CHAPTER ccxxii.

An Act for incorporating the Tudhoe and Sunderland Bridge Gas Company; and for other purposes. A.D. 1877.

[10th August 1877.]

WHEREAS the Weardale Iron and Coal Company (Limited) (in this Act referred to as "the Limited Company") have erected gasworks in the township of Tudhoe, in the parish of Brancepeth and county of Durham, on the lands described in the schedule to this Act, and have for some time past been supplying gas from those works for public and private purposes within the part herein-after described of the said township of Tudhoe, and also within the township of Sunderland Bridge, in the parish of St. Oswald, in the same county, and have expended for those purposes the sum, and those works are now of the estimated value, of fourteen thousand pounds, or thereabouts:

And whereas the demand for gas within the district so supplied with gas by the Limited Company is increasing, and it would be to the advantage of the inhabitants of the district, and the Limited Company are willing that their gasworks should be transferred to a company to be incorporated for the purpose of supplying gas within that district, with, under, and subject to the rights, powers, obligations, and limitations of dividend conferred by and contained in "The Gasworks Clauses Acts, 1847 and 1871":

And whereas there is no mortgage of or other charge upon the gasworks or the gas undertaking of the Limited Company:

And whereas the persons herein-after in that behalf named, with others, are willing to undertake and continue the supply of gas within the said district, and to extend and improve the works of the Limited Company, if incorporated for that purpose, and it is expedient that they be incorporated into a company accordingly, and that the gasworks of the Limited Company be transferred to and vested in them in manner and upon the terms in this Act appearing:

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

May it therefore please Your Majesty that it may be enacted; and be it enacted by the Queen's most Excellent Majesty, by and with the advice and consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the authority of the same, as follows; (that is to say,)

Short title.

1. This Act may be cited as "The Tudhoe and Sunderland Bridge Gas Act, 1877."

Incorporation of Acts.

2. "The Gasworks Clauses Act, 1847," and "The Companies Clauses Consolidation Act, 1845," and Part I. (relating to cancellation and surrender of shares) and Part III. (relating to debenture stock) of "The Companies Clauses Act, 1863," and "The Lands Clauses Consolidation Acts, 1845," (except the provisions thereof with respect to the entry upon, purchase, and taking of lands otherwise than by agreement), "1860, and 1869," are, subject to the provisions of this Act, incorporated with and form part of this Act, and "The Gasworks Clauses Act, 1871," shall apply to the gas undertaking of the Limited Company as if the same were hereby authorised.

Interpretation.

3. In this Act the several words and expressions to which meanings are assigned by the Acts wholly or partially incorporated herewith have the same respective meanings, unless there be something in the subject or context repugnant to such construction. The expression "the Company" means the Company by this Act incorporated; the expressions "the works," "the gasworks," and "the undertaking" respectively mean and include the gasworks and works connected therewith by this Act vested in and authorised to be maintained by the Company, and any extension and improvement thereof which they may make under the powers of this Act, and the lands, buildings, estate, right, title, property, privileges, effects, and undertaking of the Company, and every part thereof respectively; and the expressions "superior courts" or "court of competent jurisdiction," or any other like expressions in this Act or any Act wholly or partially incorporated herewith, shall for the purposes of this Act be read and have effect as if the debt or demand with respect to which the expression is used were a simple contract debt, and not a debt or demand created by statute.

Limits of Act.

4. The limits of this Act shall be and include so much and such parts of the township of Tudhoe aforesaid as is or are not included within the limits of supply of the Spennymoor and Tudhoe Gas

Company as defined by the Spennymoor and Tudhoe Gas Act, 1876, and the township of Sunderland Bridge aforesaid.

Incorporation of Company.

5. Charles Baring Young and Victor William Bates Van de Weyer, and all other persons and corporations who have already subscribed to or shall hereafter become proprietors in the undertaking, and their executors, administrators, successors, and assigns respectively, shall be and they are hereby united into a company for the purposes herein-after mentioned, and shall be incorporated by the name of "The Tudhoe and Sunderland Bridge Gas Company," and by that name shall be a body corporate, with perpetual succession and a common seal, with power to purchase, take, hold, and dispose of lands and other property for the purposes of this Act.

