CHAPTER cxxxiii.

A.D. 1874.

An Act for enabling the Midland and North-eastern Railway Companies to make a Railway from the Midland Railway near Swinton to the North-eastern Railway near Knottingley; and for other purposes. [16th July 1874.]

WHEREAS it is expedient that the Midland Railway Company and the North-eastern Railway Company (in this Act called "the two Companies") should be authorised to make the railway herein-after described, and to raise additional capital for the purposes of this Act:

And whereas it is expedient that the powers, rights, and authorities by this Act granted to the two Companies should be exercised on their behalf by a joint committee as herein-after provided:

And whereas plans and sections showing the line and levels of the railway authorised by this Act, and also books of reference containing the names of the owners and lessees, or reputed owners and lessees, and of the occupiers of the lands required or which may be taken for the purposes or under the powers of this Act, were duly deposited with the clerk of the peace for the west riding of the county of York, and are herein-after respectively referred to as the deposited plans, sections, and books of reference:

And whereas the objects of this Act cannot be effected without the authority of Parliament:

May it therefore please Your Majesty that it may be enacted; and be it 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:

Short title.

1. This Act may be cited for all purposes as the Midland and North-eastern Railways Act, 1874.

Provisions of certain general Acts incorporated.

2. The following Acts and parts of Acts are (except where expressly varied by this Act) incorporated with and form part of this Act; (that is to say,)

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The Lands Clauses Consolidation Acts, 1845, 1860, and 1869;
The Railways Clauses Consolidation Act, 1845;
Part I. (relating to the construction of a railway) of the Railways Clauses Act, 1863;
The provisions of the Companies Clauses Consolidation Act, 1845, with respect to the following matters; namely,
The construction of the Act and of other Acts to be incorporated therewith;
The distribution of the capital of the Company into shares;
The transfer or transmission of shares;
The payment of subscriptions and the means of enforcing the payment of calls;
The forfeiture of shares for nonpayment of calls;
The remedies of creditors of the Company against the shareholders;
The borrowing of money by the Company on mortgage or bond;
The conversion of borrowed money into capital;
The consolidation of the shares into stock;
The powers of the directors and the powers of the Company to be exercised only in general meeting;
The making of dividends;
The giving of notices; and
The provision to be made for affording access to the special Act by all parties interested; and
Part I. (relating to cancellation and surrender of shares), Part II. (relating to additional capital), and Part III. (relating to debenture stock) of the Railways Clauses Act, 1863.

Interpretation of terms.

3. In this Act the several words and expressions to which meanings are assigned by the Acts wholly or partially incorporated herewith have the same respective meanings, unless there be something in the subject or context repugnant to such construction. The expression "the Midland Company" means the Midland Railway Company; the expression "the North-eastern Company" means the North-eastern Railway Company; the expression "the railway" means the railway by this Act authorised; the expression "the committee" means the joint committee by this Act incorporated; and for the purposes of this Act the expression "superior courts" or "court of competent jurisdiction," or any like expression in this Act or in any Act wholly or partially incorporated therewith, shall be read and have effect as if the debt or demand with respect to which the expression is used were a simple contract debt, and not a debt or demand created by statute.

Power to make railway according to deposited plans.

4. Subject to the provisions of this Act, the two Companies may make and maintain, in the line and according to the levels shown on the deposited plans and sections, the railway herein-after described, with all proper stations, sidings, approaches, works, and conveniences connected therewith, and may enter upon, purchase, take, and use such of the lands delineated on the said plans and described in the deposited books of reference as may be required for that purpose:

The railway herein-before referred to and authorised by this Act is—

A railway fifteen miles five furlongs five chains and eight yards in length, commencing in the township and parish of Adwick-upon-Dearne, in the west riding of the county of York, by a junction near Swinton with the Midland Railway, and terminating in the township of Ferry Fryston or Ferrybridge and parish of Ferry Fryston, in the said west riding, by a junction near Knottingley with the Knottingley branch of the North-eastern Railway.

Certain lands not to be taken without consent, and interference with road restricted.

5. The two Companies shall not, without the consent in writing of the owner for the time being of the fields numbered on the deposited plans 20 and 24, in the township and parish of Pontefract, take any part of those fields, or interfere with any part of the road numbered on those plans 21, in the said township and parish, which adjoins those fields, further than may be necessary for altering that road in order to carry it under the railway in accordance with the provisions of this Act.

Power for two Companies to apply moneys to purposes of Act.

6. Each of the two Companies may appropriate and apply to the purposes of this Act any of the moneys which under and by virtue of any existing Acts they have raised or are authorised to raise, and which shall not be wanted for the purposes of those Acts.

Power to two Companies to raise additional capital.

