

Guild of Literature and Art.

Association, nor can the same Association effectually carry into execution the laudable Purposes aforesaid unless by the Aid of Parliament: May it therefore please Your Majesty that it may be enacted; and be it enacted by the Queen's most Excellent Majesty, by and with the Advice and Consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the Authority of the same, as follows:

Incorporation.

I. The Most Noble *William Spencer* Duke of *Devonshire*, Knight of the Most Noble Order of the Garter, the Right Honourable *Granville George Earl Granville*, the said Sir *Edward George Earle Lytton Bulwer Lytton*, Sir *Charles Lock Eastlake* Knight, President of the Royal Academy, *Charles Dickens* Esquire, *John Forster* Esquire, Barrister-at-Law, and *Charles Knight* Esquire, and all other Persons who are at the Time of the passing of this Act or for the Time being may be Members of the said Association, shall be, and they are hereby declared to be, One Body Politic and Corporate for the Purposes aforesaid by the Name of "The Guild of Literature and Art," and by that Name shall have perpetual Succession, and may sue and be sued, plead and be impleaded, and may do all lawful Acts for the Promotion of the Objects of the said Association, subject nevertheless to the Provisions of this Act, and to the Byelaws for the Time being of the said Guild.

Name.

Defining elected Members.

II. The Members of the Guild shall consist of Two Classes; the First Class to be composed of such Persons following Literature or the Fine Arts as a Profession who shall be desirous of participating in the Objects of the Guild, and who shall conform to the Conditions to be prescribed by the Byelaws to be framed as herein-after-mentioned; the Second Class shall consist of Honorary Contributors to the Funds of the Guild, distinguished by their Knowledge of, or as Encouragers of, Literature or the Fine Arts, whose Services to the Guild shall, in the Judgment of the Council, render their Election desirable as Members of the Incorporation.

Guild enabled to possess Property and receive Bequests.

III. The said Guild shall by its corporate Name for ever hereafter be able and capable in Law (by such means as charitable Institutions now are or may be enabled by Law) to possess, hold, and retain for the Purposes of the said Guild and of this Act all such Monies and other Personal Estate and Property, of what Nature or Value soever, (including Monies secured upon Mortgage of or charged upon any Hereditaments,) as have been purchased or accumulated, or shall at any Time or Times hereafter be purchased or accumulated, by it for the Purposes of the said Association, and as have been given or bequeathed, or shall at any Time or Times hereafter be given or bequeathed, by any Person or Persons to or for the Purposes of the said Association as herein-before defined, or as may hereafter be given or bequeathed for any specific Purpose defined by the

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the Donor thereof, and deemed by the Council of the said Guild conducive to the Objects of the said Association.

IV. It shall be lawful for all Persons in whose Names any Stock in the Public Funds is standing, or in whom or whose Names any other Personal Property is vested or standing in trust for the Purposes of the said Guild, and they are hereby required to transfer, assign, and make over the same unto the said Guild, or into the Names of the Trustees for the Time being of the said Guild, and the same Stock or other Personal Property respectively shall be so transferred, assigned, and made over as soon as may be after the passing of this Act, and when so transferred, assigned, and made over, shall, together with the Dividends and annual Produce thereof, be held and possessed by the said Guild for the Purposes thereof, and the Persons so transferring, assigning, or making over the same respectively shall not be bound to see and are hereby discharged from seeing to the Application thereof, or of any Part thereof, and shall not be answerable or accountable for the Loss, Misapplication, or Nonapplication thereof, or of any Part thereof.

Trustees of Stock and other Personal Property to transfer the same to the Guild.

V. It shall be lawful for the said Guild from Time to Time, and subject to such Stipulations and Conditions as to the contracting Parties may seem fit, to purchase and acquire or to accept the Gift of the absolute Property, or any Term or Terms of Years, or other Estate or Interest, of, in, or out of any Lands, Houses, Real Estate, or Interest which may appear to the Council of the said Guild to be desirable for the Purposes of the said Guild, or which may be given to the said Guild for any specific Objects not inconsistent with the said Purposes, and to hold, use, and enjoy such Premises, Lands, Houses, Real Estate, or Interest accordingly: Provided always, that the Lands to be acquired and held by the said Guild shall not together exceed Fifty Acres at any one Time.