General purposes of the Company.

6. The Company shall be established for the purposes of acquiring, maintaining, extending, and improving the gasworks of the Limited Company, and of manufacturing gas, and for supplying gas within the limits of this Act, and for converting or utilising and distributing materials used in and about the manufacture of gas, and of residual products resulting from such manufacture, and for dealing in, selling, and disposing of gas, coal, coke, lime, tar, chemicals, and other residual and manufactured products and other matters and things, and for carrying on the business usually carried on by gas companies or by companies or persons dealing in any of the matters and things aforesaid, and for manufacturing, purchasing, or hiring and supplying gas meters, fittings, and other apparatus.

Gasworks, &c. of Limited Company vested in Company incorporated by this Act.

7. The lands described in the schedule to this Act, with the gasworks, erections, and buildings thereon, which now belong to the Limited Company, and all mains and pipes, plant, plugs, lamps, irons, retorts, gauges, meters, lamp-posts, syphons, apparatus, stock, effects, matters, and things connected with the manufacture or supply of gas which have been by the Limited Company purchased, provided, laid down, erected, or placed in any place or house within the limits of this Act, or which immediately before the passing of this Act were the property of the Limited Company, shall be and the same are hereby absolutely vested in the Company, to the same extent and for the same estate and interest as the same were previously to the passing of this Act vested in the Limited Company, and may, according to the provisions of this Act, be held and enjoyed, maintained, altered, discontinued, removed, dealt with, and disposed of by the Company as they think fit.

Capital.

8. The capital of the Company shall be twenty-eight thousand pounds, and shall be divided into two classes to be called respectively Capital A and Capital B. Capital A shall consist of capital stock to

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the amount of fourteen thousand pounds, to be deemed fully paid up, and of share capital to the amount of two thousand pounds in two hundred shares of ten pounds each, and Capital B shall consist of share capital to the amount of twelve thousand pounds in one thousand two hundred shares of ten pounds each.

The capital stock vested in the Limited Company.

9. The capital stock of the Company, amounting to fourteen thousand pounds as aforesaid, is by this Act vested in the Limited Company.

Limited Company may nominate one or more persons to be registered as holders of their stock.

10. Within three calendar months after the passing of this Act the Limited Company may, by notice in writing under their common seal delivered to the Company, nominate one or more person or persons to be registered in the books of the Company as the holder or holders either of the stock by this Act vested in the Limited Company as a whole or of the said stock in such sums and proportions as shall be specified in the notice, and the person or persons so nominated shall be thereupon registered in the books of the Company as the holder or holders of the said stock, in accordance with the notice, and shall thenceforth have and enjoy all the same rights of voting and other rights and privileges as other proprietors of stock or shares of the capital of the Company: Provided always, that the Company shall not be bound to see to the application or be responsible for the non-application of any moneys from time to time paid by the Company to any person or persons so nominated, or their respective executors, administrators, or assigns, by way of interest or dividend, or otherwise.

Shares not to be issued until one fifth paid.

11. The Company shall not issue any share created under the authority of this Act, nor shall any such share vest in the person or corporation accepting the same, unless and until a sum not being less than one fifth of the amount of such share is paid in respect thereof.

Calls.

12. One fifth of the amount of a share shall be the greatest amount of a call, and three months at least shall be the interval between successive calls, and three fourths of the amount of a share shall be the utmost aggregate amount of the calls made in any year upon any share.

Limiting profits of Company on capital B.

13. The Company shall not in any one year make out of their profits any larger dividend on their capital B than seven pounds in respect of every one hundred pounds actually paid up of that capital.

Dividends on each class of capital to

14. In case in any half year the net revenues of the Company applicable to dividend shall be insufficient to pay the full amount of

the prescribed maximum rate of dividend on each class of their capital, a rateable reduction shall be made in the dividend of each class.

be reduced rateably.

15. The several holders of the stock of the Company appropriated and vested by this Act as aforesaid shall be entitled to participate in the dividends and profits of the Company, and to the same privileges and advantages, for the purpose of voting at meetings of the Company as regards qualification for the office of directors, and for other purposes, as if the stock had been formed by the conversion or consolidation into stock of fully paid-up shares of capital A of the Company.

