



CHAPTER ccxlvii.

An Act to dissolve the Harpenden Gas Light and Coke Company Limited and to incorporate and confer powers on the Harpenden District Gas Company and for other purposes. A.D. 1901.
[9th August 1901.]

WHEREAS in the year one thousand eight hundred and sixty-four certain persons formed themselves into a gas company under the name of the Harpenden Gas Light and Coke Company Limited (in this Act referred to as "the limited company") for the purpose of manufacturing and supplying gas to the inhabitants of Harpenden in the county of Hertford and its neighbourhood and generally for carrying on the business usually carried on by gas companies and such company was duly registered under the Companies Act 1862:

And whereas the original share capital of the limited company consisted of one thousand five hundred pounds divided into one thousand five hundred shares of one pound each:

And whereas the capital of the limited company has from time to time been increased by special resolution of that company and now amounts to twelve thousand pounds divided into twelve thousand shares of one pound each whereof eleven thousand shares have been issued and fully paid up and the remaining one thousand shares have been issued and paid up to the extent of five shillings per share and the balance of fifteen shillings per share will it is anticipated be paid up before the thirtieth day of June one thousand nine hundred and one:

And whereas the limited company has not borrowed any money on the security of its undertaking:

And whereas the gasworks of the limited company are situate on the lands described in the Second Schedule to this Act and the limited company has from time to time improved and enlarged its

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A.D. 1901. works and is now supplying gas within the parish of Harpenden and the district adjacent thereto :

And whereas the demand for gas in the district supplied by the limited company has increased and is increasing and it is expedient that the works of the limited company should be improved and its mains extended and that additional capital should be provided for such improvement and extension :

And whereas it is expedient that the limited company should be dissolved and re-incorporated with further powers :

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

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

Short title. 1. This Act may be cited as the Harpenden District Gas Act 1901.

Incorporation of Acts. 2. The Companies Clauses Consolidation Acts 1845 to 1889 (except the provisions with respect to the conversion of borrowed money into capital and except Part IV. of the Companies Clauses Act 1863) the Gasworks Clauses Act 1847 (except sections 30 to 34) and the Gasworks Clauses Act 1871 are subject to the provisions of this Act incorporated with and form part of this Act Provided that section 35 of the Gasworks Clauses Act 1847 shall be read and construed as if the words from "in case the whole" down to "have been paid" were omitted therefrom and as if the expression "the prescribed rate" included the standard rates of dividend authorised by this Act or such rates as reduced or increased in accordance with the provisions of this Act together with any sum which under the provisions of this Act may be carried to the insurance fund.

Interpretation. 3. In this Act 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 :

The expression "the Company" shall mean the Company incorporated by this Act ;

The expression "the works" "the gasworks" and "the undertaking" shall respectively mean the gasworks and works

connected therewith by this Act vested in or authorised to be made or maintained by the Company and any improvement and enlargement or extension thereof which the Company may construct under the powers of this Act and the lands buildings estate right title property privileges and effects and the undertaking of the Company and every part thereof respectively.

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4.—(1) The limits of this Act shall be an area comprising the whole of the parish of Harpenden Urban in the county of Hertford and parts of the parishes of Harpenden Rural and Wheathampstead in the said county such area being more particularly described in the First Schedule to this Act and being shown in pink colour on a map signed in triplicate by the Right Honourable the Earl of Morley the Chairman of Committees of the House of Lords.

Limits of Act.

(2) Such maps shall be deposited in the Parliament Office of the House of Lords in the Private Bill Office of the House of Commons and in the principal office of the Company.

(3) If there be any discrepancy between the descriptions of the limits of this Act contained in the said First Schedule and the maps signed as aforesaid the latter shall prevail.

(4) Copies of the map deposited in the principal office of the Company in pursuance of this section and certified by the engineer of the Company to be true copies shall be received in all courts of justice and elsewhere as *primâ facie* evidence of the limits of this Act.

5. From and after the passing of this Act the limited company shall be dissolved and the several persons who immediately before the passing of this Act were members of that company and all other persons who have subscribed to or who shall hereafter become proprietors in the undertaking of the Company and their executors administrators successors and assigns respectively shall be and they are hereby united into a company for the purposes hereinafter mentioned and shall be incorporated by the name of "The Harpenden District Gas Company" and by that name shall be a body corporate with perpetual succession and a common seal and with power to purchase take hold and dispose of lands and other property for the purposes of this Act.

Incorporation of Company.

6. The Company shall be established for the purposes of maintaining altering improving enlarging extending and renewing the existing gasworks of the limited company upon the lands hereinafter described and on those lands or any part or parts thereof

General purposes of Company.

A.D. 1901. of erecting laying down making maintaining altering improving enlarging extending and renewing or discontinuing with all necessary roads approaches sidings and conveniences gasworks retorts gas holders receivers purifiers drains sewers mains pipes meters lamps lamp-posts burners stopcocks machinery and other works and apparatus and conveniences and doing all such acts as the Company may think proper for making and storing gas and for supplying gas of any kind or description and for any purposes within the limits of this Act and of supplying gas accordingly and of manufacturing selling providing supplying and dealing in coke tar pitch asphaltum lime ammoniacal liquor sulphate of ammonia and all other products or residuum of any materials employed in or resulting from the manufacture of gas and of carrying on the businesses usually carried on by gas companies or which are or may be incident thereto or carried on therewith.

Present property of limited company vested in Company incorporated by this Act.

7. Subject to the provisions of this Act all the undertaking lands works buildings machinery plant apparatus stock mains pipes meters holders property effects interests rights easements powers privileges leases licences chattels choses in action contracts moneys securities and credits of what kind or nature which immediately before the passing of this Act were vested in or belonged to or were held or enjoyed by the limited company or held in trust for or provided by that company 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 its behalf and may according 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 it thinks fit.

Memo-randum and articles of association of limited company to be void without prejudice to antecedent breaches thereof.

8. Subject to the provisions of this Act the memorandum and articles of association of the limited company shall as to any prospective operation thereof be wholly void and the Company and the 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 memorandum or articles of association 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.

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9. 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 limited company or the members thereof as such shall be as valid as if the Company had not been re-incorporated and the said memorandum and articles of association had not been avoided by this Act and such re-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 re-incorporated and the said memorandum and articles of association were not avoided by this Act 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 and its shareholders and property 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.

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Nothing to affect previous rights and liabilities.

10. Except as is by this Act otherwise specially provided all purchases sales conveyances grants assurances deeds contracts bonds 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 the limited company has 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 Act to be binding.

11. Nothing in this Act contained shall release discharge or suspend any action or other proceeding 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 was party immediately before the passing of this Act but such action 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 and advantageously as the same might have been maintained prosecuted or 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 the shareholders therein being in reference to the matters aforesaid in all respects substituted for the limited company and its members respectively.

