



ANNO SEPTIMO & OCTAVO

GEORGII IV. REGIS.

Cap. xxiv.

An Act to enable the *Birmingham* Coal Company to sue and be sued in the Name of their Secretary, or One of the Members of the said Company.

[12th *April* 1827.]

WHEREAS several Persons have for Thirty Years past associated themselves in the Town of *Birmingham* in the County of *Warwick*, into a Company or Copartnership, under the Name, Style, or Title of “The *Birmingham* Coal Company,” and have for that Period, and under the aforesaid Title, carried on Business in the Town of *Birmingham* and the Neighbourhood thereof; and have also for the Period of Fifteen Years past purchased and worked and are now Proprietors of several considerable and extensive Ironstone and Iron Works and Coal Mines in *Staffordshire*, and have subscribed and expended considerable Sums of Money in order to enable them effectually to work the said Ironstone, Iron Works, and Coal Mines, whereby great Benefit and Advantage have been derived to them and to the Public at large: And whereas great Difficulties have arisen to the several Persons forming the said Company or Copartnership, and may hereafter arise, as well in bringing and maintaining Actions and Suits at Law, and Proceedings in Equity, for recovering Debts and enforcing Obligations, now due or hereafter to become due to the said Company or Copartnership, by reason of its being required by Law that all the several Subscribers or Proprietors to and in the said Undertaking should in all or any of the Cases aforesaid sue and prosecute, or be sued and prosecuted,

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Enabling the Company to sue and be sued in the Name of their Secretary, or any One Member of the said Company.

by their several Names and Descriptions: And whereas it would be convenient and desirable, for the like Reasons, that all Persons having Demands or seeking Damages or Remedies at Law or in Equity, by reason of any Debt incurred, or Injury done, or Right withheld by them or on their Behalf, against the said Company or Copartnership, should be entitled to sue the Secretary or any One of the Members of the said Company or Copartnership: Wherefore, for obviating and removing such Doubts and Difficulties, and for more easily carrying into execution the several Designs and Undertakings herein-before mentioned, 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 all Actions and Suits, whether at Law or in Equity, to be commenced, instituted, or carried on by or on behalf of the said Company or Copartnership called "The *Birmingham* Coal Company," or of the Members or Proprietors or Subscribers thereto or interested therein, for the Time being, and also all Petitions to found any Commission of Bankruptcy against any Person or Persons who may be at any Time indebted to the said Company or Copartnership, and all Proceedings at Law or in Equity under any Commission of Bankruptcy, and all other Proceedings at Law and in Equity to be commenced or instituted for or on behalf of the said Company or Copartnership, against any Person or Persons, Bodies Politic or Corporate, or others, whether Members of the said Company or Copartnership or otherwise, for recovering any Debts or enforcing any Claims or Demands due to the said Company or Copartnership, or for any other Matter or Thing relating to the Concerns of the said Company or Copartnership, shall and lawfully may, from and after the passing of this Act, be commenced or instituted in the Name of the Secretary for the Time being of the said Company or Copartnership, or in the Name of the Person acting or officiating as such, or in the Name of any One Member for the Time being of the said Company or Copartnership, for that Purpose to be appointed as the nominal Plaintiff or Petitioner for or on behalf of the said Company or Copartnership; and all Actions or Suits and Proceedings at Law or in Equity, to be commenced or instituted by any Person or Persons, Bodies Politic or Corporate, or others, whether Members of the said Company or Copartnership or otherwise, against the said Company or Copartnership, shall and lawfully may be commenced, instituted, and prosecuted against the Secretary for the Time being of the said Company or Copartnership, or the Person acting or officiating as Secretary, or against any One Member of the said Company or Copartnership, as the nominal Defendant for and on behalf of the said Company or Copartnership; and it shall be lawful and sufficient, from and after the passing of this Act, to state the Name of the Secretary for the Time being of the said Company or Copartnership, or of the Person acting or officiating as such, or of any One Member of the said Company or Copartnership so appointed as aforesaid; and the Death, Resignation, Removal, or any Act of their Secretary, or of the Person acting or officiating as such, or of any One Member so appointed as aforesaid, shall not abate or prejudice any such Action, Suit, or other Proceeding commenced

menced against or by or on behalf of the said Company or Copartnership, but the same may be continued, prosecuted, and carried on in the Name of the Secretary of the said Company or Copartnership, or of the Person acting or officiating as such, or of any other Member of the said Company or Copartnership, so appointed as aforesaid, for the Time being.

II. And be it further enacted, That a Memorial of the Names of the Secretary for the Time being of the said Company or Copartnership, or the Person acting or officiating as such, and of the Names of the several Persons being Members of the said Company or Copartnership, in the Form expressed in the Schedule hereunto annexed, shall be enrolled upon Oath in the High Court of Chancery within Twelve Calendar Months next after the passing of this Act; and when any new Secretary shall be appointed, or any Person to act or officiate as such, and when any Transfer of any Share or Shares of any Member or Members of the said Company or Copartnership shall be made, a Memorial thereof shall in like Manner, within Twelve Calendar Months afterwards, be enrolled as aforesaid in the Form or to the Effect expressed in the said Schedule for that Purpose.

