ANNO QUINTO & SEXTO

GULIELMI IV. REGIS.

Cap. cx.

An Act for incorporating and granting certain Powers to the *North American* Colonial Association of *Ireland*. [9th *September* 1835.]

WHEREAS poor Persons emigrating from various Parts of the United Kingdom to His Majesty's Possessions in *North America* are exposed to great Suffering and Inconvenience from Defect of adequate Arrangements for Conveyance to such Possessions, and upon their Arrival there such Persons are often reduced to a State of great Destitution and Misery from Inability to procure an immediate Settlement, and the Insufficiency of their Means for clearing and cultivating the Lands on which they may be located: And whereas the several Persons herein-after named, associated together in *Ireland* under the Name of The *North American* Colonial Association of *Ireland*, are desirous of being united into a Society for the Purpose of providing suitable Means for the Conveyance of Emigrants to His Majesty's said *North American* Possessions, and furnishing to such Emigrants all suitable Accommodations, Implements, and Necessaries for their immediate Settlement and the due Cultivation of the Land which such Persons may acquire in the said Possessions; and the said Persons have, in order to carry the said Purposes into effect, agreed to subscribe, with others, a Capital of Three hundred thousand Pounds; but the said Purposes cannot be accomplished without Authority of Parliament: May it therefore 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 the Right Honourable *Charles William* Earl *Fitzwilliam*, the Right Honourable *Henry* Baron *Dunalley*, the Right Honourable *William Charles* Viscount

Proprietors incorporated.

Viscount *Milton*, the Honourable *Frederick Ponsonby*, the Honourable Colonel *Hugh Howard*, *William Marchant Ardagh* Alderman, *Charles Palmer Archer* Alderman, *Charles Palmer Archer* junior, *Thomas Archer*, *William A Armstrong*, *Richard Allen*, *Henry Winston Barron* Member of Parliament, *Walter Berwick*, *Henry Bruen*, *Richard Burr*, *William Burr*, *Adam Burr*, *Richard Lemon Burr*, *John Bayly*, *John Bennett*, Sir *Josiah Coghill Coghill* Baronet, Captain in the Royal Navy, *Robert Chalenor*, *Frederick Codd*, *William Codd*, *William Duckett*, *James Dwyer*, *Thomas Dignum*, *George Evans* Member of Parliament, *John Jervis Emerson*, *Peirce Gason*, *James Galbraith*, *Thomas Graham*, *Edmund Hayes*, *Richard Hayes*, *John Harris* Alderman, *George Hayes*, *Eliza Jane Hardy*, *Francis Villiers Hatton* Captain in the Royal Navy, *Donatus Henchy*, the Reverend *William Hickey* Clerk, *John Stewart Hickey*, *Peter Holmes* junior, *Robert Hughes*, *William Wentworth Fitzwilliam Hume*, the Reverend *Michael Keating* Clerk, *J M Keough* Doctor of Medicine, *George Little*, *D F G Mahony* Alderman, *Andrew Watson Mahony*, *Pierce Mahony*, *David Mahony*, *Hamilton Knox Grogan Morgan*, *William Malcolmson*, *William Milward* Alderman, *Simon Newport*, *Richard Newcomen*, *Thomas Nevins*, *Sarah Nunn*, *Stafford O'Brien*, the *O'Conor Don* M. P., *Thomas Parker*, Captain *James Pearl* Royal Navy, the Reverend *James H Poe* Clerk, *John Rowe*, *Samuel Salmon*, *Marmaduke Smith* Royal Navy, *Francis Spaight*, *William Stewart Trench*, the Reverend *F Thornborough* Clerk, *Henry Watson* Alderman, the Reverend *Richard H Wall* Clerk, the Reverend *Thomas White* Clerk, and all and every such other Person and Persons, Body and Bodies Politic, Corporate, or Collegiate, and their respective Successors, Executors, Administrators, and Assigns, or such of them as have or shall from Time to Time be possessed of any Share or Shares in the Undertaking hereby authorized to be carried on, shall be united into a Company according to the Powers and Authorities, Rules, Orders, and Directions herein-after set forth, and shall be One Body Politic and Corporate by the Name of "The *North American* Colonial Association of *Ireland*," and by that Name shall have perpetual Succession and a Common Seal, with Power to break and alter such Seal, and by that Name shall sue and be sued, plead and be impleaded, in all Courts, whether of Law or Equity, in all Parts of the United Kingdom of *Great Britain* and *Ireland*, and of His Majesty's Colonial Possessions and Dominions and their Dependencies, and shall have Power and Authority to take and purchase Lands; the Statutes of Mortmain, or any other Act or Acts, to the contrary notwithstanding.

Powers of Company.

II. And be it further enacted, That the said Company shall be and they are hereby authorized and empowered to lay out and invest their Capital, in the first place, in paying and discharging all Costs, Charges, and Expences incurred in applying for, obtaining, and passing this Act, and all other Expences preparatory or relating thereto, and the Remainder of such Capital, or so much thereof as may be necessary, in purchasing, building, equipping, fitting up, hiring, and chartering Ships and other Vessels for the Purpose of carrying and transporting Persons willing and desirous to emigrate to His Majesty's Provinces and Colonies in *North America* and their Dependencies, and also to receive Money and other Deposits of Emigrant Settlers and other Persons in or proceeding to or from His Majesty's said Provinces and Colonies and their Dependencies, for the Purpose of transmitting the same from or to the United Kingdom of *Great Britain* and *Ireland*, to or from His Majesty's said Provinces

Provinces and Colonies and their Dependencies, or from or to any of His Majesty's said Provinces and Colonies and their Dependencies to or from any other or others of His Majesty's said Provinces and Colonies and their Dependencies, and also to make Loans and Advances of Money, Notes, or Bills of Exchange to Emigrant Settlers and others resident within His Majesty's said Provinces and Colonies and their Dependencies; provided that the whole of the Lands and Tenements which the said Company shall hold and possess within the said United Kingdom shall not at any one Time exceed the yearly Value of Three thousand Pounds.

Proprietors to raise amongst themselves the Sum of 300,000*l.*, to be divided into 15,000 Shares of 20*l.* each.

III. And be it further enacted, That it shall be lawful for the said Company to raise amongst themselves any Sum of Money, for the Purposes by this Act authorized, not exceeding in the whole the Sum of Three hundred thousand Pounds, except as herein-after mentioned, the whole to be divided into Fifteen thousand Shares of Twenty Pounds each, and numbered, beginning with Number One, in arithmetical Progression, whereof the common Excess or Difference shall be One, and every such Share shall be distinguished by the Number to be applied to the same; and the said Shares shall be and are hereby vested in the several Persons so raising the same, and their several and respective Successors, Executors, Administrators, and Assigns, to their proper Use and Benefit, proportionally to the Sum they shall severally contribute; and all Bodies Politic, Corporate, and Collegiate, and all Persons, and their several and respective Successors, Executors, Administrators, and Assigns, who shall severally subscribe for One or more Share or Shares, or such Sum or Sums as shall be demanded in lieu thereof towards carrying on and completing the several Purposes of the said Subscription, shall be entitled to and shall receive, at such Time or Times as the said Company or the Directors of the said Company, to be appointed as herein-after mentioned, shall at any General or Special Meeting to be convened for that Purpose in such Manner as Meetings on other Occasions are by this Act directed to be convened, direct and appoint, in proportionable Parts, according to the respective Sums so by them respectively paid, the net Profits and Advantages which shall arise or accrue to the said Company as and when the same shall be divided by the Authority of this Act; and every Body Politic, Corporate, and Collegiate, and Person having such Property in the said Undertaking as aforesaid, shall bear and pay a proportionable Sum towards carrying on the same.

Shares to be Personal Property.

IV. And be it further enacted, That all the Shares in the said Undertaking, or the Joint Stock or Fund of the said Company, shall be deemed Personal Estate, and be transmissible as such, and shall not be deemed to be of the Nature of Real Property.

To compel Payment of Subscriptions.

V. And be it further enacted, That the several Parties who have subscribed or who shall hereafter subscribe for or towards the said Undertaking shall and they are hereby required to pay the respective Sums of Money by them respectively subscribed for, or such Parts or Proportions thereof as shall from Time to Time be called for by the Directors of the said Company under and by virtue of the Powers and Directions of this Act, at such Times and Places as shall be directed by the said Directors; or in case any Party shall refuse or neglect to pay the Money by him or her so subscribed for, or the Part thereof so called for, at the Time and in

the Manner required for that Purpose, it shall be lawful for the said Company or for the said Directors to sue for and recover the same in any Court of Law or Equity.

Directors being Subscribers shall vote personally or by Proxy.