7. Each of the two Companies may raise by the creation and issue of new shares or stock any sum not exceeding two hundred and fifty thousand pounds, in addition to the moneys which they respectively are or may be authorised to raise by any other Act or Acts of Parliament; and such new shares or stock may be created and issued either as ordinary or preference, or both, and either alone or together with any other moneys or capital which the Company raising the money may be then authorised so to raise.

Shares not to issue until one fifth paid up.

8. The two Companies, or either of them, shall not issue any new share created under the authority of this Act, and no share shall vest in the person accepting the same, unless and until a sum not being less than one fifth of the amount of such share is paid in respect thereof.

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New shares raised by Midland Company under this Act and any other Acts of past or present sessions may be of same class.

9. Subject to the provisions of any Act already passed by which the Midland Company are authorised to raise capital by new shares, and to the provisions of this Act and any other Act passed in the present session, whether before or after the passing of this Act, by which the Midland Company may be authorised to raise capital by new shares, they may, if they think fit, raise by the creation and issue of new shares of one and the same class all or any part of the aggregate capital which they are by such other Acts and this Act respectively authorised to raise by means of new shares.

As to amount and issue of new shares by Midland Company.

10. If at the time of the creation by the Midland Company of new shares under this Act the then existing ordinary consolidated stock in the Midland Company be at a premium or of greater actual value (according to the market price thereof in the city of London) than the nominal value thereof, such new shares shall be of such amounts (not other than an integral number of pounds sterling per share) as will allow the same to be conveniently apportioned among the then holders of all shares or stock in that Company (other than and except shares or stock to which any guaranteed or preferential dividend of a fixed amount, without further participation in the profits of that Company, shall have been assigned), in proportion to the number of shares or amount of stock held by them respectively; and such new shares may be either of one class or of different classes, and the directors of that Company may from time to time (but subject to the provisions of this Act) fix the amounts and times of payment of the calls on the new shares created under the powers of this Act; and every holder of shares or stock in the Midland Company at the time of such creation as aforesaid (other than and except as aforesaid) shall in such proportion as aforesaid be entitled to an allotment of the new shares according to the provisions of this Act, and no holder of any shares or stock entitled to a fixed amount of dividend without further participation in the profits of that Company shall be entitled to any apportionment of any such new shares.

Votes in respect of new shares in Midland Company.

11. The Midland Company may from time to time, if they think fit, attach to all or any new shares, or any class of new shares created by them under the powers of this Act, any total or partial permanent or temporary restrictions of the rights of voting and other qualifications of the holders thereof.

Midland Company's shares of same class to have like privileges.

12. All new shares of the same class created by the Midland Company under this Act shall confer like privileges, and shall bear like dividends or interest, and be subject to like restrictions, if any.

Vesting or other disposition of Midland Company's new shares.

13. Subject to the provisions of this Act, all new shares created by the Midland Company under this Act shall vest in and belong to such of the then shareholders as shall accept the same and pay the first instalment thereon to the amount and at the time which shall be fixed by the directors and specified in the letter offering the new shares.

Shares not accepted may be disposed of by Midland Company.

14. If any shareholder of the Midland Company for one month after such offer of new shares fail to accept the same and pay the first instalment called for in respect thereof, that Company may authorise the directors to dispose of the same in such manner as they may deem most for the advantage of that Company.

Qualifications of Midland Company's new shares.

15. Except as by or under the powers of this Act otherwise provided, all new shares issued by the Midland Company under the powers of this Act shall, in proportion to the aggregate amount from time to time paid up on the new shares held by the same person at the same time, entitle the respective holders thereof to the same dividends and profits, and confer on them the like qualifications and the like rights of voting as the like amount paid up on existing shares or stock of that Company (other than and except as aforesaid): Provided always, that unless otherwise determined by the meeting sanctioning the new shares, no person shall be entitled to vote in respect of any of the new shares to which a fixed or preferential dividend or other special advantage shall be assigned.

Saving rights of existing preference shareholders of Midland Company.

16. This Act, or anything therein contained, shall not prejudice or affect any preference or priority in the payment of interest or dividend on any other shares or stock which shall have been granted by the Midland Company in pursuance of or which may have been confirmed by any previous Act of Parliament, or which may otherwise be lawfully subsisting, or any dividend on any Midland Railway debenture stock.

Rights of voting for new shares or stock in North-eastern Company to be in proportion to the nominal amount thereof.

17. The new shares or stock created by the North-eastern Company under this Act shall, unless otherwise provided by the prescribed terms of issue or creation thereof, confer on the respective holders or proprietors thereof rights of voting and qualifications in proportion to the aggregate nominal value of such shares or amount of such stock, and not in proportion to the number of such shares; and for such purposes every entire sum of fifty pounds of such nominal value of shares or amount of stock shall be equivalent to one share or sum of fifty pounds in the capital stocks of that Company; and no shareholder shall vote or be entitled to be present at the meetings of that Company in respect of any number of such

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new shares, or any amount of such new stock, which, with any other shares or stock held by him in that Company, shall constitute a less interest in the capital stocks of that Company than fifty pounds in nominal value.