A Memorial of the Name of the Secretary and Members of the Company and of Transfers of Shares, to be enrolled in Chancery.

III. And be it further enacted, That until such Memorial shall have been enrolled in manner herein-before directed, no Action shall be brought by the said Company or Copartnership under the Authority of this Act; and all the Members whose Names shall be expressed in any Enrolment to be made in pursuance of this Act shall continue liable to all Actions, Suits, Judgments, and Executions, until a Memorial or Memorials of the Transfer of the Shares of such Members shall have been enrolled as aforesaid.

No Action to be brought by the Company until Memorial shall have been enrolled.

IV. And be it further enacted, That no Person or Persons, or Body or Bodies Politic or Corporate, having or claiming to have any Demand upon or against the said Company or Copartnership, shall bring more than One Action or Suit, in case the Merits shall have been tried in such Action or Suit, in respect of such Demand; and the Proceedings in any Action or Suit by or against the Secretary for the Time being of the said Company or Copartnership, or the Person acting or officiating as such, or any One Member so appointed as aforesaid, may be pleaded in bar of any other Action or Actions, Suit or Suits, for the same Demand, by or against the said Secretary for the Time being, or the Person acting or officiating as such, or any One Member of the said Company or Copartnership so appointed as aforesaid.

Not more than One Action to be brought for One Demand.

V. And be it further enacted, That all and every Decree or Decrees, Order or Orders, made or pronounced in any Suit or Proceeding in any Court of Equity, against the Secretary for the Time being of the said Company or Copartnership, or the Person acting or officiating as such, or any One Member so appointed as aforesaid, shall have the like Effect and Operation upon and against the Property and Funds of the said Company or Copartnership, and upon and against the Persons and Property of every or any of the Member

Decrees and Orders of a Court of Equity against the Secretary, &c. to take effect against the Company.

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or Members thereof, as if every or any of the Members of the said Company or Copartnership were Parties Members before the Court to and in any such Suit or Proceeding; and it shall and may be lawful for any Court in which such Order or Decree shall have been made to cause such Order and Decree to be enforced against every or any Member of the said Company or Copartnership, in like Manner as if every Member thereof were Parties before such Court to and in such Suit or Proceeding, and although all such Members are or shall not be before the Court.

Judgments against Secretary, &c. in such Actions shall operate against the Copartnership.

VI. And be it further enacted, That all and every Judgment and Judgments, Decree or Decrees, which shall at any Time after the passing of this Act be had or recovered, or entered up as aforesaid, in any Action, Suit, or Proceedings at Law or in Equity, against the Secretary for the Time being of the said Company or Copartnership, or the Person acting or officiating as such, or any One Member so appointed as aforesaid, shall have the like Effect and Operation upon and against the Property of every such Member thereof as aforesaid as if such Judgment or Judgments had been recovered or obtained against the said Company or Copartnership.

Execution upon Judgment in any Action may be issued against any Member of the Copartnership.

VII. And be it further enacted, That Execution upon any Judgment in any Action obtained against the Secretary for the Time being, or the Person acting or officiating as such, or any One Member so appointed as aforesaid, whether as Plaintiff or Defendant, may be issued against any Member or Members for the Time being of the said Company or Copartnership; and in case any such Execution against any Member or Members for the Time being of the said Company or Copartnership shall be ineffectual for obtaining Payment and Satisfaction of the Amount of such Judgment, it shall be lawful for the Party or Parties so having obtained Judgment as aforesaid to issue Execution against any Person or Persons who was or were a Member or Members of the said Company or Copartnership at the Time when the Contract or Contracts, or Engagement or Engagements, on which such Judgment may have been obtained, was or were entered into, or became a Member at any Time after such Contracts or Engagements were executed, or was a Member at the Time of the Judgment obtained: Provided always, that no such Execution as last mentioned shall be issued without Leave first granted, on Motion in open Court, by the Court in which such Judgment shall have been obtained, and when Motion shall be made, on Notice to the Person or Persons sought to be charged, nor after the Expiration of Three Years next after any such Person or Persons shall have ceased to be a Member or Members of the said Company or Copartnership.

Secretary, &c. in such Cases indemnified.

VIII, Provided always, and be it further enacted, That the Secretary for the Time being of the said Company or Copartnership, or the Person acting or officiating as such, or any One Member so appointed as aforesaid, in whose Name any Suit or Action shall have been commenced, prosecuted, or defended, and every Person or Persons against whom Execution upon any Judgment obtained or entered up as aforesaid in any such Action shall be issued as aforesaid, shall always be reimbursed and fully indemnified for all Loss, Damages, Costs,

Costs and Charges which any such Secretary for the Time being, or any Person acting or officiating as such, or any One Member so appointed as aforesaid, may have incurred by reason of such Execution, out of the Funds of the said Company or Copartnership, or, on Failure thereof, by Contribution from the other Members of the said Company or Copartnership, as in the ordinary Cases of Copartnership.