Rights of stockholders.

16. The Company may at any time and from time to time after the passing of this Act borrow on mortgage, in respect of their capital stock of fourteen thousand pounds under this Act, any sum or sums not exceeding in the whole three thousand five hundred pounds, and they may also, in respect of the share capital of fourteen thousand pounds which they are by this Act authorised to raise, from time to time borrow on mortgage any further sum or sums not exceeding in the whole three thousand five hundred pounds, but no part of the last-mentioned sum shall be borrowed until the whole of the said share capital is issued and accepted, and one half of such capital is paid up, and the Company have proved to the justice who is to certify under the fortieth section of the Companies Clauses Consolidation Act, 1845, before he so certifies, that the whole of such capital has been issued and accepted, and that one half of such capital has been paid up, and that not less than one-fifth part of the amount of each separate share in such capital has been paid on account thereof before or at the time of the issue or acceptance thereof, and that such capital was issued bonâ fide, and is held by the persons or corporations to whom the same was issued, or their executors, administrators, successors, or assigns, and that such persons or corporations, or their executors, administrators, successors, or assigns, are legally liable for the same; and upon production to such justice of the books of the Company, and of such other evidence as he shall think sufficient, he shall grant a certificate that the proof aforesaid has been given, which certificate shall be sufficient evidence thereof.

Power to borrow.

17. The Company shall not have power to raise the money by this Act authorised to be borrowed on mortgage, or any part thereof, by the creation of shares or stock instead of borrowing, or to convert into capital the amount borrowed under the provisions of this Act, unless in either case all dividends upon the shares or stock

As to conversion of borrowed money into capital.

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referred to in this section are limited to a rate not exceeding five pounds per centum per annum.

For appointment of a receiver.

18. In order to authorise the appointment of a receiver in respect of arrears of principal, or principal and interest, the amount owing to the mortgagees by whom the application for a receiver is made shall not be less than five hundred pounds in the whole.

Debenture stock.

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

Priority of mortgages over other debts.

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

Application of moneys.

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

First ordinary meeting.

22. The first ordinary meeting of the Company shall be held within six months after the passing of this Act.

Number of directors.

23. The number of the directors shall be three.

Qualification of directors.

24. The qualification of a director shall be the possession in his own right of not less than twenty shares, or of stock to the amount of two hundred pounds.

Quorum.

25. The quorum of a meeting of directors shall be two.

First directors.

26. Charles Baring Young and Victor William Bates Van de Weyer, and one other duly qualified person to be nominated by them and consenting to the nomination, shall be the first directors of the Company, and shall continue in office until the first ordinary meeting held after the passing of this Act. At that meeting the shareholders present in person or by proxy may either continue in office the directors appointed by this Act or nominated as aforesaid, or any of them, or may elect a new body of directors, or directors to supply the place of those not continued in office, the directors appointed by this Act or nominated as aforesaid being, if qualified, eligible for re-election; and at the first ordinary meeting to be held in every year after the first ordinary meeting, the shareholders present in person or by proxy shall elect persons to supply the places of the directors then retiring from office, agreeably to the provisions of "The Companies Clauses Consolidation Act, 1845," and the several persons elected at any such meeting, being neither removed nor disqualified, nor having died or resigned, shall continue to be directors until others are elected in their stead, in manner provided by the same Act.

Election of directors.

Contracts not to disqualify for office of director.

27. Any contract to be made with any board, corporation, or public body under this Act shall not disqualify any of the members of any such board, corporation, or public body for the office of director, but no director being a member of any such board, corporation, or public body shall vote on any question as to any contract with such board, corporation, or public body.

Powers as to construction and maintenance of gasworks.

