



CHAPTER xxvii.

An Act to authorise improvements in and near Serle Street and Cook's Court in the parish of Saint Clement Danes in the county of Middlesex ; and for other purposes. A.D. 1872.

[27th June 1872.]

WHEREAS that portion of Serle Street in the parish of Saint Clement Danes in the county of Middlesex which lies between Portugal Street and Carey Street in the said parish, and forms one of the chief approaches to the Courts of Justice now in course of erection between Carey Street and the Strand in the said parish, is inconveniently narrow :

And whereas that portion of Carey Street which lies to the west of Serle Street and faces the site of the said Courts of Justice is inconveniently narrow :

And whereas the widening of such portions of Serle Street and Carey Street, and the construction of new and improved buildings suitable for the legal profession upon the site bounded by Serle Street, Carey Street, and Portugal Street, would be of great local and public advantage :

And whereas the Metropolitan Estate Company, Limited, was on the twenty-third day of June one thousand eight hundred and sixty-six registered and incorporated under the provisions of "The Companies Act, 1862," and the present capital of that Company is two hundred thousand pounds, divided into two thousand shares of one hundred pounds each, of which shares one thousand seven hundred and forty are taken :

And whereas the paid-up capital of that Company is eighty-six thousand two hundred and twenty pounds :

And whereas that Company claims to be seised of or entitled to the fee simple partly in possession and partly in reversion of nearly

[Ch. xxvii.] *The Serle Street and Cook's Court* [35 & 36 VICT.]
Improvement Act, 1872.

A.D. 1872. — three fourths of the houses now standing upon the said site, free from incumbrances :

And whereas that Company is not seised of or entitled to any other real estate :

And whereas that Company is willing to undertake at its own expense the said widening of Serle Street and Carey Street on being empowered as in this Act provided :

And whereas it is expedient that that Company should be dissolved and re-incorporated, and have conferred upon it greater powers for the purpose of more efficiently carrying out the objects contemplated by this Act :

And whereas all the members of that Company have assented to the application to Parliament for this Act, and have agreed that the nominal amount of the shares held by them shall be increased from one hundred pounds to one hundred and fifty pounds :

And whereas a plan and section showing the lands and houses proposed to be purchased or taken under the powers of this Act, and the line and level of the proposed widening of Serle Street, and also a book of reference to such plan and section containing the names of the owners and lessees or reputed owners and lessees, and of the occupiers of such lands and houses, have been deposited with the clerk of the peace for the county of Middlesex, and the said plan, section, and book of reference are in this Act referred to as "the deposited plan, section, and book of reference :"

And whereas the objects aforesaid cannot be attained 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 :

Short title.

1. This Act may be cited for all purposes as "The Serle Street and Cook's Court Improvement Act, 1872."

Provisions of general Acts herein named incorporated.

2. "The Lands Clauses Consolidation Acts, 1845, 1860, and 1869," (except sections one hundred and twenty-seven to one hundred and thirty-one, both inclusive, of "The Lands Clauses Consolidation Act, 1845," relating to the sale of superfluous lands,) "The Companies Clauses Consolidation Act, 1845," and Part I. of "The Companies Clauses Act, 1863," shall be incorporated with and form part of this Act, except in so far as any of the clauses and provisions of those Acts may be expressly varied by or be inconsistent with this Act.

[35 & 36 VICT.] *The Serle Street and Cook's Court* [Ch. xxvii.]
Improvement Act, 1872.

3. In the interpretation of this and the incorporated Acts, the expressions following shall have the meanings hereby attached to them; (that is to say)

A.D. 1872.
—
Interpre-
tation of
terms.

“The Company” shall mean the Company incorporated by this Act:

“The old company” shall mean the Metropolitan Estate Company, Limited, as constituted prior to the passing of this Act:

“The undertaking” shall mean the works, undertaking, and things by this Act authorised:

“Court of competent jurisdiction” shall have effect as if the debt or demand with respect to which that expression is used were a common simple contract debt:

“Superior court” shall include every court being a court of competent jurisdiction within the meaning of this Act:

And the several words and expressions to which meanings are assigned by the Acts wholly or partially incorporated herewith shall have the same respective meanings, unless there be something in the subject or context repugnant to such construction.

4. The old company is by this Act dissolved, and the memorandum and articles of association of the old company are by this Act annulled.

Dissolution
of old com-
pany.

