ANNO QUINQUAGESIMO TERTIO

GEORGII III. REGIS.

Cap. 34.

An Act for explaining and amending an Act of His present Majesty, for constructing a Harbour at *Porthleven*, in *Mount's Bay*, in the County of *Cornwall*. [15th *April* 1813.]

WHEREAS an Act was passed in the Fifty-first Year of the Reign of His present Majesty, intituled *An Act for constructing a Harbour at* Porthleven, *in* Mount's Bay, *in the County of* Cornwall, whereby certain Persons were incorporated for the Purpose of constructing the said Harbour: And whereas the Persons so incorporated for the Purpose aforesaid, have made considerable Progress in the Works by the said Act directed to be done; but it hath been found that some of the Provisions of the said Act require to be amended and altered, and that additional Powers are necessary for the better and more effectually completing the said Works, and carrying the Purposes of the said Act into Execution: 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 from and after the passing of this Act, so much of the said recited Act as relates to the Appointment, Number, Names and Qualifications of the Directors of the said Company, shall be and the same is hereby repealed; and that the Number of Directors now and henceforth to be nominated and appointed for managing, directing, and governing the Concerns of the said Company, shall be limited to Twelve, Nine of whom shall be respectively possessed of Five Shares of One hundred Pounds

51 G. 3.

Repeal of Clause in former Act relating to Appointment and Qualification of Directors.

Nomination of Directors.

Pounds each, in the Joint Stock of the said Company; and that the Right Honourable *Francis Charles Seymour Conway* commonly called *Earl of Yarmouth*, *James Buller* and *Henry Swann*, together with *George Simson*, the Reverend *Joseph Fortune*, *John de Ponthieu*, *Archibald Blair*, *John Morris*, *Richard Davis*, *Alexander Glennie*, *Thomas Dickason*, and *John Locke*, of whom the Nine last named are already respectively possessed of Five Shares of One hundred Pounds each, of the said Joint Stock, shall be and they are hereby constituted the first Twelve Directors of the said Company, for ordering and superintending the Management of the Affairs of the said Company; and that they the said Directors shall and may meet at such Place or Places, and at such Time or Times, as the major Part of them present at any of their Courts of Direction from Time to Time to be holden, (the whole Number present not being less than Three) shall deem convenient for executing the Powers vested in them by this and the said recited Act; and that they, or any Three of them so assembled as aforesaid, shall be and constitute a Court of Direction for all the Purposes of this and the said recited Act, unless in such special Cases wherein the Concurrence of a greater Number of them is hereby required, in which Cases a Court of Direction shall not consist of less than Six Directors, and such Directors so appointed as aforesaid shall continue in Office until others shall be chosen in their stead, as herein-after mentioned, or until such Person or Persons shall respectively die, or decline to act, or until any of the Persons who shall have been chosen as Directors from amongst the Members of the said Company subscribing towards the said Stock, shall have disposed of or become otherwise dispossessed of his, her, or their Shares and Interest in the said Stock, so as to reduce the same to less than Five Shares of One hundred Pounds each, in the said Stock; and in the Room and Place of every such Director or Directors so as aforesaid appointed, who shall die, decline to act, or dispose of his or their Stock as aforesaid, there shall be appointed out of the Subscribers to the said Undertaking, by the Majority of the said Proprietors of the Joint Stock of the Company attending at a Special Meeting of the said Company to be called for that Purpose, of which the Directors for the Time being are hereby required to give Twenty-one Days Notice in the Manner directed by the said recited Act with respect to the First Meeting of the said Company of Proprietors, One other Person or Persons to fill up the Vacancy of such Director or Directors; and the several new Director or Directors so as aforesaid to be elected and appointed shall continue in Office for such Time or respective Times, and no longer, as the Director or Directors in whose stead he or they shall be so respectively elected or appointed ought to have continued in Office, if such Death or Deaths, Removal, or Disqualification had not happened.

Their Meetings.

Court of Direction.

Mode of supplying Vacancies in Direction.

Powers to Directors.

II. And be it further enacted, That the said Directors, and all other the Directors of the said Company hereafter to be appointed, shall be vested with all and every the Powers and Authorities which by the said recited Act were given to the Directors therein appointed, subject nevertheless to the same Conditions, Restrictions, and Limitations as are therein expressed concerning the same.

Power to Directors who may contract for Purchase of Lands, &c.