Actions &c. not to abate.

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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 unto 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 was 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 its 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 was or but for this Act would be liable shall be paid with all interest (if any) due or accruing upon the same by or be recoverable from the Company.

Certificates &c. to remain in force.

16. Notwithstanding the avoidance of the said memorandum and articles of association 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.

Books &c. continued evidence.

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 and elsewhere notwithstanding such dissolution and avoidance. A.D. 1901.

18. All 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 thereunto annexed until they shall resign the same or be removed therefrom by the Company 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 whatsoever 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 each share shall until some other register of shareholders shall be provided by the Company continue to be kept for the same purpose by the Company and 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 thirty-two thousand pounds and shall consist of stock to the nominal amount of twelve thousand pounds created by this Act as hereinafter provided and of additional capital to the nominal amount of twenty thousand pounds which is in this Act called "the additional capital" and shall be raised in manner hereinafter mentioned and the Company may convert into stock the whole or any part of the additional capital when fully paid up. Capital.

21.—(1) There is hereby created capital stock of the Company to the nominal amount of twelve thousand pounds in this Act called "the original capital stock" to be deemed fully paid up and to be personal property. Vesting of stock in present shareholders.

(2) The original capital stock is hereby vested in the several persons who immediately before the passing of this Act were the registered holders of the eleven thousand shares of one pound each in the limited company which have been already fully paid up and of the one thousand shares of one pound each paid up at the time of the introduction of this Bill into Parliament to the extent of five shillings per share as aforesaid at and after the rate of one pound of original capital stock in respect of each share of one pound in the limited company of which the said persons were the registered holders as aforesaid and by way of substitution therefor Provided

A.D. 1901. always that if at the passing of this Act any one of the said one thousand shares is not fully paid up the amount of original capital stock by this Act vested in the registered holder of that share is by this Act reduced by the amount remaining unpaid upon that share and the total nominal amount of the original capital stock is by this Act reduced by a like amount.

(3) All persons in whom any original capital stock is so vested shall stand possessed thereof upon the like trusts and subject to the like powers provisions declarations agreements charges liens and incumbrances upon or to which the share in respect of which such stock is so vested were immediately before the passing of this Act so subject and every deed or other instrument and every will or testamentary disposition purporting to dispose of or deal with any share in the capital of the limited company shall take effect with reference to the original capital stock by this Act substituted therefor.

(4) The Company shall call in and cancel the certificates of shares in the limited company and shall issue in lieu thereof to every shareholder in the limited company new certificates stating the amount of original capital stock by this Act vested in him.

(5) Every new certificate issued in pursuance of this section shall be issued free of charge.

(6) No shareholder shall be entitled to a new certificate until he shall have delivered up to the Company to be cancelled the share certificate for which such stock is substituted or shall have proved to the reasonable satisfaction of the Company the loss thereof.

(7) Subject to the provisions of this section the provisions of the Companies Clauses Consolidation Act 1845 with respect to the consolidation of the shares into stock shall extend and apply to the original capital stock as if that stock were created by the conversion or consolidation of shares into stock.

Multiples of stock.

22. Any transfer of ordinary stock may be in multiples of one pound so long as thereby the holding of any stockholder of the Company is not reduced below ten pounds nominal value of stock Notice of this section shall be endorsed on all stock certificates.

Power to Company to raise additional capital.

23. The Company may raise additional capital not exceeding in the whole twenty thousand pounds by the creation and issue at its option of new ordinary shares or stock or new preference shares or stock or wholly or partially by one or more of those modes respectively but the Company shall not issue any share created under the authority of this Act of less nominal value than ten

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pounds nor shall any such share or stock vest in the person or Corporation accepting the same unless and until the full price of such share or stock including any premium obtained upon the sale thereof shall have been paid in respect thereof. Provided that it shall not be lawful for the Company to create and issue under the powers of this Act any greater nominal amount of capital than shall be sufficient to produce including any premium which may be obtained on the sale thereof the sum of twenty thousand pounds. Provided further that of the said sum of twenty thousand pounds no more than ten thousand pounds in the whole shall be raised by the creation and issue of preference shares or stock.

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24. Except as by this Act provided the profits of the Company to be divided amongst its stockholders and shareholders in any year shall not exceed the following rates (which are in this Act referred to as "the standard rates of dividend") (that is to say) On the original capital stock the standard rate of eight pounds in respect of every one hundred pounds of such stock and on the additional capital to be raised under the powers of this Act the standard rate of six pounds in respect of every one hundred pounds actually paid up of such capital as shall be issued whether as ordinary or preference capital.

Profits of
Company
limited.

25. In case in any year the funds of the Company applicable to dividend shall be insufficient to pay the full amount of dividend at the prescribed maximum rate on each class of ordinary stock or shares in the capital of the Company a proportionate reduction shall be made in the dividend of each class.

Dividends on
different
classes of
shares or
stock to be
paid propor-
tionately.

26. Notwithstanding anything in this Act contained the Company shall when any shares or stock in the additional capital 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 no single lot shall comprise more than one hundred pounds nominal value of shares or stock and that the reserved price put upon any such shares or stock 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

New shares
or stock to
be offered by
auction or
tender.

A.D. 1901. — as the 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 no priority of tender shall be allowed to any holder of shares or stock in the Company except that if any bidding or offer by tender of any holder or holders of shares or stock be the same in amount as any bid or offer made by any other person the bidding or offer of such holder or holders of shares or stock shall be accepted in preference.

Purchase money of capital sold to be paid within three months.

27. It shall be one of the conditions of any sale of shares or stock under this Act that the full price thereof including any premium given by any purchaser at such sale shall be paid to the Company within three months after such sale.

Notice to be given as to sale of shares or stock.

28. The intention to sell any such shares or stock by auction or by tender shall be communicated in writing to the clerk of the district council of Harpenden Urban and to the clerk of the rural district council of Saint Albans 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 limits of this Act.

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

29. When any shares or stock created under the powers of this Act have been offered for sale by auction or 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 ordinary shares or ordinary stock of the Company in manner provided by the Companies Clauses Act 1863 Provided always that any shares or stock 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 or stock created under the powers of this Act and the reserve put upon such shares or stock may upon such second auction or tender if the directors of the Company think fit be less than the nominal amount thereof and any shares or stock not then sold shall be again offered to the holders of ordinary shares or ordinary stock at the last-mentioned reserved price and so from time to time until the whole of such shares or stock is sold.