IX. Provided always, and be it further enacted, That no Secretary for the Time being of the said Company or Copartnership, or Person acting or officiating as such, nor any One Member so appointed as aforesaid, being the Plaintiff, Petitioner, or Defendant in any Action, Suit, Petition, or other Proceeding as aforesaid, shall, by reason of his being the Secretary, or acting or officiating as such, be incompetent to give Evidence in any such Action, Suit, Petition, or other Proceeding; but such Secretary for the Time being, or Person acting or officiating as such, or any One Member so appointed as aforesaid, shall be and is hereby declared to be competent to give Evidence in such Action, Suit, or other Proceeding, in such and the same Manner as he might have been if his Name had not been made use of as Plaintiff, Petitioner, or Defendant in any such Action, Suit, Petition, or other Proceeding.

Not to affect the Competency of the Secretary, &c. as a Witness.

X. And be it further enacted, That this Act, and the Powers and Provisions herein contained, shall extend and be at all Times construed to extend to the said Company or Copartnership called "The *Birmingham* Coal Company," during the Continuance thereof, whether the same do or shall consist or be composed of all or some only of the Persons who originally were or at the Time of passing this Act were Members of the said Company or Copartnership, or of all or some only of those Persons together with some other Person or Persons, all of whom became or shall become Members of the said Company or Copartnership since the original Institution or Formation thereof, or subsequent to the passing of this Act.

Provisions of this Act to extend to the *Birmingham* Coal Company for the Time being.

XI. And whereas it is expedient, in consideration of the Powers granted by this Act, that the said Company shall not be empowered to increase their Capital or extend their Works beyond the Sum of Five thousand Pounds as herein-after mentioned; be it therefore further enacted, That it shall not be lawful for the said Company or Copartnership, at any Time after the passing of this Act, either by Subscription amongst themselves, or by creating any new or additional Share or Shares in the said Undertaking, or by Mortgage or any other Description of Loan whatsoever, or by Extension of their present Works, or by the Purchase or Erection of any new or other Works, or by any other Ways or Means whatsoever, to increase their Capital or extend their Works in Amount or Value beyond the Sum of Five thousand Pounds, otherwise so much of the Privilege conferred by this Act as refers to their Power of suing in the Name of their Secretary, or One of the Members of the said Company, shall be for ever after void and of none Effect.

Restraining the Company from increasing their Capital beyond 5,000*l.*

XII. And be it further enacted, That nothing herein contained shall extend, or be deemed, construed, or taken to extend, to incorporate

The Company not incorporated,

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nor discharged from any Responsibility.

rate the said Company or Copartnership, or to relieve or discharge the said Company or Copartnership, or any of the Members thereof, or Subscribers to the said Undertaking, from any Responsibility, Duties, Contracts, or Obligations whatsoever which by Law they are now or at any Time hereafter shall be subject or liable to, either between the said Company or Copartnership and others, or between the individual Members of the said Company or Copartnership, or any of them, and others, or among themselves, or in any other Manner whatsoever, except so far as the same are affected by the Provisions of this Act, and the true Intent and Meaning thereof.

Public Act.

XIII. 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.

SCHEDULE referred to by the foregoing Act.

MEMORIAL of the Names of the Members of the *Birmingham* Coal Company, to be enrolled pursuant to an Act passed in the Eighth Year of the Reign of His Majesty King *George* the Fourth, intituled [*here insert the Title of this Act*].

A. B., Secretary to the above-named Company or Copartnership, maketh Oath and saith, That the above-written Memorial doth contain the Names of all the present Members of the said Company or Copartnership as the same appear by the Books of the said Company or Copartnership.

MEMORIAL of the Name of the Secretary [*or of the Person appointed to act or officiate as Secretary, as the Case may be,*] to the *Birmingham* Coal Company, to be enrolled pursuant to an Act passed in the Eighth Year of the Reign of His Majesty King *George* the Fourth, intituled [*here insert the Title of this Act*].

A. B. of Secretary [*or as the Case may be.*]

The above-named *A. B.* maketh Oath and saith, That he was on the Day of appointed Secretary [*or as the Case may be*] to the said Company or Copartnership.

MEMORIAL of Assignment of Shares in the *Birmingham* Coal Company, to be enrolled pursuant to an Act passed in the Eighth Year of the Reign of His Majesty King *George* the Fourth, intituled [*here insert the Title of this Act*].

E. F. on the Day of assigned Shares
to *G. H.* of in the County of .

A. B. of , Secretary to the said Company or Copartnership, maketh Oath, That the Assignment above mentioned hath been duly made, as appears by the Documents in the Possession of the *Birmingham* Coal Company.