North-eastern new shares or stock to rank pari passu with others if so determined, and the dividends to be a charge against revenue.

18. The North-eastern Company may, by the resolution creating or authorising the creation of any of the new shares or stock by this Act authorised, determine that such new shares or stock shall rank pari passu with any other shares or stock of that Company created subsequently to the passing of that resolution, and also, if so determined, with any other shares or stock which shall have been created and issued subject to such a contingency, and the dividends thereon shall be payable accordingly, and shall be a charge upon and payable out of the net revenue of that Company.

North-eastern new shares or stock may be created subject to redemption.

19. The North-eastern Company may, by the resolution creating or authorising the creation of any of the new shares or stock by this Act authorised, attach thereto a condition that the same may be redeemed on the terms then determined.

For the purpose of such redemption, and for the redemption of any other shares or stock of that Company liable to be redeemed, that Company may from time to time create and issue new shares or stock to an amount not exceeding the aggregate amount of the shares or stock proposed to be redeemed.

Provided that that Company may, subject to the provisions of this Act, attach to the new shares or stock to be created for such redemption, any rights or privileges which by this Act they may attach to the shares or stock for which such new shares or stock are to be substituted, but so that the dividend payable in respect thereof shall, in case such new shares or stock are made preferential, not exceed four pounds ten shillings per centum per annum.

Power to borrow on mortgage.

20. Each of the two Companies may from time to time borrow on mortgage any sum not exceeding eighty-three thousand pounds, in addition to the sums which they respectively are or may be authorised by any other Act or Acts of Parliament to borrow, but neither of the two Companies shall borrow any part of the sum so authorised to be borrowed by them until shares for so much of the additional capital of two hundred and fifty thousand pounds, by this Act authorised to be raised by the Company desirous of borrowing, as is to be raised by shares are issued and accepted and one half thereof is paid up, and such Company have proved to the justice who is to certify under the 40th section of the Companies Clauses Consolidation Act, 1845, before he so certifies, that shares for the whole of such capital have been issued and accepted, and that one

half of such capital has been paid up, and that not less than one fifth part of the amount of each separate share in such capital has been paid on account thereof before or at the time of the issue or acceptance thereof, and until stock for one half of so much of such capital as is to be raised by means of stock is fully paid up, and the Company have proved to such justice as aforesaid, before he so certifies, that such shares or stock, as the case may be, were issued and accepted bonâ fide, and are held by the persons or corporations to whom the same were issued, or their executors, administrators, successors, or assigns; and also, if such capital is raised by shares, that such persons or corporations, or their executors, administrators, successors, or assigns, are legally liable for the same; and upon production to such justice of the books of the Company, and of such other evidence as he shall think sufficient, he shall grant a certificate that the proof aforesaid has been given, which shall be sufficient evidence thereof.

Arrears may be enforced by appointment of a receiver.

21. Mortgagees of either of the two Companies under this Act may enforce payment of arrears of interest or principal, or principal and interest, due on their mortgages by the appointment of a receiver; and in order to authorise the appointment of a receiver in respect of arrears of principal, the amount owing to the mortgagees by whom the application for a receiver is made shall not be less than ten thousand pounds in the whole.

Existing mortgages to have priority.

22. All mortgages and bonds granted by either of the two Companies before the passing of this Act, and which shall be subsisting at the time of the passing thereof, shall, during the continuance of such mortgages and bonds, have priority over any mortgages to be granted by that Company by virtue of this Act; but nothing in this section contained shall affect any priority of the interest of any debenture stock at any time created and issued by either of the two Companies.

Midland Company may create debenture stock.

23. The Midland Company may create and issue debenture stock, subject to the provisions of Part III. of "The Companies Clauses Act, 1863;" but, notwithstanding anything therein contained, the interest of all debenture stock at any time after the passing of this Act created and issued by that Company shall rank pari passu with the interest of all mortgages at any time after the passing of this Act granted by that Company, and shall have priority over all principal moneys secured by such mortgages.

Application of moneys.

24. All moneys raised under this Act, whether by shares or stock or borrowing, shall be applied for the purposes of this Act only.

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Lands for extraordinary purposes.

25. The quantity of land to be taken by the two Companies for the extraordinary purposes mentioned in the Railways Clauses Consolidation Act, 1845, shall not exceed ten acres.

Powers for compulsory purchases limited.

26. The powers granted by this Act for the compulsory purchase of lands shall not be exercised after the expiration of three years from the passing of this Act.

Inclination of a certain road.

27. In altering for the purposes of this Act the road next herein-after mentioned, the two Companies may make the same of any inclination not steeper than the inclination herein-after mentioned in connexion therewith; (that is to say,)

No. on deposited Plan.	Township.	Description of Road.	Intended Inclination.
116	Pontefract -	Public road -	1 in 12 on one side and level on the other.

