



ANNO TERTIO & QUARTO

# VICTORIÆ REGINÆ.

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## *Cap. xciv.*

An Act for enabling the Marine Insurance Company to sue and be sued in the Name of the Chairman or Deputy Chairman for the Time being of the said Company. [3d July 1840.]

**W**HEREAS several Persons have formed themselves into a Company or Partnership in the City of *London* by the Name of "The Marine Insurance Company," and have subscribed or raised considerable Sums of Money in order to effect Insurances upon Ships and Vessels, Goods and Merchandize at Sea or going to Sea, and on the Freights or Hire of Ships or Vessels against the Perils and Dangers of the Seas and other Marine Risks, and to carry on the Business of Insurance Brokers, and generally to carry on the Business usually called or known as Marine Underwriting or the insuring of Marine Risks and Matters connected therewith, and to lend or advance Money on Respondentia or Bottomry Bonds: And whereas the Public will be greatly benefited by the Formation of such Company or Partnership, and a considerable Revenue will be derived to Her Majesty therefrom: And whereas

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Difficulties

Difficulties may hereafter arise in recovering the Debts due to the said Company called "The Marine Insurance Company," and in maintaining Actions for Damages done to the said Company or to the Property of the said Company, since by Law all the Members for the Time being of the said Company must be named in every Action or Suit carried on for such Purpose: And whereas it would be convenient that Persons having Demands against the said Company should be entitled to sue the Chairman or Deputy Chairman for the Time being of the said Company: And whereas it would be convenient that Prosecutions for Embezzlement, Robbery, or stealing the Property of the said Company, or for Fraud or any other Offence against the said Company, should be instituted and carried on in the Name of the Chairman or Deputy Chairman for the Time being of the said Company, and that in all Indictments and Informations it should be lawful to state the Property of the said Company to be the Property of such Chairman or Deputy Chairman for the Time being of the said Company: Wherefore, for obviating and removing the Difficulties aforesaid, may it 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, That from and after the passing of this Act all Actions and Suits, and also all Petitions to found any Commission or Fiat of Bankruptcy in *England* or *Ireland*, or any Sequestration in *Scotland*, against any Person or Persons indebted to the said Company, and liable to be made Bankrupt by the Laws now or at any Time hereafter to be in force relative to Bankrupts and Traders or to Sequestrations, and all Proceedings at Law or in Equity under any Commission or Commissions of Bankruptcy, or under any Sequestration, to be awarded in consequence of any such Petitions, and all other Proceedings at Law or in Equity to be commenced or instituted or carried on by or on behalf of the said Company, or wherein the said Company is or shall be concerned or interested, against any Person or Persons, Body or Bodies Politic or Corporate, whether such Person or Persons, Body or Bodies Politic or Corporate, is or are or shall then be a Member or Members, Proprietor or Proprietors of or in the said Company, or not, shall and may lawfully be commenced, instituted, presented, and prosecuted or carried on in the Name of the Person who shall be the Chairman or Deputy Chairman of the said Company at the Time such Action, Suit, or Proceeding shall be commenced or instituted, as the nominal Plaintiff or Petitioner for and on behalf of the said Company; and all Actions, Suits, and Proceedings in Law or in Equity to be commenced or instituted against the said Company by any Person or Persons, Body or Bodies Politic or Corporate, whether such Person or Persons, Body or Bodies Politic or Corporate, is or are or shall then be a Member or Members, Proprietor or Proprietors of or in the said Company, or not, shall be commenced, instituted, and prosecuted against the said Chairman for the Time being, or against the said Deputy Chairman for the Time being of the said Company, as the nominal Defendant or Respondent  
for

Company  
may sue and  
be sued in  
the Name  
of the Chair-  
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man.