Power to purchase and hold Lands not exceeding 50 Acres.

VI. It shall be lawful for the said Guild to sell, grant, demise, surrender, exchange, assign, and dispose of any Lands and Property, as well real as personal, whereof or wherein the said Guild shall have any Estate or Interest, and to do and execute all such Acts, Deeds, and Assurances as shall be necessary for the effecting and Completion of any such Grant, Surrender, Demise, Exchange, Assignment, or Disposition: Provided always, that nothing herein contained shall enable the said Guild to sell, grant, demise, surrender, exchange, assign, or dispose of the said Land intended to be granted to them by the said Sir *Edward George Earle Lytton Bulwer Lytton*, or any Additions thereto, and the Residences to be erected thereon, and any Lands which are or may be acquired by the said Guild for the Accommodation, Exercise, or Recreation of the Members of the said Guild, or which are or may be given to the said Guild.

Power to Guild to alien Lands and other Property.

VII. Nothing

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Nothing to
make valid
Grants, &c.,
which would
be void
under 9 & 10
G. 2. c. 36.

VII. Nothing in this Act contained shall make valid any Grant, Purchase, Devise, or Bequest which would be void under the Enactments contained in an Act passed in the Ninth Year of the Reign of His Majesty King *George* the Second, intituled *An Act to restrain the Disposition of Lands whereby the same become unalienable.*

Service of
Notices upon
the Guild.

VIII. In all Cases wherein it may be requisite for any Person or Party to serve upon the said Guild any Notice, or any Writ, Summons, or other Proceeding at Law or in Equity, the giving the same personally to the Secretary for the Time being of the said Guild, or to any other Officer thereof for the Time being performing the Duties of the Secretary, or the leaving the same at the Rooms or Office of the Secretary, or, in case there shall be no such Secretary or other Officer, the giving the same personally to the Treasurer of the said Guild (or the leaving the same at the Office of the said Guild), shall be deemed good and sufficient Service of the same respectively upon the said Guild.

Appoint-
ment of
Council.

IX. The said *William Spencer* Duke of *Devonshire*, *Granville George* Earl *Granville*, and *Gilbert Abbot A'Becket*, *John Absolon*, *Thomas Oldham Barlow*, *Robert Bell*, *William Wilkie Collins*, *Dudley Costello*, and *Charles Dickens*, Esquires, *Peter Cunningham*, Esquire, a Fellow of the Society of Antiquaries of *London*, the said Sir *Charles Lock Eastlake* Knight, *Augustus Egg* Esquire, Associate of the Royal Academy, *John Forster* and *Thomas Grieve*, Esquires, *Charles Knight* Esquire, *Austen Henry Layard* and *Mark Lemon*, Esquires, *Patrick Macdowell*, Royal Academician, *Richard Owen* Esquire Fellow of the Royal Society, *Clarkson Stanfield*, Royal Academician, *Frank Stone*, Associate of the Royal Academy, *William Telbin*, Esquire, Sir *James Emerson Tennent* Knight, *John Tenniel*, *Frederick William Topham*, and *William Henry Wills*, Esquires, shall be the Council of the said Guild, and to the said Council and their Successors shall be confided the absolute Management and Control of the said Guild, and of the Funds and Property thereof, and the Custody and Control of the Common Seal thereof; and the Council appointed by this Act shall elect out of its Members, and any future Council shall elect from the Members of the Guild, a President, Vice-President, Trustees, Treasurer, and Auditors, who shall be *ex officio* Members of the Council; and any future Council shall consist of not less than Twenty-one Members, to be elected as herein-after mentioned, in addition to the *ex officio* Members and the Council appointed by this Act, and their Successors shall have Power to appoint, remunerate, and dismiss all the Officers and Servants thereof, and also the Power to do all Acts which they may deem expedient for the furthering of the Purposes of the said Guild and of this Act, but subject to the Provisions of this Act, and to the Byelaws for the Time being of the said