5. The several persons who immediately before the passing of this Act were members of the old company, and all other persons who have subscribed or agreed to subscribe or shall hereafter subscribe to the undertaking or take shares in the capital of the Company, and their executors, administrators, successors, and assigns respectively, shall be and they are by this Act united and incorporated into a Company for the purpose of the undertaking by this Act authorised, by the name of “The Serle Street and Cook's Court Improvement Company,” and by that name shall be a body corporate, with perpetual succession and a common seal, and with power to purchase, take, hold, sell, and otherwise dispose of lands and other property for the purposes of this Act, subject to the restrictions and provisions herein contained.

Company
incorporated.

6. The whole property, both real and personal, held by or in trust for the old company at the passing of this Act shall be held by or in trust for the Company, but subject to the contracts, obligations, debts, and liabilities of the old company.

Property of
old company
vested in
Company.

7. All deeds, contracts, agreements, causes, and rights of action now in force shall be as binding and of as full force and effect in

Contracts,
&c. pre-
served.

[Ch. xxvii.] *The Serle Street and Cook's Court* [35 & 36 VICT.]
Improvement Act, 1872.

A.D. 1872. — every respect against or in favour of the Company as they were against or in favour of the old company immediately before the passing of this Act.

General saving of rights.

8. Notwithstanding the dissolution of the old company and the incorporation of the Company, and except as is by this Act otherwise expressly provided, everything before the passing of this Act done or suffered by or with reference to the old company or the members thereof in that capacity shall be as valid as if the old company had not been dissolved and the Company had not been incorporated by this Act, and such dissolution and incorporation and this Act respectively shall accordingly be subject and without prejudice to anything so done or suffered, and to all rights, liabilities, claims, and demands, both present and future, which, if the old company were not dissolved and the Company were not incorporated and this Act were not passed, would be incident to or consequent on any and every thing so done or suffered, and with respect to all such rights, liabilities, claims, and demands the Company shall to all intents and purposes represent the old company and the members thereof in their capacity of members; and provided always, that the generality of this enactment shall not be restricted by any of the other clauses and provisions of this Act.

Actions not to abate.

9. No action, suit, or other proceeding at law or in equity which was pending by or against the old company immediately before the passing of this Act shall abate or be discontinued by reason of the dissolution of the old company, but any such action, suit, or other proceeding may be maintained, prosecuted, or continued by or against the Company (as the case may be) in the same manner, and as effectually and advantageously, as the same might have been maintained, prosecuted, or continued by or against the old company if this Act had not been passed, the Company being in reference to the matters aforesaid in all respects substituted for the old company.

Debts to be paid.

10. All persons who immediately before the passing of this Act owed any money to the old company, or to any person on its behalf, shall pay the same to the Company, and all debts and moneys which immediately before the passing of this Act were due or owing or recoverable from the old company, or for the payment of which the old company was or but for the passing of this Act would be liable, shall be paid, with interest (if any) due or payable or accruing upon the same, by or be recoverable from the Company.

[35 & 36 VICT.] *The Serle Street and Cook's Court* [Ch. xxvii.]
Improvement Act, 1872.

11. The first ordinary meeting of the Company shall be held within six months after the passing of this Act, and the subsequent ordinary meetings of the Company shall be held half-yearly in the months of May and November, or such other months as the directors shall from time to time appoint.

A.D. 1872.
 First ordinary meeting.

12. The newspapers for advertisements shall be any newspapers published and circulated in the county of Middlesex.

Newspapers for advertisements.

13. The number of directors shall be seven, but the number may be increased or reduced by the Company, and the qualification of a director shall be the possession in his own right of not less than twenty shares in the Company.

Number of directors.

14. The quorum of a meeting of directors shall be three.

Quorum of directors.

15. Thomas Darnley Anderson, Thomas Bouch, Ralph Brocklebank, John Cunliffe, Julian Goldsmid, George Henry Horsfall, and William Tipping shall be the first directors of the Company, and shall continue in office until the first ordinary meeting of the Company after the passing of this Act.

First directors.

16. At the first ordinary meeting of the Company the shareholders present, personally or by proxy, may either continue in office the first directors, or any number of them, or may elect a new body of directors, or directors to supply the places of those not continued in office, the first directors appointed as aforesaid being eligible to be elected as members of such new body.

First ordinary meeting.

17. At the first ordinary meeting to be held every year after the year in which the first general meeting shall be held the shareholders present, personally or by proxy, shall elect persons to supply the places of the directors then retiring from office, agreeably to the provisions in "The Companies Clauses Consolidation Act, 1845," contained; and the several persons elected at the first or any subsequent meeting, being neither removed nor disqualified nor having resigned, shall continue to be directors until others are elected in their stead, in the manner provided by "The Companies Clauses Consolidation Act, 1845."