III. And be it further enacted, That the said Directors shall and may on the Behalf of the said Company contract for and agree for the Purchase of the Lands, Tenements, and Hereditaments, that may be taken or used for

for the Purpoſes of the ſaid Harbour, Pier, Quays, Wharfs, or other Works thereunto belonging, and ſhall and may on the Part and Behalf of the ſaid Company of Proprietors, ſettle, determine, and adjuſt all Matters, Queſtions and Differences which ſhall or may ariſe between the ſaid Company of Proprietors, and the ſeveral Owners of and Perſons intereſted in any Lands, Tenements, or other Hereditaments which ſhall or may be taken and uſed, or damaged or affected by the Execution of any of the Powers granted by this or the ſaid recited Act; and ſhall and may make Agreements, Contracts, and Bargains, with the Workmen, Agents, Undertakers, and other Perſons employed or concerned in making, continuing, or completing the ſaid Harbour, Pier, Quays, Wharfs, or other Works thereunto appertaining or belonging, and all and every Part or Parts thereof, and the ſaid Directors ſhall have full Power and Authority to direct and manage all and every the Affairs of the ſaid Company of Proprietors; and the ſaid Directors ſhall, by themſelves, or the Clerk or Clerks of the ſaid Company of Proprietors, keep a full, correct, and true Account of all Monies diſburſed and Payments made by the ſaid Directors, and by all and every Perſon and Perſons employed by or under them, and of all and every Sum and Sums of Money which they ſhall receive on behalf or in reſpect of the ſaid Undertaking, from any Collector or Collectors, or from any other Officer or Officers, or from any other Perſon or Perſons whomſoever, employed in or having any Concerns, Dealings, or Tranſactions with the ſaid Undertaking, or in or with any Part or Parts thereof; and ſhall regularly by themſelves, or the Clerk or Clerks of the ſaid Company as aforeſaid, write, inſert, and enter in a Book or Books, to be from Time to Time provided at the Expence of the ſaid Company of Proprietors, Notes, Minutes, or Copies, (as the Caſe ſhall require) of every ſuch Contract, Bargain, Receipt, and Diſburſement, which Book or Books ſhall be depoſited with and kept locked up under the Care and Direction of the ſaid Directors, or the Clerk or Clerks of the ſaid Company as aforeſaid: Provided always, that every Proprietor in the ſaid Undertaking ſhall have free Acceſs thereto, upon every reaſonable Deſire, for his or her Inſpection, on Payment, for ſuch Inſpection, of the Sum of One Shilling.

Directors may remove Officers of the Company.

IV. And be it further enacted, That when any Meeting of the ſaid Directors ſhall be holden for the Suſpenſion or Removal of any Officer or Officers of the ſaid Company, the Preſence of any Six of the Directors ſhall conſtitute a good and ſufficient Meeting for the Purpoſe of ſuſpending or removing any ſuch Officer or Officers, any Thing in the ſaid recited Act contained to the contrary thereof notwithſtanding: Provided always, that in all other Matters or Proceedings relative to ſuch Suſpenſion or Removal, the Proviſions in the ſaid Act in that Behalf contained ſhall be and continue in Force to all Intents whatſoever.

Orders and Proceedings of Directors to be Evidence.

V. And be it further enacted, That all Reſolutions, Orders, and Proceedings of the ſaid Company of Proprietors made and had at their ſeveral reſpective General or Special General Aſſemblies, or of their Directors, or any Three or more of them, at the ſeveral Meetings of the ſaid Directors appointed in and by virtue of this Act, ſhall be entered in a Book or Books to be kept for ſuch Purpoſes reſpectively, and ſuch Reſolutions, Orders and Proceedings ſo entered ſhall be ſigned reſpectively by the Chariman of ſuch General or Special Aſſembly, or by the Director who

who ſhall be Chairman at ſuch Meeting and Meetings; and ſuch Reſolutions, Orders, and Proceedings reſpectively ſhall be deemed and taken to be Originals, and are to be received as Evidence of ſuch Reſolutions, Orders, and Proceedings, in any Court of Law or Equity.

Calls not to exceed Four in the Year.

Power to ſue for Calls and Fines.

