceeding shall be commenced or instituted, or in the Name of any One Director for the Time being of the said Company, as the nominal Plaintiff or Petitioner for and on behalf of the said Company; and that all Actions and Suits to be commenced or instituted against the said Company shall be commenced, instituted, and prosecuted against the said Chairman for the Time being, or against any One Director for the Time being of the said Company, as the nominal Defendant for and on behalf of the said Company; and in case there shall not then be any Person elected and acting and officiating as Chairman or Director of the said Company, then every such Action and Suit shall be commenced, instituted, and prosecuted against any Person who was the Chairman or a Director of the said Company at the Time the Contract or Contracts was or were entered into upon or in respect of which any such Action or Suit may be brought or instituted; and all Prosecutions to be brought, instituted, or carried on by or on behalf of the said Company for Fraud upon

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

or against the said Company, or for Embezzlement, Robbery, or stealing any Money, Notes, Bills, Effects, Securities, or Property of the said Company, or for any other Offence against the said Company, shall and lawfully may be so brought or instituted and carried on in the Name of such Chairman or of any One of the Directors for the Time being of the said Company; and in all Indictments and Informations it shall be lawful to state the Property of the said Company to be the Property of such Chairman or Director for the Time being of the said Company; 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 or Director for the Time being of the said Company, and any Offender or Offenders may thereupon be lawfully convicted of any such Offence; and in all other Allegations or 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 and may be lawful and sufficient, from and after the passing of this Act, to state the Name of such Chairman or Director; and the Death, Resignation, or Removal, or other Act of such Chairman, or Director, shall not abate any such Action, Suit, or Prosecution.

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

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

No Action to be brought until Memorial inrolled.

III. Provided always, and be it further enacted, That until such Memorial as first herein-before mentioned shall have been inrolled in manner herein directed no Action shall be brought by the said Company under the Authority of this Act.

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

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

Directors, Member or Members, against whom Execution upon any Judgment obtained in any such Action 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 Damages, Costs, and Charges as by the Event of any such Proceedings he or they shall be put unto or become chargeable with: Provided always, that in case such Execution against the Chairman or Director or Directors or Member or Members for the Time being of the said Company shall be ineffectual for obtaining Payment and Satisfaction for the Sum or Sums sought to be recovered thereby, it shall be lawful for the Party or Parties so having obtained Judgment against the Chairman or any One Director for the Time being of the said Company to issue Execution against any Person or Persons who was or were a Member or Members thereof at the Time the Contract or Contracts was or were entered into upon which such Action may have been brought, but no such Execution as last mentioned shall be issued without Leave of the Court in which such Action may have been brought first granted: Provided also, that it shall not be lawful for the said Company, or 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 of the said Company or any of them, or to make any special Contract or Agreement in relation to the Extent of the Liability of the Members 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 effected by the Provisions of this Act, and the true Intent and Meaning thereof.

Execution may issue against any Person who was a Member.

Liability of Members not to be restricted.

V. And be it further enacted, That all and every Decree or Decrees, Order or Orders, made or pronounced in any Suit or Proceedings in any Court of Equity against the Chairman for the Time being, or any Director 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 Persons and Property of every Member thereof, as if all the Members of such Company were Parties before the Court to and in any such Suit or Proceedings; and it shall and may be lawful for any Court in which such Order or Decree shall have been made to cause such Order and Decree to be enforced against all and every or any Member of such Company in like Manner as if every Member of such Company were Parties before such Court to and in such Suit or Proceedings.

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

VI. And be it further enacted, That any individual Member or Members of the said Company, or Person or Persons who shall have been a Member or Members of the said Company and have disposed of or parted with his 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 or them, (and not also

Individual Members may sue the Chairman, who may bring Actions or Suits against the Members.

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 and carry on in any Court of Equity any Suit or other Proceeding against the Chairman of the said Company for the Time being; and such Chairman or any One of the Directors for the Time being of the said Company may commence and carry on in his own Name any Action at Law, or Suit or other Proceeding in any Court of Equity, against any individual Member or Members of the said Company against whom the said Company generally may have any Claim or Demand; and all such Suits and other Proceedings shall be as valid and effectual as if all the Members of the said Company had been made Parties; and every Decree and Order made therein shall be binding for or against the said Company and all the Members thereof, and no Abatement shall arise from the Death of any such Chairman pending the Suit: Provided always, that in case, for the Purpose of Discovery, any Person or Persons, whether a Member or Members of 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 of the said Company besides the Chairman for the Time being 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.

One Action only to be brought upon One Cause.

VII. Provided always, and be it further enacted, That no Person or Persons, 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 against the Chairman or any One of the Directors for the Time being of the said Company may be pleaded in bar of any Action or Actions for the same Cause against any other Chairman or Director of the said Company.

Act to be at all Times valid.

VIII. And be it further enacted, That all the Provisions contained in this Act shall extend and be construed to extend to the said Company or Partnership called "The *Liverpool* Marine 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 Partners 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 Partners of the same.

Company not incorporated by this Act.

IX. Provided always, and be it further enacted, That nothing herein contained shall extend, or be deemed, construed, or taken 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, Duties, Contracts, or Obligations whatsoever which by Law they now are or at any Time hereafter may be

be subject or liable to, either between the said Company and others, or between the individual Members 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.

X. 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.

The

The SCHEDULE referred to by the foregoing Act.

MEMORIAL of the Names of the Chairman, Directors, and Members of the Liverpool Marine Assurance Company, on the Day of One thousand eight hundred and enrolled pursuant to an Act passed in the [*here insert the Date and Title of this Act*].

A. B. of in the County of [*Description*] maketh Oath, That the above-written Memorial doth contain the Names of the Chairman, Directors, and all the present Members of the said Company, as the same appear in the Books of the said Company.

A. B. Sworn [*insert Jurat.*]

MEMORIAL of the Name of the Chairman and Directors of the Liverpool Marine Assurance Company, to be enrolled in pursuance of an Act passed in the [*here insert the Date and Title of this Act*].

C. D. Chairman.
E. F. [*here insert the Names of the Directors*] Directors.

A. B. of in the County of [*Description*] maketh Oath, That the above-named *E. F.* [*here insert the Names of the Directors*] were elected Directors of the said Company on the Day of for the Year commencing on the Day of and ending on the Day of and that the above-named *C. D.* was elected Chairman of the said Company on the Day of for the Year commencing on the Day of and ending on the Day of .

A. B. Sworn [*insert Jurat.*]

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 Liverpool Marine Assurance Company since the Day of One thousand eight hundred and being the Date of the Memorial last registered respecting the said Premises and the said Company.

G. H. of .

A. B. of in the County of [*Description*] maketh Oath, 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

Share or Shares in the above-named Company since the Day of One thousand eight hundred and as the same appears in the Books of the said Company.

A. B. Sworn [*insert Jurat.*]

A MEMORIAL of the Name or Names of the Person or Persons having become a Member or Partner in or possessed of or entitled to any Share or Shares in the Liverpool Marine Assurance Company since the Day of One thousand eight hundred and being the Date of the Memorial last registered respecting the said Premises and the said Company.

I. K. of holding Shares.

A. B. of in the County of [*Description*] maketh Oath, That the above-written Memorial doth contain the Name or Names of the Person or Persons who hath or have become a Member or Partner in or possessed of or entitled to any Share or Shares in the above-named Company since the Day of One thousand eight hundred and as the same appears in the Books of the said Company.

A. B. Sworn [*insert Jurat.*]

LONDON: Printed by GEORGE EYRE and ANDREW SPOTTISWOODE,
Printers to the King's most Excellent Majesty. 1832.