VI. And be it further enacted, That all Bodies Corporate and Persons who shall have duly subscribed for or become entitled to not less than Five Shares in the Capital of the said Undertaking, and their respective Successors, Executors, Administrators, and Assigns, shall have One Vote; and all such Bodies and Persons as aforesaid as shall have subscribed for or become entitled to Ten Shares and upwards in the said Undertaking, their respective Successors, Executors, Administrators, and Assigns, shall have an additional Vote for every Five Shares which they shall have subscribed for or become entitled to in the said Undertaking beyond the Number of such first Five Shares; provided always, that no Body or Person shall have more than Ten Votes; and such Vote or Votes may be given by such respective Parties, or by their respective Proxies constituted under the Seals of such Bodies, or under the Hands of the other Proprietors appointing such Proxies (all such Proxies being Proprietors of Shares in the said Undertaking); and every such Vote by Proxy shall be as good and sufficient to all Intents and Purposes as if the Principal had voted in Person; and every Question, Matter, and Thing which shall be proposed in any General or Special General Assembly of the said Company shall be determined by the Majority of Voters and Proxies then present; and at every such Meeting the Chairman thereof shall and may not only vote as a Principal and Proxy, but in case of an Equality of Votes shall and may also have the decisive or casting Vote; and the Appointment of every such Proxy may be made according to the Form following, or as near thereto as the Quality, Nature, and Number of the Appointor or Appointors of the Proxy thereby substituted, and other Circumstances, will admit; (that is to say,)

Form of Proxy.

'*A. B.* of one of the Proprietors of the *North American* Colonial Association of *Ireland*, doth hereby appoint *C. D.* of to be the Proxy of the said *A. B.*, in his Name or otherwise and in his Absence to vote or give his Assent to or Dissent from any Business, Matter, or Thing relating to the said Undertaking which shall be proposed at any General or Special General Assembly of the said Company, in such Manner as he the said *C. D.* shall think proper, according to his Judgment, for the Benefit of such Undertaking, or any thing appertaining thereto. In witness whereof the said *A. B.* hath hereunto set his [*or* her] Hand [*or* Common Seal] the Day of .'

Company may raise an additional Sum if necessary.

VII. And be it further enacted, That in case the Money herein-before authorized to be raised shall be found insufficient for carrying into effect the Purposes by this Act authorized, then and in such Case it shall be lawful for the said Company to raise and contribute amongst themselves in manner aforesaid, and in such Shares and Proportions as to them shall seem meet, or to raise by the Addition of new Subscribers, any further or other Sum of Money for completing and perfecting the said Undertaking, not exceeding the Sum of Seven hundred thousand Pounds; and all and every Body or Bodies Politic, Corporate, or Collegiate, and all and every Person or Persons, and their several and respective Successors, Executors, Administrators, and Assigns, who shall subscribe or contribute towards raising

raising such further or other Sum of Money, shall be a Proprietor or Proprietors in the said Undertaking, and shall have a like Vote or Votes by himself, herself, or themselves, or his, her, or their Proxy or Proxies, in respect of his, her, or their additional Share or Shares to be raised, and shall also be liable to such Forfeitures, and stand interested in the Profits of the said Undertaking, in proportion to the Sum he, she, or they shall or may subscribe thereunto, as generally and extensively, to all Intents and Purposes, as if such further or other Sum hereby allowed to be subscribed for and raised had originally been Part of the said first-mentioned Sum of Three hundred thousand Pounds.

The Person whose Name stands first as a Joint Proprietor with others to be deemed the Owner.

VIII. And be it further enacted, That whenever several Persons shall be jointly possessed of or entitled to any Share in the said Undertaking, the Person whose Name shall stand first in the Books of the said Company as Proprietor of such Share shall, for the Purposes of this Act, be deemed and taken to be the Proprietor of such Share; and all such Proprietors shall be entitled to give their Votes in respect thereof by the Person whose Name shall stand first on the Books of the said Company as Proprietor of such Share, and whose Vote shall, either in Person or by Proxy, on all Occasions be deemed and allowed to be the Vote for or in respect of the whole Property in such Share, without Proof of the Concurrence of the other Proprietor or Proprietors of such Share; and all Notices by this Act directed to be given to the Proprietors of such Shares in the said Undertaking shall and may, for or in respect of any such Share so jointly held, be given to the Person whose Name shall stand first in the Books of the said Company, or be left at the last or usual Place of Abode of such Person, or be inserted in the *Dublin Gazette*, as herein mentioned (as the Case may require), and such Notice to such Person shall be deemed and taken to be sufficient Notice to all the Proprietors of such Share for all the Purposes for which such Notice is intended to be given.

Lunatics or Minors to vote by Committees or Guardians.

IX. And be it further enacted, That in case any Proprietor entitled to vote at such Meeting as aforesaid shall be a Lunatic or a Minor, such Lunatic shall or may vote at such Meeting by his or her Committee or any of such Committee, and such Minor shall and may vote by his or her Guardian or any of such Guardians; provided that every such Committee or Guardian may also vote in right of his own Shares as well as in the Character of Committee of any Lunatic or of Guardian of any Minor on the same Occasion.

Names and Additions of Proprietors to be entered in a Book, and Certificates of their Shares to be delivered to them.

X. And be it further enacted, That the said Company shall and they are hereby required at some General Meeting to cause the Names of the several Bodies and the Names and Additions of the several Persons who respectively shall then be entitled to Shares in the said Undertaking, with the Number of Shares which they are respectively entitled to hold, and the Amount of the Subscriptions paid thereon, and also the proper Number by which every Share shall be distinguished, to be fairly and distinctly entered in a Book to be kept by the Clerk to the said Company, and after such Entry made to cause their Common Seal to be affixed thereto, and also a Certificate or Ticket, with the Common Seal of the said Company affixed thereto, to be delivered to every such Subscriber, on Demand, specifying the Share or Shares to which they, he, or she

she are or is entitled in the said Undertaking, such Proprietor paying to the Clerk to the said Company the Sum of Two Shillings and Sixpence, and no more, for every such Certificate or Ticket; and such Certificate or Ticket shall be admitted in all Courts whatsoever as *primâ facie* Evidence of the Title of such respective Subscribers, their Successors, Executors, Administrators, or Assigns, to the Share or Shares therein specified, but the Want of such Certificate or Ticket shall not hinder or prevent the Proprietor of any of the said Shares from selling or disposing thereof; and such Certificate or Ticket may be in the Words or to the Effect following; (that is to say,)

Form of Certificate.

'The *North American* Colonial Association of *Ireland*.

'Number

'THESE are to certify, That *A. B.* is a Proprietor of the Share Number of the *North American* Colonial Association of *Ireland*, subject to the Rules, Regulations, and Orders of the said Company; and that the said *A. B.*, his Executors, Administrators [*or* Successors], and Assigns, is and are entitled to the Profits and Advantages of such Share. Given under the Common Seal of the said Company the Day of in the Year of our Lord .'

For granting new Certificates when the old ones are destroyed or worn away.

XI. And be it further enacted, That if any such Certificate or Ticket as aforesaid shall be worn out or damaged, then, upon the same being brought and shown at some Meeting of the Directors of the said Company, such Certificate or Ticket may be cancelled and destroyed, and another similar Certificate or Ticket be given under the Common Seal of the said Company to the Party in whom the Property of such Certificate or Ticket, and the Charges therein mentioned, shall be at that Time vested; or in case such Certificate or Ticket shall be lost or burnt or totally destroyed, then, upon due Proof thereof, a similar Certificate or Ticket shall be given to the Party who was the Proprietor of or entitled to the Certificate or Ticket so lost, burnt, or destroyed; and a due Entry of the Transfer of such Certificate or Ticket (if any such have been made) shall be entered by the Clerk of the said Company in manner herein directed, the said Clerk receiving for every such Certificate or Ticket which shall be so given or exchanged the Sum of Two Shillings and Sixpence, and no more.

Company may raise an additional Sum, if necessary, by Mortgage.

XII. And be it further enacted, That in case the Money hereby authorized to be raised by Subscription, as herein-before mentioned, shall be found insufficient for the Purposes of this Act, it shall be lawful for the said Company, by an Order of any General or Special General Meeting of the said Company, from Time to Time to borrow and take up at any Rate of Interest the Association may think proper any further or additional Sum, not exceeding in the whole the Sum of Five hundred thousand Pounds, on the Credit of the Profits of the said Undertaking, or on the Credit of any Lands, Tenements, or Hereditaments, or other Property which shall or may be vested in the said Company for the Purposes of this Act, as to them shall seem proper; and the said Company, or the Directors of the said Company after an Order shall have been made for that Purpose by any General or Special General Meeting of the said Company, are hereby empowered to assign or convey such Profits, Lands,

Tenements, or Hereditaments, or any other Property whatsoever, to such Person or Persons as shall lend or advance any Money thereon, or to his, her, or their Trustee or Trustees, as a Security for the Principal Sum of Money to be borrowed as aforesaid, with Interest, to or for the Benefit of the Party, or to his or her Trustee, who shall advance the same; the Expences of all which said Mortgages, Assignments, or Charges shall be defrayed out of the Monies so lent and advanced; and which said Mortgages, Assignments, or Charges shall be made under the Common Seal of the said Company in the Words or to the Effect following, or with such Variation therein as the Circumstances of the Loan may render necessary; (that is to say,)

Form of Mortgage.