Application of premium arising on issue of

30. Any sum of money which shall arise from the issue of any such shares or stock by way of premium after deducting therefrom the expenses of and incident to such issue shall not be considered

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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. Provided that in any case where a power to raise money by borrowing or to create an insurance fund is made proportionate to the paid-up capital the premium received from the sale of shares or stock by auction or tender as hereinbefore provided shall for such purpose be reckoned as part of the paid-up capital.

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shares or
stock.

31. If the clear profits of the undertaking of the Company in any year amount to a larger sum than is sufficient to pay the dividend on the preference capital if any and dividends on the ordinary capital at the authorised rates the excess beyond the sum necessary for that purpose may from time to time to the extent of one per centum per annum upon the paid-up capital of the Company be invested in Government or other securities and the dividends and interest arising from such securities shall also be invested in the same or the like securities in order that the same may accumulate at compound interest until the fund so formed amounts to a sum equal to one twentieth of the paid-up capital of the Company which sum shall form an insurance fund to meet any extraordinary claim demand or charge which may at any time arise against or fall upon the Company from accident strikes or other circumstances which in the opinion of a court of summary jurisdiction due care and management could not have prevented and if such fund be at any time reduced it may thereafter be again made up to the said sum and so from time to time as often as such reduction shall happen. Provided that when and so often as the said fund shall reach one twentieth part of the paid-up capital the interest thereon shall be carried to the credit of the fund available for dividend. Provided also that resort may from time to time be had to the insurance fund to meet any extraordinary claim demand or charge as aforesaid although such fund may not at the time have reached or may have been reduced below the full amount of one twentieth as aforesaid.

If profits
exceed
amount
limited
excess may
be invested
and form an
insurance
fund.

32. If the clear profits of the undertaking of the Company in any year amount to a larger sum than is sufficient to pay the dividend on the preference capital (if any) and dividends at the authorised rates on the ordinary capital of the Company the excess or such portion of it as is not carried to the insurance fund shall be carried to the credit of the divisible profits of such undertaking for the next following year.

Application
of excess of
profits over
authorised
rate of
dividend.

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Power to create a reserve fund out of dividends in excess of standard rates of dividend and application thereof.

33. When in any year the dividends of the Company on the ordinary capital of the Company shall exceed the standard rates by reason of the price charged by the Company for gas in such year being below the standard price then out of the amount of the divisible profits of the Company applicable to the payment of such excess of dividend the Company may in such year set apart such sum as it shall think fit and all sums (if any) so set apart by the Company and any reserve or other fund of the Company existing at the passing of this Act may be invested in Government or other securities and the dividends and interest arising from such securities may also be invested in the same or the like securities in order that the same may accumulate at compound interest and the fund so formed shall be called "the reserve fund" and shall be applicable to the payment of dividends in any year in which the clear profits of the Company shall be insufficient to enable the Company in such year to pay the authorised rates of dividend on the ordinary capital of the Company and save as in this Act provided no sum shall in any year be carried by the Company to any reserve fund.

Receipt of guardian &c. to be sufficient discharge.

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

Power to borrow in respect of original capital.

35. The Company may at any time and from time to time after the passing of this Act borrow on mortgage of the undertaking in respect of the original capital stock any sum not exceeding in the whole one fourth part of the nominal amount thereof.

Power to borrow in respect of additional capital.

36. In addition to the money which the Company is hereby authorised to borrow in respect of the original capital stock it may from time to time subject to the provisions of this Act borrow on mortgage of the undertaking any sum or sums not exceeding in the whole one fourth part of the amount of the additional capital by this Act authorised to be raised and at the time actually issued by shares or stock but no part thereof shall be borrowed until the whole of the shares or stock at the time issued together with the premium (if any) realised on the sale thereof shall have been fully paid up and the Company have proved to the justice who is to certify under the fortieth section of the Companies Clauses Consolidation Act 1845 before he so certifies that such shares and stock and premium (if any) have been issued and fully paid up and upon production to such justice of the books of the

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Company and of such other evidence as he shall think sufficient he shall grant a certificate that the proof aforesaid has been given which certificate shall be sufficient evidence thereof. A.D. 1901;
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37. The mortgagees of the undertaking 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 five hundred pounds in the whole. Appoint-
ment of a
receiver.

38. 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 and of all mortgages at any time after the passing of this Act created and issued or granted by the Company under this or any subsequent Act shall subject to the provisions of any subsequent Act rank *pari passu* (without respect to the dates of the securities or of the Acts of Parliament or resolutions by which the same were authorised) and shall have priority over all principal moneys secured by such mortgages. Notice of the effect of this enactment shall be stated in all mortgages and certificates of debenture stock. Debenture
stock.

39. All money 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 the Company after the passing of this Act. Provided always that this priority shall not affect any claim against the Company or its property in respect of any rent or sum reserved by or payable under any lease granted or made to the Company which is entitled to rank in priority to or *pari passu* with the interest or dividends on its mortgages or debenture stock nor shall anything in this section contained affect any claim for land taken used or occupied by the Company for the purposes of its undertaking or works injuriously affected by the construction thereof or by the exercise of any powers conferred on the Company. Priority of
mortgages
over other
debts.

40. All moneys raised under this Act whether by shares stock debenture stock or borrowing shall be applied only to the purposes of this Act to which capital is properly applicable. Application
of moneys.

41. The first ordinary meeting of the Company shall be held within six months next after the passing of this Act and the future Ordinary
meetings.

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A.D. 1901. ordinary meetings of the Company shall be held in the month of August or September in every year or at such other time or times as shall be appointed for that purpose by an order of a general meeting of the Company.

Quorum of meetings of Company.

42. The quorum of all general meetings whether ordinary or extraordinary shall be ten stockholders or shareholders present in person or by proxy holding not less in the aggregate than one thousand pounds in the capital of the Company.

Notice of candidature for office of director.

43. From and after the passing of this Act except in the case of the first ordinary meeting and except in the case of a director retiring by rotation and offering himself or being proposed for re-election no stockholder or shareholder shall be capable of being elected a director of the Company in place either of a director retiring by rotation or of a director dying refusing to act or ceasing to be qualified or being disqualified to act unless notice in writing that such shareholder or stockholder intends to offer himself or will be proposed for the office of director shall have been given to the secretary of the Company or left at the office of the Company three days at least before the day of election.

Number of directors.

44. The number of directors shall be five but the Company may vary the number provided that the number be not at any time more than five or less than three.

Qualification of directors.

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

Quorum of directors.

46. The quorum of a meeting of directors shall be three when the number of directors amounts to or exceeds three.

First directors.