for and on behalf of the said Company; and in case there shall not then be any Person elected and acting and officiating as Chairman or Deputy Chairman of the said Company, then every such Action and Suit shall be commenced, instituted, and prosecuted against any one of the Directors for the Time being of the said Company as the nominal Defendant for and on behalf of the said Company, or if there be no Director in the Name of any one of the Proprietors of the said Company; and all Prosecutions to be brought, instituted, or carried on by or on behalf of the said Company, for Fraud upon or against the said Company, or for Embezzlement, Robbery, or stealing any Money, Notes, Bills, Effects, Securities, or Property of the said Company, or for any other Offence against the said Company, shall and lawfully may be so brought or instituted and carried on in the Name of such Chairman or Deputy Chairman for the Time being of the said Company; and in all Indictments and Informations it shall be lawful to state the Property of the said Company to be the Property of such Chairman or Deputy Chairman for the Time being of the said Company; and any Offence committed with Intent to injure or defraud the said Company shall and lawfully may in such Prosecution be laid to have been committed with Intent to injure or defraud such Chairman or Deputy Chairman for the Time being of the said Company; and any Offender or Offenders may thereupon be lawfully convicted of any such Offence; and in all other Allegations or Indictments, Informations or other Proceedings, in which before the passing of this Act it would have been necessary to state the Names of the Persons composing the said Company, it shall be lawful and sufficient to state the Name of such Chairman or Deputy Chairman; and the Death, Resignation, or Removal, or other Act of such Chairman or Deputy Chairman done without the Consent of the said Company, shall not abate any such Action, Suit, Proceeding, or Prosecution.

II. And be it further enacted, That no Action against the said Company, their Chairman or Deputy Chairman, shall be in anywise affected or defeated by or by reason of the Plaintiff or Plaintiffs therein, or of any other Person or Persons in whom any Interest may be averred, or who may be in anywise interested or concerned in such Action, being a Proprietor or Proprietors or a Partner or Partners in the said Company, but any Proprietor or Proprietors, Partner or Partners in the said Company, shall and may have the same Right of Action and Remedy, to be proceeded with and enforced in the same Manner, against the said Company, their Chairman or Deputy Chairman, upon any Policy or other Contract, and upon any Demand for Return of Premiums, and upon and for any Debt, Damage, or Demand whatsoever, which he or they might have had if he or they had been a Stranger or Strangers, and not a Proprietor or Proprietors, Partner or Partners in the said Company.

No Action against the Company to be affected in consequence of Plaintiff being a Proprietor.

III. And be it further enacted, That no Action commenced by or on behalf of the said Company, their Chairman or Deputy Chairman, shall be in anywise affected or defeated by or by reason of the Defendant

No Action commenced by the Company to be affected in

consequence  
of the De-  
fendant being  
a Proprietor.

Defendant or Defendants therein, or of any other Person or Persons in whom any Interest may be averred, or who may be in anywise interested or concerned in any such Action, being a Proprietor or Proprietors or a Partner or Partners in the said Company, but the said Company shall and may have the same Right of Action and Remedy, to be proceeded in and enforced in the same Manner, against any Member or Members thereof, either alone or jointly with any other Person or Persons, upon any Policy or other Contract, and for any Debt, Damages, or Demand whatsoever, which the said Company might have had if such Cause of Action had arisen with a Stranger or Strangers, and not a Proprietor or Proprietors, Partner or Partners in the said Company.

Memorial of  
the Names of  
the Members  
to be enrolled  
in the High  
Court of  
Chancery.

IV. And be it further enacted, That the Directors of the said Company shall cause a Memorial of the Name and Names of the Chairman and of the Deputy Chairman, and of the Directors, and of the several Persons being Members of the said Company, in the Form and to the Effect for that Purpose expressed in the Schedule to this Act annexed, to be enrolled upon Oath in the High Court of Chancery within Three Calendar Months next after the passing of this Act; and when any new Chairman or any new Deputy Chairman, or any new Director or Directors, shall be elected, or any Transfer of any Share or Shares of any Member of the said Company shall be made, then the Directors for the Time being of the said Company shall cause a Memorial thereof in like Manner to be enrolled upon Oath as aforesaid, within Three Calendar Months afterwards, in the Form or to the Effect expressed in the said Schedule for that Purpose.

No Action to  
be brought  
until Memo-  
rial enrolled.

V. Provided always, and be it further enacted, That until such Memorial as first herein-before mentioned shall have been enrolled in manner herein directed, no Action or Suit shall be brought by the said Company under the Authority of this Act; and until the Memorial by this Act required to be enrolled in the Event of any Change in the Chairman, Deputy Chairman, Directors, or Members of the said Company shall have been enrolled as herein-before mentioned, all the Shareholders whose Names shall appear in the Enrolment immediately preceding such Change shall be and are hereby declared to be liable to all such Executions or Diligences upon Judgment or Decree as are herein-after mentioned.