Provision as to bridge over West Riding and Grimsby Railway.

28. The railway shall be carried over the West Riding and Grimsby Railway, belonging jointly to the Great Northern and Manchester, Sheffield, and Lincolnshire Railway Companies, by means of a bridge of one span of at least forty-eight feet in width on the square, and with not less than fourteen feet clear headway throughout above the surface level of the rails of the West Riding and Grimsby Railway under the same, which bridge and the works connected therewith shall be made and constructed in a substantial and workmanlike manner and to the reasonable satisfaction of and according to plans to be previously approved by the engineer of the West Riding and Grimsby Railway, and so as not to endanger or interfere with the security of that railway, or to impede the traffic thereof, and shall for ever afterwards be so maintained and kept in good and proper repair by and at the expense of the two Companies; and the Great Northern and Manchester, Sheffield, and Lincolnshire Railway Companies may require all such precautions to be taken by the two Companies in constructing, maintaining, and repairing the said bridge and the works connected therewith as the said engineer may deem expedient for protecting their railway from injury and the traffic thereon from interruption; and in case any damage or injury shall be caused to their railway or interruption or injury to the traffic thereon by reason of the said bridge or the works connected therewith, or during the construction, maintenance, use, or repair thereof respectively, the same shall forthwith be made good to those companies by the two Companies, or those companies may make good such damage or injury to their railway, and recover

the cost and expense thereof, and also compensation for such interruption or injury to their traffic as aforesaid, from the two Companies in any court of competent jurisdiction.

Great Northern and Manchester, Sheffield, and Lincolnshire Railway Companies property not to be purchased compulsorily, and interference therewith restricted.

29. The two Companies shall not purchase or take compulsorily any land or property of the Great Northern and Manchester, Sheffield, and Lincolnshire Railway Companies, but they may purchase and acquire from those companies, and those companies may and shall sell and grant accordingly, an easement or right of constructing and maintaining the railway on and over the said West Riding and Grimbsy Railway, in accordance with the provisions of this Act, nor (save only so far as may be necessary for the purpose of constructing and maintaining the railway) shall the two Companies, or any person in the execution of this Act, in any manner, either temporarily or permanently, enter upon, use, or interfere with the said West Riding and Grimsby Railway or property of the Great Northern and Manchester, Sheffield, and Lincolnshire Railway Companies, except with their consent in writing first obtained.

For settlement of disputes between Company and Great Northern and Manchester, Sheffield, and Lincolnshire Companies.

30. If any dispute shall arise between the two Companies and the Great Northern and Manchester, Sheffield, and Lincolnshire Railway Companies with reference to any matter comprised or referred to in the two last preceding sections, or either of them, the matter in dispute shall from time to time be decided by an engineer to be appointed by the president for the time being of the Institution of Civil Engineers, on the application of the two Companies, or of the Great Northern and Manchester, Sheffield, and Lincolnshire Railway Companies.

Provision as to bridge under Lancashire and Yorkshire Railway.

31. The bridge and the works connected therewith for carrying the railway under the Lancashire and Yorkshire Railway shall be made and constructed in a substantial and workmanlike manner, of a clear width of not less than forty-eight feet between the parapets, and to the reasonable satisfaction of and according to plans to be previously approved by the engineer of the Lancashire and Yorkshire Railway Company, and so as not to endanger or interfere with the security of their railway, or to impede the traffic thereof, and shall for ever afterwards be so maintained and kept in good and proper repair by and at the expense of the two Companies; and the Lancashire and Yorkshire Railway Company may require all such precautions to be taken by the two Companies in constructing, maintaining, and repairing the said bridge and the works connected therewith as their engineer may deem expedient for protecting their railway from injury and the traffic thereon from

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interruption; and in case any damage or injury shall be caused to their railway or interruption or injury to the traffic thereon by reason of the said bridge or the works connected therewith, or during the construction, maintenance, use, or repair thereof respectively, the same shall forthwith be made good by the two Companies to the Lancashire and Yorkshire Railway Company, or that company may make good such damage or injury to their railway, and recover the cost and expense thereof, and also compensation for such interruption or injury to their traffic as aforesaid, from the two Companies in any court of competent jurisdiction.

Lancashire and Yorkshire Railway Company's property not to be purchased compulsorily, and interference therewith restricted.

32. The two Companies shall not purchase or take compulsorily any land or property of the Lancashire and Yorkshire Railway Company, but they may purchase and acquire from that company, and that company may and shall sell and grant accordingly, an easement or right of constructing and maintaining the railway on and through the property of that company in accordance with the provisions of this Act, nor (save only so far as may be necessary for the purpose of constructing and maintaining the railway) shall the two Companies, or any person in the execution of this Act, in any manner, either temporarily or permanently, enter upon, use, or interfere with the railway or property of the Lancashire and Yorkshire Railway Company, except with their consent in writing first obtained.