47.—(1) The directors of the limited company namely Fredric Eyles and Henry Salisbury and one other shareholder or (in the event of either the said Fredric Eyles or the said Henry Salisbury dying resigning or becoming disqualified or incompetent to act before the first ordinary meeting held after the passing of this Act) two other shareholders to be nominated by the said Fredric Eyles and Henry Salisbury or as the case may be by the survivor of them and consenting to the nomination shall be the first directors of the Company and such first directors shall unless they die resign or be disqualified or incompetent to act continue in office until the first ordinary meeting held after the passing of this Act.

(2) In the event of there being no director of the Company competent to act in the management and superintendence of the affairs of the Company the first ordinary meeting of the Company shall be forthwith convened by the secretary of the Company by

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circular addressed to the shareholders at their registered addresses not less than ten days prior to the day of such meeting and the day hour and place of the said meeting shall be appointed by the said secretary.

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(3) The shareholders present in person at the said meeting shall appoint one of their number as chairman of the meeting who shall have a second or casting vote.

48. At the first ordinary meeting held after the passing of this Act the shareholders present in person or by proxy may either continue in office the directors appointed by this Act or appointed by the said Fredric Eyles and Henry Salisbury or the survivor of them in their stead or any of them or may elect a new body of directors or directors to supply the place of those not continued in office the directors appointed by this Act or by the said Fredric Eyles and Henry Salisbury or the survivor of them as aforesaid being if they continue qualified eligible for re-election and at the 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 provision hereinbefore contained for varying the number of directors) 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 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 the manner provided by the same Act.

Election of directors.

49. No person shall be disqualified from becoming or continuing a director of the Company by reason of his or any partner of his being or becoming interested in any contract with the Company either in his own behalf or as a member of any other company corporation local authority or partnership but no such person shall as a director vote in respect of any question as to any such contract.

Directors not to be disqualified &c.

50. The directors may in any year without calling a meeting of shareholders for the purpose declare an interim half-yearly dividend out of the then ascertained profits of the Company Provided that the amount of any interim half-yearly dividend so declared before the holding of the first ordinary meeting shall not be at a greater rate than of five pounds per centum per annum and after the holding of that meeting than of the dividend declared and paid during the period elapsed since the passing of this Act or during the next preceding year.

Interim dividend.

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Closing of
transfer
books pre-
vious to
declaring
interim
dividend.

51. The directors may close the register of transfers for a period not exceeding fourteen days previous to the declaration of any interim dividend and they may fix a day for closing the same of which seven days' notice shall be given by advertisement in some newspaper published or circulating in the district within which the Company's principal office is situate and any transfer made during the time when the transfer books are so closed shall as between the Company and the person claiming under the same but not otherwise be considered as made subsequently to the declaration of any such dividend.

Books to be
balanced to
30th June.

52. The books of the Company shall be balanced as of the thirtieth day of June in each year and an annual statement of accounts made up to that date shall be forwarded to the local authority of every district within the limits of this Act on or before the twenty-ninth day of September (instead of the twenty-fifth day of March as provided by the Gasworks Clauses Act 1871) in each year.

Restriction
as to
voting.

53. Except as otherwise expressly provided by the resolution creating the same no person shall be entitled to vote in respect of any share or stock to which a preferential dividend shall be assigned.

As to quali-
fication of
auditor.

54. The Company may annually appoint one person or two persons or a firm of chartered accountants to be the auditor or auditors of the Company and any such auditor or auditors need not hold any share or stock of the Company.

Powers as to
construction
and main-
tenance of
gasworks.

55. Subject to the provisions of this Act the Company may maintain alter improve enlarge extend and renew or discontinue the existing gasworks of the limited company upon the lands on which the same are erected and which are described in the Second Schedule to this Act or any part or parts thereof and may also upon the same lands or any part or parts thereof erect lay down provide and maintain alter improve enlarge extend and renew or discontinue additional and other gasworks retorts gas holders reservoirs purifiers drains sewers mains pipes meters lamps lamp-posts burners stopcocks machinery and other works roads and apparatus and conveniences and may do all such acts as the Company may think proper for making and storing gas and for supplying gas within the limits of this Act.

For pro-
tection of
Hertford-
shire County
Council.

56. Notwithstanding anything contained in this Act the following provisions for the protection of the county council of the administrative county of Hertford (in this section referred to as

[1 EDW. 7.] *Harpenden District Gas Act, 1901.* [Ch. ccxlvii.]

“ the county council ”) shall unless otherwise agreed between the Company and the county council have effect :— A.D. 1901.

(1) The Company shall not permit any trench made by it in any main road street bridge or other highway for the time being maintainable by the county council to be open for more than fifty yards in length at any place where only one cart can pass at the side of such trench or for more than one hundred yards in length at any place where only two carts can so pass at the same time :

(2) Where any pipe conduit or other work of the Company is required to be laid or constructed beneath the surface of any such road street bridge or highway as aforesaid the same shall if possible be laid or constructed at such a depth that not less than two feet shall intervene between the surface of such road street bridge or highway and the upper surface of such pipe conduit or work Any difference as to the possibility of so laying or constructing any such pipe conduit or work shall be determined by arbitration as hereinafter in this section provided :

(3) If the county council shall for the purpose of altering any such road street or highway as aforesaid or altering or rebuilding any such bridge as aforesaid at any time require the position or level of any pipe conduit or other work of the Company laid in under or through any such road street bridge or highway as aforesaid to be altered the Company shall at its own expense on receiving notice in writing under the hand of the clerk of the county council so to do alter the same as reasonably required by such notice and under the superintendence of the officer of the county council and any additional expense in relation to the alteration or rebuilding of any such bridge as aforesaid or the approaches thereto to which the county council may be put by reason of the necessity for providing for any pipe conduit or other work of the Company shall be paid by the Company to the county council :

The Company shall also pay to the county council all reasonable expenses actually incurred by them in relation to the superintendence by this section authorised Any difference as to the reasonableness of any requirement contained in any such notice or as to the amount of any sum to be so paid by the Company to the county council shall be determined by arbitration as hereafter in this section provided :

(4) The county council shall not be liable to the Company for any damage which may be done to any of the pipes conduits or

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other works of the Company laid or constructed after the passing of this Act by the use upon any such road street bridge or highway as aforesaid of any steam roller or other engine not exceeding fifteen tons in weight :

- (5) Any difference by this section required to be determined by arbitration shall be determined by an engineer to be appointed (in default of agreement between the parties) by the President of the Institution of Civil Engineers on the application of either party.

For protection of Harpenden Urban District Council.

