



## CHAPTER xv

An Act to incorporate and confer powers upon the  
People's Dispensary for Sick Animals and for other  
purposes. [14th July 1949.]

**W**HEREAS the People's Dispensary for Sick Animals of  
the Poor (hereinafter referred to as "the existing  
society" and commonly known as "the P.D.S.A.")  
was founded in the year one thousand nine hundred and seven-  
teen by Maria Elizabeth Dickin C.B.E. for the treatment of  
sick and injured animals owned by those who are unable to  
pay for the treatment thereof and for the reception of sick  
and injured animals for the purpose of healing:

And whereas in the year one thousand nine hundred and  
twenty-three the existing society was incorporated under the  
Companies Acts 1908 to 1917 as a company not for profit  
limited by guarantee and not having a capital divided into  
shares:

And whereas the existing society has been and is being  
supported by the donations legacies and subscriptions of mem-  
bers of the existing society and others who sympathise with its  
objects:

And whereas it has been the privilege of the existing society  
for a number of years to carry on its activities under royal  
patronage:

And whereas the growth of the activities of the existing  
society is such that immediately before the recent war it had  
become the largest international charity of its kind being estab-  
lished in eight foreign countries:

And whereas the management of the affairs of the existing  
society is vested in a council of management whose powers are  
limited and defined by certain articles of association:

And whereas it is expedient that the members of the existing society should be incorporated and have powers conferred on them as in this Act provided :

And whereas the purposes 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 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 People's Dispensary for Sick Animals Act 1949.
- Interpretation.** 2. In this Act unless the context otherwise requires—  
 “ the Society ” means the People's Dispensary for Sick Animals incorporated by this Act ;  
 “ the existing society ” means the People's Dispensary for Sick Animals of the Poor (Incorporated) ;  
 “ the council ” means the council of management of the Society constituted and appointed as provided by this Act ;  
 “ the byelaws ” means the byelaws for the time being in force by virtue of the provisions of this Act.
- Incorporation of Society.** 3. The persons who immediately before the passing of this Act were members of the existing society and all such other persons as shall hereafter become members of the Society in accordance with the byelaws shall be and are hereby incorporated by the name of “ the People's Dispensary for Sick Animals ” for such objects and purposes as in this Act appear and by that name shall have perpetual succession and a common seal and may by and in the same name sue and be sued and do all things incidental or appertaining to a body corporate.
- Objects of Society.** 4. Subject to the provisions of the Veterinary Surgeons Act 1948 the objects of the Society shall be to continue the work hitherto carried on by the existing society in providing free medical or surgical treatment to animals belonging to persons who appear to the Society to be unable to afford the services of a veterinary surgeon and to do all such other things as are incidental or the Society may deem conducive to the attainment of those objects.
- Transfer of property.** 5.—(1) All the real and personal property including things in action and all rights and privileges which immediately before the passing of this Act belonged to or were held by or in trust for or in connection with the existing society or any charity or object

subsidiary or ancillary to the existing society (other than property held by the Official Trustee of Charity Lands or the Official Trustees of Charitable Funds) shall by virtue of this Act and without any conveyance transfer or other instrument be and the same are hereby transferred to and vested in the Society.

(2) Any property which immediately before the passing of this Act shall be held by the Official Trustee of Charity Lands or the Official Trustees of Charitable Funds for or in connection with the existing society shall be held by the said trustees for or in connection with the Society.

(3) The production of a copy of this Act together with a statutory declaration by the secretary of the existing society and by the person or corporation in whose name any registered land or any stock transferred by virtue of this Act is standing describing for the purpose of identification the land or stock so transferred shall be sufficient authority to the Chief Land Registrar of His Majesty's Land Registry to enter the name of the Society as proprietor of the said land or to any company in whose books any such stock is standing to transfer the stock into the name of the Society and to pay any dividends interest or bonuses thereon to the Society.