'Number

'BY virtue of an Act passed in the Year of the Reign of King *William* the Fourth, intituled [*here set forth the Title of this Act*], we, 'the Proprietors of the *North American* Colonial Association of *Ireland*, 'incorporated by and under the said Act, in consideration of the Sum 'of to us lent and advanced by *A. B.* of 'upon the Credit and for the Purposes of the said Act, do assign unto 'the said *A. B.*, his Executors, Administrators, and Assigns [*here describe 'the Lands or other Property or Profits to be conveyed*], and all the Estate, 'Right, Title, and Interest of, in, and to the same, to hold unto the said '*A. B.*, his Executors, Administrators, and Assigns, until the said Sum 'of together with Interest for the same after the Rate 'of for every One hundred Pounds for a Year, shall be fully 'paid and satisfied. Given under our Common Seal this 'Day of in the Year of our Lord

And every such Security shall be valid and effectual in the Law, and entitle the Holder thereof to the Repayment of the Money therein mentioned, with Interest as aforesaid, and to all Profit and Advantage thereof, as expressed in such Security; provided that the respective Parties to whom any such Assignments shall be made thereof shall be entitled, one with the other, to their Proportions of the Profits of the said Undertaking according to the respective Sums in such Mortgages or Assignments mentioned to be advanced, without any Preference by reason of Priority in the Date of any such Order of Meeting, or Priority in Date of any such Mortgage or Assignment, or any other Account whatsoever; and an Entry or Memorial of every such Mortgage or Assignment, containing the Number and Date thereof, and the Names of the Parties, with their proper Additions, to whom the same shall have been made, and of the Sums borrowed, together with the Rate of Interest to be paid thereon, shall within Seven Days next after the Date thereof be entered in some Book to be kept by the Clerk of the said Company, which said Book may be perused at all reasonable Times by any of the Proprietors or Creditors of the said Undertaking, or other Persons interested therein, without Fee or Reward; and all Persons to whom any such Mortgage or Assignment shall have been made as aforesaid, or who shall be entitled to the Money due thereon, may from Time to Time transfer their respective Rights and Interests therein to any other Person; and every Transfer thereof shall and may be in the Words and to the Effect following; (that is to say,)

Form of Transfer of Mortgage.

'I *A. B.* of in consideration of the Sum of paid 'by of do hereby transfer a certain Mortgage, 'Number made by the Company of Proprietors of the *North* '*American*

‘ *American* Colonial Association of *Ireland*, to bearing
‘ Date the Day of for securing the Sum of
‘ and Interest, and all my Right, Estate, and Interest in and to the Money
‘ thereby secured, and in and to the Property thereby assigned, to the
‘ said his Executors, Administrators, and Assigns.
‘ Dated this Day of in the Year of
‘ our Lord .’

And every such Transfer shall, within Sixty Days after the Date thereof if executed in *Ireland*, or otherwise within Sixty Days next after the Arrival thereof in *Ireland* if executed elsewhere, be produced to the Clerk of the said Company, who shall cause an Entry or Memorial to be made thereof in the same Manner as of the original Mortgage or Assignment, for which the said Clerk shall be paid such Sum as the said Company shall appoint, not exceeding Two Shillings; and after such Entry made every Transfer shall retrospectively entitle such Assignee, or his or her Executors, Administrators, or Assigns, to the full Benefit thereof and Payment thereon; and it shall not be in the Power of any Person who shall have made such Transfer to make void, release, or discharge the same, or any Sum of Money thereon due or thereby secured, or any Part thereof.

Interest of Money borrowed to be paid in preference to Dividends.

XIII. And be it further enacted, That the Interest of the Money which shall be raised by Mortgage or Charge as aforesaid shall be paid half-yearly to the several Persons entitled thereto, and in preference to any Dividends payable by virtue of this Act to the Proprietors of the said Company or any of them; and in case the same Interest or any Part thereof shall be behind and unpaid by the Space of Twenty Days next after the same shall have become due and payable as aforesaid, and the same shall not be paid within Seven Days next after Demand thereof in Writing shall have been made to the said Company, or left at the Office of the said Company, the said Interest so due and unpaid as aforesaid may be sued for and recovered, with Costs, by an Action of Debt in any of His Majesty's Courts of Record at *Dublin*.

Mortgagees not to vote.

XIV. Provided always, and be it further enacted, That no Person to whom any such Mortgage or Assignment shall be made shall be deemed a Proprietor of any Share, or shall be capable of acting or voting as such at any Meeting of the said Company, for or on account of his or her having advanced any Money on such Mortgage or Assignment.

In case Mortgages are paid off, Power to raise the Amount again.

XV. And be it further enacted, That in case the said Company shall raise the Whole or any Part of the said additional Sum of Five hundred thousand Pounds by Mortgages, and shall afterwards be required or shall be desirous to pay off, or shall have paid off, all or any Part of the Principal Sum secured by such Mortgages or any of them, then and in every such Case it shall be lawful for the said Company immediately or at any Time thereafter again to raise a further Sum or Sums in lieu of the Principal Money they shall from Time to Time have paid off, or be required or be desirous to pay off, to the Holders of the Mortgages or any of them, or any Part thereof, and so from Time to Time as often as the same shall happen; but so nevertheless that the said Company shall not at any One Time borrow or owe upon Mortgage more than the Sum of Five hundred thousand Pounds in the whole.

XVI. And

Money may be raised by Annuities.

XVI. And be it further enacted, That in case the said Company shall think it advisable or advantageous to raise all or any Part of the Money to be borrowed under this Act by granting Annuities for Lives instead of by Assignment as aforesaid, it shall and may be lawful for the said Company, and they are hereby authorized and empowered, to grant an Annuity or Annuities to any Person or Persons who shall contribute, advance, and pay into the Hands of the said Company any Sum or Sums of Money, as to the said Company shall seem right and proper, for the absolute Purchase of any Annuity and Annuities, to be paid and payable during the natural Life or Lives of such Person or Persons as shall be nominated at the Time of Payment of such Contribution or Purchase Money; and the Expence of every such Grant shall be defrayed by the said Company; and the Grant of every such Annuity shall be in the Words or to the Effect following:

Form of Grant of Annuity.

'WE, the *North American* Colonial Association of *Ireland*, incorporated by an Act passed in the Year of the Reign of King *William* the Fourth, intituled [*here set forth the Title of this Act*], in consideration of the Sum of lent and advanced by of for the Purposes of the said Act, do hereby grant unto the said One Annuity or yearly Sum of out of the Rents and Profits accruing to the said Company, which Annuity or yearly Sum of shall be paid to the said his Executors, Administrators, and Assigns, during the natural Life of by equal half-yearly Payments, upon the Day of and Day of in every Year during the natural Life of the said the first Payment thereof to be made on the Day of next ensuing the Date hereof. In witness whereof we the said Company have hereunto affixed our Corporate Seal this Day of in the Year .'

For preventing improvident Grants of Annuities.

XVII. And for preventing any improvident Grants of Annuities, be it further enacted, That the Amount of every Annuity to be granted by virtue of this Act shall be regulated according to and shall not exceed by more than One Fifth the Price and Value of Annuities which may be granted under any Act or Acts from Time to Time in force for enabling the Commissioners for the Reduction of the National Debt to grant Life Annuities and Annuities for Terms of Years.

Assignment of Annuities.

XVIII. And be it further enacted, That it shall and may be lawful to and for the Person and Persons entitled to any of the Securities or Annuities aforesaid, and their respective Executors, Administrators, and Assigns, as the Case may be, at any Time by Writing under their Hands and Seals to transfer such Securities or Annuities respectively to any Person or Persons whomsoever; which Transfer may be in the Words or to the Effect following:

Form of Transfer.

'I being entitled to the Sum of [*or* to an Annuity of] secured to his Executors, Administrators, and Assigns, by virtue of an Assignment or Grant bearing Date the Day of from the *North American* Colonial Association of *Ireland*, incorporated by an Act passed in the Year of the

'the Reign of His Majesty King *William* the Fourth, intituled [*here set forth the Title of this Act*], upon the Credit of the Profits accruing to the said Company under the said Act, do hereby transfer all my Right and Benefit in and to the said Sum *or* Annuity, and all Interest or other Money now due and owing thereon, unto his Executors, Administrators, and Assigns. Dated this Day of .'

And every such Assignment shall be good, valid, and effectual in the Law to all Intents and Purposes whatsoever.

For establishing a Fund to answer Contingencies.

XIX. And be it further enacted, That it shall and may be lawful for the said Company for the Time being, and they are hereby empowered and required, at or previous to every General Meeting to be held pursuant to this Act for the Purpose of considering of or making or declaring a Dividend or Dividends of the clear Profits of the said Company, to deduct and set apart from Time to Time such Portion of the said clear Profit and Produce as to the said Company shall seem meet for the Purpose of providing for any extraordinary or contingent Expences of the said Company; and the said Company shall forthwith lay out and vest in the Name of the said Company such Part of the clear Profit and Produce, from Time to Time when the same shall be so deducted and set apart as aforesaid, in such of the Public or Parliamentary Funds or Stocks of *Great Britain* or *Ireland*, or in the Stock of the Bank of *England* or the Bank of *Ireland* respectively, as the said Company shall in their Discretion deem expedient, until the Monies so set apart and funded as aforesaid shall amount to the Sum of Fifty thousand Pounds: Provided always, that so often as the said Fund or Sum of Fifty thousand Pounds shall be reduced by Payment of or for any extraordinary Contingencies, to deduct and set apart at any future subsequent General Meeting or Meetings, such further Portion of the clear Profits and Produce of the said Company until the same Fund shall be restored and again amount to the Sum of Fifty thousand Pounds, and so on from Time to Time hereafter, and so often as the same shall be reduced in manner aforesaid; and that the Dividends and Interest to become and be due and payable in respect of the said Funds or Stock so set apart and funded as aforesaid, and each and every of them respectively, shall fall into and become a Part of the Profits and Produce of the said Company, and be divisible accordingly: Provided always, that the Directors of the said Company for the Time being shall have full Power and Authority from Time to Time, when and so often as they shall deem expedient, to vary and transpose the Funds or Stock, or any of them, or any Part thereof, in which the said Monies or Funds shall from Time to Time be invested, and also shall and may sell and dispose of all or any Part or Parts of the said Fund or Stock, and convert the same into Money, for the Purpose of answering every or any extraordinary Contingencies, as and when the same or any Part thereof shall by the said Company be deemed necessary or expedient; any thing herein provided or contained to the contrary notwithstanding.