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said Guild: Provided always, that in case of any Vacancy in the Offices of President or Vice-President, Trustee, Treasurer, or Auditor, or in the said Council, by Death or otherwise, or if it shall be deemed expedient to augment the Number of such Officers or of the Council, the Vacancy shall be supplied or new Appointment made in such Manner as the Byelaws of the Guild may from Time to Time direct: Provided always, that the Auditors of the said Guild shall not be dismissed by any Vote of the Council unless the same be confirmed by a General Meeting of the Corporation.

X. The Council hereby appointed shall continue in Office till Two Years after the passing of this Act, when the Members of the Council, not being *ex officio* Members, shall retire, and a new Council shall be elected by the Members; the Council to be so elected shall retire from Office at the Times and in the Proportions following, the Individuals to retire being in each Instance determined by Ballot among the Members, unless they shall otherwise agree; (that is to say,) at the End of the First Year, after the First Election of a Council, One Third of such Council, to be determined by Ballot amongst themselves, unless they shall otherwise agree, shall go out of Office; at the End of the Second Year One Half of the remaining Members of the Council, to be determined in like Manner, shall go out of Office; at the End of the Third Year the Remainder of the Council shall go out of Office; and in each Instance the Places of the retiring Members of the Council shall be supplied by the Election of the Members of the Guild of an equal Number; and in every subsequent Year One Third of the Members of the Council, being those who have been longest in Office, shall go out of Office, and their Places shall be supplied in like Manner; nevertheless every Member of Council so retiring from Office may be re-elected immediately or at any future Time, and after such Re-election shall, with reference to the going out by Rotation, be considered as a new Member: Provided always, that if the Number of the Council be some Number not divisible by Three, the Council shall in each Case determine what Number of the Council, as nearly One Third as may be, shall go out of Office, so that the whole Number shall go out of Office in Three Years.

As to Rotation of Council.

XI. If any Member of the Council shall die or resign, or become disqualified or incompetent to act, or cease to be a Member by any other Cause than that of going out of Office by Rotation as aforesaid, the other Members of the Council shall elect in his Place some other Member of the Guild, and the Member so elected to fill up any such Vacancy shall continue in Office so long only as the Person in whose Place he shall have been elected would have been entitled to continue if he had remained in Office.

Vacancies by Death or Resignation how to be filled up.

[Local.]

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XII. The

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Byelaws
how to be
made.

XII. The Byelaws, Rules, and Regulations by or under which shall be regulated the Qualifications and Rights of the Members of the Guild, and of the Subscribers and Benefactors thereof, and the Election or Appointment of Officers, and their respective Duties and Privileges, and their Continuance as such Members or Officers, and by or under which the Affairs and Business of the said Guild shall be carried on, and the Property thereof be managed, shall in the first place be prepared by the Council herein-before appointed, and shall within Two Years after the passing of this Act be submitted by the said Council to a Meeting of the Members of the said Guild, which Meeting shall be convened by Circular addressed, at least One Week before the Day appointed for holding the same, to each such Member at his last known Place of Abode; and if the same Byelaws shall be approved by a Majority of the Votes of the Persons present at the said Meeting, the same shall be deemed to be the Byelaws for the Time being of the said Guild: Provided always, that the Byelaws then approved shall contain Provision for the Amendment or Alteration thereof; and provided that all such Byelaws and Regulations for the Time being in force relating to the said Guild be not repugnant to this Act, or to the Laws and Statutes of that Part of the United Kingdom called *England*.

Expenses of
Act.

XIII. The Costs, Charges, and Expenses attending or incident to the obtaining and passing of this Act shall be paid by the Guild.

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