CHAPTER clii.

An Act to confer further Powers on the Newcastle-upon-Tyne and Gateshead Gas Company. [21st July 1879.]

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WHEREAS the Newcastle-upon-Tyne and Gateshead Gas Company (in this Act called the Company) are lighting with gas the boroughs of Newcastle-upon-Tyne and Gateshead (in this Act called the boroughs) and adjacent places in the counties of Northumberland and Durham under the powers of the Newcastle-upon-Tyne and Gateshead Gas Act, 1864, the Newcastle-upon-Tyne and Gateshead Gas Act, 1867, and the Newcastle-upon-Tyne and Gateshead Gas Act, 1873, which Acts are in this Act collectively referred to as the former Acts, and each of them separately as an Act of the year in which the same was passed:

27 & 28 Vict. c. cxlviii. 30 & 31 Vict. c. xxx. 36 & 37 Vict. c. cxvii.

And whereas by the Act of 1873 the then capital of the Company was converted into a consolidated stock of three hundred and fifty thousand pounds, bearing a maximum dividend of seven pounds per centum per annum, and the Company were authorised to create and issue a further sum of one hundred thousand pounds of such consolidated stock:

And whereas the whole of the said one hundred thousand pounds has been issued and paid up, and the Company now owe ninety-seven thousand nine hundred and thirty-five pounds on loan:

And whereas the consumption of and the demand for gas supplied by the Company has increased and is still increasing:

And whereas it is expedient that the Company be authorised to raise additional capital by the issue of additional stock and by borrowing:

And whereas by the Act of 1864 (section 21) it is provided that all the directors of the Company should annually retire from office, and it is expedient that this provision be altered, and that the

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directors retire in manner provided by the Companies Clauses Consolidation Act, 1845:

8 & 9 Vict. c. 16.

34 & 35 Vict. c. 41.

And whereas it is expedient by reason of the provisions of the Gasworks Clauses Act, 1871, that the annual meeting of the Company be held in the month of February instead of in the month of September, and that the accounts of the Company be made up to the thirty-first day of December instead of the thirtieth day of June:

And whereas it is expedient that the Company be authorised to stop up a footpath crossing the Tanfield Branch of the North-eastern Railway and land of the Company, such footpath being no longer necessary:

And whereas it is expedient that the provisions with respect to the quality of the gas be amended:

And whereas the objects aforesaid 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; (that is to say,)

Short title.

1. This Act may be cited as Newcastle-upon-Tyne and Gateshead Gas Act, 1879.

Incorporation of general Acts.

2. The provisions of the Companies Clauses Consolidation Act, 1845, with respect to the following matters; (that is to say,)

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 shares into stock;

The general meetings of the Company, and the exercise of the right of voting by the shareholders;

The making of dividends;

The giving of notices;

The provision to be made for affording access to the special Act by all parties interested; and

Part I. (cancellation and surrender of shares), Part II. (additional capital), and Part III. (debenture stock) of the Companies

Clauses Act, 1863, as amended by the Companies Clauses Act, 1869; and

The Gasworks Clauses Act, 1847,

26 & 27 Vict. c. 18. 32 & 33 Vict. c. 48. 10 & 11 Vict. c. 15.

are, so far as the same respectively are applicable for the purposes of and not varied by or inconsistent with the provisions of this Act, incorporated with and form part of this Act; and the Gasworks Clauses Act, 1871, shall, subject to the provisions of this Act, apply to the undertaking of the Company as if the same had been authorised by this Act.

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; and in construing this Act, and in construing for the purposes of this Act the Acts incorporated herewith,—

"The boroughs" means the boroughs of Newcastle-upon-Tyne and Gateshead;

The expressions "superior courts" or "court of competent jurisdiction," or any other like expression, 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, and shall include county courts in all cases in which the debt or demand is within the jurisdiction for the time being of county courts.

Power to raise additional capital.

4. The Company may apply to the purposes of this Act any moneys they may have already raised or are authorised to raise, and may from time to time raise (in addition to their present authorised capital) any further capital, not exceeding in the whole the sum of three hundred thousand pounds, by the creation and issue of new consolidated stock, and such stock shall, subject to the provisions of this Act, form part of the general capital of the Company: Provided that it shall not be lawful for the Company to create and issue under the powers of this Act any greater nominal amount of capital than shall be sufficient to produce, including any premiums which may be obtained on the sale thereof, the sum of three hundred thousand pounds.

New stock not to issue until one fifth paid up.

5. The Company shall not issue any such stock, nor shall any such stock vest in the person accepting the same, unless and until a sum not being less than one-fifth part of the amount of such stock shall have been paid up in respect thereof.

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Restriction on amount of capital issued in any one year.