Election of directors.

18. The quorum of general meetings of the Company shall be three shareholders, holding in the aggregate one tenth of the total share capital of the Company for the time being issued.

Quorum of general meetings.

19. An extraordinary general meeting of the Company shall be summoned on the requisition of shareholders holding in the aggregate not less than one fifth of the total share capital of the Company for the time being issued.

Extraordinary general meeting.

[Ch. xxvii.] *The Serle Street and Cook's Court* [35 & 36 VICT.]
Improvement Act, 1872.

A.D. 1872.
Capital.

20. The capital of the Company shall be three hundred thousand pounds, in two thousand shares of one hundred and fifty pounds each.

Appropriation of existing shares.

21. The existing shares in the old company shall remain vested in the respective shareholders as shares in the Company (but of the nominal amount of one hundred and fifty pounds each instead of one hundred pounds each), upon the same terms and subject to the same powers, provisions, declarations, agreements, rights, charges, liens, and incumbrances as immediately before the passing of this Act affected such shares respectively, and so as to give effect to and not revoke any testamentary or other disposition of or affecting such shares, and any contract or agreement with reference to the allotment of shares in the old company shall operate and take effect as if it had been made with reference to the allotment of shares in the Company:

Shares not to be issued until one fifth part thereof paid up.
Calls.

22. It shall not be lawful for the Company to issue any share, nor shall any share vest in the person accepting the same, unless and until a sum not being less than one fifth part of the amount of such share shall have been paid up in respect thereof.

23. Ten pounds a share shall be the greatest amount of any one call, and two months at least shall be the interval between successive calls.

Power to take lands and houses and to stop up courts and passages.

24. Subject to the provisions of this Act the Company may enter upon, take, and use all or any of the lands and houses shown upon the deposited plan and described in the deposited book of reference as the Company may from time to time think expedient, and as soon as the Company shall have acquired the fee simple in possession of all the houses opening into Cook's Court, may permanently stop up and appropriate to the Company the ground and soil of Cook's Court, and the passages into the same from Serle Street and Carey Street, and the ground and soil of Cook's Court and of the passages into the same, and the fee simple and inheritance thereof shall from and after the stopping up thereof in pursuance of this Act be by virtue of this Act vested absolutely in the Company.

Period for compulsory purchase of lands.

25. The powers of the Company for the compulsory purchase of lands and houses shall not be exercised after the expiration of two years from the passing of this Act.

Widening of Serle Street.

26. Within five years from the passing of this Act the Company shall pull down all buildings fronting Serle Street and shown upon the deposited plan and described in the deposited book of reference, and shall throw into and appropriate as part of Serle Street, and

properly pave and complete to the satisfaction of the surveyor of the Metropolitan Board of Works, and dedicate for ever to the public, so much of the site of the said buildings and other land as lies on the east side of the line of the proposed widening of Serle Street shown on the deposited plan and section; provided that in the case of such of the said buildings and lands as lie to the north of the entrance of Cook's Court, the said term of five years may, with the consent of the Commissioners of Her Majesty's Works and Public Buildings, and of the Metropolitan Board of Works, be extended for the further period of five years. A.D. 1872.

27. Within the same term of five years the Company shall pull down all buildings fronting that part of Carey Street which lies to the west of Serle Street, and is opposite to the site of the new Courts of Justice, and shown upon the deposited plan and described in the deposited book of reference, and shall throw into and appropriate as part of Carey Street, and properly pave and complete to the satisfaction of the said surveyor, and dedicate for ever to the public, so much of the site of the said buildings and other lands as lies on the south side of a line parallel to the present frontage in Carey Street and ten feet to the north thereof, and which line is shown on the copy of the said deposited plan signed by Captain Douglas Galton, C.B., and Alfred Waterhouse, and lodged in the office of the Commissioners of Her Majesty's Works and Public Buildings. Widening of
Carey Street.