57. Notwithstanding anything contained in this Act the following provisions for the protection of the Harpenden Urban District Council (in this section referred to as "the district council") shall unless otherwise agreed between the Company and the district council have effect:—

- (1) The Company shall not permit any trench made by it in any road street bridge or other highway for the time being maintainable by the district council to be open for more than fifty yards in length at any place where only one cart can pass at the side of such trench or for more than one hundred yards in length at any place where only two carts can so pass at the same time :
- (2) Where any pipe conduit or other work of the Company is required to be laid or constructed beneath the surface of any such road street bridge or highway as aforesaid the same shall if possible be laid or constructed at such a depth that not less than two feet shall intervene between the surface of such road street bridge or highway and the upper surface of such pipe conduit or work Any difference as to the possibility of so laying or constructing any such pipe conduit or work shall be determined by arbitration as hereinafter in this section provided :
- (3) If the district council shall for the purpose of altering any such road street or highway as aforesaid or altering or rebuilding any such bridge as aforesaid at any time require the position or level of any pipe conduit or other work of the Company laid in under or through any such road street bridge or highway as aforesaid to be altered the Company shall at its own expense on receiving notice in writing under the hand of the clerk of the district council so to do alter the same as reasonably required by such notice and under the superintendence of the officer of the district council and any additional expense in relation to the alteration or rebuilding of any such bridge as aforesaid or the approaches thereto to which the

district council may be put by reason of the necessity of providing for any pipe conduit or other work of the Company shall be paid by the Company to the district council : A.D. 1901.

The Company shall also pay to the district council all reasonable expenses actually incurred by them in relation to the superintendence by this section authorised Any difference as to the reasonableness of any requirement contained in any such notice or as to the amount of any sum to be so paid by the Company to the district council shall be determined by arbitration as hereafter in this section provided :

- (4) The district council shall not be liable to the Company for any damage which may be done to any of the pipes conduits or other works of the Company laid or constructed after the passing of this Act by the use upon any such road street bridge or highway as aforesaid of any steam roller or other engine not exceeding fifteen tons in weight :
- (5) Any difference by this section required to be determined by arbitration shall be determined by an engineer to be appointed (in default of agreement between the parties) by the President of the Institution of Civil Engineers on the application of either party.

58. For the protection of the Great Northern Railway Company (hereinafter called "the Great Northern Company") the following provisions shall (unless otherwise agreed between the Company and the Great Northern Company) apply and have effect (that is to say) :—

For protection of Great Northern Railway Company.

- (1) The Company shall not lay down nor execute the repairs or renewals of any mains pipes or other works in the exercise of the powers contained in this Act in such a manner as to interfere with any bridge now or hereafter belonging to or repairable by the Great Northern Company or the structure or footings thereof nor in any road over any bridge now or hereafter belonging to or repairable by the Great Northern Company nor in any place street road or level crossing so belonging or repairable as aforesaid except under the superintendence and to the reasonable satisfaction of the principal engineer of the Great Northern Company and according to such plans and with such materials and in such manner and at such times as shall first be reasonably approved by him in writing and the Company shall comply with all directions which the said engineer may give for the purpose of preventing injury to the railways works or property of the Great Northern Company or interruption to the traffic on such railways :

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(2) All such works shall be done at the expense of and (except as in this section otherwise provided) by the Company who shall also restore and make good to the reasonable satisfaction of the said engineer any such place street road or level crossing as aforesaid so far as the same may be disturbed or interfered with by or owing to any operations of the Company Provided always that as regards any works under any such level crossing as aforesaid the Great Northern Company may themselves execute at the costs charges and expenses of the Company such works other than the providing laying and connecting of the mains and pipes of the Company :

(3) The Company shall be responsible for and make good to the Great Northern Company all losses damages and expenses which may be occasioned to the Great Northern Company by or by reason of the execution or failure of any works executed by the Company in pursuance of this section or by or by reason of any act default or omission of the Company or their contractors for the said works or any part thereof or of any person in the employment of the Company or of such contractors and the Company shall effectually indemnify the Great Northern Company from all claims and demands upon or against them by reason of such execution or failure or of any such act default or omission :

(4) Any dispute or difference which may arise between the Great Northern Company and the Company as to this section or anything to be done or not to be done thereunder shall be determined by an engineer to be agreed on between the Company and the Great Northern Company or failing agreement by an engineer to be appointed on the application of either party by the President for the time being of the Institution of Civil Engineers.

Power to purchase lands by agreement.

Gas not be manufactured except on lands scheduled.

Restriction on taking houses of

59. The Company may for the purposes of the undertaking purchase take on lease and hold (by agreement but not otherwise) in addition to the lands described in the Second Schedule to this Act any lands and hereditaments not exceeding in the whole five acres which the Company may require for the purposes of its works and undertaking but the Company shall not create or permit a nuisance on any such lands and no lands shall be used by the Company for the purpose of making or constructing gasworks or works for the manufacture or conversion of the residual products of gas except the lands described in the Second Schedule to this Act.

60.—(1) The Company shall not under the powers of this Act purchase or acquire ten or more houses which on the fifteenth

[1 EDW. 7.] *Harpenden District Gas Act, 1901.* [Ch. ccxlvii.]

day of December last were occupied either wholly or partially by persons belonging to the labouring class as tenants or lodgers or except with the consent of the Local Government Board ten or more houses which were not so occupied on the said fifteenth day of December but have been or shall be subsequently so occupied.

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labouring
class.

(2) If the Company acquire or appropriate any house or houses for the purposes of this Act in contravention of the foregoing provision it shall be liable to a penalty of five hundred pounds in respect of every such house which penalty shall be recoverable by the Local Government Board by action in the High Court and shall be carried to and form part of the Consolidated Fund of the United Kingdom Provided that the Court may if it think fit reduce such penalty.

(3) For the purposes of this section the expression "house" means any house or part of a house occupied as a separate dwelling and the expression "labouring class" means mechanics artizans labourers and others working for wages hawkers costermongers persons not working for wages but working at some trade or handicraft without employing others except members of their own family and persons other than domestic servants whose income does not exceed an average of thirty shillings a week and the families of any such persons who may be residing with them.

61. The Company may sell exchange dispose of or let on lease for such periods as it may think fit any lands for the time being belonging to the Company together with the buildings (if any) erected thereon which may not for the time being be required for the purposes of its undertaking and may retain and hold sell and dispose of any interest in or reversion to any lands so let and any such sale disposal or lease may be for such consideration and subject to such reservations stipulations restrictions and provisions and generally upon such terms and conditions as the Company thinks fit and notwithstanding anything in the Gasworks Clauses Act 1871 contained the provisions of sections 128 to 132 of the Lands Clauses Consolidation Act 1845 shall not apply to any sale or disposal of such interest or reversion or to any sale under the powers of section 6 of the said Act of 1871 of any lands which may have been or may be acquired by the Company by agreement.

Power to
sell or lease
lands.