Execution  
upon any  
Judgment  
may be issued  
against any  
Member of  
the Com-  
pany, &c.

VI. Provided also, and be it further enacted, That Execution or Diligence upon any Judgment or Decree in any such Action or Suit, obtained against the Chairman, Deputy Chairman, or Director for the Time being of the said Company, or a Proprietor in the Case aforesaid, whether as Plaintiff or Pursuer, or as Defendant, Respondent, or Defender, may be issued against any Director or Directors or Member or Members for the Time being of the said Company: Provided always, that every such Chairman or Deputy Chairman in whose Name any such Action or Suit shall be commenced, prosecuted, or defended, and every such Chairman, Deputy Chairman,  
Director

Director or Directors, Member or Members, against whom Execution or Diligence upon any Judgment or Decree obtained in any such Action or Suit shall be issued as aforesaid, or as hereinafter is mentioned, shall always be reimbursed and paid out of the Funds of the said Company all such Loss, Damages, Costs, and Charges as by the Event of any such Proceedings he or they shall be put unto or become chargeable with: Provided always, that in case such Execution or Diligence against the Chairman or Deputy Chairman, or Director or Directors, or Member or Members for the Time being of the said Company, shall be ineffectual for obtaining Payment and Satisfaction for the Sum or Sums sought to be recovered thereby, it shall be lawful for the Party or Parties so having obtained Judgment or Decree against the Chairman or Deputy Chairman for the Time being of the said Company to issue Execution or Diligence against any other Person or Persons who was or were a Member or Members thereof at the Time the Contract or Contracts was or were entered into upon which such Action or Suit may have been brought or instituted, but no such Execution or Diligence as last mentioned shall be issued without Leave first granted in open Court by the Court in which such Action or Suit may have been brought or instituted, or, when Motion shall be made, on Notice to the Person or Persons sought to be charged.

VII. And be it further enacted, That all and every Judgment or Decrees Judgments, Decree or Decrees, Order or Orders, made or pronounced against the Chairman, Deputy Chairman, or Director for the Time being, or a Proprietor in the Case aforesaid, shall have the like Effect and Operation upon and against the Persons and Property of every Member thereof as if all the Members of such Company were Parties before the Court to and in such Action, Suit, or Proceeding; and it shall be lawful for any Court in which such Judgment, Order, or Decree shall have been made to cause such Judgment, Order, or Decree to be enforced against all and every or any Member of such Company, in like Manner as if every Member of such Company were Parties before such Court to and in such Action, Suit, or Proceeding.

VIII. And be it further enacted, That any individual Member or Members of the said Company, or Person or Persons who shall have been a Member or Members of the said Company, and have disposed of or parted with his or their Share or Shares and Interest therein, and who shall claim Payment of any Dividends of the Funds or Profits of the said Company due and payable to him or them (and not also disposed of or parted with along with such Share or Shares), or any other Right or Interest, against the said Company generally, shall or lawfully may commence and carry on in any Court of Equity any Suit or other Proceeding against the Chairman, Deputy Chairman, or Director, or in the Case aforesaid a Proprietor of the said Company for the Time being, and such Chairman, Deputy Chairman, or Director for the Time being of the said Company, or Proprietor in

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Decrees  
against the  
Chairman,  
&c. to have  
effect against  
the Com-  
pany.

Individual  
Members  
may sue the  
Chairman  
or Deputy  
Chairman,  
who may  
bring Actions  
or Suits  
against the  
Members.

the Case aforesaid, may commence and carry on in his own Name any Action at Law, or Suit or other Proceeding in any Court of Equity, against any individual Member or Members of the said Company against whom the said Company generally may have any Claim or Demand; and all such Actions, Suits, and other Proceedings shall be as valid and effectual as if all the Members of the said Company had been made Parties; and every Decree or Order made therein shall be binding for or against the said Company and all the Members thereof, and no Abatement shall arise from the Death, Resignation, or Removal or any other Act of any such Chairman or Deputy Chairman pending the Suit.