28. It shall be lawful for the Commissioners of Her Majesty's Works and Public Buildings, with the consent of the Lords of the Treasury, or for the Metropolitan Board of Works, at any time within six months from the passing of this Act, to give notice in writing to the Company to throw into and appropriate as part of Serle Street and Carey Street, or either of them, and properly to pave and complete to the satisfaction of the surveyor of the Metropolitan Board of Works, and to dedicate for ever to the public, so much of the site of the said buildings and other lands respectively as lies in the case of Serle Street ten feet to the west of the line of the proposed widening of the said street, as shown on the deposited plan and section, and in the case of Carey Street ten feet to the north of the line of the proposed widening thereof, as hereinbefore defined in clause 27, and shown on a copy of the said plan and section signed and lodged as aforesaid, except that the Company may use six feet in width of each such further strip of ten feet as open areas to the intended new buildings fronting Serle Street and such portion of Carey Street as aforesaid respectively, but without any projections over such areas, unless with the previous consent in writing of the Commissioners of Her Majesty's Works and Further
widening of
Carey Street
and Serle
Street at
option of
authorities.

[Ch. xxvii.] *The Serle Street and Cook's Court* [35 & 36 VICT.]
Improvement Act, 1872.

A.D. 1872. Public Buildings or of the Metropolitan Board of Works, as the case may be.

Consideration to be paid by Commissioners of Works, &c.

29. The consideration to be paid for such further appropriation, paving, and dedication as is contemplated by clause 28 shall be such sum as has been before the passing of this Act or shall hereafter be agreed on, and in default of agreement shall be determined by Mr. Henry Arthur Hunt, or other the surveyor for the time being of the Commissioners of Her Majesty's Works and Public Buildings, and the same shall be paid to the Company by the Commissioners of Her Majesty's Works and Public Buildings out of such moneys as may be voted by Parliament for that purpose, or, as the case may be, by the Metropolitan Board of Works out of such moneys in their hands as may be applicable for that purpose, so soon as such appropriation, paving, and dedication shall have been completed, so soon as the buildings now standing on the said strip of ground shall have been pulled down.

Restrictions on height of Company's buildings fronting Carey Street.

30. Whether such appropriation and dedication for the further widening of Carey Street be made or not, the Company shall not erect or suffer to be erected any messuage or building fronting Carey Street and opposite the site of the Courts of Justice exceeding in height sixty feet up to the highest line of the wall or parapet, or seventy feet up to the highest point in the roof, without the consent in writing of the Commissioners of Her Majesty's Works and Public Buildings, the measurements to be made from the bench mark on the door-post of the Union Bank Chambers in Carey Street: Provided always, that if the height of the parapet and roof of the north front of the Courts of Justice buildings in Carey Street, opposite the buildings of the Company, shall exceed sixty feet and seventy feet respectively, the parapet and roof of the buildings of the Company may equal in height those of the Courts of Justice buildings: Provided also, that nothing in this clause shall prevent the Company, subject to the consent of the said Commissioners, from building turrets or gables above the highest line of the parapet or roof, for the purpose of obtaining increased architectural effect.

Power to build and let houses.

31. The Company may at any time and from time to time build on lands taken or acquired under this Act and not laid into Serle Street and Carey Street respectively, and may from time to time let such houses and buildings, or any part or parts thereof, as chambers or otherwise, upon such terms and subject to such stipulations and conditions as the Company may think proper.

Power to demise lands.

32. The Company may, subject to the provisions of this Act, at any time and from time to time demise or grant all or

any portions of the lands taken or acquired under this Act, and not laid into Serle Street or Carey Street, to persons erecting and building or covenanting or agreeing to erect and build thereon, or on any part thereof, houses, erections, and buildings of such rate or class, and on such plan, and of such elevation and height, and with such storeys, and with such yards, outbuildings, and conveniences, for such terms or estates, at such rents, and subject to such stipulations and conditions, as the Company may think proper. A.D. 1872.

33. The Company may, subject to the provisions of this Act, at any time and from time to time sell and dispose of, absolutely or otherwise, all or any portions of the lands taken or acquired under this Act, and not laid into Serle Street or Carey Street, for all or any part of the estate or interest of the Company therein, and whether the same have been built on or not, and that without having previously demised or granted, or agreed to demise or grant the same, or subject to any such demise or grant, as the case may be, and may convey and assure the same to the respective purchasers for such sums, on and subject to such terms and conditions, and either with and subject to such covenants and agreements on the part of the purchasers with respect to the rate or class of the houses, erections, and buildings to be built and erected thereon, and the plan, elevation, height, and storeys thereof, and the yards, outbuildings, and other conveniences connected therewith, and the time and manner of building and erecting the same, or with respect to any of those matters, or to any other matters, restrictions, and things relating thereto, or without any such covenants and agreements, as the Company may think fit. Power to sell and convey lands.