First and other General Meetings.

XX. And be it further enacted, That the said Company shall meet together at some convenient Place within the City of *Dublin* within Three Calendar Months next after the passing of this Act between the Hours of Eleven and Four, and shall then and there proceed in the Execution of this Act, and shall and may adjourn such Meeting from Time to Time

and from Place to Place as they shall think fit; and from and after the said First Meeting of the said Company there shall be a General Meeting of the said Company on the Fifteenth Day of *January* in each and every Year, (or if such Fifteenth Day of *January* shall fall upon a *Sunday*, then such Meeting shall be on the Day following,) of which said General Meeting Fourteen Days public Notice at the least shall be given by Advertisement in some One or more Newspapers usually circulated in *Dublin* aforesaid, and all such General Meetings may be adjourned from Time to Time and from Place to Place as shall be found expedient.

Appointment of Treasurer.

XXI. And be it further enacted, That the said Company shall at the First General Meeting to be held under this Act elect a Treasurer of the said Company; and it shall be lawful for the said Company at any subsequent General or Special General Meeting from Time to Time to remove and displace any such Treasurer, and elect in manner aforesaid any other Person to act as Treasurer in the Room of such Treasurer as shall die, or resign, or be removed from his Office; and it shall be lawful for the said Company to allow such Salary or other Emolument to such Treasurer as they shall from Time to Time think proper and appoint: Provided always, that the Directors of the said Company shall and they are hereby required to take sufficient Security from every Person who shall be appointed Treasurer of the said Company, and from every Receiver, Collector, or other Officer of the said Company having the Custody or Control of any Money received by virtue of this Act, for the faithful Execution of his Office before he shall enter thereupon.

Certain Officers to give Security.

Treasurer and Clerk not to be the same Person.

XXII. Provided also, and be it further enacted, That it shall not be lawful for the said Company to appoint any Person who may be appointed their Clerk in the Execution of this Act, or the Partner of such Clerk, or the Clerk or other Person in the Service or Employ of such Clerk or of his Partner, to be the Treasurer for the Purposes of this Act, or to appoint any Person who may be appointed Treasurer, or the Partner of such Treasurer, or the Clerk or other Person in the Service or Employ of such Treasurer or of his Partner, to be the Clerk of the said Company for the Purposes of this Act; and if any Person shall accept both the Offices of Clerk and Treasurer for the Purposes of this Act, or if any Person being the Partner of such Clerk, or the Clerk or other Person in the Service or Employ of such Clerk or of his Partner, shall accept the Office of Treasurer, or shall act as Deputy of the Treasurer, or in any Manner officiate for the Treasurer, or being the Treasurer or the Partner of such Treasurer, or the Clerk or other Person in the Service or Employ of such Treasurer or of his Partner, shall accept the Office of Clerk in the Execution of this Act, or shall act as Deputy of such Clerk, or in any Manner officiate for such Clerk, or if any such Treasurer shall hold any Place of Profit or Trust under the said Company other than that of Treasurer, every Person so offending shall for every such Offence forfeit and pay the Sum of One hundred Pounds to any Person who shall sue for the same, to be recovered, with full Costs of Suit, in any of His Majesty's Superior Courts of Record at *Westminster* or *Dublin*, by Action of Debt or on the Case, or by Bill, Suit, or Information, wherein no Essoign, Protection, or Wager of Law, nor more than One Imparlance, shall be allowed.

XXIII. And

General Meetings may make Bye Laws.

XXIII. And be it further enacted, That the said Company shall have full Power and Authority from Time to Time at any General or Special General Meeting as aforesaid to fix and order what Remuneration (if any) shall be allowed to the Directors or any of them, and to the Officers of the said Company, and to make such Bye Laws, Orders, and Rules as to them shall seem right and proper for the good Government of the Officers and Servants of the said Company, and for regulating the Proceedings of the Directors, and for the Management of the said Undertaking in all respects whatsoever, and from Time to Time to alter or repeal such Bye Laws, Orders, and Rules, or any of them, and to make others; which said Bye Laws, Orders, and Rules, being reduced into Writing under the Common Seal of the said Company, shall be binding upon and be observed by all Parties, and shall be sufficient in any Court of Law or Equity to justify all Persons who shall act under the same; provided that such Bye Laws, Orders, or Rules be not repugnant to the Laws of that Part of the United Kingdom of *Great Britain* and *Ireland* called *Ireland*, or the Laws of the several Colonies in which the Lands and Tenements held by the Company may be situate, or to any Directions in this Act contained; and all such Bye Laws, Orders, and Rules shall be subject to Appeal in manner herein-after mentioned.

Meetings to settle Accounts.

XXIV. And be it further enacted, That it shall be competent for any General Annual Meeting to call for and examine the Accounts of the said Company, and of the Directors and of the Treasurers and other Officers of the said Company.

Appointment of Directors.

XXV. And be it further enacted, That the Right Honourable *Charles William* Earl *Fitzwilliam*, the Right Honourable Lord *Dunalley*, the Honourable *Frederick Ponsonby*, the *O'Conor Don* Member of Parliament, *Henry Bruen*, *George Evans* Member of Parliament, *Henry Winston Barron* Member of Parliament, *Robert Chalenor*, *John Rowe*, Sir *Josiah Coghill Coghill* Baronet, *William Wentworth Fitzwilliam Hume*, *Walter Berwick*, *Edmund Hayes*, the Reverend *Richard H Wall* Clerk, and *Donatus Henchy*, being each in his own Right possessed of Thirty Shares at least in the said Undertaking, shall be Director for the Management of the Affairs of the said Company; and all Acts, Matters, and Things which the said Directors may by any of the Provisions of this Act be authorized to do shall and may be done or performed by any Three of them; and the said Directors, being neither removed nor disqualified, and not resigning, shall continue in Office and be respectively Directors until the Annual General Meeting of the said Company which shall be held in the Month of *January* in the Year One thousand eight hundred and thirty-eight, and until others shall be elected in their Stead in pursuance of this Act.

Future Election of Directors.

XXVI. And be it further enacted, That at the General Meeting to be held in the Month of *January* in the Year of our Lord One thousand eight hundred and thirty-eight Five of the said Directors, such Five to be determined by the Directors drawing Lots for that Purpose, or in such other Manner as the said Directors shall in their Discretion think fit, shall go out of Office and cease to be Directors of the said Company; and the said Company shall elect by Ballot, or in such other Mode as shall be determined by any Bye Law of the Company, Five Members of the said Company who shall severally in their own Right be possessed of Thirty Shares

Shares at least in the said Undertaking, to be Directors in their Place and Stead; and at the General Meeting to be held in the Month of *January* in each succeeding third Year Five of the Directors shall go out of Office, such Five to be determined by Lot or otherwise as aforesaid, and cease to be Directors of the said Company, and their Places be supplied in like Manner; and it shall be in the Power of the Company, at any General Meeting or Special General Meeting of the Company, to increase or reduce the Number of Directors of the said Company.

Directors going out of Office to be re-eligible.

XXVII. Provided always, and be it further enacted, That every such Director who shall in manner aforesaid go out of Office may be immediately or at any future Time re-elected.

No Person concerned in Contracts shall be capable of being a Director.

XXVIII. Provided always, and be it further enacted, That no Person being concerned or interested in any Contract under the said Company shall be capable of being chosen or being so chosen of continuing a Director of the said Company, and no Person during such Time as he shall be such Director shall be capable of taking any Contract under the said Company.

For supplying Vacancies in Direction.

XXIX. And be it further enacted, That when and so often as any Director named in or elected by virtue of this Act shall die, or shall resign, or shall become disqualified or incompetent to act as a Director, or shall cease to be a Director by any other Cause than that of going out of Office as aforesaid, it shall be lawful for the remaining Directors, and they are hereby required, within Twenty-one Days next after such Vacancy shall have arisen, to elect some other Proprietor duly qualified as before mentioned to be a Director to fill up such Vacancy.

Business of Special or adjourned Special or General Meetings.

XXX. And be it further enacted, That no Business shall be transacted at any Special General Meeting other than the Business for which it shall have been called, and no Business shall be transacted at any adjourned Special or General Meeting other than the Business left unfinished at the Meeting from which such Adjournment took place.

General Meetings for choosing Directors to consist of 20 Persons possessed of 200 Shares.

XXXI. Provided always, and be it further enacted, That if at any such General Meeting there shall not be Twenty Persons present who shall be possessed of or entitled to at least Two hundred Shares in the said Undertaking within Two Hours from the Time appointed for such Meeting, no Choice of Directors shall be made, nor shall any Business be transacted, but in such Case there shall be another Meeting of the said Company at the same Place at the Expiration of Seven Days then next; and if such sufficient Number of Proprietors shall not then attend thereat, such Meeting shall stand adjourned to the Seventh Day next following, and so from Time to Time as often as the same shall happen, until at some Adjournment of such General Meeting there shall be a sufficient Number of Proprietors present, when and not before the Meeting shall proceed to Business, and the Directors for the Time being shall continue to act and have the same Powers as they had and were possessed of until new Directors shall be appointed as aforesaid.

