

## C A P. LV.

An Act for establishing a Company for carrying on Trade between the Kingdom of *Great Britain* and the Coasts, Harbours, and Countries of *Africa*; and for enabling the said Company to hold, by Grant from his Majesty, his Heirs and Successors, and from the Native Princes of *Africa*, a certain District of Land, commonly called *The Peninsula of Sierra Leone*, now vested in his Majesty, or belonging to the said Princes, for the better enabling the said Company to carry on the said Trade.

## Preamble.

WHEREAS the establishing of a general Trade and Commerce from these Kingdoms to and with the Coasts of *Africa*, and from thence to and with the several interior Kingdoms and Countries of that Continent, would be highly beneficial to the Manufactories and other trading Interests of these Kingdoms: And whereas the interior Kingdoms and Countries of the said Continent have not hitherto been explored by *Europeans*, nor hath any regular Trade ever been carried on therewith from these Kingdoms, nor can such Undertakings be conveniently carried on and supported, unless a considerable Capital Joint Stock is raised for that Purpose: And whereas it is also necessary for the Parties engaging therein, that they should have the sole and absolute Possession of some District of Land on the said Coasts, where they may form a Factory or Settlement for their Servants, a secure Depository for their Goods and Merchandise, and a safe Harbour for their Shipping: And whereas several Persons have already formed themselves into a Society, and subscribed considerable Sums of Money for the Purpose of establishing and carrying on such Trade and Commerce; but are apprehensive that Difficulties may arise as well in recovering Debts which may grow due to the Joint Stock, as in defending Suits or Actions which may be commenced or brought against the Subscribers for any Matter or Thing relative to the Society, as by Law all the several Subscribers and Proprietors to and in the Society must in such Case both sue and be sued, implead and be impleaded by their several and distinct Names and Descriptions; and it is expedient that the several Subscribers and Proprietors shall be protected from becoming liable to the Payment of any Sum or Sums of Money, beyond their respective Shares in such Capital Joint Stock: And whereas many Persons who are not now liable to become Bankrupts, within the Intent and Meaning of any of the Laws now in Force concerning Bankrupts, are likewise fearful of subscribing Money to carry on the laudable Purposes of the said Society, as by becoming Subscribers to and Part Owners of the said Capital Joint Stock, and by being engaged or concerned in the Dealings to be carried on therewith, they may be liable to have Commissions of Bankrupt issued against them as Traders: Therefore, for the more easily effecting the Purposes of the said Society, and for avoiding the Difficulties aforesaid, the said Society are desirous of being incorporated, and having a Common Seal and Name, by which they may be known and distinguished, sue and be sued, implead and be impleaded: 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, That *Granville Sharpe Esquire, Samuel Whitbread Esquire, Henry Thornton Esquire, Robert Hunter and Philip Sansom, Merchants of London; Sir George Young Knight, William Wilberforce Esquire, William Lushington Esquire, Richard Clark Esquire Alderman of London, Paul le Mesurier Esquire Alderman of London, William Morland Esquire, John Maitland Esquire, Joseph Hardcastle, William Ludlam, Cornwall Smalley, Merchants of London; William Sharp Esquire, Joseph Corbie, George Sharp, Theophilus Pritzler, Joseph Reynier, William Moore, Henry Heyman, John Shaw, Vickeris Taylor, John Thompson, John Blunt, Merchants; Sir Francis Wood Baronet, John Call Esquire, John Kingston Esquire, the Reverend Thomas Gisborne Clerk, the Reverend Thomas Clarkson Clerk, Charles Grill, Thomas Slack, Merchants; Charles Hamilton Esquire, Peet Musgrave, Abraham Harman, James Trimmer, James Renat Syms, George Dyer, John Blunt junior, Merchants; Robert Adamson Esquire, William Sandford Esquire, Daniel Beat Christie Esquire, John Scott Merchant, Sir Charles Middleton Baronet, William Morton Pitt Esquire, Timothy Stansfield Merchant, Samuel Milford Esquire, John Drury Esquire, Robert Hunter junior Merchant, Sir William Green Baronet, James Bland Burges Esquire, Francis Wilson Esquire, Daniel Roberts Merchant, William Agar Esquire, Charles Mills Esquire, Henry Calvely Cotton Esquire, Nathaniel Ward Bowers Merchant, Thomas Everet Esquire, Thomas Atkinson Merchant, Henry Mitton Esquire, William Purdy, Amos Hayton, John Blakeley, John Blakeley junior, Merchants; Edward Ravenscroft Esquire, John Hobart Briggs Gentleman, Samuel Parker, John Brickwood, Thomas Pattle, William Bullock, Merchants; Joshua Fenour Esquire, Ralph Leicester Esquire, James Law Esquire, John Gardner Esquire, James Phyn, Alexander Ellice, John Inglis, Osgood Hanbury, William Bowman, Nathaniel Lucas, Charles Betke, Samuel Brandram, Samuel Glaißer, Bryant Barret, James Wellington, John Kymour, John McTaggart, Robert Kingston, Merchants; John Princep Esquire, Alexander Higginson Esquire, Sir Richard Carr Glynn Knight, George Wolfe, Thomas Eldred, Merchants; Charles Montagu Esquire, Henry Allen Esquire, William Parker, John Higgin and John Maver, Merchants, their Executors, Administrators, and Assigns, and all and every Persons and Person who* shall hereafter, either in their own Right, or as Executors, Administrators, Successors, or Assigns, in Right of any other Person or Persons, become Proprietors of, or interested in, any Part or Share of the said Capital Joint Stock as herein-after is mentioned, shall be, and they are hereby made one distinct and separate Body Politick and Corporate in Deed and Name, for the establishing and carrying on of a Trade or Commerce to, from, and between these Kingdoms and the Coasts, Countries, and Harbours of *Africa*, by the Name or