62.—(1) The Company may purchase provide or hire and may supply sell let for hire or otherwise deal in fix repair and remove (but shall not manufacture) engines stoves ranges pipes and other fittings for lighting for motive power for the warming and ventilating of houses and buildings for the cooking of food

Power to
supply gas
apparatus
&c. for
heating
motive and
other pur-
poses.

A.D. 1901. and for all other purposes for which gas can or may be used and may provide all materials and do all work necessary or proper in that behalf and with respect thereto may demand and take such remuneration or rents and charges and make such terms and conditions as may be agreed upon between the Company and the persons to or for whom the fittings are sold let fixed up repaired or removed.

(2) Any fittings let for hire under the provisions of this section shall not be subject to distress or to the landlord's remedy for rent or be liable to be taken in execution under any process of any court or any proceedings in bankruptcy against the persons in whose possession the same may be. Provided that such fittings have upon them respectively a distinguishing metal plate affixed to a conspicuous part thereof or a distinguishing brand or other mark conspicuously impressed or made thereon sufficiently indicating the Company as the actual owner thereof.

Company may acquire patent rights.

63. The Company may acquire hold and use patent rights or licences not being exclusive for the use of inventions in relation to the manufacture of gas or in relation to the distribution or supply of gas and also in relation to the manufacture conversion or utilisation of residual products and materials arising in or resulting from the manufacture of gas.

Power to lay pipes in streets not dedicated to public use.

64. The Company may upon the application of the owner or occupier or with the consent of both owner and occupier of any premises within the limits of this Act abutting on or being erected in any street laid out but not dedicated to public use supply such premises with gas and may lay down take up alter relay or renew in across or along such street such pipes and apparatus as may be requisite or proper for furnishing such supply.

Dividend dependent on price charged.

65. The standard price to be charged by the Company for gas supplied by it shall be four shillings and ninepence per one thousand cubic feet. Provided that the Company may increase or reduce the price charged by it for gas above or below the standard price subject to a reduction or increase in the dividend payable by the Company on the ordinary share capital or stock as follows:—

In respect of any year during any part of which the price charged by the Company shall have been one penny or part of a penny above the standard price the dividend payable by the Company shall in respect of each penny or part of a penny by which the standard price shall have been increased be reduced

below the standard rates of dividend by five shillings on every one hundred pounds of ordinary paid-up capital with an eight per centum standard rate of dividend and by three shillings and sixpence on every one hundred pounds of such capital with a six per centum standard rate of dividend and so in proportion for any fraction of one hundred pounds: A.D. 1901.

And in respect of any year during the whole of which the price charged by the Company shall have been one penny or more below the standard price the dividend payable by the Company may in respect of each penny by which the standard price shall have been reduced be increased above the standard rate by five shillings on every hundred pounds of ordinary paid-up capital with an eight per centum standard rate of dividend and by three shillings and sixpence on every one hundred pounds of such capital with a six per centum standard rate of dividend and so in proportion for any fraction of one hundred pounds.

66. The Company may enter into and fulfil contracts or agreements with any local authority company corporation or public body beyond the Company's limits of supply (but only with the consent in writing of the local authority of and of any company or person authorised by Parliament to supply gas within the district within which the supply is to be given) for the supply to them respectively of gas in bulk upon such terms and conditions and for such periods not exceeding in any case ten years from the making of the contract as shall be agreed upon and may by agreement vary suspend or rescind any such contract or agreement Provided that the Company shall not supply gas under any such contract or agreement as aforesaid beyond the Company's limits of supply if and so long as such supply would interfere with the supply of gas within those limits.

Company may contract with local authority for supply in bulk.

67. Every consumer of gas supplied by the Company who uses a gas engine shall if required to do so by the Company use an anti-fluctuator and shall at all times at his own expense keep such anti-fluctuator in proper order and in default of his so using or keeping such anti-fluctuator in proper repair the Company may cease to supply gas to such consumer The Company shall have access to and be at liberty to take off remove test inspect and replace any such anti-fluctuator at all reasonable times such taking off removal testing inspecting and replacing to be done at the expense of the Company if the anti-fluctuator be found in proper order but otherwise at the expense of the consumer.

Anti-fluctuators for gas engines.

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Power to
Company to
lay pipes
&c. with
consent of
local autho-
rity for
purposes
ancillary to
its business.

68. It shall be lawful for the Company for the purpose of the undertaking to lay down place repair alter remove and renew subways mains pipes culverts wires and other apparatus with the consent of the local authority in or under any street or place dedicated to public use within the limits of the Company for the purpose of procuring conducting or disposing of any coal coke oil or other material or for any other purpose ancillary to its business and for such purposes to enter into and carry into effect agreements with any local authority.

Testing
place.

69. Within six months from the passing of this Act if the same shall have not already been done a testing place shall be provided at the works of the Company.

Pressure of
gas.

70. 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 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 the 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.

No penalty
in case of
unavoidable
cause.

71. No penalty shall be incurred by the Company for neglect or refusal to give a supply of gas in accordance with the provisions of this Act or for insufficiency of pressure defect of illuminating power or excess of impurity in the gas supplied by the Company in any case in respect of which the court having cognizance of the case are of opinion that such neglect refusal insufficiency defect or excess was caused by circumstances beyond the control of the Company Provided that the want of sufficient funds shall not be held to be a circumstance beyond the control of the Company.

Quality of gas.

72. The prescribed number of candles shall be fourteen.

Burners.

73. The prescribed burner shall be Sugg's London argand burner number one with a six-inch by one-and-three-quarter-inch glass chimney but if at any time and so long as the gas flame rises above the top of that glass chimney a six-inch by two-inch chimney

[1 EDW. 7.] *Harpenden District Gas Act, 1901.* [Ch. ccxlvii.]

shall be used or such other burner as shall for the time being be approved by the Board of Trade. A.D. 1901.

74. If any person is required by the Company to give security for the payment of the price or rent of a meter the Company shall pay interest after the rate of four per centum per annum on every sum of ten shillings deposited by way of such security for every six months during which the same remains in the hands of the Company. Company to pay interest on money deposited as security for gas meters.

75. If a person requiring a supply of gas from the Company has previously quitted premises at which gas was supplied to him by the Company without his paying all gas or meter rent due from him in respect of the said premises the Company may refuse to furnish to him a supply of gas until he pays the same. Power to refuse to supply persons in debt for other property.

76. Twenty-four hours' notice in writing shall be given to the Company by every gas consumer before he shall quit any premises supplied with gas by meter by the Company and in default of such notice the consumer so quitting shall be liable to pay to the Company the money accruing due in respect of such supply up to the next usual period for ascertaining the register of the meter on such premises or the date from which any subsequent occupier of such premises shall require the Company to supply gas to such premises whichever shall first occur. Provided that notice of the effect of this enactment shall be endorsed on every demand note for gas rent. Gas consumers to give notice to Company before removing.

