



CHAPTER ccvi.

An Act for dissolving and re-incorporating the Bishop Auckland Gas Company, Limited, and granting powers for supplying with Gas the Parishes of Saint Andrew Auckland and Saint Helen Auckland and certain neighbouring Places in the county of Durham. [6th August 1877.]

A.D. 1877.

WHEREAS in the year 1846 certain persons formed themselves into a Company under the name of the Bishop Auckland Gas Company, the objects for which that Company was established being to light the town of Bishop Auckland and the neighbourhood thereof, in the county of Durham, with gas, and for that purpose to purchase land, erect and construct gasworks, and other necessary erections and apparatus, and to lay down pipes for conveying the said gas through and along the several thoroughfares, and into the different houses, buildings, tenements, and premises within the said town of Bishop Auckland and neighbourhood; and such Company was duly registered and incorporated under an Act passed in the seventh and eighth years of the reign of Her present Majesty, intituled "An Act for the registration, incorporation, and regulation of Joint Stock Companies," and was subsequently re-registered under "The Joint Stock Companies Act, 1856," and re-incorporated under "The Companies Act, 1862," as a Limited Company, and is herein-after referred to as "the Limited Company:"

7 & 8 Vict.
c. 110.

And whereas the capital of the Limited Company consists of thirteen thousand nine hundred and sixty pounds, divided into two thousand seven hundred and ninety-two shares of five pounds each, all of which shares have been subscribed and fully called up, and upwards of thirteen thousand eight hundred and eighty pounds have been paid thereon, and the Limited Company have not borrowed any money on mortgage or bond:

And whereas the Limited Company acquired the piece of land firstly described in the schedule to this Act, and erected gasworks

[Ch. ccvi.] *The Bishop Auckland District Gas* [40 & 41 VICT.]
Act, 1877.

A.D. 1877. thereon, and have from time to time improved and enlarged the same with the capital raised by them, and have been and are now supplying gas to the town of Bishop Auckland and other places in the neighbourhood thereof:

And whereas the demand for gas in the district supplied by the Limited Company and adjacent district has increased and is increasing, and it is expedient that additional land should be acquired and additional gasworks constructed, and further capital raised, in order to provide for such increased demand:

And whereas plans describing the additional land to be taken for the purposes aforesaid, with a book of reference to the plans containing the names of the owners or reputed owners, lessees or reputed lessees, and of the occupiers of such land, have been deposited at the office of the clerk of the peace for the county of Durham, and are herein referred to as "the deposited plans" and "deposited book of reference:"

And whereas it is expedient that the Limited Company should be dissolved, and re-incorporated with further powers:

And whereas the objects aforesaid 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 for all purposes as "The Bishop Auckland District Gas Act, 1877."

Certain provisions of general Acts herein named incorporated. 2. "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," as amended by "The Companies Clauses Act, 1869," "The Lands Clauses Consolidation Acts, 1845, 1860, and 1869," and "The Gasworks Clauses Act, 1847," are (except where they are expressly varied by or are inconsistent with this Act) incorporated with this Act, and "The Gasworks Clauses Act, 1871," shall apply to the existing undertaking of the Limited Company as if the same had been authorised by this Act.

Interpretation of terms. 3. In construing the incorporated Acts respectively in connexion with this Act, and also in construing this Act, the expression "the Company" shall mean the Company incorporated by this Act; the expressions "the works" and "the gasworks" shall respectively mean and include the gasworks and works connected therewith by

this Act vested in or authorised to be made or maintained by the Company, and any improvement thereof which they may construct under the powers of this Act, and the lands, buildings, estate, rights, title, property, privileges, and effects of the Company, and every part thereof respectively; the expression "the undertaking" shall mean the undertaking of the Company; the expressions "superior courts" or "court of competent jurisdiction," or any other like expression in this Act or any Act wholly or partially incorporated with this Act, shall for the purposes of this Act be read and have effect as if the debt or demand in respect of which the expression is used were a simple contract debt, and not a debt or demand created by statute. Except as in this Act otherwise provided, 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 or inconsistent with such construction.

A.D. 1877.