(4) In this section—

“company” includes the Bank of England and any corporation or person keeping books in which any stock is registered or inscribed;

“stock” includes any share fund annuity or other security.

6. The Society may hold without licence in mortmain all the land which has been acquired by the existing society whether by will gift purchase or otherwise and has not been disposed of by them and the Society may purchase or acquire or take on lease or may accept a gift of and may hold without licence in mortmain any land which in their opinion it is desirable that they should acquire or hold: Power to hold and acquire lands.

Provided that the Society shall not purchase land unless the land is required for actual occupation immediate or future for the purposes of the Society and not as an investment.

7.—(1) The Society may from time to time sell mortgage charge let surrender exchange or otherwise dispose of the land or any personal estate and property (including moneys secured on mortgage of or charged upon any land) or any part thereof by this Act vested in the Society or which shall hereafter be vested in the Society or any easements rights or privileges to be exercised or enjoyed in over upon or under the same or any part thereof and may do and execute all such acts deeds matters and things as may be necessary for effectuating and completing any such sale mortgage charge letting surrender exchange or disposition. Power to sell mortgage &c. lands &c.

(2) The powers conferred by this section may be exercised without any order of any court or judge and without obtaining the approval of the Charity Commissioners.

Powers of  
investment.

**8.**—(1) Any part of the capital or the income of the Society which is not required for the time being for the purposes of the Society may be invested by the Society in any of the following modes or objects of investment:—

(a) in any investment from time to time authorised by law for the investment of trust funds ;

(b) in the public stocks or funds or government securities of any part of His Majesty's dominions or of the territories under His protection.

54 & 55 Vict.  
c. 73.

(2) Notwithstanding anything contained in the Mortmain and Charitable Uses Act 1891 the Society may retain any investment or other property real or personal held by the Society or which may from time to time be devised given or bequeathed to the Society though not being investments or property authorised to be acquired under this Act or may disclaim any such investment or property and may accept and retain or refuse any new shares stock debentures or debenture stock in any company which may be offered to the Society in respect of any investments retained as aforesaid.

Application of  
property of  
Society.

**9.**—(1) All property and funds of the existing society which prior to the passing of this Act shall be held for the general purposes of the existing society may be applied by the Society in furtherance of any of the objects of the Society.

(2) In the case of property or funds which prior to the passing of this Act shall be held by or on behalf of the existing society in trust to apply the income thereof for the general purposes of the existing society the income thereof may be applied by the Society in furtherance of any of the objects of the Society.

(3) Save as aforesaid any property or fund which prior to the passing of this Act shall be held by or on behalf of the existing society for any special purpose shall continue after the passing of this Act to be used by the Society for such special purpose.

Dissolution  
of existing  
society.

**10.** On and from the passing of this Act the existing society shall be and is hereby dissolved and the memorandum and articles of association thereof shall as to any prospective operation be wholly void, and the existing society and the members thereof shall be exempted from all the provisions restrictions and requirements of any Act which applied to the existing society and the members thereof as such :

Provided that nothing in this Act contained shall affect the previous operation of the said memorandum and articles or anything done or suffered or any right obligation or liability

acquired accrued or incurred thereunder and with respect to all such rights obligations and liabilities the Society and the property of the Society shall to all intents and purposes represent the existing society and the members thereof as such and the property of the existing society.

11. Any devise bequest or gift contained in the will or in a codicil to the will of any person dying before or after the passing of this Act or in a deed whether executed before or after the passing of this Act in favour of or directed to be administered by or in connection with the existing society or a charity or object subsidiary or ancillary to the existing society shall not fail by reason of anything in this Act but shall as from the passing of this Act take effect in favour of or be administered by or in connection with the Society.

Bequests &c.  
to existing  
society.