VI. And be it further enacted, That the Number of Calls to be made by the Directors of the ſaid Company for the Time being, upon any Proprietor or Proprietors of the Joint Stock thereof, for the Payment of any Inſtalment or Inſtalments upon their reſpective Shares thereof, ſhall not exceed Four in any One Year; and that in caſe of the Nonpayment of any ſuch Call or Inſtalment within One Calendar Month after the ſame ſhall have been due and payable, according to the Proviſions of this Act, together with the Fine or Fines which ſhall have been incurred in purſuance of the Proviſions of the ſaid recited Act, on account of the Non-payment of ſuch Call or Inſtalment at the Time when the ſame ſhall have become due and payable, at the Expiration of the ſaid Calendar Month and not before, the Amount of the ſaid Call or Inſtalment, and alſo of all Fines due thereon as aforeſaid, ſhall and may be ſued for and recovered by the ſaid Company of Proprietors as laſt herein-before mentioned, or otherwiſe, at the Option of the ſaid Directors, or of any Three or more of them, the Perſon or Perſons, Body or Bodies Politic, Corporate, or Collegiate ſo neglecting for the Space of Three Calendar Months after the Expiration of the Time ſo appointed for the Payment thereof, ſhall forfeit all his, her, or their reſpective Stock, or Parts and Intereſt in the ſaid Undertaking and Premiſes, all which Forfeitures ſhall go to and for the Benefit of the reſt of the ſaid Proprietors, their Executors, Adminiſtrators and Aſſigns, holding for the Time being Shares of the ſaid Stock, in Proportion to their reſpective Shares and Intereſts, ſubject nevertheleſs to the ſeveral Proviſions in the ſaid recited Act in that Behalf contained.

Forfeiture of Shares.

Proprietors making Advances to be allowed Intereſt.

VII. And be it further enacted, That if any Subſcriber or Subſcribers to the ſaid Undertaking ſhall be minded and deſirous to pay or advance immediately into the Hands of the ſaid Directors, or of the Perſon or Perſons who ſhall be appointed by them to receive the ſame, the full Amount of his, her, or their Subſcription or Subſcriptions for ſuch Share or Shares for which he, ſhe, or they may have ſubſcribed, or any Part thereof, not being a leſs Sum than Fifty Pounds, without waiting for the ſaid Call or Calls to be made, then and in ſuch Caſe it ſhall be lawful for the ſaid Directors to pay to the ſaid Subſcriber or Subſcribers ſo paying in Advance as aforeſaid, out of the Funds of the ſaid Company, Intereſt upon the Sum or Sums ſo advanced, at the Rate of Five Pounds *per Centum per Annum* upon the Amount which ſuch Payment in Advance may be over and above the ſaid Calls, and from the Time of advancing the ſame up to the Period of ſuch ſubſequent Call reſpectively, according to the Sum then in Advance over and above the Amount of the ſaid Call.

Payment of Calls not valid unleſs made as directed.

VIII. And be it further enacted, That no Payments to be made on account of any Call or Inſtalment, or upon any Account whatſoever to the Uſe of the ſaid Company, ſhall be good and ſufficient in Law for the Diſcharge of the Party or Parties making ſuch Payment, unleſs the ſame ſhall be made to the Treaſurer of the ſaid Company for the Time being, or to ſome Perſon by him duly authorized to receive the ſame, or to ſuch other Perſon as ſhall be appointed by the Directors for the Time being, by

by Authority in Writing under the Hands of any Three or more of them, to receive the ſame; but all other Acts, Matters, and Things, which are by the ſaid recited Act directed to be done by the Secretary of the ſaid Company for the Time being, may be done and executed by the chief Clerk of the ſaid Company, from Time to Time to be appointed by the Directors, according to the Proviſions of the ſaid Act; and the ſame ſhall be good, valid, and ſufficient in Law, as if the ſame had been done by the Secretary of the ſaid Company.

Sureties for Officers may be proceeded againſt.

IX. And, foraſmuch as in and by the ſaid recited Act the Directors of the ſaid Company for the Time being are authorized and empowered to inſtitute certain Proceedings againſt any Officer of the ſaid Company who ſhall neglect or refuſe to account to them for all ſuch Monies as ſhall come or be paid into his Hands on account of the ſaid Company, and to pay the Balance due from him over to their Order, or who ſhall make Default therein; be it further enacted, That no ſuch Proceedings, or any Proceedings whatſoever in Law or Equity, which ſhall or may be had againſt any ſuch Officer ſo neglecting or refuſing to render ſuch Account, or to pay over ſuch Balance as aforeſaid, or making Default therein, nor any Judgment which may be had upon any ſuch Proceedings againſt ſuch Officer as aforeſaid, ſhall extend or be conſtrued to extend to deprive the Directors of the ſaid Company for the Time being of any Action or Actions, Suit or Suits againſt the Surety or Sureties of any ſuch Officer to be appointed in the Execution of the ſaid Act, for the Non-performance of any Covenant or Agreement entered into by ſuch Officer as aforeſaid, or his or their Security or Securities, touching any Thing to be done under or in purſuance of this Act.