28. Subject to the provisions of this Act, the Company may maintain, alter, improve, enlarge, extend, and renew or discontinue the existing gas and other works of the Limited Company by this Act vested in the Company, and erect, make, and maintain, alter, improve, enlarge, extend, and renew or discontinue other works for the manufacture of gas, and convert or utilise and distribute materials used in and about the manufacture of gas, and of residual products resulting from such manufacture, upon the lands and hereditaments described in the schedule to this Act or some of them, or some part or parts thereof respectively, and upon those lands they may accordingly manufacture gas, and manufacture, convert, utilise, and distribute such materials and residual products as aforesaid, and also on those lands store gas, and the Company may also from time to time provide, lay down, maintain, alter, improve, enlarge, extend, and renew or discontinue drains, sewers, mains, pipes, meters, lamps, lamp-posts, burners, stop-cocks, machinery, and other works and apparatus and conveniences, and may do all such other acts as they may think proper for making,

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storing, and supplying gas within the limits of this Act, and may supply gas accordingly, and may deal in and sell and dispose of coal, and also coke, lime, tar, chemicals, and other residual and manufactured products and other matters and things, and carry on the business usually carried on by gas companies or by companies or persons dealing in any of the matters and things aforesaid, and may manufacture, purchase, or hire and supply gas meters, fittings, and other apparatus.

Works affecting North-eastern Railway Company to be done under inspection of their engineer.

29. The Company shall lay down, and subsequently maintain and repair, any pipes, culverts, or other works which, under the powers of this Act, they lay down under or over any railway of the North-eastern Railway Company, and make and execute all excavations and works necessary for that purpose under the direction and superintendence and to the reasonable satisfaction of the engineer for the time being of that company, and in accordance with plans and sections previously submitted to and approved of by him.

Power to purchase lands by agreement.

30. The Company may, for the purposes of their undertaking, purchase, take, and hold (by agreement, but not otherwise), in addition to the lands described in the schedule to this Act, any lands and hereditaments, not exceeding in the whole one acre, which the Company may from time to time require for the purposes of their works and undertaking, but no gas or residual products shall be manufactured by the Company except on the lands described in the schedule to this Act.

Power to lay pipes against buildings.

31. The Company, with the consent of the owner and occupier of any building, may lay any pipe, branch, or any other necessary apparatus from any main or branch pipe into, through, or against such building for the purpose of lighting it, and may, with the like consent, provide and set up any apparatus necessary for securing to such building a proper and complete supply of gas, and for measuring and ascertaining the extent of such supply, and may from time to time, with the like consent, repair, replace, alter, discontinue, and remove any such pipe, branch, or apparatus.

Limiting the price of gas.

32. The price to be charged by the Company for gas supplied by them to persons who shall burn the same by meter shall not at any time exceed five shillings per thousand cubic feet.

Pressure of gas.

33. All gas supplied by the Company to any consumer of gas shall be supplied at such pressure as to balance a column of water from midnight to sunset not less than six tenths of an inch, and from sunset to midnight not less than eight tenths of an inch in height at the main, as near as may be to the junction therewith of

the service pipe supplying such consumer; and any gas examiner appointed under "The Gasworks Clauses Act, 1871," may, subject to the terms of his appointment, from time to time test the pressure at which the gas is supplied, and may for that purpose open any street, road, passage, or place vested in or under the control of any local or road authority, and the provisions of "The Gasworks Clauses Act, 1871," with reference to testing of gas and to penalties, shall, mutatis mutandis, apply to such testing of pressure, and two hours previous notice shall be given to the Company of the time and place at which such testing shall be conducted.

Quality of gas.

34. The prescribed number of candles shall be fourteen.

Testing place.

35. Within twelve calendar months from the passing of this Act a testing place shall be provided upon some part of the works or lands of the Company, or within two hundred yards from any part thereof.

Burner.

36. The prescribed burner shall be Sugg's No. 1 London Argand burner, consuming five cubic feet of gas per hour, with a six-inch by one-and-three-quarter-inch glass chimney, and if at any time the gas flame rises above the top of the glass a six-inch by two-inch chimney shall be used.

Company to pay interest on money deposited as security for gas meter, &c.

37. If any person is required by the Company to give to them security for the payment of the price or rent of a meter, the Company shall pay interest after the rate of five pounds per centum per annum on every sum of ten shillings deposited by way of such security for every six months during which the same remains in their hands.

Power to hold licenses under letters patent.

38. The Company may take, hold, and use patent rights or licenses or authorities (not being exclusive) under any letters patent for the use of any invention relative to the manufacture, conversion, utilisation, or distribution of gas, and of such materials and residual products as aforesaid.

Contracts for supplying gas for public purposes.

