



ANNO DECIMO & UNDECIMO

VICTORIÆ REGINÆ.

Cap. lxxxiv.

An Act to repeal an Act of the Second Year of His late Majesty King *William* the Fourth, intituled *An Act to enable the British Commercial Insurance Company to sue and be sued in the Name of One of the Directors or of the Secretary for the Time being of the Company*, and to enable the said Company to sue and be sued in the Name of One of their Directors or of their Secretary for the Time being. [2d July 1847.]

WHEREAS an Act was passed in the Second Year of the Reign of His late Majesty King *William* the Fourth, intituled *An Act to enable the British Commercial Insurance Company to sue and be sued in the Name of One of the Directors or of the Secretary for the Time being of the Company*: And whereas the said Act has been found defective, and insufficient for the Purposes thereby intended, and it is therefore just and expedient that the same should be repealed, and that the said Purposes should be more effectually provided for: May it therefore please Your Majesty that it may be enacted; and be it enacted by the Queen's

2 & 3 W. 4.
c. 38.

[*Local.*]

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most

Recited Act
repealed.

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this present Parliament assembled, and by the Authority of the same, That the said Act shall be and the same is hereby repealed.

Company to
sue and be
sued in the
Name of any
One Direc-
tor, or of the
Secretary,
or of any
Member of
the Com-
pany.

II. And be it enacted, That from and after the passing of this present Act all Actions and Suits, and all Petitions and Proceedings for and under any Fiat or Commission of Bankruptcy in *England* or *Ireland* or any Sequestration in *Scotland*, and all Proceedings under any Act now or hereafter to be in force for the Relief of Insolvent Debtors in *England*, and all other Proceedings whatsoever, at Law or in Equity, or otherwise howsoever, to be commenced, instituted, presented, prosecuted, or carried on by, for, or on behalf of the said Company or Association called "The *British* Commercial Insurance Company," against any Person or Persons, or Body or Bodies Politic or Corporate, or others whomsoever, shall and lawfully may be commenced, instituted, or presented and prosecuted or carried on in the Name of any One of the Directors or of the Secretary for the Time being of the said Company, as the nominal Plaintiff, Pursuer, or Petitioner for and on behalf of the said Company, and that all Actions, Suits, and Proceedings, at Law or in Equity, to be commenced or instituted and prosecuted against the said Company, shall and lawfully may be commenced, instituted, and prosecuted against any One of the Directors or the Secretary for the Time being, if any, of the said Company, or, if there shall be no Director or Secretary, against any Member of the said Company, as the nominal Defendant or Defender for and on behalf of the said Company; and that all Indictments, Informations, and Prosecutions to be brought, preferred, instituted, or carried on, by, for, or on behalf of the said Company, for feloniously taking, stealing, or embezzling any Property whatsoever of or belonging to the said Company, or for any Fraud, Forgery, Crime, or Offence whatsoever committed against or with Intent to injure or defraud the said Company, shall and lawfully may be brought, instituted, preferred, and carried on in the Name of any One of the Directors or of the Secretary for the Time being of the said Company; and that in all such Indictments, Informations, and Prosecutions against any Person or Persons whomsoever, notwithstanding such Person or Persons may happen to be a Member or Members of the said Company, it shall be lawful and sufficient to lay and state the Property of the said Company to be the Property of such Director or Secretary for the Time being; and that any Fraud, Forgery, Crime, or other Offence committed against or with Intent to injure or defraud the said Company shall and lawfully may, in every such Indictment, Information, or Prosecution, be laid or stated to have been committed against or with Intent to injure or defraud such Director or Secretary for the Time being, and any Offender or Offenders may thereupon be lawfully convicted; and that in all Actions, Suits, Petitions, Allegations, Indictments, Informations, Prosecutions, or Proceedings whatsoever, in which it might or would have been necessary, in case this Act had not been passed, to state the Names of the Persons composing the said Company, it shall and may be lawful and sufficient, from and after the passing of this Act, to state only the Name of the Director or
Secretary

Secretary or Member selected to be such nominal Plaintiff, Pursuer, or Petitioner, or Defendant or Defender, as aforesaid, for or on behalf of the said Company; and that the Death, Resignation, Removal, or any Act whatsoever of such Director or Secretary or Member shall not abate, discontinue, or in any way prejudice any such Action, Suit, Petition, Indictment, Information, Prosecution, or other Proceeding whatsoever; and that in every Case where an Affidavit, Oath of Verity, or solemn Declaration may be required on behalf of the said Company, the same may and shall be made and taken by One of the Directors or by the Secretary for the Time being of the said Company, in the Name and for and on behalf of the said Company; and the same being so made or taken shall to and for all Intents and Purposes whatsoever be equally valid in Law as if made or taken by all the Members of the said Company on their own Behalf.