34. Immediately after the passing of this Act the Company may borrow on mortgage any sum or sums not exceeding in the whole fifty thousand pounds. Power to borrow on mortgage.

35. When the whole of the capital of three hundred thousand pounds has been subscribed for and one half thereof paid up, the Company may from time to time borrow on mortgage or otherwise any further sum or sums of money not exceeding fifty thousand pounds. Power to borrow 50,000*l.* when capital subscribed, and one half paid up.

36. The moneys authorised by this Act to be borrowed by the Company may be borrowed either on mortgage of any part or parts of the real estate of the Company with or without power of sale, or by the issue of debentures, or otherwise, or partly by mortgage and partly by the issue of debentures, or otherwise. Power to issue debentures.

37. The debenture holders of the Company may enforce the payment of the arrears of principal or interest, or principal and Receiver for debenture holders.

[Ch. xxvii.] *The Serle Street and Cook's Court* [35 & 36 VICT.]
Improvement Act, 1872.

A.D. 1872. — interest, due on their debentures by the appointment of a receiver; the amount of arrears of principal to authorise a requisition for a receiver is five thousand pounds.

Application of moneys to the purposes of the Act.

38. All and every part of the moneys by this Act authorised to be raised by the Company by shares and by borrowing respectively shall be applied only to the purposes of this Act.

Debentures to have priority.

39. All moneys to be borrowed on debenture under this Act, from the time when the said moneys shall be advanced, and the interest for the time being due thereon, shall have priority against the Company, and the property from time to time of the Company, over all other claims on account of any debts incurred or to be incurred or engagements entered into or to be entered into by it: Provided always, that such priority shall not prejudice or affect any claim, right, or remedy against the Company or its property in respect of any mortgage of a specific part or parts of the real estate of the Company, whether such mortgage shall be executed before or after the advance of the said moneys on debenture, or any rent-charge to be granted by the Company in pursuance of the provisions of "The Lands Clauses Consolidation Acts, 1845, 1860, and 1869," nor shall anything herein-before contained prejudice or affect the lien of any vendor for the unpaid purchase money of any land taken by the Company for the purposes of the undertaking.

Mortgages not to be a charge on land dedicated to the public.

40. No mortgage or debenture to be made or issued by the Company shall in any way charge or affect any land which may, under the provisions of this Act, be appropriated and dedicated to the public as part of Serle Street or Carey Street.

Accidental omissions or wrong description.

41. If any omission, mis-statement, or wrong description shall have been made of any lands, or the buildings thereon, or of the owners, lessees, or occupiers thereof, described on the deposited plan or in the deposited book of reference, the Company, after giving ten days notice to the owners, lessees, and occupiers of the lands or buildings in question, may apply to any justice sitting in any one of the metropolitan police courts for the correction thereof, and if it appear to the justice that such omission, mis-statement, or wrong description arose from accident or mistake, he shall certify the same accordingly, and he shall in such certificate state the particulars of any such omission, mis-statement, or wrong description, and such certificate, with the other documents to which it relates, shall be deposited with the clerk of the peace for the county of Middlesex, and with the clerk of the Strand District Board of Works, and such certificate shall be kept by such clerk of the peace, and by the clerk of the Strand District Board of Works, with the other documents to

[35 & 36 VICT.] *The Serle Street and Cook's Court* [Ch. xxvii.]
Improvement Act, 1872.

which it relates, and thereupon the deposited plan and book of reference shall be deemed to be corrected according to such certificate, and the Company may purchase, take, and use for the purposes of the undertaking any lands or buildings in accordance with such certificate as if such omission, mis-statement, or wrong description had not been made. A.D. 1872.

42. Any money received by the Company as purchase money of any lands or buildings, or from the sale of ground rents reserved or agreed to be reserved under this Act, or from fines or premiums on the granting of leases, shall be applied in or towards the discharge, first, of the principal money borrowed under this Act and the interest thereof, and then of any other debts and liabilities of the Company, and subject thereto shall be divisible among the shareholders of the Company in proportion to their interest in the paid-up capital of the Company; and when all the lands and property of the Company have been sold, and all its debts and liabilities have been fully paid and satisfied, and all its assets have been distributed, the powers of this Act shall cease and determine as far as they relate to the Company, and the Company shall be dissolved: Provided always, that the Company shall have no power to re-borrow moneys paid off under the provisions of this section. Application
of purchase
money re-
ceived by
Company.

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.