Election of Governor and Deputy

XXXII. And be it further enacted, That the Directors present at the First Meeting of Directors, which Meeting shall be held within One Calendar

Governor out of the Directors.

Calendar Month after the passing of this Act, and so at the First Meeting of the Directors which shall be held next after the First General Meeting of the said Company to be held in the Month of *January* in the Year One thousand eight hundred and thirty-seven, and so at the First Meeting of the Directors which shall be held next after the annual Meeting in the Month of *January* in each and every subsequent Year, or the Majority of the Directors present at such Meeting of Directors, shall choose out of the Directors of the said Company a Governor and a Deputy Governor, who shall remain in Office for One Year, and until a new Governor and Deputy Governor shall be appointed: Provided always, that if at any Time the Director elected the Governor or Deputy Governor of the said Company shall die, or resign, or become disqualified to act, or otherwise cease to be a Director, it shall be lawful for the Directors in like Manner at the Meeting to be held next after such Vacancy to choose some other of the said Directors to be a Governor or Deputy Governor, as the Case may be; and every such Governor or Deputy Governor so to be chosen as last aforesaid to fill such Vacancy shall continue in his Office so long only as the Person in whose Place or Stead he may be so elected would have been entitled under the Provisions of this Act to continue if such Death, Resignation, Disqualification, or Cesser had not happened.

Election of resident or managing Director.

XXXIII. And be it further enacted, That the Directors shall also at their said First Meeting, to be held within One Calendar Month after the passing of this Act, appoint any one of their own Number to be a resident or managing Director to attend more immediately to the Affairs and Business of the said Company, who shall continue in Office for such Time and be subject to such Regulations as the said Directors may appoint; provided that it shall be competent for Two successive Meetings of Directors to be specially summoned for that Purpose, for such Cause as to them shall seem sufficient, to remove and displace the resident and managing Director for the Time being from the said Office, without being compellable to assign any Reason for the same; and thereupon it shall be lawful for the Directors forthwith, or at any Time after such Removal, or after the Death, Resignation, or Period of Service of such managing Director, to proceed to the Election of another resident or managing Director, if they shall think fit; and that it shall be competent for the Directors to make such Allowances as they shall think fit as a Remuneration for the Services of any such resident or managing Director.

At Meetings of the Company, Governor or Deputy Governor, &c. to preside.

XXXIV. And be it further enacted, That at all General and Special General Meetings of the said Company the Governor, or in his Absence the Deputy Governor, or in his Absence any of the Directors of the said Company to be chosen at any such Meeting, or in the Absence of all the Directors any Proprietor to be chosen at such Meeting, shall preside as Chairman; and which Chairman shall, in case of an Equality of Votes on any Question, be entitled to the decisive or casting Vote.

Disqualification of Directors.

XXXV. Provided always, and be it further enacted, That if any Person who shall be elected Director of the said Company shall at any Time subsequently to his Election, either directly or indirectly, hold or enjoy any other Office in said Company, or be concerned in any Contract for any

any Article to be used or consumed by the said Company, or shall offer to take and succeed in taking, or shall participate in any Manner in any Work to be done for the said Company, or shall at any Time cease to be a Proprietor of at least Thirty Shares in the said Undertaking, every such Person shall thereby become disqualified from voting or acting at any succeeding Meeting of such Directors, and his Office shall thereupon become vacant, and no Person during the Time of his being such Director shall be capable of taking any Contract under the said Company.

Powers and Duties of Directors.

XXXVI. And be it further enacted, That the Directors for the Time being shall have the Custody of the Common Seal of the said Company, and shall have full Authority to meet and adjourn from Time to Time and from Place to Place, and also at any Time to call Special General Meetings of the said Company, for any Purpose they may think proper, and to appoint the Times and Places of holding General or Special Meetings; and all Questions, Matters, and Things which shall be discussed or considered at any Meeting of the Directors shall be finally determined by the Majority of Votes then present; and there shall be Three Directors at the least present to constitute a Meeting; and no Director, although possessed of many Shares in the said Undertaking, hall have more than One Vote at any such Meeting, except the Governor, Deputy Governor, or other Director presiding at such Meeting, who, in case of an equal Division, shall always have a second or casting Vote; and such Directors shall have full Power and Authority to direct and manage the Affairs of the said Company, and for that Purpose to contract for and purchase or take on Lease any Lands, Tenements, or Hereditaments which the said Company may be authorized to hold under the Provisions of this Act and for the Purposes thereof, and to sell, demise, or otherwise dispose of and convey any such Lands, Tenements, and Hereditaments, and to employ and direct the Works and Workmen, and to appoint or displace the Officers and Servants of the said Company (except the Treasurer and Clerk of the said Company), with such Salaries, Gratuities, or Recompences as to the said Directors shall seem proper, and upon the Death or Removal of any of the said Officers or Servants from Time to Time to appoint others in their respective Places, and also to make Contracts and Bargains touching the said Undertaking; and the said Directors may require such Security to be given to the said Company from any Officer or other Person for the faithful Execution of his Duty as they may think proper; and the said Directors shall keep a regular Minute and Entry of their Proceedings at every Meeting of the said Directors, and from Time to Time make Report thereof to the said Annual General Meetings, and, if required, to the Special General Meetings of the said Company, and shall obey their Orders and Directions; and the said Directors shall keep full and true Accounts of all Monies disbursed and Payments made by the said Directors, and by all Persons employed by or under them, and of all Money which they shall receive on behalf of or in respect of such Undertaking from any Person employed in or having any Concern, Dealing, or Transaction with the said Undertaking, or from any other Person, on any Account, for the Use of the said Company, and shall regularly enter in some Book to be from Time to Time provided at the Expence of the said Company for that Purpose Notes, Minutes, or Copies (as the Case shall require) of every such Appointment, Contract, Bargain, Receipt, and Disbursement, and of other

their

their Orders and Proceedings, which Book shall be deposited with and kept locked up under the Care or Direction of the said Directors.

Auditors appointed to remain in Office until January 1837.

XXXVII. And be it further enacted, That *James Galbraith*, *Robert Hughes*, and *Thomas Nevins*, being each in his own Right possessed of Twenty Shares at least in the said Undertaking, shall be Auditors of the said Company to examine and pass the Accounts of the said Company; and such Three Auditors, being neither removed nor disqualified, and not resigning, shall continue in Office and be respectively Auditors until the Annual General Meeting of the said Company which shall be held in the Month of *January* in the Year One thousand eight hundred and thirty-seven, and until others shall be elected in their Stead in pursuance of this Act, and no longer.

The Company shall then, and at every succeeding annual Meeting, elect Three Auditors, who shall continue in Office One Year.

XXXVIII. And be it further enacted, That the said Company shall, at their Annual General Meeting which shall be held in the Month of *January* in the Year Onethous and eight hundred and thirty-seven, elect from among the Members of the said Company Three Persons, being severally possessed in their own Right of Twenty Shares each at the least in the said Undertaking, to be Auditors of the Accounts of the said Company, and such Three Auditors shall continue in Office for One Year; and at every Annual General Meeting in each succeeding Year the Auditors of the Accounts of the said Company shall go out of Office and cease to be such Auditors, and their Places be supplied in like Manner: Provided always, that no Member of the said Company shall be qualified to be elected or act as an Auditor of the Accounts of the said Company, unless at the Time of his Election, and during the whole Period for which he shall be elected, he shall hold and possess and continue to hold and possess in his own Right Twenty Shares at the least in the Capital Stock of the said Undertaking; and that no Person or Persons holding any Place, Office, Employment, or Contract under the said Company shall be capable of being elected or of serving as an Auditor during the Time of his Continuance in such Place, Office, Employment, or during the Time he shall hold such Contract: Provided also, that it shall be lawful for any Two of the said Three Auditors for the Time being to examine and pass the Accounts of the said Company, and also for any one of the said Auditors for the Time being separately to examine the said Accounts or any of them.

Auditor re-eligible.

XXXIX. Provided always, and be it further enacted, That every such Auditor who shall in manner aforesaid go out of Office may be immediately or at any future Time re-elected.

Meetings of Proprietors may be specially convened.

XL. And be it further enacted, That Ten or more Proprietors of the said Company who shall severally hold Ten Shares or upwards, and who shall hold in the Aggregate Two hundred Shares or upwards in the said Undertaking upon which all Calls actually previously made shall have been paid and satisfied, may at any Time, by Writing under their Hands left at the Office of the said Company, or given to at least Three Directors of the said Company, or left at their last or usual Places of Abode, require the Directors of the said Company to call a Special General Meeting of Proprietors of the said Company, so as such Requisition fully expresses the Object for which such Special General Meeting is required

to be called; and in case of Neglect or Refusal of the said Directors to call such Meeting for the Space of Fourteen Days next after such Notice given as aforesaid, the same may be called by such Ten or more Proprietors by giving Twenty-one Days Notice thereof in some Newspaper usually circulated in *Dublin*; and the said Company are hereby authorized to meet in pursuance of such Notice, and such of the Proprietors thereof as shall be present shall proceed to the Execution of the Powers by this Act given to the said Company with respect to the Matters so specified in such Notice; and all Acts of the major Part in Votes of the Proprietors of the said Company met together at any such Special General Meeting shall be as valid, with respect to the Matters specified in such Notice, as if the same had been done at a General Meeting held at the Time herein-before appointed for holding the same.