12. In any case where by the will or a codicil to the will of any person having died before or dying after the passing of this Act or by any deed whether executed before or after the passing of this Act any bequest or gift has been or shall be made in favour of or directed to be administered by or in connection with the existing society or a charity or object subsidiary or ancillary to the existing society and the legal personal representatives of such person or any trustees in whom such bequest or gift is vested are unable for any reason to obtain the receipt for such bequest or gift of any person whose receipt is an effectual discharge for the same the receipt of the treasurer or the general secretary of the Society shall be an effectual discharge to such legal personal representatives or trustees as aforesaid (as the case may be) and shall exonerate them from being concerned to see to the application of such bequest or gift and from being answerable for the misapplication or non-application thereof.

Receipt for  
bequests &c.  
to existing  
society.

13. All debts liabilities contracts and obligations properly incurred or entered into by or on behalf of the existing society shall by virtue of this Act be and the same are hereby transferred and attached to the Society and shall be discharged and satisfied by the Society.

Transfer of  
liabilities.

14.—(1) The Society shall be under the management of a council and the council shall subject to the provisions of this Act and of the byelaws control the property and conduct the affairs of the Society.

Council.

(2) The members of the council of the existing society shall be members of the first council of the Society.

(3) Future councils shall be elected by the members in accordance with the byelaws and for the purpose of determining the retirement of members of the first council under the byelaws the period of office of such members as councillors of the existing society shall be taken into account.

## Committees.

**15.** The council may appoint such committees as they shall think fit and subject to the byelaws may delegate to such committees such powers and duties as they deem expedient.

## Byelaws.

**16.**—(1) The council shall have power from time to time to make alter and revoke byelaws with respect to the management of the Society its undertaking property and affairs the council and the officers servants and employees of the Society.

(2) No byelaw shall be revoked or altered and no new byelaw shall be made until submitted to and approved by the council at a meeting of which not less than seven days' previous notice in writing has been given to every member of the council that such revocation alteration or new byelaw will be taken into consideration thereat.

(3) No additional byelaw or revocation or alteration of a byelaw which affects either directly or indirectly the property or funds of the Society shall be valid or effectual unless and until the same has been confirmed by an order of the High Court or a judge thereof or approved by the Charity Commissioners.

## First byelaws.

**17.** The first byelaws shall be those set forth in the schedule to this Act and shall continue in force until altered or revoked in accordance with the provisions of this Act. Such byelaws shall supersede any articles of association or other regulations relating to the existing society in force at the passing of this Act.

## Proof of byelaws.

**18.** A printed copy of the byelaws purporting to be certified by the general secretary of the Society to be the byelaws of the Society for the time being in force shall be admissible in all proceedings as prima facie evidence thereof without further proof.

## Auditing of accounts.

**19.** The accounts of the Society shall be audited by an accountant or a firm of accountants:

Provided that no person or firm shall be qualified to audit the accounts unless he is a member or in the case of a firm unless all the partners are members of one or more of the following bodies:—

The Institute of Chartered Accountants in England and Wales;

The Society of Incorporated Accountants and Auditors;

The Society of Accountants in Edinburgh;

The Institute of Accountants and Actuaries in Glasgow;

The Society of Accountants in Aberdeen;

The Association of Certified and Corporate Accountants;

The Institute of Chartered Accountants in Ireland;

Any other body of accountants established in the United Kingdom and for the time being recognised by the Board of Trade for the purposes of the provisions of section 161 of the Companies Act 1948 relating to the qualification for appointment as auditor of a company other than an exempt private company.

11 & 12 Geo. 6.  
c. 38.

20. The Society shall deliver to the Registrar of 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 Society 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 officer of the Society 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 Society on such copy being registered the like fee as is for the time being payable under the Companies Act 1948 on registration of any document other than the memorandum or the abstract required to be filed with the registrar by a receiver or manager or the statement required to be sent to the registrar by the liquidator in a winding-up in England.

21. All costs charges and expenses preliminary to and of and incidental to the preparing for obtaining and passing of this Act or otherwise in relation thereto shall be paid by the Society out of the funds of the Society.

Costs of Act.