6. Subject to the proviso herein-after contained, the Company shall not create and issue within any one year any greater nominal amount of capital than shall be sufficient to produce in manner aforesaid seventy-five thousand pounds: Provided that if in any year or years the Company have not created and issued capital to the full amount herein-before prescribed in relation to such year or years, they may in any subsequent year create and issue, in addition to the amount prescribed for such year, such a nominal amount of capital as shall be sufficient, together with the amount then raised, to produce in manner aforesaid seventy-five thousand pounds in respect of any one year.

New stock to be offered by auction or tender.

7. Notwithstanding anything in this Act contained, the Company shall, when any stock created under the powers of this Act is to be issued, and before offering the same to the holder of any other stock of the Company, and whether the ordinary stock of the Company is at a premium or not, offer the same for sale by public auction or by tender in such manner and at such times and subject to such conditions of sale as the Company shall from time to time determine: Provided that at any such sale no single lot shall comprise more than five hundred pounds nominal value of stock, and that the reserved price put upon such stock shall not be less than the nominal amount thereof; and notice of the amount of such reserved price shall be sent by the Company in a sealed letter to the Board of Trade not less than twenty-four hours before the day of auction or the last day for the reception of tenders, as the case may be, and such letter may be opened after such day of auction or last day for the reception of tenders and not sooner, and provided that no priority of tender shall be allowed to any holder of stock in the Company.

Time for paying up of stock sold by auction.

8. It shall be one of the conditions of any sale of stock under this Act that the whole nominal amount thereof, together with any premiums given by any purchaser at such sale, shall be paid to the Company within three months thereafter.

Notice to be given as to sale, &c. of stock.

9. The intention to sell any stock by auction or by tender shall be communicated in writing to the town clerks of the boroughs at least twenty-eight days before the day of auction or the last day for the reception of tenders, as the case may be, and notice of such intention shall be duly advertised once in each of two consecutive weeks in one or more local newspapers circulating within the boroughs.

Where shareholder bids or tenders for stock the same amount as any other

10. Where the amount bidden or tendered by the proprietor of any stock of the Company (in this Act referred to as a "proprietor") for any stock offered for sale by auction or by tender under the provisions of this Act is equal to the highest amount bidden or tendered

for such last-mentioned stock by any person not being a proprietor, then and in every such case such proprietor shall be declared to be the purchaser of and entitled to such stock.

person, shareholder to be declared the purchaser.

11. Where any stock created under the powers of this Act has been offered for sale by auction or tender and not sold, the same shall be offered at the reserved price put upon the same for the purpose of sale by auction or tender to the holders of ordinary stock of the Company in manner provided by the Companies Clauses Act, 1863: Provided always, that any stock so offered and not accepted within the time prescribed by the said Act shall again be offered for sale by public auction or by tender in the manner and subject to the provisions of this Act with respect to the sale of stock created under the powers of this Act.

Stock not sold by auction or tender to be offered to shareholders.

12. Any sum of money which shall arise from the issue of any such stock by way of premium, after deducting therefrom the expenses of and incident to such issue, shall not be considered as profits of the Company, but shall be expended in extending or improving the works of the Company, or in paying off money borrowed or owing on mortgage by the Company, and shall not be considered as part of the capital of the Company entitled to dividend.

Application of premium arising on issue of stock.

13. Except as in this Act provided, the profits of the Company to be divided among the shareholders in respect of any one year shall not exceed the rate of seven pounds per centum per annum in respect of every hundred pounds actually paid up of the stock of the Company, and such rate is in this Act referred to as the standard rate of dividend.

Standard rate of dividend.

Provided always, that if and whenever the price charged by the Company for gas supplied within the boroughs shall be less than the price of two shillings and ninepence per one thousand cubic feet, the Company may for every penny charged below such price increase the standard rate of dividend by five shillings in the one hundred pounds per annum.

14. The maximum price to be charged by the Company for gas supplied by them shall be three shillings and fourpence per one thousand cubic feet for gas supplied within the limits of the boroughs, and four shillings per one thousand cubic feet for gas supplied without the limits of the boroughs: Provided that if payment be made on or before the tenth day of the month following that on which the amount shall become due, the Company shall make to every consumer whose consumption in any quarter of a year shall not have exceeded four hundred thousand cubic feet a deduction by way of discount at the rate of ten per centum on the amount so due,

Maximum price of gas.

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and to every consumer whose consumption in any such quarter shall have exceeded four hundred thousand cubic feet a deduction by way of discount of fifteen per centum on the amount due; provided also, that with respect to gas supplied without the boroughs the Company may, if they think fit, allow to every consumer whose consumption in any quarter shall have exceeded four hundred thousand cubic feet an additional discount of not exceeding ten per centum on the quantity consumed in such quarter.