Site of roads stopped up to vest in two Companies on another road being substituted by them.

33. Where in constructing the railway the two Companies shall, under the powers of this Act, divert or stop up any road and substitute another in lieu thereof, the soil and site of the road so diverted or stopped up, to the extent of the lands on both sides of such road purchased by or belonging to the two Companies, shall thereupon vest in and thenceforth be held by them in fee as part of the undertaking by this Act authorised.

Notice to be given of taking houses of labouring classes.

34. The two Companies shall, not less than eight weeks before they take in any parish fifteen houses or more occupied either wholly or partially by persons belonging to the labouring classes as tenants or lodgers, make known their intention to take the same by placards, handbills, or other general notice, placed in public view upon or within a reasonable distance from such houses; and the two Companies shall not take any such houses until they have obtained the certificate of a justice that it has been proved to his satisfaction that they have so made known their intention.

On expiration of time limited for

35. If the railway is not completed within five years from the passing of this Act, then on the expiration of that period the powers

by this Act granted to the two Companies for making and completing the railway, or otherwise in relation thereto, shall cease to be exercised, except as to so much thereof as is then completed.

completion of railway powers to cease.

36. If the two Companies fail within the period limited by this Act to complete the railway they shall be liable to a penalty of fifty pounds a day for every day after the expiration of the period so limited until the railway is completed and opened for public traffic, or until the sum received in respect of such penalty shall amount to five per centum on the estimated cost of the works.

Penalty imposed unless the line is opened within the time limited.

The said penalty may be applied for by any landowner or other person claiming to be compensated in accordance with the provisions of the next following section of this Act, or by the solicitor of Her Majesty's Treasury, and in the same manner as the penalty provided in section three of the Railway and Canal Traffic Act, 1854.

Every sum of money recovered by way of such penalty as aforesaid shall be paid, under the warrant or order of such court or judge as is specified in that section, to an account opened or to be opened in the name and with the privity of Her Majesty's Paymaster General on behalf of the Court of Chancery in England, in the bank and to the credit specified in such warrant or order, and shall not be paid thereout except as herein-after provided.

But no penalty shall accrue in respect of any time during which it shall appear by a certificate to be obtained from the Board of Trade that the two Companies were prevented from completing or opening such line by unforeseen accident or circumstances beyond their control; provided that the want of sufficient funds shall not be held to be a circumstance beyond their control.

37. Every sum of money so recovered by way of penalty as aforesaid shall be applicable, and after due notice in the London Gazette shall be applied, towards compensating any landowners or other persons whose property may have been interfered with or otherwise rendered less valuable by the commencement, construction, or abandonment of the railway, or any portion thereof, or who may have been subjected to injury or loss in consequence of the compulsory powers of taking property conferred upon the two Companies by this Act, and for which injury or loss no compensation, or inadequate compensation, shall have been paid, and shall be distributed in satisfaction of such compensation as aforesaid in such manner and in such proportions as to the Court of Chancery in England may seem fit.

Application of penalty

If no such compensation shall be payable, or if a portion of the sum or sums of money so recovered by way of penalty as aforesaid

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shall have been found sufficient to satisfy all just claims in respect of such compensation, then the said sum or sums of money recovered by way of penalty, or such portion thereof as may not be required as aforesaid, shall be forfeited to Her Majesty, and accordingly be paid to or for the account of Her Majesty's Exchequer in such manner as the Court of Chancery in England thinks fit to order on the application of the solicitor of Her Majesty's Treasury, and shall be carried to and form part of the consolidated fund of the United Kingdom: Provided, that if either of the two Companies becomes insolvent and is ordered to be wound up, or if a receiver has been appointed in respect of such Company, then the portion of such penalty recovered from such Company as aforesaid shall wholly or in part (in the discretion of the Court) be paid to such receiver or to the liquidator or liquidators of such Company, or be otherwise applied as part of the assets of such Company for the benefit of the creditors thereof.

Tolls.

38. The railway and works authorised by this Act shall, for the purposes of the tolls, rates, and charges to be levied in respect of the use thereof, be deemed to be part of the undertaking of the North-eastern Company.

Two Companies to be joint owners of railway.

39. The Midland Company and the North-eastern Company shall be and be deemed joint owners of the railway with equal rights and in equal shares, and they may severally or jointly use the railway and every part thereof as fully as if the same had formed part of the undertaking of each of the two Companies.

Incorporation of join committee for purposes of this Act.