III. And be it further enacted, That from and after the passing of this Act any Person or Persons, now being or having been or who may hereafter be or have been a Member or Members of the said Company, may, in respect of any Claim or Demand which such Person or Persons may have, either solely, or jointly with any other Person or Persons, against the said Company, or the Funds or Property thereof, commence and prosecute, either solely, or jointly with such other Person or Persons, (as the Case may require,) any Action, Suit, or other Proceeding, at Law or in Equity, against any One of the Directors or the Secretary for the Time being of the said Company, as the nominal Defendant for and on behalf of the said Company; and that all Actions, Suits, Petitions, and other Proceedings at Law or in Equity, or otherwise howsoever, in *England, Ireland, or Scotland*, to be commenced or instituted, presented, prosecuted, and carried on in respect of any Claim or Demand of the said Company against any Person or Persons, being or having been a Member or Members of the said Company, either alone or jointly with any other Person or Persons, shall and may be commenced or instituted, presented, prosecuted, and carried on in the Name of any One of the Directors or of the Secretary for the Time being of the said Company, as the nominal Plaintiff, Pursuer, or Petitioner for and on behalf of the said Company; and that all such Actions, Suits, and Proceedings shall be conducted and have the same legal Effect and Consequences as if the same had been between Strangers; and that no such Action, Suit, or other Proceeding shall in any way be affected or defeated by reason of the Plaintiff or Plaintiffs, or Defendant or Defendants, Respondent or Respondents, or any of them, respectively, or any other Person in whom any Interest may be averred, or who may be in anywise interested or concerned in such Action, Suit, or Proceeding, being or having been a Member or Members of the said Company, nor be abated or discontinued or in any way prejudiced by the Death, Resignation, Removal, or any Act whatsoever, of the said Director or Secretary for the Time being of the said Company: Provided always, that if any Person or Persons, whether a Member or Members, or not, of the said Company, having any Claim or Demand against the said Company, shall for the Purposes of Discovery be minded or desirous to include any Member or Members of the said Company besides such Director or Secretary as aforesaid of the said Company as a Defendant

In whose
Names
Actions are
to be brought
by or against
the Com-
pany.

or

or Defendants in any Suit or other Proceeding in a Court of Equity, it shall be lawful for him or them so to do, any thing in this Act contained to the contrary notwithstanding.

No Set-off of Demands against the Company allowed to Members sued by the Company.

IV. And be it further enacted, That no Claim or Demand which any Member of the said Company may have upon or against the said Company in respect of his or her Share of the Funds or Capital thereof, or of any Dividends, Interest, Profits, or Bonus payable or apportionable in respect of such Share, shall be capable of being set off, either at Law or in Equity, against any Claim or Demand which the said Company may have against such Member, on account of any other Matter or Thing whatsoever, but that all Proceedings in respect of such other Matter or Thing may be carried on as if no Claim or Demand existed on the Part of such Member upon or against the said Company in respect of such Funds or Capital, or of any Dividends, Interest, Profits, or Bonus payable or apportionable in respect thereof.

No more than One Action to be brought for the same Demand.

V. And be it further enacted, That no Person or Persons, or Bodies Politic or Corporate, having or claiming to have any Demand upon or against the said Company, shall bring or institute more than One Action or Suit in respect of such Demand; and the Proceedings in any Action or Suit against any One of the Directors or the Secretary, or any Member of the said Company for the Time being, under the Authority of this Act, may be pleaded in bar of any other Action or Suit for the same Cause against any Director or Secretary or Member of the said Company.

Director or Secretary or Member, although Plaintiff or Defendant, to be a competent Witness.

VI. And be it further enacted, That the Director or Secretary for the Time being or Member of the said Company being the nominal Plaintiff, Pursuer, Petitioner, or Prosecutor, or being the nominal Defendant, Respondent, or Defender in any Action, Suit, Petition, Proceeding, Prosecution, Information, or Indictment commenced, instituted, presented, brought, preferred, or prosecuted under the Authority of this Act, shall not by reason thereof be deemed incompetent to be a Witness in any such Action, Suit, Petition, Proceeding, Prosecution, Information, or Indictment, but such Director, Secretary, or Member shall be a good and competent Witness, and be admissible and be admitted as such, in all Courts, and by and before all Judges, Justices, and others, in any such Action, Suit, Petition, Proceeding, Information, Prosecution, or Indictment, in the same Manner as he might have been if his Name had not been made use of as such Plaintiff, Pursuer, Petitioner, or Prosecutor, or Defendant, Defender, or Respondent, in any such Action, Suit, Petition, Proceeding, Prosecution, Information, or Indictment.