4. The limits of this Act for the supply of gas by the Company shall comprise the parish of St. Andrew Auckland, except the townships of Byers-green, Newfield, Binchester, Westerton, Middlestone, Windlestone, and Coundon, and the parishes of St. Helen Auckland and Heighington, all situate in the county of Durham: Provided that the Company shall not supply gas within so much of the township of Escomb as lies south of the River Wear, nor within the part or parts, if any, of the townships of Witton-le-Wear and of North Bedburn, or either of them, which are within the parish of St. Andrew Auckland, without the previous consent in writing of the Witton Park Gaslight and Coke Company, Limited.

Limits of Act.

5. From and after the passing of this Act the Limited Company shall be dissolved, and the present members of or shareholders in the Limited Company, and the several persons and corporations who have subscribed to or shall hereafter become proprietors in the undertaking, and their executors, administrators, 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 Bishop Auckland District 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 any estate or interest for the purposes of this Act.

Company incorporated.

6. The Company shall be established for the purpose of manufacturing and storing gas and for supplying gas within the limits of this Act, and for manufacturing, converting, utilizing, and distri-

General purposes and powers of the Company.

[Ch. ccvi.] *The Bishop Auckland District Gas* [40 & 41 Vict.]
Act, 1877.

A.D. 1877. buting residual products and materials arising in or resulting from such manufacture, and for dealing in, selling, and disposing of gas, lime, coal, coke, tar, ammoniacal liquor, and other residual products, matters, and things, and for manufacturing, purchasing, and hiring and supplying gas meters, fittings, and other apparatus, and generally for the purpose of carrying on the business of a gas company and for all other purposes connected therewith, and for carrying the powers of this Act into execution.

Property
vested in
Company
incorporated
by this Act.

7. Subject to the provisions of this Act, all the lands, gasworks, erections, buildings, rights, interests, and easements which immediately before the passing of this Act were vested in the Limited Company, or in any person in trust for them, or to which that Company was in anywise entitled, and all mains and pipes, plant, plugs, lamps, irons, retorts, gauges, meters, lamp-posts, syphons, apparatus, stock, effects, matters, and things which have been by them 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, and all moneys, securities, credits, choses in action, effects, and other property whatsoever which immediately before the passing of this Act belonged to the Limited Company, or to any trustee on their behalf, and the benefit of all contracts and engagements entered into by and on behalf of the Limited Company, and immediately before the passing of this Act in force, shall be and the same are hereby 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, or any trustee on their behalf, and may, subject to the provisions of this Act, be held and enjoyed, sued for and recovered, maintained, altered, discontinued, removed, dealt with, and disposed of by the Company as they think fit.

Deed of
settlement of
the Limited
Company to
be void,
without
prejudice to
remedies for
antecedent
breaches
thereof.

8. Subject to the provisions of this Act, the certificates of registration and incorporation and the deed of settlement of the Limited Company shall, as to any prospective operation thereof, be wholly void, and the Company and its shareholders shall be exempted from all the provisions, restrictions, and requirements of any Act which applied to the Limited Company and the members thereof as such; but nothing in this Act contained shall release or discharge any person from any liability or obligation in respect of any breach of the provisions of the said deed of settlement incurred before the passing of this Act, but such liability or obligation in respect of any such breach shall continue, and, save as in this Act otherwise provided, may be enforced by or on behalf of the Company

as nearly as may be in like manner as the same might have been enforced by or on behalf of the Limited Company if this Act had not been passed. A.D. 1877.

9. Except as is by this Act otherwise expressly provided, every-thing before the passing of this Act done or suffered by or with reference to the Limited Company, or the members thereof as such, shall be as valid as if the Company had not been incorporated, and the said deed of settlement had not been avoided by this Act, and such incorporation and avoidance and this Act respectively shall accordingly be subject and without prejudice to everything so done or suffered, and to all rights, liabilities, claims, and demands, both present and future, which, if the Company were not incorporated, and the said deed of settlement were not avoided by this Act, and this Act were not passed, would be incidental 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 Limited Company, and the members thereof as such, and the property of the Limited Company, as the case may be; and the generality of this enactment shall not be restricted by any of the other clauses and provisions of this Act. Nothing to affect previous rights and liabilities.