40. Matthew William Thompson, Sir Isaac Morley, and Charles Henry Jones, on behalf of and as representing the Midland Company, and George Leeman, James Kitson, and Henry Oxley on behalf of and as representing the North-eastern Company, and their successors, are hereby appointed a joint committee for the purpose of exercising all the powers, authorities, and rights by this Act granted to and vested in the two Companies jointly, and for that purpose the persons before named, and their successors, are hereby incorporated by the name of "the Midland and North-eastern Railway Companies Committee," and by that name shall be one body corporate with perpetual succession and a common seal, and with powers to purchase, take, hold, and dispose of lands and other property.

Constitution and future

41. The committee shall consist of six members, three of whom shall be from time to time appointed by the Midland Company, and

three by the North-eastern Company; and each of the several persons herein-before named and appointed shall remain in office until the thirty-first day of July one thousand eight hundred and seventy-five, unless before that day his office is vacated by removal, death, resignation, or otherwise: Provided always, in the case of a member of committee appointed during the currency of such period to fill the place of any member of committee whose office has been vacated as aforesaid, that he shall only continue in office until the said thirty-first day of July one thousand eight hundred and seventy-five; and provided also, that a member of the committee may be removed at any time by the directors of the Company of whom he is a representative.

appointment of committee.

42. In the month of July one thousand eight hundred and seventy-five, and in the month of July in every subsequent year, the directors of the Midland Company and of the North-eastern Company respectively shall, by writing under the seal of the Company, appoint the members of committee to be appointed by them respectively, and they shall in like manner, whenever the office of a member is vacated by removal, death, resignation, or otherwise, fill up such vacancy; but any failure of either of the Companies to make the yearly appointment shall not affect the validity of the proceedings of the committee, and where either Company fails to make the yearly appointment within the said month of July they may make it afterwards.

How committee to be appointed.

43. Where a member of the committee is removed by the Company by whom he was appointed, or resigns or dies, the Company by whom he was appointed shall, within fourteen days next after they have notice of the vacancy so happening in the committee, or so soon after as can be, appoint a member in his place; but any failure of either of the Companies to supply any such vacancy shall not affect the validity of the proceedings of the committee.

Vacancies in joint committee to be supplied.

44. The committee shall meet at and adjourn to such time and place as they from time to time determine, and they shall determine their own procedure, and four members, being two of the representatives of each Company, shall be a quorum thereof, and a chairman shall be elected for each meeting, and chairmen shall be chosen alternately from the members severally representing the two Companies, unless it is otherwise unanimously agreed on at any meeting, for that meeting; and the representatives of each of the two Companies shall only have one vote amongst them, and the chairman shall not have a casting vote.

Meetings of committee.

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Appointment of and reference to standing arbitrator.

45. The two Companies shall, on the request of either of them, appoint under their common seals a standing arbitrator, and on the failure of the two Companies for one month after such requisition to make such appointment, a standing arbitrator shall be appointed by the Board of Trade on the application of either Company; and if any difference at any time arises in the committee between the members thereof representing the one Company and the members thereof representing the other Company, the arbitrator may, on application made to him by a representative on the committee of either of the Companies, attend at any meeting of the committee and summarily decide any such matter in difference; and every award or decision of the arbitrator shall be final with respect to the matter submitted to him; and the committee shall fix the remuneration to be paid to an arbitrator appointed by the two Companies, and the Board of Trade shall fix that to be paid to an arbitrator appointed by that Board: Provided, that if any matter referred to an arbitrator is left undecided by him when he ceases to be standing arbitrator, the same shall be decided by him, and his decision shall be binding although he no longer fills the office.

Powers and functions of committee.

46. All the powers, authorities, and rights under this Act vested in the two Companies jointly shall be exercised on their behalf by the committee and in the name of the committee; and the committee shall have the direction of the joint property of the two Companies under this Act, and they may appoint, remunerate, and at pleasure remove officers, clerks, and servants for the purposes thereof, and they shall cause proper books of account to be kept, containing accurate statements of the receipts and expenditure relating to the joint property and affairs, and books in which shall be entered minutes of proceedings at meetings of the committee.

Funds for construction, &c.

47. In order to provide funds for the purchase of lands, and for the construction of the railway and works authorised by this Act, and for carrying on the business of the committee under this Act until adequate revenue is derived from the joint property of the two Companies under this Act, the following provisions shall have effect; namely,

The committee shall from time to time in a minute of the committee estimate the amount of money required by them for the purposes aforesaid, and shall fix the times at which such money is to be paid to their bankers or treasurer, and copies of every such minute, signed by the chairman of the meeting at which such minute was made, and by the secretary of the com-

mittee, or by the arbitrator and secretary, shall be sent with all convenient despatch to the secretaries of the two Companies, addressed to their respective principal offices:

The two Companies shall, at the time so fixed in the minute, pay in equal shares to the bankers or treasurer of the committee the amount specified in the minute, and such shares shall be deemed debts due from the two Companies respectively to the committee from the day fixed for the payment thereof until the same are discharged:

If either Company make default in such payment they shall be charged by and shall pay to the committee interest at the rate of ten per centum per annum on the amount due from the same Company, to be calculated from the day fixed for the payment until the day when the same is paid:

The committee may recover from the Company in default the money so due by proceedings in any court of competent jurisdiction, and it shall be sufficient in any such proceedings for the committee to produce their minute book containing the estimate on which the claim is founded, and to prove that a copy of the minute thereof duly authenticated was sent to the secretary of the Company in default, addressed to the principal office of that Company, and that the sum mentioned in the minute had not been paid.