Power to raiſe by Mortgage.

X. And be it further enacted, That in caſe the ſaid Company of Proprietors ſhall deem it expedient to borrow Money, for the Purpoſe of enabling them to carry on the Works of the ſaid Harbour, it ſhall and may be lawful to and for the ſaid Company, and they are hereby authorized and empowered from Time to Time to borrow and take up at Intereſt, on the Credit of the Rates and Duties of the ſaid Harbour, and by Mortgage of the ſaid Harbour and Lands to be purchaſed by the ſaid Company, any Sum or Sums of Money which they ſhall deem neceſſary for effectuating the Purpoſes of this and the ſaid recited Act, not exceeding Twenty thouſand Pounds; and to demiſe, grant, mortgage, bargain, and ſell the Property of the ſaid Harbour, and the Capital Stock therein, and the Tolls, Rents, and Duties ariſing, or to ariſe to the ſaid Company of Proprietors by virtue of the ſaid recited Act and this Act, (the Coſts and Charges of preparing ſuch Demiſe or Demiſes, Mortgage or Mortgages, or other Securities to be paid out of the Funds of the ſaid Company), as a Security for any Sum or Sums of Money which ſhall be ſo borrowed, with Intereſt, to ſuch Perſon or Perſons, or to his, her, or their Truſtee or Truſtees, who ſhall advance and lend the ſame, which ſaid Demiſe or Demiſes ſhall be made and granted under the Seal of the ſaid Company, and in the Name and Style of the ſaid Company preſcribed by the ſaid recited Act.

Transfer of Mortgage.

XI. And be it further enacted, That it ſhall and may be lawful to and for the Perſon or Perſons to whom any ſuch Demiſe or Demiſes ſhall be made as aforeſaid, and his, her, or their Executors, Adminiſtrators, or Aſſigns,

Assigns, to transfer his, her, or their Right or Interest therein to any Person or Persons, by Writing under his, her, or their Hand and Seal or Hands and Seals, which shall be in the Form prescribed by the said recited Act.

Mortgages and Transfers to be registered.

XII. And be it further enacted, That such Demises and Transfers shall be entered, or a Memorial thereof made, in the Book or Books of the said Company, by the Clerk or Clerks to the said Company of Proprietors, and he or they shall also endorse on such Demises and Transfers a Memorandum of such Entry or Memorial, on Payment of Ten Shillings for each such Transfer, and until such Entry or Memorial be made of such Demises and Transfers, and such Endorsements made thereon, the same shall not be valid or effectual.

Interest of Mortgages to be paid Half Yearly.

XIII. And be it further enacted, That the Interest of the Money which shall be raised and borrowed by virtue of this Act shall be from Time to Time provided for and paid by equal Half-yearly Payments, to the Person or Persons entitled to receive the same, previously to the making of any Dividends to the Proprietors of the Joint Stock of the said Company: Provided always, that no such Demise, or Mortgage or Transfer, or Assignment thereof, shall constitute the Person holding the same a Proprietor of the Joint Stock of the said Company, or entitle such Person to give any Vote, or in any way intermeddle in the Management, Direction, or Concerns of the said Company,

Venues may be laid in Middlesex and Cornwall

XIV. And be it further enacted, That Actions to be commenced against any Person or Persons for or on account of any Thing done in pursuance of the said recited Act or this Act, may be laid or brought in the County of *Middlesex*, as well as in the County of *Cornwall*, unless the Cause of Action shall wholly arise in the County of *Cornwall*.

Provisions of former Acts extended to this.

XV. And be it further enacted, That so much and such Parts of the said recited Act, and all the Clauses, Provisions, Matters, and Things in the same, not hereby repealed, varied, or altered, shall be and continue to be in full force, and shall be applied and extended to and incorporated with this Act, as fully and effectually to all Intents and Purposes as if the same were severally and respectively herein repeated and re-enacted; and that all such Clauses, Provisions, Matters, and Things in the said recited Act, which are by this Act varied, altered, or amended, shall be considered, construed, and enforced as they are so varied, altered, and amended, and not otherwise.

For paying the Expences of the Act.

XVI. And be it further enacted, That the Costs, Charges, and Expences incident to and attending the obtaining and passing of this Act, shall be paid by the Treasurer out of the Funds of the said Company of Proprietors, and shall be deemed Part of their general Expences.

Public Act.

XVII. And be it further enacted, That this Act shall be deemed and taken to be a Public Act, and shall be judicially taken Notice of as such by all Judges, Justices, and others, without being specially pleaded.

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