Any Member may be included in Proceedings against the Company.

IX. And be it further enacted, That in case, for the Purpose of Discovery, any Person or Persons, whether a Member or Members of the said Company, or not, having Claims or Demands against the said Company, shall be minded and desirous to include any other Member or Members of the said Company besides the Chairman or Deputy Chairman, Director, or Proprietor who shall have been sued as a Defendant or Defendants in any Bill or other Proceeding in any Court of Equity, it shall be lawful for him or them so to do, any thing in this Act contained to the contrary notwithstanding.

One Action only to be brought upon One Cause.

X. Provided always, and be it further enacted, That no Person or Persons, Bodies Politic or Corporate, having or claiming to have any Demand upon or against the said Company, shall, when the same has been so determined as to have been pleadable in bar against such Person or Persons, Bodies Politic or Corporate, bring more than One Action in respect of such Demand; and the Proceedings in any Action against the Chairman or Deputy Chairman for the Time being of the said Company under the Authority of this Act, if so determined, and the Merits decided in such Action or Suit, may be pleaded in bar of any Action or Actions for the same Cause against any other Chairman or Deputy Chairman of the said Company.

Company not to bring more than One Action for the same Cause of Action.

XI. And be it further enacted, That in case of any Demand of the said Company against any Person or Persons, Bodies Politic or Corporate, the said Company shall not in manner authorized by this Act or otherwise bring more than One Action or Suit in respect of such Demand; and the Proceedings in any Action or Suit against any such Person or Persons, Bodies Politic or Corporate, under the Authority of this Act, when determined, and the Merits decided in such Action or Suit, may be pleaded in bar of any other Action or Actions, Suit or Suits, for the same Cause, against any such Person or Persons, Bodies Politic or Corporate.

Act to be at all Times valid.

XII. And be it further enacted, That all the Provisions contained in this Act shall extend and be construed to extend to the said Com-  
pany

pany or Partnership called "The Marine Insurance Company" at all Times during the Continuance of the same, whether the same from Time to Time hath been or be now or shall be hereafter composed of all or some of the Persons together with some other Persons, or shall be composed altogether of Persons who were not original Members or Partners of the same.

XIII. And be it further enacted, That the Bankruptcy, Insolvency, or stopping Payment of the Chairman or Deputy Chairman for the Time being of the said Company in his or their individual Capacity or respective Characters or Capabilities shall not be or be construed to be the Bankruptcy, Insolvency, or stopping Payment of the said Company, and also that the said Company, and the Capital Stock and Effects thereof, notwithstanding the Bankruptcy, Insolvency, or stopping Payment of any such Chairman or Deputy Chairman, shall be attached or attachable, and be in all respects liable to the lawful Claims and Demands of the Creditor or Creditors thereof, in like Manner as if no such Bankruptcy, Insolvency, or stopping Payment of the said Chairman or Deputy Chairman of the said Company had happened or taken place.

Bankruptcy, &c. of Chairman or Deputy Chairman not to affect the Company.

XIV. And be it further enacted, That from and after the passing of this Act, in all Agreements, Deeds, Covenants, Contracts, Bonds, Obligations, Warrants, Judgments, Memorials, Grants, Charges, Surrenders, Conveyances, Assurances, and all other Instruments whatsoever wherein but for this Act it would be necessary by Law that the said Agreements, Deeds, Covenants, Contracts, Bonds, Obligations, Warrants, Judgments, Memorials, Grants, Charges, Surrenders, Conveyances, Assurances, and other Instruments should respectively contain the Names of the Members or Partners of the said Company, or any of them, it shall be sufficient to set forth the Name of the said Company; and all Instruments in which the said Name shall be set forth shall be as valid and effectual to all Constructions and Purposes whatsoever as if the Names of all the Members of the said Company, and of all Persons interested in the said Company or represented thereby (whether as Trustees or otherwise), were stated and set forth in the said Instruments respectively.

All Deeds, &c. to contain the Name of the Company, and not the Names of Individual Members.

XV. And be it further enacted, That every Person who shall wilfully and corruptly make and subscribe any Declaration required to be made and subscribed under the Authority of this Act, knowing the same to be false in any material Particular, shall be deemed guilty of a Misdemeanor.