Payments by each Company for use of railway.

48. The rates to be paid by each of the two Companies for the conveyance by that Company of traffic over the railway shall be the mileage proportion attributable to the railway of that Company's gross receipts from that traffic, after the deduction from such gross receipts of such a sum as may be agreed upon between the two Companies for working expenses, and also of the terminal charges arising therefrom from time to time allowed by the clearing house, and also of paid-ons, paid-outs, proportions paid or due to other companies, and Government duty: Provided that, subject to the payments aforesaid, each of the two Companies may book through and make through rates on and over the railway and every part thereof, and the committee shall make all necessary arrangements for that purpose.

Disposal of revenue.

49. The committee shall receive all the tolls, rents, rates, and charges, and all other the revenue arising out of the railway or any part thereof or connected therewith, and shall devote the same in the first instance to paying the salaries, charges, and expenses incident to the working, control, management, maintenance, and repair of the railway; and the balance of net revenue remaining in the hands

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of the committee at the end of every half year, after making such payments as aforesaid, shall be handed by them to the two Companies in equal proportions, and the committee shall account to the two Companies monthly for all balances of net profits, unless the two Companies otherwise agree.

Expense of managing undertaking.

50. If the revenue so coming to the hands of the committee and so calculated is insufficient for the purpose of defraying the expenses attending the general management, regulation, and control of the joint property and affairs of the two Companies under this Act, each of the two Companies shall from time to time, on demand by the committee, pay to the committee the amount declared by them to be due from the same Company, whether in anticipation of future payments or in liquidation of payments already made, and the proportion so due may be recovered from either of the two Companies, if unpaid for fourteen days after demand thereof in writing, by proceedings in any court of competent jurisdiction, and it shall be sufficient to aver that the sum claimed has been declared by the committee or the arbitrator to be due from the Company sued, and the production of the minute book of the committee containing such declaration shall be sufficient evidence of the averment.

Actions, &c. against committee.

51. All actions, suits, indictments, and other proceedings at law or in equity which might have been brought and prosecuted by or against either of the two Companies if that Company had been solely authorised to execute this Act, shall be brought and prosecuted by or against the committee, and any summons, demand, writ, notice, or other proceeding at law or in equity, or otherwise relating in any manner to the undertaking by this Act authorised, or to any act or default of the committee, or to any property under their management, shall, if served on the committee at their principal office, be valid and effectual.

Parts of 8 & 9 Vict. c. 16. incorporated.

52. The following sections of the Companies Clauses Consolidation Act, 1845, are hereby incorporated with this Act; namely,

Section 97, with respect to the making of contracts;

Section 98, with respect to the entry of proceedings;

Section 99, with respect to the validity of proceedings;

Section 100, with respect to liability and indemnity;

Sections 109 to 114, both inclusive, with respect to the accountability of officers; and

Sections 142 to 160, both inclusive, with respect to the recovery of damages not specially provided for, and penalties:

And for the purposes of this Act the provisions of those sections relative to the Company or to the directors shall apply to the committee and the members thereof.

Interpretation of "Company" in Railways Clauses Act, 8 & 9 Vict. c. 20.

53. The expression "the Company" in the Railways Clauses Consolidation Act, 1845, shall for the purposes of this Act mean the committee.

Running powers to Great Northern and Manchester, Sheffield, and Lincolnshire Railway Companies.

54. The Great Northern Railway Company and the Manchester, Sheffield, and Lincolnshire Railway Company (herein-after called the running companies) respectively may run over and use, with their engines and carriages of every description, and with their clerks, officers, and servants, all or any part of the railway by this Act authorised, together with the stations, watering-places, water, booking offices, warehouses, landing-places, sidings, works, and conveniences connected therewith, including lines to collieries or other works that may at any time hereafter be constructed by the two Companies, or either of them, in connexion with the railway by this Act authorised.

As to payments in respect of running powers.