10. Except as is by this Act otherwise specially provided, all purchases, sales, conveyances, grants, assurances, deeds, bonds, mortgages, contracts, and agreements entered into or made before the passing of this Act by, to, or with the Limited Company, or any trustees or persons acting on behalf of the Limited Company, or by, to, or with any other person to whose rights and liabilities they have succeeded, and now in force, shall be as binding and of as full force and effect in every respect against or in favour of the Company, and may be enforced as fully and effectually, as if, instead of the Limited Company, or the trustees or persons acting on behalf of the Limited Company, the Company had been a party thereto. Contracts prior to the passing of this Act to be binding.

11. Nothing in this Act contained shall release, discharge, or suspend any action, suit, or other proceeding at law or in equity which was pending by or against the Limited Company, or any member thereof in relation to the affairs of the Limited Company, or to which the Limited Company, or any member thereof in relation to such affairs, were parties immediately before the passing of this Act; but any such action, suit, or other proceeding may be maintained, prosecuted, or continued by or in favour of or against the Company, as the case may be, in the same manner and as effectually Actions, &c. not to abate.

[Ch. ccvi.] *The Bishop Auckland District Gas* [40 & 41 VICT.]
Act, 1877.

A.D. 1877. — and advantageously as the same might have been maintained, prosecuted, and continued by or in favour of or against the Limited Company, or any member thereof, if this Act had not been passed, the Company and shareholders therein being in reference to the matters aforesaid in all respects substituted for the Limited Company and its members respectively.

Trustees of Limited Company to be indemnified.

12. Every trustee or other person in whom or in whose name any lands, works, buildings, easements, rights, property, or effects belonging to the Limited Company were vested immediately before the passing of this Act, and who (being authorised so to do) entered into any bond, covenant, contract, or engagement in respect of the same or otherwise on behalf of the Limited Company, shall be indemnified out of the funds and property of the Company against all liability (including costs, charges, and expenses) which he may sustain or incur or be put to by reason of his having entered into such bond, covenant, contract, or engagement.

Company to satisfy liabilities of Limited Company.

13. From and after the passing of this Act, and except as is by this Act otherwise expressly provided, the Company shall in all respects be subject to and shall discharge all obligations and liabilities to which the Limited Company immediately before the passing of this Act were subject, and shall indemnify the members, directors, officers, and servants of the Limited Company, and their respective representatives, from all such obligations and liabilities and from all expenses and costs in that behalf.

Recovery of gas rents, &c.

14. All gas rents and sums of money which immediately before the passing of this Act were due or accruing to the Limited Company shall be payable to and may be collected and recovered by the Company in like manner as if they had become payable for the like matters supplied or done under this Act.

As to payment of debts owing before passing of Act.

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

Certificates, &c. to remain in force.

16. Notwithstanding the avoidance of the said deed of settlement, all certificates (until cancelled under the powers of this Act), sales, transfers, and dispositions heretofore made or executed under them,

for and with respect to any shares in the Limited Company, shall remain in full force and continue and be available in all respects as if they had not been avoided. A.D. 1877.

17. All documents, books, and writings which, if the said dissolution and avoidance had not taken place, would have been receivable in evidence, shall be admitted as evidence in all courts of law and equity and elsewhere, notwithstanding such dissolution and avoidance. Books, &c. continued evidence.

18. All the officers and servants of the Limited Company who were in office immediately before the passing of this Act shall hold and enjoy their respective offices and employments, together with the salaries and emoluments thereto annexed, until they resign the same or be removed therefrom by the Company, and shall have the like powers and authorities for the purposes of this Act, and for carrying the same into execution, and shall be subject and liable to the like conditions, obligations, pains, and penalties, and to the like powers of removal, and to the like rules, restrictions, and regulations in all respects whatever as if they had been appointed under this Act. Officers to continue until removed.

19. The books kept by the Limited Company for entering the names and designations of the members thereof, with the numbers of their shares, and the proper distinguishing number of such shares, shall and may continue to be kept for the same purpose by the Company, and, until some other register of shareholders shall be provided by the Company, be taken and considered as the register of shareholders required to be kept by "The Companies Clauses Consolidation Act, 1845." Present registers of members to be continued.