Amount of reserve fund.

15. The amount of the reserve fund authorised by section 31 of the Gasworks Clauses Act, 1847, to be formed by the Company shall not exceed eight per centum of the nominal capital of the Company.

Power to borrow on mortgage.

16. In addition to the moneys which the Company are authorised to borrow under the recited Acts, they may from time to time borrow on mortgage, in respect of the additional stock of three hundred thousand pounds by this Act authorised to be raised, any sum or sums not exceeding in the whole seventy-five thousand pounds, and the Company may as each sum of fifty thousand pounds of such additional capital has been issued and accepted, and one half the amount of each sum has been paid up, borrow on mortgage in respect of each sum of fifty thousand pounds any sum or sums not exceeding in the whole twelve thousand five hundred pounds, but in no case shall any part of the said respective sums be borrowed until the Company shall have proved to the justice who is to certify under the fortieth section of the Companies Clauses Consolidation Act, 1845, before he so certifies, that stock for one half of the portion of the additional capital in respect of which the borrowing powers are to be exercised is fully paid up, and that such stock was issued and accepted and paid up bonâ fide, and is held by the persons or corporations to whom the same was issued, or their executors, administrators, successors, or assigns; 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.

Appointment of receiver.

17. Section 19 (for appointment of a receiver) of the Act of 1873 is hereby repealed, but without prejudice to any appointment heretofore made or proceedings now pending thereunder, and in lieu thereof, the mortgagees of the Company may enforce payment of arrears of interest or principal, or principal and interest, due on their mortgages by the appointment of a receiver. 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 five thousand pounds in the whole.

Existing mortgages to have priority.

18. All mortgages and bonds granted by the Company in pursuance of the powers of any Act of Parliament before the passing of this Act, and subsisting at the passing thereof, shall, during their respective continuance and subject to the provisions of the Acts under which the same were respectively granted, have priority over any mortgages granted by virtue of this Act.

Priority of mortgages over other debts.

19. All money to be raised by the Company on mortgage under the provisions of this Act shall have priority against the Company, and the property from time to time of the Company, over all other claims on account of any debts incurred or engagements entered into by them after the passing of this Act: Provided always, that this priority shall not affect any claim against the Company or their property in respect of any rentcharge granted or to be granted by them in pursuance of the Lands Clauses Consolidation Act, 1845, or the Lands Clauses Consolidation Acts Amendment Act, 1860, or in respect of any rent or sum reserved by or payable under any lease granted or made to the Company in pursuance of any Act relating to the Company which is entitled to rank in priority to or pari passu with the interest or dividend on their mortgages, nor shall anything herein-before contained affect any claim for land taken, used, or occupied by the Company for the purposes of their works, or injuriously affected by the construction thereof, or by the exercise of any of the powers of this Act.

8 & 9 Vict. c. 18.
23 & 24 Vict. c. 106.

Interest on debenture stock.

20. Notwithstanding anything contained in Part III. of the Companies Clauses Act, 1863, the interest of all debenture stock at any time after the passing of this Act created and issued by the Company shall rank pari passu with the interest of all mortgages at any time after the passing of this Act granted by the Company, and shall have priority over all principal moneys secured by such mortgages.

Conversion of borrowed money into capital.

21. The Company shall not have power to raise the money or any part of the money by this Act authorised to be borrowed on mortgage by the creation of shares or stock instead of by borrowing, or to convert into capital the amount borrowed under the provisions of this Act, unless in either case all dividends upon the shares or stock so created are limited to a rate not exceeding five pounds per centum per annum.

Application of moneys.

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

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the general purposes of the Company to which capital is properly applicable.

Purchase of additional lands by agreement.

23. The Company for the purposes of their undertaking may by agreement acquire by purchase or lease and hold, in addition to the lands now authorised to be held by them, any lands not exceeding in the whole fifteen acres, but the Company shall not manufacture gas or residual products, except on the lands described in the schedule to this Act.

Power to stop up footway across land of the Company at Gateshead.

24. The Company may stop up the footway in the parish of Gateshead leading from an occupation road on the south-east side of and adjoining the Tanfield Branch of the North-eastern Railway, across that branch and across land of the Company, to a point in the footpath made by the Company on their land and dedicated to public use, and situate on the line of an intended new street (to be constructed partly on land of the Company and to be called "Mire Street"), about eight yards south of the Blaydon Branch of the North-eastern Railway, and may appropriate to their own purposes so much of the site of the said footway as is upon the lands of the Company.

Rotation of directors.

25. Section 21 (first directors, how long to remain in office) of the Act of 1864 is hereby repealed; and, subject to the provision in that Act for increasing the number of directors, the provisions of the Companies Clauses Consolidation Act, 1845, with respect to the appointment and rotation of directors, shall extend to the Company.