55. In exercising the running powers by this Act granted each of the running companies shall be at liberty to fix their own through rates and fares. The mileage proportion attributable to the railway or portion of railway run over of the gross receipts arising from the exercise of such running powers shall be ascertained, after deduction of the usual clearing house or such other terminals as are herein-after provided for, and also of paid-ons, paid-outs, proportions paid or due to other companies, and Government duty, and when so ascertained shall be divided as regards through traffic in the proportion of sixty per centum to the two Companies and forty per centum to the running company or companies, and as regards such local traffic as the running companies may carry consistently with the provisions of this Act, in the proportion of seventy-five per centum to the two Companies and twenty-five per centum to the running company or companies. Accounts shall be settled monthly in accordance with the regulations of the clearing house from time to time in force: Provided that the terminal allowances to be made or allowed to the two Companies by the running companies on all goods and mineral traffic at the stations on the railway by this Act authorised shall, if not agreed, be settled by arbitration in manner herein-after prescribed: Provided also, that if the running companies or either of them shall at any time hereafter require the two Companies to provide any special or exclusive accommodation for their use at any station on the railway by this Act authorised, the two

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Companies shall provide the same upon such terms and conditions as shall be agreed or settled by arbitration as herein-after prescribed.

For protecting local traffic.

56. In exercising the running powers by this Act granted it shall not be lawful for either of the running companies to take up at any station on the railway by this Act authorised any animals, goods, or minerals, and to deliver the same at any other station on the railway by this Act authorised, unless with the consent in writing of the two Companies.

Running companies may employ their own clerks, &c.

57. The running companies may from time to time employ at all or any of the stations on the railway by this Act authorised their own clerks and carting agents, and the two Companies shall, as far as possible, provide all proper and needful accommodation for such clerks and carting agents at such respective stations, and the apportionment of the terminal allowances in respect of traffic at such stations shall, if not agreed, be determined by arbitration as herein-after prescribed.

Byelaws to be observed.

58. The running companies in using or traversing the railway, and in using the stations and conveniences thereof, in accordance with the provisions herein-before contained, shall at all times observe the regulations and byelaws for the time being in force on the railway, so far as such byelaws shall be applicable to the company exercising the said powers.

Provision as to junctions with railways of Great Northern and Manchester, Sheffield, and Lincolnshire Railway Companies.

59. If within twelve months after the passing of this Act the running companies, or either of them, give to the two Companies, or either of them, notice in writing under their common seals or seal of their desire that the junctions herein-after described should be constructed, the two Companies, or one of them, shall in the next or next succeeding session of Parliament use their bonâ fide endeavours to obtain power to make the following junction lines of railway; (that is to say,)

(*a.*) A convenient junction near Mexborough between the railway by this Act authorised and the South Yorkshire Railway:

(*b.*) Two convenient junctions near South Kirkby between the railway by this Act authorised and the West Riding and Grimsby Railway of the running companies, one on the north and one on the south side of that railway.

The said junctions shall be made in the directions indicated on the plans of the Leeds, Pontefract, and Sheffield Junction Railway deposited with the clerk of the peace for the west riding of the county of York in the month of November last.

The two Companies, or one of them, shall complete and open the junctions so authorised simultaneously with the completion and opening of the railway.

The running companies shall have and may exercise and enjoy in respect of the said junctions, and any sidings, works, or conveniences connected therewith, the like powers, rights, and privileges, subject to the like restrictions, terms, and conditions as are by this Act conferred and imposed upon them in respect of the railway by this Act authorised.

Providing for settlement of differences by arbitration.

60. Any difference which may from time to time arise between the two Companies, or either of them, on the one hand, and the running companies, or either of them, on the other hand, with respect to the true intent and meaning of the provisions hereinbefore contained relating to the two Companies and the running companies, or either of them, or with respect to the mode of giving effect thereto, shall be settled by arbitration in the manner provided by the Railways Clauses Consolidation Act, 1845, with respect to the settlement of disputes by arbitration.

Interest not to be paid on calls paid up.

61. The two Companies, or either of them, shall not, out of any money by this Act authorised to be raised, pay interest or dividend to any shareholder on the amount of the calls made in respect of the shares held by him; but nothing in this Act shall prevent the two Companies, or either of them, from paying to any shareholder such interest on money advanced by him beyond the amount of the calls actually made as is in conformity with "The Companies Clauses Consolidation Act, 1845."

Deposits for future Bills not to be paid out of capital.

62. The two Companies, or either of them, shall not, out of any money by this Act authorised to be raised, pay or deposit any sum which, by any standing order of either House of Parliament now or hereafter in force, may be required to be deposited in respect of any application to Parliament for an Act authorising them, or either of them, to construct any other railway or to execute any other work or undertaking.

Companies not exempt from provisions of present and future general Acts.

63. Nothing in this Act contained shall exempt the two Companies, or either of them, or the railway, from the provisions of any general Act relating to railways, or the better and more impartial audit of the accounts of railway companies, now in force or which may hereafter pass during this or any future session of Parliament, or from any future revision or alteration, under the authority of

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Parliament, of the maximum rates of fares and charges, or of the rates for small parcels, authorised by this Act.

Expenses of Act.

64. All costs, charges, and expenses of and incident to the preparing for, obtaining, and passing of this Act, or otherwise in relation thereto, shall be paid by the two Companies in equal shares.

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