20. The capital of the Company shall be eighty thousand pounds, whereof thirteen thousand nine hundred and sixty pounds is in this Act called "the original capital," and sixty-six thousand and forty pounds is in this Act called "the new capital," and shall be raised in manner herein-after mentioned, and the original capital shall be divided into one thousand three hundred and ninety-six shares of ten pounds each, which shares are in this Act called "the old shares," and the Company may convert into stock the whole or any part of their original or new capital when fully paid up. Capital.

21. Subject to the provisions of this Act, the original capital shall be appropriated to, vested in, and distributed among the several persons who immediately before the passing of this Act were the registered members of the Limited Company, and the old shares shall be vested in and divided among such members in the proportion of one old share for every two existing shares of the Limited Vesting of old shares in shareholders of Limited Company.

[Ch. ccvi.] *The Bishop Auckland District Gas* [40 & 41 Vict.]
Act, 1877.

A.D. 1877. Company : Provided always, that in order to effect such distribution in cases in which a single share or an odd number of shares is at the time of the passing of this Act held by any member of the Limited Company, the Company may divide into half shares a sufficient number of the old shares, and one of such half shares shall be vested in and appropriated to every member of the Limited Company holding a single or an odd share, in substitution for such single or odd share respectively ; and any share or half share (as the case may be) so vested shall be subject to the same liability for calls, and subject and liable to the same trusts, powers, provisions, declarations, agreements, charges, liens, and incumbrances, as immediately before the passing of this Act affected the shares or share for which the same is substituted, and so as to give effect to and not revoke any testamentary disposition of or affecting the same: Provided always, that if at any time after the creation of such half shares two of such half shares shall become vested in the same person or persons, body, or corporation, such two half shares shall immediately merge and become consolidated into one entire share, and be for ever thereafter dealt with as an old share.

Half shares
to be regis-
tered.

22. Such half shares shall be numbered in arithmetical progression, beginning with number one, and every half share shall be distinguished by its appropriate number, and entered in the register of shareholders. The directors shall cause an entry to be made in the register of shareholders of the division of any old shares into half shares, and after the consolidation of any half shares into entire shares the last-mentioned shares shall be numbered in arithmetical progression next after the then existing old shares, and be thenceforth entered in the register of shareholders, and distinguished by their appropriate numbers.

Company
shall call in
and cancel
existing
share cer-
tificates and
issue new
certificates
in lieu
thereof.

23. The Company shall call in and cancel the existing certificates of shares in the Limited Company, and issue in lieu thereof certificates both in respect of shares and half shares, in the form and under the conditions prescribed by "The Companies Clauses Consolidation Act, 1845," but the holders of such existing certificates of shares will not be entitled to any certificates of proprietorship under this Act until they shall have delivered up to the Company to be cancelled the certificates of proprietorship issued to them before the passing of this Act, or shall have proved to the reasonable satisfaction of the directors the loss or destruction thereof.

Half shares
to be half
shares in
capital of

24. The several half shares under this Act shall be half shares in the capital of the Company, and, subject as herein-after mentioned, shall confer and have all such rights, qualifications, privileges,

A.D. 1877.

liabilities, and incidents as attach and are incident to entire shares, but no such half share shall confer a right of voting at meetings of the Company.

Company,
but not to
confer right
to vote.

Profits of the
Company.

25. Except as in this Act otherwise provided, the Company shall not in any one year make out of their profits any larger dividends on the new share capital to be raised under the powers of this Act than seven pounds in respect of every one hundred pounds actually paid up of such capital as shall be issued as ordinary capital, or six pounds in respect of every one hundred pounds actually paid up of such capital as may be issued as preference capital.

26. The Company may raise the new capital not exceeding sixty-six thousand and forty pounds by the issue of ordinary shares or preference shares or by both of those modes.

New capital.

27. Any shares in the new capital, whether ordinary or preference, issued under this Act, shall be of a nominal amount not less than ten pounds.

As to
amount of
new shares.

28. Except the old shares, 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.

Shares not
to issue until
one-fifth part
is paid up.

29. One fifth of the amount of a share or half 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 or half share shall be the utmost aggregate amount of the calls made in any year upon any share or half share, as the case may be.

Calls.