Judgments and Decrees against Director or Secretary or Member to extend to the Property of the Company.

VII. And be it further enacted, That all and every Judgment and Judgments, Decree and Decrees, which shall at any Time after the passing of this Act be had, obtained, or recovered in any Action, Suit, or Proceeding, at Law or in Equity, against any One of the Directors or the Secretary, or any Member of the said Company for the Time being, as the nominal Defendant or Defender, shall have the like Effect and Operation upon and against the Property of the said

said Company as if such Judgment or Judgments, Decree or Decrees, had been had, recovered, or obtained against the said Company themselves.

VIII. And be it further enacted, That Execution upon any Judgment or Decree obtained in any Action or Suit against any One of the Directors or the Secretary for the Time being, or any Member of the said Company, whether as nominal Plaintiff or Pursuer, or as nominal Defendant or Defender, may be issued against any Member or Members for the Time being of the said Company: Provided always, that every such Director or Secretary or Member in whose Name any Action or Suit shall be commenced, prosecuted, or defended, and that every such Member against whom Execution upon any Judgment or Decree obtained in any such Action or Suit shall be issued as aforesaid, shall always be reimbursed and repaid out of the Funds of the said Company all such Costs, Charges, Losses, and Damages as by the Event of any such Action or Suit or Execution issued as aforesaid he shall be put unto or become chargeable with.

Execution upon Judgments and Decrees against Director or Secretary or Member may be issued against any Member of the Company.

IX. And be it further enacted, That a Memorial of the Names of the Directors and of the Secretary [if any], and of the several other Members for the Time being of the said Company, in the Form expressed in the Schedule to this Act annexed (or as near to such Form as the Circumstances of the Case will admit), shall be made by the said Secretary or by the Managing Director for the Time being of the said Company, and shall be enrolled in the High Court of Chancery within Three Calendar Months next after the passing of this Act; and whenever there shall be a new Appointment of any Secretary or Director of the said Company, or any Transfer of any Share or Shares of any Member of the said Company shall be made, then and so often as any of such Events shall happen a Memorial thereof shall be made by the Managing Director or Secretary for the Time being of the said Company, and shall be enrolled in the Manner herein-before mentioned, and in the Form expressed in the Schedule to this Act annexed (or in a Form as near thereto as the Circumstances of the Case will admit), within Three Calendar Months next after every such Event shall happen.

Memorials to be enrolled.

X. Provided always, and be it further enacted, That, until such Memorial as first herein-before mentioned shall have been duly enrolled in manner herein directed, no Action or Suit shall be brought or instituted by the said Company under the Authority of this Act; and every Member whose Name shall appear in the last Memorial for the Time being enrolled shall, notwithstanding any Transfer of his or her Shares or Share, continue liable to all Judgments and Executions herein mentioned until a Memorial of such Transfer shall have been enrolled as aforesaid.

Actions not to be brought until Memorial enrolled.

XI. And be it further enacted, That this Act, and all the Powers and Provisions herein contained, shall extend and be construed to extend to the said Association or Company called "The *British Commercial Insurance Company*," at all Times during the Continuance thereof, whether the said Association or Company hath

Provisions of the Act to extend to "The *British Commercial Insurance Company*"

[Local.]

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heretofore

for the Time
being.

heretofore from Time to Time been or be now or shall hereafter be composed of all or of some of the Persons who were the original Members thereof, or of all or of some of those Persons together with some other Person or Persons, or be now or shall hereafter be composed altogether of Persons who were not original Members thereof.

Company
not to be in-
corporated
by the Act.

XII. Provided always, and be it further enacted, That nothing in this Act contained shall extend or be construed to extend to incorporate the said Company, or to relieve or discharge the said Company, or any of the Members thereof or Subscribers thereto, from any Responsibility, Contract, Duty, or Obligation whatsoever to which by Law they now are or at any Time hereafter may be subject or liable, either as between such Company and other Parties, or as between the individual Members thereof, or any of them, and others, or as between or among themselves, or in any other Manner whatever, except so far as the same is affected by the Provisions of this Act, and the true Intent and Meaning of the same.

Company not
exempt from
Provisions of
any general
Act.