## The SCHEDULE referred to in the foregoing Act

## FIRST BYELAWS OF THE SOCIETY

1. In these byelaws the following expressions shall have the meanings hereby respectively assigned to them (that is to say):—

“ the Act ” means the People's Dispensary for Sick Animals Act 1949 ;

“ the Society ” means the People's Dispensary for Sick Animals incorporated by the Act ;

“ the council ” means the council of management of the Society constituted and appointed as provided by the Act ;

“ the general secretary ” means the general secretary of the Society for the time being ;

“ the office ” means the principal office of the Society.

## MEMBERS

2. The members of the existing society and such other persons as shall be admitted to membership in accordance with these byelaws and none others shall be members of the Society and shall be entered in the register of members accordingly.

3. No person shall be admitted a member of the Society unless he is first approved by the council and the council shall have full discretion as to the admission of any person to membership.

4. Where any person desires to be admitted to membership of the Society he shall sign and deliver to the Society an application for admission framed in such terms as the council shall require.

5. Each member shall pay to the funds of the Society an annual subscription of such amount not being less than one shilling as such member may think fit.

6. The first subscription shall be paid upon making application for membership and the second and all subsequent annual subscriptions shall be payable in advance on the respective anniversaries of the day on which each member is registered as a member.

7. Any member may be excluded from membership by a resolution of the council supported by at least three-fourths of the councillors present and voting at a special meeting of the council at which not less than three-fourths of the whole number of the councillors shall be present. Such member shall have seven clear days' notice of such council meeting sent to him and he may attend thereat and be heard but shall not be present at the voting or take part in the proceedings otherwise than as aforesaid and as the council allows.

## COUNCIL

8. The council shall consist of not less than seven members of the Society and shall include the general secretary if duly qualified. The qualification of the general secretary shall be at least seven consecutive years' service with the Society but not necessarily as general secretary. Service with the existing society shall be taken into account in calculating the qualifying period.



9. At the general meeting of the Society in every year two councillors shall retire from office but this provision shall have no application to the chairman nor to the general secretary if he be a member of the council.

10. The councillors to retire in every year shall be those who have been longest in office since their last election but as between persons who became councillors on the same day those to retire shall (unless they otherwise agree among themselves) be determined by ballot. A retiring councillor shall be eligible for re-election.

11. The Society at the general meeting at which any councillor retires in manner aforesaid shall fill the vacated office or offices by electing the necessary number of persons save in so far as the Society shall determine to reduce the number of councillors in office.

If at any general meeting at which the election of councillors ought to take place the places of the retiring councillors be not filled the retiring councillors or such of them as have not had their places filled shall continue in office until the general meeting in the next year and so on from time to time until their places have been filled save in so far as at such meeting it shall be determined to reduce the number of councillors in office.

12. The Society may also at any general meeting fill any vacancies in the council and may from time to time in general meeting increase or reduce the number of councillors and may also determine in what rotation such increased or reduced number is to go out of office. The Society may also (subject to the provisions of any agreement for the time being in force) by a resolution passed at a general meeting of the Society by a vote of at least two-thirds of the members present remove any councillor before the expiration of his period of office and may appoint another person in his stead. The person so appointed shall hold office during such time only as the councillor in whose place he is appointed would have held the same if he had not been removed.

13. No person not being a retiring councillor shall unless proposed for election by the council be eligible for election to the office of councillor unless such person is nominated by three members of the Society and nominations shall be left at the office ten clear days at least before the general meeting at which an election of councillors takes place.

14. Subject to the approval of the person proposed for the office of councillor a casual vacancy may be filled by the council. Any person appointed to fill a casual vacancy shall retire when the person whose place he has taken would have retired.

15. No acts done by any meeting of the council or by any committee or by any person acting as a councillor or committeeman shall notwithstanding that it be afterwards discovered that there was some defect in the appointment of such councillor or committeeman or that they or any of them were disqualified be invalidated but all such acts shall be as valid as if every such person had been duly appointed and was qualified to be a councillor or committeeman as the case may be.