Making false Declaration a Misdemeanor.

XVI. Provided always, and be it further enacted, That nothing herein contained shall extend, or be deemed, construed, or taken to extend, to incorporate the said Company, or to relieve or discharge the said Company, or any of the Members thereof or Subscribers thereto, from any Responsibility, Duties, Contracts, or Obligations whatsoever which by Law they now are or at any Time hereafter may be subject or liable to, either between the said Company and others,

Company not incorporated by this Act.

others, or between the individual Members of the said Company or any of them and others, or amongst themselves, or in any Manner whatsoever, except so far as the same is affected by the Provisions of this Act, and the true Intent and Meaning thereof.

Public Act.

XVII. And be it further enacted, That this Act shall be deemed and taken to be a Public Act, and shall be judicially taken notice of as such by all Judges, Justices, and others.



The SCHEDULE referred to by the foregoing Act.

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MEMORIAL of the Names of the Chairman, Deputy Chairman, Directors, and Members of the Marine Insurance Company on the \_\_\_\_\_ Day of \_\_\_\_\_ One thousand eight hundred and \_\_\_\_\_, enrolled pursuant to an Act passed [*here insert the Date and Title of this Act*].

C.D. Chairman.  
 E.F. Deputy Chairman.  
 G.H. }  
 I.K. } Directors.  
 L.M. }  
 N.O. }  
 P.Q. } Members.  
 R.S. }

A.B. of \_\_\_\_\_ in the County of \_\_\_\_\_ [*Description*] maketh Oath, That the above-written Memorial doth contain the Names of the Chairman, Deputy Chairman, Directors, and all the present Members of the said Company, as the same appear in the Books of the said Company.

A.B. sworn [*insert Jurat*].

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MEMORIAL of the Names of the Chairman, Deputy Chairman, and Directors of the Marine Insurance Company, to be enrolled in pursuance of an Act passed [*here insert the Date and Title of this Act*].

C.D. Chairman.  
 B.C. Deputy Chairman.  
 G.H. [*here insert the Names of the Directors*] Directors.

A.B. of \_\_\_\_\_ in the County of \_\_\_\_\_ [*Description*] maketh Oath, That the above-written Memorial doth contain the Names of the Chairman, Deputy Chairman, and Directors of the said Company, and that the above-named G.H. [*here insert the Names of the Directors*] were respectively elected Directors of the said Company on the [*here insert the Dates of their respective Appointments*], and that the above-named C.D. and B.C. were on the \_\_\_\_\_ Day of \_\_\_\_\_ elected Chairman and Deputy Chairman of the said Company for the Year [*or Remainder of the Year, as the Case may be,*] commencing on the \_\_\_\_\_ Day of \_\_\_\_\_ and ending on the \_\_\_\_\_ Day of \_\_\_\_\_

A.B. sworn [*insert Jurat*].

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A MEMORIAL of the Name or Names of the Person or Persons who hath or have ceased or discontinued to hold any Share or Shares in the Marine Insurance Company since the Day of One thousand eight hundred and being the Date of the Memorial last registered respecting the said Premises of the said Company.

*G.H.* of

*A.B.* of in the County of  
 [*Description*] maketh Oath, That the above-written Memorial doth contain the Name or Names of the Person or Persons who hath or have ceased or discontinued to hold any Share or Shares in the above-named Company since the Day of One thousand eight hundred and as the same appears in the Books of the said Company.

*A.B.* sworn [*insert Jurat*].

A MEMORIAL of the Name or Names of the Person or Persons having become a Member or Partner in or possessed of or entitled to any Share or Shares in the Marine Insurance Company since the Day of One thousand eight hundred and being the Date of the Memorial last registered respecting the said Premises of the said Company.

*I.K.* of holding Shares.

*A.B.* of in the County of  
 [*Description*] maketh Oath, That the above Memorial doth contain the Name or Names of the Person or Persons who hath or have become a Member or Partner in or possessed of or entitled to any Share or Shares in the above-named Company since the Day of One thousand eight hundred and as the same appears in the Books of the said Company.

*A.B.* sworn [*insert Jurat*].

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