30. Notwithstanding anything in this Act contained, the Company shall, when any shares created under the powers of this Act are to be issued, and before offering the same to the holder of any other shares or stock in the Company, and whether the ordinary shares or ordinary stock of the Company are or is at a premium or not, offer the same for sale by public auction or by tender, in such manner, at such times, and subject to such conditions of sale as the Company shall from time to time determine: Provided that at any such sale the reserved price put upon such shares shall not be less than the nominal amount thereof, and notice of the amount of such reserved price shall be sent by the Company in a sealed letter to the Board of Trade not less than twenty-four hours before the day of auction or the last day for the reception of tenders, as the

New shares
to be offered
by auction
or tender.

[Ch. ccvi.] *The Bishop Auckland District Gas* [40 & 41 VICT.]
Act, 1877.

A.D. 1877. case may be, and such letter may be opened after such day of auction or last day for the reception of tenders and not sooner, and provided that in the event of any holder of shares or stock in the Company bidding or tendering for any such new shares a sum equal in amount to the bid or tender of any other person not being a holder of shares or stock in the Company, then, and in that case only, a priority shall be allowed to such holder of shares or stock in the Company.

As to notice to be given as to sale, &c. of shares.

31. The intention to sell any such shares by auction or by tender shall be communicated in writing to the clerk to the Local Board of Health for the district of Bishop Auckland, and to the secretary of the committee of the London Stock Exchange, at least twenty-eight days before the day of auction, or the last day for the reception of tenders, as the case may be, and notice of such intention shall be duly advertised once in each of two consecutive weeks in one or more local newspapers circulating within the county of Durham.

Shares not sold by auction or by tender to be offered to share or stock holders.

32. When any shares created under the powers of this Act have been offered for sale by auction or by tender, and not sold, the same shall be offered, at the reserved price put upon the same respectively for the purpose of sale by auction or tender, to the holders of the ordinary shares or ordinary stock of the Company, in manner provided by the Companies Clauses Act, 1863: Provided always, that any shares so offered, and not accepted within the time prescribed by the said Act, shall again be offered for sale by public auction or by tender, in the manner and subject to the provisions of this Act with respect to the sale of shares created under the powers of this Act, at such reserved price as shall be fixed by the directors of the Company with the sanction of the Board of Trade.

Application of premium arising on issue of shares.

33. Any sum of money which shall arise from the issue of any such shares, by way of premium, after deducting therefrom the expenses of and incident to such issue, shall not be considered as profits of the Company, but shall be expended in extending or improving the works of the Company, or in paying off money borrowed or owing on mortgage by the Company, and shall not be considered as part of the capital of the Company entitled to dividend.

Receipt in case of persons not sui juris.

34. If any money is payable to a shareholder being a minor, idiot, or lunatic, the receipt of the guardian or committee of his estate shall be a sufficient discharge to the Company.

35. In case in any year the net revenue 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 ordinary stock or shares in the capital of the Company, a rateable deduction shall be made in the dividends of each class.

A.D. 1877.
Dividends on different classes of shares or stock to be paid rateably.

36. The Company may at any time and from time to time after the passing of this Act borrow on mortgage, in respect of the original capital of thirteen thousand nine hundred and sixty pounds, any sum not exceeding in the whole three thousand four hundred and ninety pounds.

Power to borrow in respect of original capital.

37. In addition to the sum of three thousand four hundred and ninety pounds which the Company are authorised to borrow by the last preceding section, they may from time to time borrow on mortgage, in respect of the new capital of sixty-six thousand and forty pounds, any sums not exceeding in the whole sixteen thousand five hundred and ten pounds, but no part of the said sum of sixteen thousand five hundred and ten pounds shall be borrowed until the Company have proved to the satisfaction of a justice who is to certify under the 40th section of "The Companies Clauses Consolidation Act, 1845," (before he so certifies,) that the required amount of capital has been issued and accepted, and that one half thereof has been paid up, and that not less than one-fifth part of the amount of each separate share in the required amount of 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, 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 shall be sufficient evidence thereof.

Power to borrow in respect of new capital.