16. The council in addition to the powers and authorities by the Act and these byelaws expressly conferred upon them may exercise all such powers and do all such acts and things as may be exercised or done by the Society and are not by these byelaws directed or required to be exercised or done by the Society in general meeting.

#### PROCEEDINGS OF THE COUNCIL

17. The council shall meet for the dispatch of business as often as may appear to be necessary but not less often than four times in every year and may adjourn and otherwise regulate their meetings as they think fit.

18. The general secretary at his discretion may and upon the request of two councillors shall at any time convene a meeting of the council.

19. The quorum necessary for the conduct of business shall be five councillors and questions arising at any meeting of the council shall be decided by a majority of votes.

20. The general secretary shall not be present at any meeting of the council during such time as any question affecting his remuneration is being discussed or determined.

21. The council shall elect a chairman and a deputy chairman. In the absence of the chairman the deputy chairman shall if present preside at meetings of the council. In the absence of the chairman and deputy chairman at the time appointed for a meeting the council shall choose one of their number to be chairman of such meeting.

22. The chairman and the deputy chairman or either of them may be removed by a resolution of the council supported by at least three-fourths of the councillors present and voting at a special meeting of the council at which not less than three-fourths of the whole number of the councillors shall be present.

23. A meeting of the council for the time being at which a quorum is present shall be competent to exercise all or any of the authorities powers and discretions by or under any regulations of the Society for the time being vested in or exercisable by the council generally.

#### COMMITTEES

24. Any committee appointed by the council shall in the exercise of any powers and the performance of any duties delegated to them conform to any regulations that may from time to time be imposed on it by the council. The chairman and deputy chairman and (if he be a member of the council) the general secretary shall be entitled to sit on all committees of the council and the chairman of the council shall if he thinks fit be the chairman of all such committees.

25. The meetings and proceedings of any such committee consisting of two or more members shall be governed by the byelaws regulating the meetings and proceedings of the council so far as the same are applicable thereto and are not superseded by any regulations made by the council under the last preceding byelaw.

#### GENERAL MEETINGS

26. A general meeting of the Society shall be held once in every year at such time and place as may be determined by the council. Seven days' notice at least (exclusive of the day on which the notice

is served or deemed to be served but inclusive of the day for which notice is given) specifying the place the day and the hour of the meeting shall be given to every member. The accidental omission to give notice of a meeting to or the non-receipt of notice of a meeting by any member shall not invalidate the proceedings at any meeting.

27. No business shall be transacted at any meeting unless a quorum of members is present at the commencement of the business. Any three members personally present shall be a quorum.

28. If within half-an-hour from the time appointed for the meeting a quorum of members is not present the meeting shall stand adjourned to the same day in the following week at the same time and place and if at such adjourned meeting a quorum of members is not present those members who are present shall be a quorum and may transact the business for which the meeting was called.

29. The chairman of the council or in his absence the deputy chairman of the council shall preside as chairman at every general meeting of the Society.

30. If at any general meeting of the Society the chairman or deputy chairman of the council is not present at the time of holding the same the members present shall choose some one of their number to be chairman of the meeting.

31. The chairman may with the consent of the meeting adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

32. Every question submitted to a meeting shall be decided in the first instance by a show of hands and in case of an equality of votes the chairman shall both on a show of hands and on a poll have a casting vote in addition to his vote as a member.

33. At any general meeting unless a poll is demanded by at least five members a declaration by the chairman that a resolution has been carried or carried by a particular majority or lost or not carried by a particular majority and an entry to that effect in the book of proceedings of the Society shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

34. If a poll is demanded as aforesaid it shall be taken in such manner and at such time and place as the chairman of the meeting before the conclusion of the meeting directs and either at once or after an interval or adjournment and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The demand for a poll may be withdrawn.

35. The demand for a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded. No poll shall be demanded on the election of a chairman of a meeting or on any question of adjournment.