Officers to account.

XLI. And be it further enacted, That every Officer and other Person who shall be appointed or employed by virtue of this Act, or who has heretofore or who hereafter shall have received any Sum or Sums of Money for or on account of the said Undertaking, shall from Time to Time, when thereunto required by the said Directors or by the said Company, make out and deliver to the said Directors or to the said Company, or to such Persons as they shall respectively for that Purpose appoint, a true and perfect Account in Writing under his or her Hand of all Monies which shall have been by him or her received, either separately or jointly with any other Person or Persons, for or on account of the said Undertaking or by virtue of this Act, and such Account shall state how and to whom and for what Purpose the same shall have been disposed of, together with Vouchers and Receipts for such Payments; and every such Officer or Person shall and is hereby required to pay all such Monies as upon the Balance of such Account shall appear to be owing from him or her to the Treasurer of the said Company, or to such Persons as the said Directors or the said Company shall appoint to receive the same; and if any such Officer or Person shall refuse or neglect to render such Account, or to produce and deliver up the Vouchers and Receipts relating to the same, or to pay the Balance thereof when thereunto required in manner aforesaid, or shall refuse or neglect to deliver up to the said Directors or to the said Company, or to such Persons as they respectively shall appoint, within Seven Days after being thereunto required by the said Directors or by the said Company, or by such other Persons as last aforesaid, all Books, Papers, and Writings in his or her Custody or Power relating to the Execution of this Act, then and in every such Case, Complaint being made thereof by the said Directors or by the said Company, or by any other Person on their Behalf, to any Justice of the Peace for the Town, County, City, District, or Province where such Officer or other Person may be or reside, such Justice may and he is hereby required by Warrant under his Hand and Seal to cause such Officer or Person to be brought before him, and upon his or her appearing, or not being to be found, to hear and determine the Matter of such Complaint in a summary Way, and to settle the said Account if produced in such Manner as the said Directors or the said Company might have done; and if, upon the Confession of the Officer or Person against whom such Complaint shall be made, or by the Oath of any credible Witness, it shall appear to such Justice that any of the Monies which shall have been collected and received shall be in the Hands of or be owing from such Officer or

Person, such Justice may and he is hereby empowered, upon Nonpayment thereof, by Warrant under his Hand and Seal to cause such Money to be levied by Distress and Sale of the Goods and Chattels of such Officer or Person; and if no Goods or Chattels shall be found sufficient to answer and satisfy the said Monies, and the Charges of taking and making such Distress, and of selling the same, or if such Officer or Person shall not appear before such Justice at the Time and Place appointed for that Purpose, or, if appearing, shall refuse or neglect to make out and deliver to such Justice such Account in Writing as aforesaid, or to produce and deliver to the said Justice the several Vouchers and Receipts relating to such Accounts, or to deliver up such Monies, Books, Papers, and Writings as aforesaid, then and in any of the Cases aforesaid the said Justice may and he is hereby required by Warrant under his Hand and Seal to commit such Officer or Person to some Common Gaol or House of Correction, there to remain without Bail or Mainprize until he or she shall have made and delivered such Account, or paid over such Monies, and have delivered up the Vouchers and Receipts (if any) relating thereto, and have delivered up such Books, Papers, and Writings (if any) as aforesaid, and shall have paid all the Money which shall appear to be in the Hands of or owing from him or her, and the reasonable Charges of such Distress and Sale as shall in that respect have been made, or until he or she shall have compounded with the said Directors or with the said Company for such Money and Charges, and have paid the Composition Money to the said Directors or to the said Company (and which Composition the said Directors and the said Company are hereby respectively empowered to make,) or have given Satisfaction in respect of such Monies, Vouchers, Receipts, Books, Papers, and Writings to the said Directors or to the said Company: Provided always, that no Person who shall be committed for Want of sufficient Distress only shall be detained in Prison for any longer Space of Time than Twelve Calendar Months.

Company liable to former Debts;

XLII. And be it further enacted, That the Company by this Act incorporated, and all and every the Monies, Stocks, Effects, and Property, of what Description soever, of or belonging to such Company, shall be and the same is hereby made subject and liable to the Payment of all Monies due and owing by or on account of the Joint Stock Company in the Preamble of this Act recited called "The *North American* Colonial Association of *Ireland*," and of all Interest due and to grow due on the same respectively, as fully and effectually to all Intents and Purposes as if such Monies had become due by or on the Credit of the Company by this Act appointed; and that the Capital Stock of the said Joint Stock Company, and all and every the Sum or Sums of Money, Stocks, Goods, Chattels, Effects, Estate, or Property, of what Nature or Kind soever, immediately before the passing of this Act vested in or belonging to the said Joint Stock Company, or in any other Person or Persons whatsoever for the Uses and Purposes of the said Joint Stock Company, shall be and are hereby from henceforth transferred to and vested in the Company by this Act appointed, to and for the several Uses, Intents, and Purposes directed by this Act; and the same, and all and every the Books of Account, Minutes, Vouchers, Securities, Papers, Deeds, Leases, Grants, Assignments, Evidences, and Writings whatsoever (if any such there be) relating to the same, shall be immediately after the passing of this Act the Property and

and Property of Company vested in Company under this Act.

Estate

Estate of the said Company, and be transferred, assigned, conveyed, and delivered to the Directors of the said Company, or to any Person whom they may appoint, by such Person or Persons as shall or may have the Custody thereof, or in whom the same may be now vested as a Trustee or Trustees for the said Joint Stock Company; and all Persons who are or have been employed, or who shall or may have in their Names, Custody, or Possession any Money, Stocks, Books, Accounts, Receipts, Papers, Writings, or other Matters or Things relating or belonging to the said Joint Stock Company or connected therewith, shall be and remain liable and compelled and compellable to account for, pay, transfer, and deliver over the same and every Part thereof to the Directors of the Company appointed by this Act, or to any Person whom they may appoint, in the same Manner as if they had been employed or received such Money, Stocks, Books, Accounts, Receipts, Papers, Writings, or other Matters or Things as aforesaid by or for such Company, or were subject to the Payment, Transfer, or Delivery of the same, or had such Things in their Names, Custody, or Possession by virtue of this Act.

Officers to account under this Act.

XLIII. And be it further enacted, That the Orders and Proceedings of every Meeting, as well General as Special, of the said Company and of the Directors, shall be entered in some Book or Books to be provided and kept for that Purpose, and shall be signed by the Chairman of each respective Meeting; and such Orders and Proceedings when so entered and signed shall be deemed and taken to be original Orders and Proceedings, and shall be allowed to be read in Evidence in all Courts, and before all Judges, Justices, and others, and that without Proof of such Meeting being duly convened, or of the Persons making or entering such Orders or Proceedings being Proprietors or being Directors, as the Case may be.

Proceedings to be entered in a Book.

XLIV. And be it further enacted, That the said Directors shall cause a Book or Books to be kept by a Book-keeper, who shall be expressly appointed by the said Directors for that Purpose; and such Book-keeper shall enter or cause to be entered in the said Book or Books true and regular Accounts of all Sums of Money received and expended for or on account of the said Undertaking, and of the several Articles, Matters, and Things for which such Sums of Money shall have been disbursed and paid; and such Book or Books shall at all reasonable Times be open to the Inspection of any of the Proprietors of the said Company, or of any Creditor for any Money to be borrowed under this Act, without Fee or Reward; and the said Proprietors or any Creditor as aforesaid shall and may take Copies of or Extracts from the said Book or Books, or of any Part thereof, without paying any thing for the same; and in case the said Book-keeper shall refuse to permit or shall not permit the said Proprietors or any such Creditor to inspect any such Book or Books, or to take such Copies or Extracts as aforesaid, such Book-keeper shall forfeit and pay any Sum of Money not exceeding Twenty Pounds, to be levied and applied in the same Manner as other Penalties are by this Act directed to be levied and applied.

Accounts to be kept of Receipts and Disbursements.

XLV. Provided always, and be it further enacted, That all Notices herein directed to be given of any General or Special General Meeting of Proprietors, or any Adjournment thereof respectively, or to any of the said Proprietors, and not herein otherwise provided for, shall be signed by the Chairman

Notices how to be given.

Chairman of the Directors of the said Company, or by the managing Director of the said Company, and shall be given by Advertisement inserted in some Newspaper usually printed or circulated in *Dublin*; and such Notices, when so published and given, shall be deemed and considered the same as personal Notices.

Clerk of the Company to enter and keep Account of the Places of Abode of Proprietors.

XLVI. And be it further enacted, That the Clerk of the said Company shall in some proper Book to be provided by the said Company for that Purpose enter and keep a true Account of the Locality or Places of Abode of the several Proprietors (whether Corporations or Individuals) of the said Undertaking, and of the several Bodies and Persons who shall from Time to Time become Proprietors thereof, or be entitled to any Share therein; and every Proprietor of the said Undertaking (or, being a Corporate Body, by their Clerk or Agent duly appointed,) may at all convenient Times have recourse to and peruse the same *gratis*, and may demand and have Copies thereof or of any Part thereof, paying at and after the Rate of Sixpence for every One hundred Words so to be copied; and if any such Clerk of the Company hereby incorporated shall refuse to permit any such Proprietor or Agent as aforesaid to peruse such Book at all convenient Times, or refuse to make such Copy within a reasonable Period at the Rate aforesaid, he shall for every such Offence forfeit and pay the Sum of Ten Pounds for the Benefit of the said Undertaking.