XIII. And be it further enacted, That nothing herein contained shall be deemed to exempt the said Company from the Provisions of any general Act which may be passed during the present or any future Session of Parliament which may affect Insurance Companies formed previous to the passing of such general Act.

Public Act.

XIV. 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 to which the Act refers.

MEMORIAL made the _____ Day of _____ of the
 Names of the Directors, Secretary, and Members of "The British
 Commercial Insurance Company," enrolled pursuant to an Act of
 Parliament passed in the _____ Year of the Reign of Her Majesty
 Queen Victoria, intituled "An Act to repeal an Act of the Second
 " Year of His late Majesty King William the Fourth, intituled 'An
 " Act to enable the British Commercial Insurance Company to sue
 " and be sued in the Name of One of the Directors or of the Secre-
 " tary for the Time being of the Company,' and to enable the said
 " Company to sue and be sued in the Name of One of their Direc-
 " tors or of their Secretary for the Time being."

<p>C. D. of E. F. of G. H. of &c.</p>	}	Directors.
<p>I. K. of L. M. of N. O. of &c.</p>	}	Members.
<p>A. B.</p>		Secretary.

A. B., Managing Director [*or* Secretary] to the above-named Com-
 pany, maketh Oath, That the above-written Memorial doth contain
 the Names of the present Directors, Secretary, and Members of the
 said Company, as the same appear in the Books of the said Company.

[*In case of a Change of Secretary.*]

MEMORIAL made the _____ Day of _____ of
 the Name of the present Secretary of "The British Commercial
 Insurance Company," enrolled pursuant to an Act passed in the
 _____ Year of the Reign of Her Majesty Queen Victoria, inti-
 tuled "An Act to repeal an Act of the Second Year of His late
 " Majesty King William the Fourth, intituled 'An Act to enable
 " the British Commercial Insurance Company to sue and be sued
 " in the Name of One of the Directors or of the Secretary for the
 " Time being of the Company,' and to enable the said Company
 " to sue and be sued in the Name of One of their Directors or of
 " their Secretary for the Time being."

A. B. of _____ Secretary.

The above-named A. B. maketh Oath, That he was on the
 _____ Day of _____ appointed Secretary to the
 above-named Company [in the room of C. D., the Secretary imme-
 diately preceding the said A. B.]

[*In*

[In case of a Change of Directors.]

MEMORIAL made the _____ Day of _____ of
 the Names of the present Directors of "The British Commercial
 Insurance Company," enrolled pursuant to an Act passed in the
 Year of the Reign of Her Majesty Queen Victoria, inti-
 tuled "An Act to repeal an Act of the Second Year of His late
 Majesty King William the Fourth, intituled 'An Act to enable
 the British Commercial Insurance Company to sue and be sued
 in the Name of One of the Directors or of the Secretary for the
 Time being of the Company,' and to enable the said Company to
 sue and be sued in the Name of One of their Directors or of their
 Secretary for the Time being."

C. D. of
 E. F. of
 G. H. of } Directors.

A. B., Managing Director [or Secretary] to the above-named Com-
 pany, maketh Oath, That the above-written Memorial doth contain
 the Names of all the present Directors of the said Company, as the
 same appear in the Books of the said Company.

[In case of Transfer of Shares in the Company.]

MEMORIAL made the _____ Day of _____ of the
 Name [or Names] of the Person [or Persons] who hath [or have]
 become Assignee [or Assignees] of any [Share or] Shares of "The
 British Commercial Insurance Company" since the
 Day of _____ being the Date of the Memorial last registered
 of the Names of the Members of the said Company, enrolled pur-
 suant to an Act passed in the _____ Year of the Reign of Her
 Majesty Queen Victoria, intituled "An Act to repeal an Act of
 the Second Year of His late Majesty King William the Fourth,
 intituled 'An Act to enable the British Commercial Insurance
 Company to sue and be sued in the Name of One of the Direc-
 tors or of the Secretary for the Time being of the Company,'
 and to enable the said Company to sue and be sued in the Name
 of One of their Directors or of their Secretary for the Time
 being."

K. L. of _____ Assignee of the [or _____ of the] Shares of
 U. V. of _____
 M. N. of _____ Assignee of the [or _____ of the] Shares of
 W. X. of _____

A. B., Managing Director [or Secretary] to the above-named Com-
 pany, maketh Oath, That the above-written Memorial doth contain
 the Name [or Names] of the Person [or several Persons] who hath
 [or have] become Assignee [or Assignees] of the [Share or] Shares
 of the Person [or several Persons] above mentioned since the said
 Day of _____