Altering time for holding general meetings.

26. From and after the thirtieth day of September next all general meetings of the Company shall be held in the month of February instead of in the month of September, as required by section 24 of the Act of 1864.

Purity and testing of gas.

27. With respect to the illuminating power and quality of the gas supplied by the Company and the testing thereof, the following provisions shall have effect; that is to say,

(1.) As to the borough of Newcastle-upon-Tyne:

In lieu of the number of sperm candles prescribed by the Act of 1864, the prescribed number shall be not less than $15\frac{1}{2}$, to be ascertained by the test next herein provided; the prescribed burner shall be Sugg's London Argand Burner, Number 1, with a six-inch by one-and-three-quarter-inch glass chimney, but if at any time the gas flame tail over the top of that glass a six-inch by two-inch chimney shall be used, or any other burner

which may from time to time be approved by the Board of Trade;

The prescribed testing place shall be the existing testing place at the works of the Company in the borough of Newcastle-upon-Tyne:

(2.) As to the borough of Gateshead:

The prescribed number of sperm candles shall be the existing prescribed number ascertained as provided by the Act of 1864;

The prescribed testing place shall be the existing testing place at the works of the Company;

The prescribed burner shall be the burner prescribed by the Act of 1864:

(3.) As to each of the boroughs:

The gas supplied shall not, unless in case of unavoidable cause, contain more than 20 grains of sulphur in every 100 cubic feet of gas, as ascertained by the apparatus and method now used by the Metropolitan Gas Referees:

And the following portions of the former Acts; that is to say,

Section 49 (quality of Company's gas) of the Act of 1864;

Section 31 (quality of gas) of the Act of 1867, and so much of section 32 (Company to erect an experimental meter in Gateshead) of that Act as prescribes the mode of ascertaining the quantity of sulphur in the gas;

Section 28 (quality of gas) and section 31 (testing burner) of the Act of 1873; and

Section 50 (Company to erect meter to test purity of gas) of the Act of 1864,

shall cease to have any force or operation within the borough of Newcastle-upon-Tyne; and

So much of section 51 (power to town council to test the purity of the gas) of the Act of 1864 as prescribes that the person appointed thereunder to test the purity of the gas shall not be a member, officer, or servant of the town council of the borough of Newcastle-upon-Tyne, and that six hours notice in writing shall be given before any such testing takes place,

is hereby repealed without prejudice to anything done, suffered, or pending under or in relation to any of the provisions so rendered inoperative or repealed.

Power to make and supply gas fittings.

28. The Company may manufacture, sell, provide, supply, and deal in meters, tubes, pipes, apparatus, appliances, articles, and things required for the production, supply, or user of gas.

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Audit of accounts.

29. There shall be a public auditor of the accounts of the Company, being a competent public accountant carrying on business in Newcastle-upon-Tyne, to be from time to time named by the Company and approved by the mayor, aldermen, and burgesses of each of the boroughs.

Expenses of Act.

30. The costs, charges, and expenses preliminary to, and of and incidental to the preparing, applying for, obtaining, and passing of this Act, shall be paid by the Company.

SCHEDULE referred to in the foregoing Act.

Land belonging or reputed to belong to the Company in the township of Elswick and borough of Newcastle-upon-Tyne, bounded on or towards the north and east by the North-eastern Railway, on or towards the south by the River Tyne, and on or towards the west by Tyne Street.

Land belonging or reputed to belong to the Company in the parish of Gateshead, bounded on or towards the north and south by the North-eastern Railway, on or towards the east by land belonging or reputed to belong to the North-eastern Railway Company, and on or towards the west by lands belonging or reputed to belong to Henry William Askew.

Land belonging or reputed to belong to the Company in the parish and township of Winlaton, in the county of Durham, bounded on or towards the north by the Carlisle Branch of the North-eastern Railway, on or towards the south by the Town Street of Blaydon, on or towards the east by a road or way called the Gas Lane leading from Town Street to the River Tyne, and on or towards the west by hereditaments belonging or reputed to belong to the representatives of Charles Towneley deceased.

And lands in the parish of Gateshead, bounded on the north partly by land belonging or reputed to belong to Thomas Abbot and partly by land belonging or reputed to belong to Messieurs Richardson, on the south or south-east by the North-eastern Railway, on the east by land belonging or reputed to belong to the said Company, and on the west by two intended streets called or intended to be called Mire Street and Cail Street, which said lands are intersected or divided by an intended street called or to be called Team Street, and by a branch railway leading to the said North-eastern Railway, such several lands not exceeding in the whole twenty-five acres.

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