38. The mortgagees of the Company may enforce payment of arrears of interest or principal, or principal and interest, due on their mortgages by the appointment of a receiver. In order to authorise the appointment of a receiver in respect of arrears of principal, the amount owing to the mortgagees by whom the application for a receiver is made shall not be less than two thousand pounds in the whole.

Arrears may be enforced by appointment of a receiver.

39. The Company shall not have power to raise the money by this Act authorised to be borrowed on mortgage, or any part thereof,

As to conversion of

[Ch. ccvi.] *The Bishop Auckland District Gas* [40 & 41 VICT.]
Act, 1877.

A.D. 1877. by the creation of shares or stock instead of borrowing, or to convert
borrowed money into capital. into capital the amount borrowed under the provisions of this Act, unless in either case all dividends upon such shares or stock, whether ordinary or preferential, are limited to a rate not exceeding five pounds per centum per annum.

Short title of Act to be marked on mortgages. **40.** Every mortgage granted by the Company after the passing of this Act shall be marked with the short title of the Act under the powers of which the same is granted.

Priority of mortgages over other debts. **41.** 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, and the property from time to time of 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 rent-charge granted or 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.

Power to create debenture stock. **42.** 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 created and issued by the Company shall rank *pari passu* with the interest of all mortgages granted by the Company, and shall have priority over all principal moneys secured by such mortgages.

Application of moneys. **43.** All moneys raised under this Act, whether by shares, debenture stock, or borrowing, shall be applied to the purposes of this Act only.

General meetings. **44.** The first ordinary meeting of the Company shall be held within six months after the passing of this Act, and the future ordinary meetings of the Company shall be held in the month of March in every subsequent year, or in such other month in every subsequent year as the Company, by the resolution of an extraordinary general meeting, shall from time to time determine.

Place for meeting. **45.** All general meetings of the Company shall be held at the Company's offices in Bishop Auckland.

46. The quorum to constitute a general meeting, whether ordinary or extraordinary, of the Company shall be ten shareholders, holding in the aggregate not less than three thousand pounds nominal value in the capital of the Company. A.D. 1877.
Quorum of meetings.

47. At all general meetings of the Company every shareholder shall be entitled to one vote in respect of every complete sum of ten pounds, whether in shares or stock, held by him in the capital of the Company. Votes of shareholders.

48. The number of shareholders who may require an extraordinary meeting to be convened shall not be less than ten, holding in the aggregate not less than five thousand pounds in the capital of the Company. Extra-ordinary meeting convened by shareholders.

49. The number of directors shall be nine, but the Company may from time to time reduce the number, provided that the number be not less than five. Number of directors.

50. The qualification of a director shall be the possession in his own right of not less than three hundred pounds in the capital of the Company. Qualification of directors.

51. The quorum of a meeting of directors shall be five, and if the number of directors be reduced to five the quorum shall be three. Quorum of directors.

52. John Jobson, James Thompson, Ralph Nelson, George Moore, Joseph Wilkinson, Thomas Henry Thompson, John Thompson, John Burdon, and Ralph Peverell 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 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 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, subject to the power herein-before contained for reducing the number of directors, 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 in the same Act. First directors.

[Ch. ccvi.] *The Bishop Auckland District Gas* [40 & 41 VICT.]
Act, 1877.

A.D. 1877.

Auditors not
required to hold
shares.

Powers as to
construction
and main-
tenance of
gasworks,
&c.

53. The auditors need not hold shares in the Company.

54. Subject to the provisions of this Act, the Company may maintain, and from time to time alter, improve, enlarge, extend, and renew or discontinue their existing gasworks, and works for the manufacture and conversion of residual products, upon the land upon which the same are erected, or any part thereof, and which is firstly described in the schedule to this Act, and they may also erect, construct, lay down, provide, and maintain, and from time to time alter, improve, enlarge, extend, maintain, and renew or discontinue additional and other gasworks, and works for the manufacture and conversion of residual products, with all necessary machinery, works, apparatus, and conveniences, and may do all such acts as they may think proper for making and storing gas, and for supplying gas within the limits of this Act, and may make, store, and supply gas accordingly, and may manufacture, convert, sell, provide, supply, and deal in coal, and the products or residuum of any materials employed in or resulting from the manufacture of gas, and in all such meters, fittings, tubes, pipes, and other articles and things in any way connected with gasworks or the supply of gas as they may from time to time think fit.