#### VOTES OF MEMBERS

36. Every member shall have one vote whether on a show of hands or on a poll.

37. A member shall not be entitled to be present or to vote on any question at any general meeting or upon a poll or to be reckoned in a quorum unless all subscriptions and other moneys (if any) due from him to the Society have been paid.

#### NOTICES

38. A notice may be given by the Society to any member either personally or by sending it by post to him at his registered address.

39. Where a notice is sent by post service of the notice shall be deemed to be effected by properly addressing prepaying and posting an envelope containing the notice and shall be deemed to have been effected on the day following that on which the notice was posted.

#### APPLICATION OF FUNDS

40.—(1) The income and property of the Society whencesoever derived shall be applied solely towards the promotion of the objects of the Society and no portion thereof shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit to the members of the Society.

(2) Nothing in this byelaw shall prevent the payment in good faith of reasonable and proper remuneration to any officer servant or member of the Society in return for any services actually rendered to the Society nor prevent the payment of interest at a rate not exceeding five per centum per annum on money lent or reasonable and proper rent for premises demised or let by any member to the Society but no member of the council other than the general secretary if he be a member of the council shall be appointed to any salaried office of the Society or any office of the Society paid by fees and no remuneration or other benefit in money or money's worth shall be given by the Society to any member of the council not being the general secretary except repayment of out-of-pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Society.

(3) The provisions of this byelaw shall not apply to any payment to any railway gas electricity water cable or telephone company of which a member of the council may be a member or any other company in which such member shall not hold more than one-hundredth part of the capital and such member shall not be bound to account for any share of profits he may receive in respect of such payment.

#### MINUTES AND ACCOUNTS

41. The council shall cause to be kept by the general secretary in books provided for the purpose minutes of all appointments of officers made by the council and the names of the councillors present at each meeting of the council and of the committeemen present at each meeting of any committee and of all resolutions and proceedings at meetings of the Society and of the council and of committees.

42. The council shall cause true accounts to be kept—

- (1) of the moneys investments and assets of the Society;
- (2) of the sums of money received and expended by the Society and the matter in respect of which such receipts and expenditure take place; and
- (3) of the debts and liabilities of the Society.

43. The books of account shall be kept at the office or at such other place or places as the Society may from time to time determine.

44. Subject to any reasonable restrictions as to the time and manner of inspecting the accounts and books of the Society or any of them which shall be imposed by the Society in general meeting the same shall be open to the inspection of members and other subscribers at all times during the usual business hours.

45. A summary of receipts and payments and a balance sheet containing a faithful summary of the assets and liabilities of the Society arranged under suitable heads and duly audited shall be laid before the Society at the general meeting held in each year.

#### AUDIT

46. The accounts of the Society shall be audited annually and a financial statement shall be prepared annually by the auditor of the Society showing the financial position of the Society and the receipts and payments up to the thirty-first December last past and the auditor shall prepare annually a list of securities held by the Society and shall certify that such securities have been examined by him and found intact.

#### SEAL

47. The council shall provide for the safe custody of the seal of the Society and the seal shall not be used except by the authority of the council and in the presence of two councillors and of the general secretary who shall sign every instrument to which the seal is affixed.

#### INDEMNITY TO OFFICIALS

48. Every member of the council and of a committee and every officer or servant of the Society shall be indemnified by the Society against all costs losses and expenses which any such member officer or servant may incur or become liable for in any way in the execution of his office except the same shall be incurred or occasioned by his own wilful act or default and none of the said members officers or servants shall be answerable for any act or default of any other of them or for any loss misfortune or damage which may happen in the execution of his office or in relation thereto except the same shall happen by his own wilful default.

#### WINDING-UP OR DISSOLUTION

49. If upon the winding-up or dissolution of the Society there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the Society but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Society such institution or institutions to be determined by the members of the Society at or before the time of dissolution or in default thereof by such judge of the High Court as may have or acquire jurisdiction in the matter and if and so far as effect cannot be given to the aforesaid provision then to some charitable object.