Directors may appoint temporary Treasurer.

XLVII. And be it further enacted, That in case any Treasurer of the said Company shall die, or be removed from or quit the Service of the said Company, it shall be lawful for the said Company at their stated or Special General Meetings, or for the Directors of the said Company, to appoint some other fit and proper Person to execute such Office in the Place of the Person who shall die, or be removed from or quit the Service of the said Company; and in case any such new Appointment shall be made by the said Directors the same shall only continue until the next Annual General Meeting of the said Company, when the Appointment of such Person to such Office shall either be confirmed, or such other fit Person be appointed to succeed to such Office as the said Company at such Meeting shall think proper.

Directors may make Calls.

XLVIII. And be it further enacted, That the said Directors shall have Power from Time to Time to make such Calls of Money from the Subscribers to and Proprietors of the said Undertaking, to defray the Expences of or to carry on the same, as they from Time to Time shall find necessary for those Purposes, so that no such Call shall exceed the Sum of Two Pounds upon each Share which any Person shall or may be possessed of or entitled unto in the said Undertaking, and such Calls shall not be made but at the Distance of Three Calendar Months at the least from each other, and Thirty-one Days Notice at the least shall be given of all such Calls by Advertisement in some Newspaper usually circulated in *Dublin*, which Money so called for shall be paid to such Persons and in such Manner as the Directors shall from Time to Time direct and appoint, for the Use of the said Undertaking; and every Owner of any Share in the said Undertaking shall pay his or her rateable Proportion of the Monies to be called for as aforesaid to such Persons and at such Times and Places as the said Directors shall from Time to Time direct and appoint, not exceeding in the whole the Sum of Twenty Pounds upon every such Share

so held or subscribed as aforesaid; and if any Owner of any such Share shall not so pay such his or her rateable Proportion, then and in such Case and so often as the same shall happen such Owner shall pay Interest for the same after the Rate of Six Pounds *per Centum per Annum* from the Day appointed for the Payment thereof up to the Time when the same shall be actually paid; and if any Owner of any such Share shall neglect or refuse so to pay such his or her rateable Proportion, together with the Interest, if any accrue for the same, for the Space of Three Calendar Months after the Day appointed for the Payment thereof, then it shall be lawful for the said Company or for the said Directors to sue for and recover the same in any of His Majesty's Courts of Record by Action of Debt or on the Case, or by Bill, Suit, or Information, wherein no Essoign, Wager, or Protection of Law, or more than One Imparlance, shall be allowed; or the said Company or the said Directors may and they are hereby authorized to declare the Shares belonging to any Person so refusing or neglecting to pay any such Calls, together with Interest, in manner last aforesaid, to be forfeited and to be sold, subject to the Provisions of this Act: Provided nevertheless, that no Advantage shall be taken of any Forfeiture of any Share in the said Undertaking until Notice in Writing, under the Hand of the Clerk or Treasurer of the said Company, of such Share having been declared by the said Directors forfeited, shall have been given or sent by the Post unto or left at the last known usual Place of Abode of the Owner of such Share, nor until the Declaration of Forfeiture of the said Directors shall have been confirmed either at an Annual General Meeting of the said Company or at a Special General Meeting of the said Company to be called for that Purpose, and to be respectively held after the Expiration of One Month at the least from the Day on which such Notice of Forfeiture shall have been given; and after such Forfeiture shall have been confirmed by such Annual or Special General Meeting the said Company by an Annual or Special General Meeting shall have Power to direct the said Directors to dispose of the Shares so forfeited.

If the Purchase Money for such Shares shall be more than sufficient to pay the Arrear of Calls, &c., Surplus to be paid to Owners, on Demand.

XLIX. Provided always, and be it further enacted, That in case the Money produced by the Sale of any such Share as shall be forfeited by reason of the Nonpayment of any Call as herein authorized shall be more than sufficient to pay all such Arrears or Calls as aforesaid, and legal Interest thereon as aforesaid, and the Expence attending the Sale thereof, the Surplus of such Purchase Money shall, on Demand, be paid to the Party to whom such forfeited Share shall have belonged: Provided also, that the said Company or the said Directors shall not by virtue of this Act sell or transfer more of the Shares of such Defaulter in payment of Calls than shall be sufficient as near as may be at the Time of such Sale to pay the Arrears due from such Defaulter for or on account of such Call, and the Interest and Expences attending the same; and from and after Payment of such Call, and the Interest and Expences aforesaid, any Share vested in the said Company as aforesaid which shall remain in their Hands unsold shall revert to and again become the Property of the Party to whom such Share shall have belonged immediately before such Forfeiture as aforesaid, in such Manner as if such Call had been duly paid.

Proceedings in Actions for Calls.

L. And be it further enacted, That in any Action to be brought by the said Company or by the said Directors against any Proprietor of any Share in

in the said Undertaking to recover any Money due and payable to the said Company or to the said Directors for or by reason of any Call made by virtue of this Act, it shall be sufficient for the said Company or the said Directors to declare and allege that the Defendant, being a Proprietor of so many Shares in the said Undertaking, is indebted to the said Company or to the said Directors in such Sums of Money as the Calls in arrear shall amount to for so many Calls of such Sums of Money upon so many Shares belonging to the said Defendant, whereby an Action hath accrued to the said Company or to the said Directors by virtue of this Act, without setting forth the special Matter; and on the Trial of such Action it shall only be necessary to prove that the Defendant at the Time of making such Calls was a Proprietor of some Share in the said Undertaking, and that such Calls were in fact made, and that such Notice thereof was given as is directed by this Act, without proving the Appointment of the Directors who made such Calls, or any other Matter whatsoever, and the said Company, or the said Directors, Plaintiffs therein, shall thereupon be entitled to recover what shall appear due, including Interest, computed as aforesaid, on such Calls, unless it shall appear that any such Call exceeded Two Pounds for every Share of Twenty Pounds, or was made within the Distance of Three Calendar Months from the last preceding Call, or without Notice given in any Newspaper as aforesaid; and in order to prove that such Defendant was a Proprietor of some Share in the said Undertaking as alleged the Production of the Book in which the Clerk of the said Company is by this Act directed to enter and keep the Names and Additions of the several Proprietors of Shares in the said Undertaking, with the Number of Shares they are respectively entitled to hold, and of the Locality or Places of Abode of the several Proprietors of the said Undertaking, and of the several Persons and Bodies who shall from Time to Time become Proprietors thereof, or be entitled to any Share therein, shall be *primâ facie* Evidence that such Defendant is a Proprietor, and of the Number or Amount of his Shares therein.

For ascertaining the Proprietorship of Shares in certain Cases.

LI. And whereas, in Cases where any Proprietor of any Share in the said Undertaking shall die, become insolvent or bankrupt, or go out of the Kingdom, or shall transfer his or her Right and Interest therein to some other Person, and no Register shall have been made of the Transfer thereof with the Clerk of the said Company, it may not be in the Power of any Officer acting for the said Company to ascertain who is the Proprietor of such Share in order to give him or her, or his or her Executors, Administrators, Successors, or Assigns, Notice of Calls to be made on such Share, or to maintain any Action, Suit, or other Proceeding against him or her, or his or her Executors, Administrators, Successors, or Assigns, for the Recovery of the same; be it therefore enacted, That in all the Cases aforesaid where the Right of Property or any Share in the said Undertaking shall pass from the original Subscriber or any Proprietor thereof to any other Person, or to any Body Corporate, by any other legal Means than by a Transfer or Conveyance thereof in the Form and Manner herein specified or herein otherwise provided, an Affidavit shall be made and sworn to by some credible Person before any of His Majesty's Justices of the Peace, or any Master or Master Extraordinary in the High Court of Chancery, stating the Manner in which such Share hath been passed to such other Person or to such Body Corporate, and such Affidavit shall be

delivered to and left with the Clerk of the said Company, to the Intent that he may preserve the same, and enter and register the Name of every such other Proprietor, or the Description of every such Body Corporate, in the Register Book or List of Proprietors of the said Undertaking to be kept in the Office of the said Company; and in all or any of the said Cases, after Fourteen Days Notice in Writing shall have been given by the said Directors under the Hand of the Clerk or Treasurer of the said Company to the Person or Corporation stated or claiming in such Affidavit to be the Proprietor or Proprietors of such Share, or left at the last or usual Place of Abode of such Person, or of the Clerk of such Corporation, to pay his, her, or their Proportion of Money to be called for, and such Person or Corporation shall not have paid such his, her, or their Proportion as aforesaid, it shall be lawful for the said Company at any General Meeting or Special General Meeting, after the Expiration of such Notice, to declare such Shares to be forfeited, and in such Case the Shares shall become forfeited, and shall and may be sold and disposed of in such Manner as the said Company at any Meeting shall direct, or otherwise become consolidated in the general Fund of the said Company; and in case there shall be no such Affidavit made as aforesaid, then such Notice as is herein-before directed to be given shall be served upon or be left at the last Place of Abode of the Executors or Administrators of such Proprietor so dying, or of the Assignees or Trustees of such Proprietor so becoming bankrupt or insolvent, or in the Event of the Share or Shares being disposed of as aforesaid, or of the last Proprietor appearing in the Books of the said Company to have been possessed of the same; and in case the last or usual Place of Abode of any such Proprietor cannot be ascertained upon Inquiry, such Notice shall be inserted once in the *Dublin Gazette* as aforesaid, and in case any Proprietor shall go out of the Kingdom such Notice shall be inserted in the *Dublin Gazette* as aforesaid; and in all such Cases and after such Notices, on Default being made, the Share shall be forfeited in manner aforesaid, except only that in the Cases of Proprietors being Abroad the Share shall not be forfeited until the Expiration of Six Calendar Months after the Day on which such Notice shall have been left at their last or usual Place of Abode in *Ireland*, and inserted in the *Dublin Gazette* as aforesaid.