Power to
purchase
lands com-
pulsorily.

55. Subject to the provisions of this Act, the Company may enter upon, purchase, take, hold, and use for the purposes of their undertaking the lands shown on the deposited plans and described in the deposited book of reference, and secondly described in the schedule to this Act.

Power to
purchase
lands by
agreement.

56. 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 three acres, which the Company may from time to time require for the purposes of their works and undertaking; but the Company shall not construct gasworks or works for the manufacture or conversion of residual products, nor manufacture or convert gas or residual products, except upon the lands described in the schedule to this Act.

Gas not to
be manu-
factured
except on
lands
scheduled.

Existing
works to be
removed
within three
years.

57. The Company shall within three years from the passing of this Act, unless the Local Board of Health for the district of Bishop Auckland otherwise agree, remove their works for the manufacture of gas from within that district, and after the expiration of the said three years it shall not be lawful for the Company, without the consent of the said Local Board, to manufacture gas, or convert,

manufacture, or store residual products, within the said district; provided that the Company may store their gas or any part thereof within such district. A.D. 1877.

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

For protection of the postal telegraphs.

(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 or remedy 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 :

Restrictions on works affecting Post Office telegraph system.

(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 for Postmaster General to annex conditions.

(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 :

Power of entry for Postmaster General.

(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

Compensation by Company to Postmaster General, and penalty.

[Ch. ccvi.] *The Bishop Auckland District Gas* [40 & 41 VICT.]
Act, 1877.

A.D. 1877.

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 :

Limiting
period for
operation
of section.

(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.

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

59. The Company shall lay down or execute and subsequently maintain and repair any pipes, culverts, or other works which, under the powers of this Act, they lay down or execute 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.

Differences
with railway
and other
companies.

60. If any difference arise between the Company and any railway, canal, or other company whose lands or works the Company have power to cross, break open, or interfere with, under the authority of this Act, for the purposes of meeting the demands for gas within the limits of supply, as to the mode of laying down, repairing, altering, or enlarging their pipes, or the facilities to be afforded for the same, every such difference shall be settled by an arbitrator to be appointed by the Board of Trade at the request of either party, and his decision shall be final and binding on all parties.

Power to
lay pipes
against
buildings.

61. 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. A.D. 1877.

62. The Company may from time to time enter into and carry into effect contracts with any sanitary or other local authority within the limits of this Act with respect to the supply of lamps, lamp-posts, gas fittings, or meters of the Company, and the lighting, extinguishing, repairing, and keeping clean the public lamps from time to time required by such sanitary or other local authority to be lighted, on such terms and conditions as they think fit, and otherwise as shall from time to time be agreed upon between such sanitary or other local authority and the Company. Power to contract with public bodies.

63. In all cases in which the Company are authorised to cut off and take the supply of gas from any house, building, or premises, then, if such house, building, or premises be unoccupied, the Company, their agents, servants, or workmen, after giving to the owner twenty-four hours previous notice in writing duly authenticated, by serving such notice on him, or if the owner be not known to the Company, by affixing the same for three days on some conspicuous part of such house, building, or premises, may enter into and upon the same between the hours of nine in the forenoon and four in the afternoon, and remove and carry away any pipe, meter, or fittings, or other works the property of the Company. Power to remove meters, &c. from unoccupied buildings.

64. The standard price to be charged by the Company for gas supplied by them within the present district of the Local Board of Health for the district of Bishop Auckland shall be four shillings per one thousand cubic feet, and without that district shall be four shillings and sixpence per one thousand cubic feet: Provided that the Company may increase or diminish such standard prices, subject to a decrease or increase in the standard rates of dividend as defined by this Act, to be calculated as follows: Fixing standard price of gas, with sliding scale as to dividend.

For every penny charged in excess or in diminution of such standard prices in any year, the standard rates of dividend shall for such year be reduced or increased by five shillings in the hundred pounds per annum.

65. Subject to the provisions of this Act, the Company may (but only for the purposes of the Company within the limits of this Act, and not so as to acquire any exclusive right therein) contract for, take, and use any leave, license, or authority to work, use, exercise, or put in practice any invention under any letters patent heretofore made or hereafter to be made, granting any right or privilege of working, using, or vending any invention in relation to the manufacture or distribution of gas, or the conversion, manufacture, or Power to take licenses.