77. A notice to the Company from a consumer for the discontinuance of a supply of gas shall not be of any effect unless it be in writing signed by or on behalf of the consumer and be left at or sent by post to the office for the time being of the Company. Notice to discontinue supply of gas.

78. In the event of any meter used by a consumer of gas being tested in manner provided by the Sale of Gas Act 1859 and being proved to register erroneously within the meaning of the said Act such erroneous registration shall be deemed to have first arisen during the then last preceding quarter of the year unless it be proved to have first arisen during the then current quarter. The amount of the allowance to be made to or of the surcharge to be made upon the consumer by the Company shall be paid by or to the Company to or by the consumer as the case may be and shall be recoverable in like manner as gas rents are recoverable by the Company. Period of error in defective meters.

79. Every person who wilfully fraudulently or by culpable negligence injures or suffers to be injured any pipe meter or fittings Injuring meters &c.

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belonging to the Company or who fraudulently alters the index to any meter or prevents any meter from duly registering the quantity of gas supplied shall (without prejudice to any other right or remedy for the protection of the Company) for every such offence forfeit and pay to the Company a sum not exceeding five pounds and the Company may in addition thereto recover the amount of any damage sustained and in any case in which any person has wilfully fraudulently or by culpable negligence injured or suffered to be injured any pipe meter instrument or fittings belonging to the Company or has fraudulently altered the index to any meter or other instrument for measuring gas or prevented the same from duly registering the quantity of gas supplied or has fraudulently abstracted consumed or used gas of the Company the Company may also enter upon the premises occupied by the offender and repair such injury and do all such works matters and things as may be necessary for insuring the proper registering by such meter of the quantity of gas supplied by means thereof and the expense of such repair and of all works matters and things shall be repaid to the Company by the person so offending and may be recovered by the Company as gas rates are recoverable The existence of artificial means for causing such injury alteration or prevention or for abstracting consuming or using gas of the Company when such pipe meter or fittings is or are under the custody or control of the consumer shall be primâ facie evidence that such injury alteration prevention abstraction consumption or user as the case may be has been fraudulently knowingly and wilfully caused by the consumer using such meter.

Dwelling-houses for persons in Company's employ.

80. The Company may erect and maintain dwelling-houses for persons in its employ upon the lands for the time being belonging to or leased by the Company.

Power to apply for Provisional Order to supply electricity &c.

81. The Company if it thinks fit may under the provisions of the Electric Lighting Acts 1882 and 1888 or any other Act for the time being in force with respect to the supply of electricity make application for a Provisional Order or licence to produce and supply electrical energy for public and private purposes and may apply its funds for the purpose of such application.

As to purchase of Company's undertaking by Harpenden Urban District Council.

82.—(1) If in the year one thousand nine hundred and seventeen the Harpenden Urban District Council (hereinafter called "the council") shall introduce a Bill into Parliament and bonâ fide promote the same to empower them to purchase the undertaking of the Company the Company shall not oppose such Bill except so far as may be necessary in order to secure the insertion therein of

[1 EDW. 7.] *Harpenden District Gas Act*, 1901. [Ch. ccxlvii.]

clauses to protect its interest with respect to such purchase and for that purpose the Company shall be at liberty to petition either or both Houses of Parliament and to appear on such petition by counsel agents and witnesses if it thinks fit and if the council obtain an Act authorising such purchase and give a written notice of their intention to purchase within six months after the passing of such Act the Company shall sell and transfer and the council shall purchase and acquire the undertaking of the Company.

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(2) Such sale and purchase shall be for such price or consideration being a sum in gross and on such terms and conditions as may be agreed upon between the Company and the council or as failing such agreement shall be determined as provided by subsection 3 of this section by arbitration in accordance with the provisions of the Lands Clauses Acts with reference to the purchase and taking of lands otherwise than by agreement and in the construction of the said provisions "the promoters of the undertaking" shall mean the council and the expression "lands" shall mean the undertaking of the Company.

(3) In the event of the said price or consideration being determined by arbitration as provided by subsection 2 of this section the same shall be arrived at as follows (a) The said price or consideration shall be a sum equivalent to twenty-five times the average of the yearly net profits of the Company as shown by its audited balance sheets for the three financial years next preceding the date of the council's written notice of their intention to purchase the interest on any moneys borrowed by the Company before the date of transfer and outstanding being for the purposes of this subsection not deemed part of the working or other expenses of the Company (b) In addition to the said sum the council shall pay such sums as shall be agreed or settled by arbitration to represent—

(A) An allowance for or compensation in respect of the capacity of the works and plant being in excess of the existing requirements of the Company but reasonable for meeting future requirements ;

(B) The costs and expenses of and incidental to the arbitration if any the transfer of the undertaking of the Company (including the costs and expenses of the Company's opposing the said Bill if it shall be necessary for it to oppose it as aforesaid) and the winding up of the affairs of such Company :

And the said sum shall (if circumstances so require) be decreased by—

(c) Such sum as shall be agreed or settled by arbitration to represent the depreciation due to the gasworks not being at the date of transfer in reasonable working order.

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(4) The purchase shall be completed and the transfer shall be carried into effect on such day as may be agreed upon between the Company and the council or failing agreement on the thirtieth day of June or thirty-first day of December whichever may first occur after the expiration of three months from the date when the said purchase money or consideration may be agreed upon or from the date of the award in the event of its being determined by arbitration which day of completion is in this Act referred to as "the date of transfer."

(5) The council shall purchase the stock-in-trade residuals and stores of the Company as they stand on the date of transfer and shall pay for the same such sum as shall be agreed or ascertained by a valuation to be made at the expense of the council by two valuers or their umpire.

(6) In the construction of this section the expression "the undertaking of the Company" shall include the gasworks engines mains pipes plant and machinery lands and buildings of the Company and all the rights powers and privileges vested in and belonging to or had and enjoyed by the Company at the date of transfer save and except—

(A) All cash in hand and all sums standing to the Company's credit at any bank or otherwise (other than consumers' deposits in the Company's hands or in those of its bankers or agents) on the date of transfer and all sums standing to the credit of its insurance and reserve funds if any and all stock-in-trade residuals and stores; and

(B) All rents and profits of and all book and other debts due to the Company and all rates accrued due on the date of transfer and the books and papers relating exclusively to the shareholders in and the constitution of the Company.