39. The Company may enter into and carry into effect contracts with any urban or rural sanitary authority, or other local authority, and the trustees of any turnpike or other road, or any highway board, or any surveyors of any highway, for the supply of gas by the Company for public purposes within the limits of this Act, for any period not exceeding, under any one such contract, seven years, and may vary, suspend, or rescind any such contract, and enter into and carry into effect other contracts in lieu thereof or in addition thereto.

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Notices to Company to be in writing, &c.

40. No notice to the Company to discontinue the use of any gas supplied by them shall be of any effect unless such notice shall be in writing, and shall be left at the principal office for the time being of the Company.

Justices not to be disqualified in consequence of their being creditors of the Company.

41. No justice or judge shall be disqualified from acting in the execution of this Act by reason of his being a creditor of the Company.

Restriction on works affecting Post Office telegraph system.

42. With respect to the Post Office telegraph system the following provisions shall take effect:

(A.) The Company shall not by any work or thing interfere with any telegraph post, wire, tube, apparatus, or work of Her Majesty's Postmaster General, or execute or do any work or thing causing or likely to cause any interruption of or impediment to postal telegraphic communication, unless and until the Company have given to the Postmaster General one calendar month's previous notice in writing of their intention to execute or do the proposed work or thing, specifying all necessary and proper particulars relating thereto, and unless and until the Postmaster General has approved of the proposed work or thing by writing delivered to the Company, or has failed to approve or to disapprove of the same for one calendar month after service of such notice and particulars on him: Provided always, that this section shall not be deemed to prevent the Company executing any repairs or other works or things which shall be necessary to prevent accidents, and in any such case the Company shall forthwith give notice to the Postmaster General of any such interference and the reason for the same:

Power for Postmaster General to annex conditions.

(B.) Her Majesty's Postmaster General may annex to his approval under this Act of any work or thing such reasonable terms and conditions as to the time and mode of execution of any such work or thing as he thinks fit, and the Company shall observe and perform the same:

Power of entry for Postmaster General.

(C.) The engineer and other officers and servants and workmen of Her Majesty's Postmaster General may at and for all reasonable times enter on and into and remain on any of the lands and works of the Company for the purpose of examining, repairing, altering, or removing any telegraph post, wire, tube, apparatus, or work the property of the Postmaster General being thereon:

Compensation by Com-

(D.) The Company shall from time to time make full compensation to Her Majesty's Postmaster General for any

expense, loss, or damage which he is put to or sustains by reason of the Company, by any work or thing executed or done by them, interfering with any telegraph post, wire, tube, apparatus, or work of the Postmaster General; and if at any time any such work or thing causes an interruption of or impediment to postal telegraphic communication, the Company shall, in addition to making compensation as aforesaid, be liable to forfeit a sum not exceeding twenty pounds for every twenty-four hours during which that interruption or impediment continues; and the amount of any such expense, loss, damage, or forfeiture shall be a debt due from the Company to the Crown, and be recoverable accordingly with costs, or the same may be recovered with costs on behalf of the Postmaster General as a penalty is recoverable from the Company:

Company to Postmaster General, and penalty.

(E.) Inasmuch as it is contemplated to introduce a general measure for the better protection of the national telegraphs, and to enlarge the powers of the Postmaster General in relation thereto, this section shall only remain in force for one year from the date of the passing of this Act, and to the end of the then next session of Parliament.

Provisions to remain in force for one year and to the end of the then next session of Parliament.

43. All costs, charges, and expenses of and incident to the preparing for, obtaining, and passing of this Act, or otherwise in relation thereto, shall be paid by the Company.

Expenses of Act.

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The SCHEDULE referred to in the foregoing Act.

A piece of freehold land (on which the existing works of the Limited Company are situate), belonging immediately before the passing of the foregoing Act to the Limited Company, situate in the township of Tudhoe, in the parish of Brancepeth and county of Durham, and containing by admeasurement one-and-a-quarter acre or thereabouts, and bounded on the north by land belonging to Marmaduke Charles Salvin, and in the occupation of George Geldard & Son, ironfounders, on the south by a private road belonging to and in the occupation of the Limited Company, on the east by a railway belonging to the Limited Company, and on the west by land belonging to and in the occupation of the Limited Company.

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