[Ch. ccvi.] *The Bishop Auckland District Gas* [40 & 41 VICT.]
Act, 1877.

A.D. 1877. — utilization of the products obtained from the manufacture of gas or the materials used therein.

Pressure
of gas.

66. 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.

67. The prescribed number of candles shall be fourteen.

Testing
place.

68. Within three months from the passing of this Act a testing place shall be provided at the works of the Company.

Burner for
testing
quality of
gas.

69. The prescribed burner shall be Sugg's London Argand burner, Number 1, with a six-inch by one-and-three-quarter-inch glass chimney, but if at any time the gas flame tail over the top of that glass a six-inch by two-inch chimney shall be used, or such other burner as may from time to time be approved by the Board of Trade for this purpose.

Security for
payment of
gas rents.

70. Any person having or requesting to have a supply of gas from the Company shall, if and when so required by the Company, and before he is entitled to have any service pipes and meter provided and fixed, or to have a supply or further supply of gas, give the Company such security for the payment of one year's rent or charge for the gas to be supplied to him as he and the Company may agree upon, or as, in default of agreement, shall be determined in the manner provided by "The Gasworks Clauses Act, 1871," for determining the amount of security to be given for the use of meters supplied by the Company.

Company
to pay
interest on
money
deposited
as security.

71. If any person is required by the Company to give to them security as herein-before mentioned, the Company shall, in the event of such security being a sum of money deposited with the Company, pay interest after the rate of five pounds per centum per annum

on every sum of ten shillings deposited by way of such security during such time as the said money shall be so deposited, and such interest shall be payable half-yearly, subject, however, to the right of the Company to set off the same against any money due to the Company from such person. A.D. 1877.
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72. Any summons, warrant, demand, or notice, or other such document to be issued or given for any of the purposes of this Act may be in writing or print, or partly in writing or partly in print, and if the same require authentication by the Company, the signature thereof by the secretary to the Company shall be a sufficient authentication. **Authenti-
cation of
notices.**

73. A justice or judge of any court shall not be disqualified from acting in the execution of this Act by reason of his being liable to the payment of any gas rent, meter rent, rate, or charge under this Act. **Liability to
gas rent not
to disqualify
justice, &c.**

74. Every penalty imposed by this Act shall (except where otherwise expressly provided, and except where the Company shall be the party by whom the penalty has to be paid) be paid to the Company. **Application
of penalties.**

75. All costs, charges, and expenses of and preliminary 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.**

[Ch. ccvi.] *The Bishop Auckland District Gas* [40 & 41 VICT.]
Act, 1877.

A.D. 1877.

The SCHEDULE to the foregoing Act.

THE PRESENT GAS LAND.

All that piece of land, with the gasworks and buildings thereon, situate in the township of Bishop Auckland, in the parish of Saint Andrew Auckland, in the county of Durham, containing about half an acre, and bounded on the north partly by the goods station and premises of the North-eastern Railway Company, and partly by a public-house known as the Tile Sheds Inn, belonging or reputed to belong to the trustees of the late John Brown, and in the occupation of Thomas Richardson, on the east by South Road, on the south-east by a public road leading from South Road aforesaid to the Bishop Auckland passenger station of the North-eastern Railway Company, and on the south-west and west by other premises of the North-eastern Railway Company.

THE NEW GAS LAND.

Certain land, consisting of two fields, situate in the township and parish of St. Andrew Auckland, in the county of Durham, belonging or reputed to belong to the Ecclesiastical Commissioners for England, and in the occupation of George Bruce, together containing eleven acres three roods and eight perches, or thereabouts, bounded on the north-west by the public highway leading from St. Helen Auckland to Bishop Auckland, on the south-west by the public road leading from Woodhouse, otherwise Woodhouses, to Fieldon Bridge, on the south-east by the Bishop Auckland and Barnard Castle branch of the North-eastern Railway, and on the north-east by another field belonging or reputed to belong to the said Ecclesiastical Commissioners, and in the occupation of the said George Bruce.