(7) The council shall also pay to any officers and servants in the regular employment of the Company who shall not be retained by the council in the same or similar office or employment and at the salary and on the terms and conditions in at and on which they respectively were employed by the Company at the date of transfer by way of compensation in respect of loss of office or diminution of salary or income by reason of such transfer a sum equal to the aggregate salary and emolument which such officers or servants shall have received or been entitled to for the three years next preceding such transfer. Provided that no officer or servant who shall have been in the employment of the Company for six years preceding the date of transfer shall lose his right to compensation as aforesaid by reason of his declining to continue in the service of the council.

83. The Company shall receive all rates and other debts due to it and shall be entitled to all receipts from its undertaking up to the date of transfer. Provided that nothing in this Act contained shall entitle the Company to retain for its own benefit so much of any rates or other payments paid or payable in advance as shall be attributable to any period after the date of transfer but such rates or other payments shall be apportioned and so much thereof as is attributable to any period after the date of transfer shall be paid over by the Company to the council.

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Company to pay outgoings and be entitled to receipts until transfer.

84. Until the date of transfer the undertaking of the Company shall be maintained and carried on by the Company as heretofore in the ordinary course of business but the Company shall not after having received notice of the council's intention to purchase as provided by subsection (1) of the section of this Act the marginal note of which is "As to purchase of Company's undertaking by Harpenden Urban District Council" without the previous consent of the council under the hand of their clerk make or enter into any contract agreement or obligation except such as shall be in the ordinary course of the maintenance of the works and the proper conduct of the undertaking.

Maintenance of undertaking by Company till transfer.

85. Except as in this Act otherwise provided all debts and liabilities (including money borrowed by the Company) due from or payable by the Company up to the date of transfer which shall then remain unpaid or unsatisfied shall as between the Company and the council be paid or satisfied by the Company and the Company shall indemnify the council against the same.

Liabilities to be borne by Company.

86. The Company shall deliver to the Registrar of Joint Stock Companies a printed copy of this Act and he shall retain and register the same and if such copy is not so delivered within three months from the passing of this Act the Company shall incur a penalty not exceeding two pounds for every day after the expiration of those three months during which the default continues and any director or manager of the Company who knowingly and wilfully authorises such default shall incur the like penalty. Every penalty under this section shall be recoverable summarily.

Copy of Act to be registered.

There shall be paid to the registrar by the Company on such copy being registered the like fee as is for the time being payable under the Companies Act 1862 on registration of any document other than a memorandum of association.

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

Costs of Act.

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The SCHEDULES referred to in the foregoing Act.

FIRST SCHEDULE.

LIMITS OF SUPPLY.

The parish of Harpenden Urban in the county of Hertford and so much of the parishes of Harpenden Rural and Wheathampstead in the said county as lies within an imaginary line starting at the point at which the boundaries of the parishes of Harpenden Urban Harpenden Rural and Wheathampstead meet in the road leading across Harpenden Common from Saint Albans to Harpenden and from the said point running along the boundary between the said parishes of Harpenden Urban and Harpenden Rural to the point in the said boundary (about two hundred yards southwards of the road leading from Hatching Green to Watling Street) at which the said boundary turns eastwards or north-eastwards towards Hatching Green thence from the point last aforesaid running westward parallel with but always two hundred yards south of the road last aforesaid until the said line strikes the boundary between the said parish of Harpenden Rural and the parish of Redbourne thence along the boundary last aforesaid in a north-westerly direction to the eastern bank of the River Ver where the said river is by a ford crossed by the said road thence along the said eastern bank of the said river to a point in the middle of the road leading from Watling Street to Kinsbourne Green where the road last aforesaid crosses by a ford the said river thence along the middle of the road last aforesaid south or south-westwards to the boundary in Watling Street between the parishes of Harpenden Rural and Redbourne thence along the said boundary in Watling Street north or north-west to a point in the said boundary two hundred yards north or north-west of the junction of Watling Street with the said road leading therefrom to Kinsbourne Green thence in a northerly direction parallel with but always two hundred yards west of the road last aforesaid as far as such road extends to Kinsbourne Green and thence westwardly at first and afterwards in a northerly direction to a point in the boundary between the said parish of Harpenden Rural and the parish of Luton (being also the boundary between the counties of Herts and Bedford) two hundred yards west or north-west of the Kennels of the Herts Fox Hounds thence eastwards along the boundary last aforesaid to the point at which the boundaries of the said parishes of Harpenden Rural Luton and Wheathampstead meet thence turning eastwards and following the boundary between the said parishes of Wheathampstead and Luton and the boundary between the said parish of Wheathampstead and the parish of Kimpton to a point in the boundary last aforesaid two hundred yards west of the centre of the road leading from Kimpton to Wheathampstead thence southwards to a point east of the Mission Chapel in the road leading from Wheathampstead to Luton at which a pathway leaves the road last aforesaid and crosses by a ford the River Lea and from the point last aforesaid in a south or south-

[1 EDW. 7.] *Harpenden District Gas Act, 1901.* [Ch. ccxlvii.]

westerly direction to a point in the boundary between the parishes of Wheathampstead and Sandridge Rural about two hundred yards east of West End Farm thence in a south-westerly direction along the boundary last aforesaid to a point at which the parishes of Wheathampstead Sandridge Rural and Saint Michael Rural meet thence west or north-west along the boundary between the said parishes of Wheathampstead and Saint Michael Rural and the boundary between the said parishes of Weathampstead and Harpenden Rural until the last-mentioned boundary joins the boundary of the said parish of Harpenden Urban at the starting point of the said imaginary line. A.D. 1901.

SECOND SCHEDULE.

LANDS ON WHICH THE COMPANY MAY ERECT AND MAINTAIN WORKS AND MANUFACTURE GAS AND RESIDUAL PRODUCTS AND STORE GAS.

Lands in the parish of Harpenden Urban in the urban district of Harpenden in the county of Hertford now belonging or reputed to belong to the Harpenden Gas Light and Coke Company Limited and on which the existing gasworks of the limited company are situated and which contain by admeasurement 2 acres 0 roods 24 perches or thereabouts such lands comprising land numbered 363 and part of a parcel of land numbered 321 on the 1-2500 Ordnance Map second edition 1898 of the said parish and being bounded on the west or north-west by the Midland Railway on the south or south-west partly by the public highway known as Wheathampstead Road or waste land adjoining the said highway and partly by garden ground held with certain cottages belonging or reputed to belong to Sarah Jane Wood and Emma Webb in the occupation of George Hiscot and John Woodward on the east or south-east partly by the said garden ground and cottages and partly by other land belonging or reputed to belong to the said Sarah Jane Wood and Emma Webb leased to Benjamin Bennett and now in the occupation of Henry Dickinson and on the north or north-east by land belonging or reputed to belong to Sir Charles Bennet Lawes and now in the occupation of William Hitchcock.

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