## Proprietors.

To be a Body  
Corporate.

Stile of *The Sierra Leone Company*, and that by the same Name they shall have perpetual Succession, and a Common

Common Seal, and that they and their Successors may from Time to Time break, change, alter, or make new such Common Seal, as to them shall seem meet and expedient.

II. And be it further enacted, That the said Company shall be able, and capable in Law, and shall have perfect and full Power and Ability in Law, to have, purchase, take, hold, receive, possess, and enjoy Lands, Tenements, and Hereditaments, of what Nature or Kind soever, situate in any Part of his Majesty's Dominions, not exceeding in the Whole the annual Value of two thousand Pounds; and that any Person or Persons, Bodies Politick or Corporate, may give, grant, bargain, sell, or convey to the said Company any Lands, Tenements, or Hereditaments for the Use and Benefit of the said Company, notwithstanding the Statute of Mortmain, so that the same, together with the Lands so to be purchased as aforesaid, do not exceed in the Whole the said annual Value of two thousand Pounds; and that the said Company shall have full Power and Ability at Law to sell, grant, alien, demise, or dispose of such Lands, Tenements, and Hereditaments, or any Part thereof, at their free Will and Pleasure, and in their Corporate Name shall be able and capable in Law to sue and implead, be sued and impleaded, answer and be answered, defend or be defended, in all or any Court of Record, or elsewhere, in all Actions, Suits and Causes whatsoever, for, touching, or concerning the said Company, or their Capital Joint Stock, or any of their Property, Estate or Estates, in as large, ample, and beneficial Manner and Form as any other Body Politick and Corporate, or any other the liege People of *Great Britain*, or other his Majesty's Dominions, may or can have, purchase, take, hold, receive, possess and enjoy, sell, grant, alien, demise, or dispose, sue, implead, answer, or defend, or be impleaded, sued, defended, or answered, in any Manner or Wise, and shall and may by the Name aforesaid do, perform, and execute, and cause and procure to be done, performed, and executed, all or any lawful Acts, Matters, and Things whatsoever, appertaining them to do, perform, or execute, for, touching, or concerning the general Trade or Dealings of the said Company.

Company may purchase Lands.

III. And be it further enacted, That it shall be lawful for the said Company, in such General Court or Courts thereof as is or are authorized to be holden pursuant to this Act, to raise such Capital Joint Stock for the establishing and carrying on of the Trade or Business of the said Company, at such Times and in such Proportions as to them shall seem meet, not exceeding in the Whole the Sum of five hundred thousand Pounds, by taking Subscriptions from particular Persons (being or not being Members of the said Company) for advancing Money for this Purpose, in such Shares as are herein-after mentioned, according to the Order or Orders of such General Court or Courts for the Time being of the said Company, or by such Ways and Means, and in such Methods, as to such General Court or Courts shall seem meet and expedient, for making up the said Capital Joint Stock, and that the said Capital Joint Stock so to be raised shall be divided into Shares of fifty Pounds each.

Power to raise a Capital Joint Stock.

IV. And be it further enacted, That all and every Persons and Person by or for whom any Subscription shall be made or accepted, or any Payment made pursuant to the Orders of such General Court or Courts, for or towards the raising of the said Capital Joint Stock as aforesaid, his, her, or their Executors, Administrators, or Assigns respectively, shall have and be entitled to a Share of and in the said Capital Joint Stock of the said Company, in Proportion to the Monies which he or they shall have contributed towards making up the same, and to a proportionable Share of the Profits and Advantages attending the same Capital Joint Stock, and shall be admitted to be Members of the said Company; but that no Person or Persons shall be entitled to any greater Share in the said Capital or Joint Stock of the said Company than the Money which he, she, or they shall have paid towards the same; and that the several Members of the said Company do and shall respectively stand responsible and answerable to all just Debts and Demands of the Creditors of the said Company, to the full Amount of their several and respective Shares in the Capital of the said Joint Stock, but shall not be any further or otherwise liable, either personally or in their several and respective Lands, Tenements, Hereditaments, Goods, Chattels, or Effects, for any Undertakings, Engagements, Contracts, or Agreements, entered into by the said Company, or the Dealings and Transactions thereof.