Proprietors in arrear not to vote.

LII. Provided also, and be it further enacted, That no Proprietor of any Share on which any Call made shall remain unpaid shall at any Meeting of the Proprietors of the said Company be allowed to vote, either personally or by Proxy, until the Money payable in respect of such Share pursuant to such Call shall have been fully paid, although the Time limited for Payment thereof may not have expired.

Shares may be sold.

LIII. And be it further enacted, That it shall be lawful for the several Proprietors of Shares in the said Undertaking, and their respective Executors, Administrators, and Successors, to sell and dispose of any Shares to which they are or shall be entitled therein, subject to the Rules and Conditions herein mentioned; and the Form of Conveyance of Shares may be in the following Words or to the like Effect, varying the Names and Descriptions of the contracting Parties as the Case may require:

Form of Conveyance

'I of in consideration of the Sum of
'paid to me by of
'do hereby assign and transfer to the said Share [*or*
'Shares,

'Shares, *as the Case may be*,] numbered of and in the 'Undertaking called the *North American* Colonial Association of *Ireland*, 'to hold unto the said his Executors, Administrators, 'and Assigns [*or* Successors and Assigns], subject to the same Con-'ditions as I held the same immediately before the Execution hereof; and 'I the said do hereby agree to accept and take the said 'Share [*or* Shares] subject to the same Conditions. As witness our 'Hands and Seals the Day of .'

And in every such Sale the Deed or Conveyance (being executed by the Seller and Purchaser of such Share) shall be kept by the Clerk of the said Company, who shall enter in some Book to be kept for that Purpose a Memorial of such Transfer and Sale, and indorse the Entry of such Memorial on the said Deed of Sale or Transfer, for which no more than Two Shillings and Sixpence shall be paid, and the said Clerk is hereby required to make such Entry or Memorial accordingly; and, on Request, a Certificate of each Share shall be delivered by him to the Purchaser for his or her Security, and for which Certificate no more than One Shilling shall be paid; and until such Memorial shall have been made and entered as above directed such Purchaser shall have no Part or Share of the Profits of the said Undertaking, nor any Interest for such Share paid to him or her, nor any Vote in respect thereof as a Proprietor of the said Undertaking.

Shareholders not to transfer Shares until 2*l.* per Share is paid,

LIV. Provided always, and be it enacted, That no such Transfer as aforesaid shall be made unless Two Pounds shall have been previously paid to the Treasurer of the said Company on each such Share or Shares so to be transferred, any thing in this Act contained to the contrary notwithstanding, and that the several Subscribers to or Holders of any Shares in the Capital of the said Company shall not be liable to any Debts or Demands of the said Company beyond the Amount of their several and respective Shares.

After a Call no Share to be sold until Call shall be paid.

LV. And be it further enacted, That no Person shall sell or transfer any Share which he or she shall possess in the said Undertaking after any Call shall have been made by the said Directors for any Sum of Money in respect of such Share, unless he or she at the Time of such Sale or Transfer shall have paid the full Sum of Money which shall have been called for in respect of each Share so to be sold or transferred.

Accounts to be made up annually.

LVI. And be it further enacted, That the said Company or the Directors of the said Company shall and they are hereby required to cause a true, exact, and particular Account to be kept, and annually made up and balanced on the Thirtieth Day of *November* in each Year, of the Money received by the said Company, or by the Directors or Treasurer of the said Company, or otherwise for the Use of the said Company, by virtue of this Act, and of the Charges and Expences attending the making, maintaining, and carrying on the said Undertaking, and of all other the Receipts and Expenditure of the said Company or the said Directors up to that Period; and at the next subsequent yearly Meeting of the Proprietors of the said Undertaking to be from Time to Time held as aforesaid, or at some Adjournment thereof, a Dividend shall be made out of the clear Profits of the said Undertaking, unless such yearly Meeting shall declare otherwise, and such Dividend shall be at and after the Rate of so much *per* Share upon the several Shares held by the Members thereof

thereof in the Joint Stock of the said Company as such Meeting shall determine: Provided always, that no Dividend shall be declared or paid until the Yearly General Meeting which shall be held next after the Expiration of Two Years from the passing of this Act: Provided also, that no Dividend shall be made whereby the Capital of the said Company shall be in any degree reduced or impaired, nor shall any Dividend be paid in respect of any Share, after a Day appointed for Payment of any Call of Money in respect thereof, until such Call shall have been paid.

For ascertaining the Proprietorship of Shares in case of Marriage or Death of Proprietors.

LVII. And whereas by the Death of or by other after-mentioned Event happening to Proprietors, or by the Marriage of Female Proprietors of Shares in the said Undertaking, it may be difficult to ascertain to whom the Dividends arising or becoming due upon such Shares ought to be paid or may belong; be it therefore enacted, That before any Person who shall claim any Part of the Profits of the said Undertaking in right of Marriage with any Female Proprietor shall be entitled to receive the same, or be entitled to vote in respect of any Share, an Affidavit, or a solemn Affirmation by any Person of the Society of Quakers, in Writing, containing a Copy of the Register of such Marriage, or other Particulars of the Celebration thereof, and identifying the Wife as the Proprietor of the Share in respect whereof any such Claim may be made, shall be made and sworn to or solemnly affirmed by some credible Person before some Master or Master Extraordinary in Chancery, or any of His Majesty's Justices of the Peace, and shall be transmitted to the Clerk of the said Company, who shall file the same and make an Entry thereof in the Book which shall be kept by the said Clerk for the Entry of Transfers or Sales of Shares; and before any Person who shall claim any Part or Share of the Profits of the said Undertaking by any Bequest or Will, or in the Course of Administration, shall be entitled to receive the same, or be entitled to vote in respect of any Share, the said Will or the Probate thereof or the Letters of Administration shall be produced and shown to the said Clerk, or a Copy of so much of such Will as shall relate to the Share of the Testator or Intestate shall be made and sworn to or solemnly affirmed by the Executors of the said Will or the Administrators of the Intestate, before some Master or Master Extraordinary in Chancery, or any of His Majesty's Justices of the Peace as aforesaid, and shall also be transmitted to the said Clerk, who shall file and enter the same as herein-before mentioned; and in all Cases other than as herein-before mentioned when the Right and Property of any Share in the said Undertaking shall pass from any Proprietor thereof to any other Person by any other legal Means than by a Transfer and Conveyance thereof, duly made and executed as herein-before directed, an Affidavit or solemn Affirmation in Writing shall be made and sworn to or solemnly affirmed to by some credible Person before some Master or Master Extraordinary in Chancery, or any of His Majesty's Justices of the Peace as aforesaid, stating the Manner in which such Share hath been passed to such other Person, and such Affidavit or solemn Affirmation shall be transmitted to the Clerk of the said Company, who shall thereupon enter and register the Name of every such new Proprietor in the Register Book or List of Proprietors of the said Company, and the said Clerk shall be entitled to receive for each such Entry as is herein-before directed the Sum of One Shilling, and no more; and the said Company shall not be bound to see to the Execution of any Trust, whether express

express or constructive, to which any Share aforesaid shall be subject or liable.

Company empowered to register Vessels.

LVIII. And be it further enacted, That all Ships or Vessels which shall at any Time hereafter be owned by the said Company shall be and they are hereby authorized and required to be registered under the Provisions and by virtue of an Act passed in the Sixth Year of the Reign of His late Majesty King *George* the Fourth, intituled *An Act for the registering of British Vessels*, in the Name of the said Company; and when it shall become necessary to register any Ship or Vessel belonging to the said Company, then the following Oath, in lieu of any other Oath heretofore required by Law to be made, shall be taken and subscribed by the Clerk of the said Company, and a Register granted thereon:

6 G. 4. c. 110.

Form of Oath.

'I being Clerk of the *North American* Colonial Association of *Ireland*, do make Oath, That the Ship or Vessel of the Port of whereof is at present Master, being [*Kind of Build, Burthen, &c., as described in the Certificate of the surveying Officer,*] was [*when and where built, or if Prize or forfeited, captured and condemned as such,*] and that the same doth wholly and truly belong to the *North American* Colonial Association of *Ireland*; and that the Directors of the said Company are and each of them is a natural-born Subject of the United Kingdom of *Great Britain* and *Ireland*.

'So help me GOD.'

Public Act.

LIX. And be it 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 in the United Kingdom and the Provinces.

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