Subscribers to have an Interest in the Capital Joint Stock, according to the Amount of their Subscriptions.

V. Provided always nevertheless, and be it further enacted, That it shall not be lawful for the said Company to borrow or take up, by Way of Loan, any Sum or Sums of Money whatsoever, other than and except by a Subscription for Shares, in Manner herein-before specified and mentioned.

Company not to borrow Money.

VI. Provided also, and be it further enacted, That it shall not be lawful for the said Company, either directly or indirectly, by itself or themselves, or by the Agents or Servants of the said Company, or otherwise howsoever, to deal or traffic in the buying or selling of Slaves, or in any Manner whatsoever to have, hold, appropriate, or employ any Person or Persons in a State of Slavery in the Service of the said Company.

Company not to deal in or have Slaves.

VII. And, for the better ordering, managing, and governing of the Affairs of the said Company, and for the making and establishing of a continual Succession of Persons to be Directors thereof, be it further enacted, That there shall be from Time to Time chosen from out of the Members of the said Company, during the Continuance of the said Company, thirteen Directors of and for the same Company, (one of whom shall be chosen for a Chairman, as herein-after mentioned, and one other for a Deputy Chairman;) which Directors, or the major Part of them, being met and assembled together (whereof the Chairman or Deputy Chairman to be one, except in such Cases as hereafter otherwise directed) shall be and be called a Court of Directors of the said Company; and shall have the ordering, Management, and Direction of the Affairs of the said Company, as herein-after mentioned.

Directors appointed.

VIII. And be it further enacted, That an Election of thirteen Directors of and for the said Company shall be made as herein-after is mentioned, by and out of the Members of the said Company, at a General Court of the said Company to be held within thirty Days after the first Day of *July* one thousand seven hundred and ninety-one; and that on some Day or Days, Time or Times, between the first Day of *January* and the first Day of *April* in every subsequent Year, there shall be an Election of thirteen Directors of the said Company, and that the Persons who shall be so elected Directors of the said Company shall continue Directors thereof until the

Manner of electing Directors.

the Persons to be elected Directors at the then next ensuing General Election, or the major Part of them, shall be sworn into their respective Offices.

For giving Notice of the Time or choosing Directors.

IX. And be it further enacted, That Notice of the Day and Days, Time and Times, when any Election is to be made of a Director or Directors of and for the said Company shall be given and published in the *London Gazette*, by such Person or Persons as are hereby impowered to summon a Court to make such Election respectively, fourteen Days at least before any such Election shall be made.

For choosing a Chairman and Deputy Chairman.

X. And be it further enacted, That upon and after every such annual Election of thirteen Directors, and the said new Directors, or the major Part of them, shall be duly sworn in, they the said new Directors, or the major Part of them, shall, at their first Meeting, elect and choose two of their own Number to be a Chairman and Deputy Chairman of the said Court of Directors, who shall continue in their respective Offices until the Persons so to be elected Directors at the next ensuing General Election, or the major Part of them, shall be sworn into their respective Offices.

For choosing new Directors in Cases of Death or Avoidance of the Office.

XI. And be it further enacted, That in case of the Death or other Avoidance of the Office of Director or Directors of the said Company for the Time being, or any of them, the Survivors of them, or the major Part of those remaining in their Offices, shall and may at any Time, upon fourteen Days Notice at least to be given in the *London Gazette* as aforesaid, assemble together the Members of the said Company; and the Members of the said Company so assembled, or the major Part of them, shall and may then and there elect and choose some other Person or Persons, qualified as herein is directed, in the Room and Stead of the Person or Persons then dead, or whose Office or Offices shall have otherwise become void; and that the Person or Persons so to be chosen shall continue in such Office or Offices respectively until the Person or Persons to be elected Directors at the next ensuing General Election, or the major Part of them, shall be sworn into their respective Offices.

For choosing a Chairman and Deputy Chairman of the Court of Directors, in Cases of Death or Avoidance of the Office.

XII. And be it further enacted, That in case of the Death or other Avoidance of the Office of Chairman or Deputy Chairman of the Court of Directors of the said Company, the Survivors or others of the said Directors for the Time being shall and may, at any Court of Directors to be summoned and held for that Purpose, as herein-before is mentioned, proceed to the Election of one or two of their own Number to be a Chairman or Deputy Chairman, as the Case may be; and that the Chairman or Deputy Chairman so to be elected shall continue in his or their Office or respective Offices until the Persons to be elected Directors at the then next ensuing General Election, or the major Part of them, shall be sworn into their respective Offices.

Elections and Business to be determined by Majority of Votes.

XIII. And be it further enacted, That all Elections of a Director or Directors of the said Company, or any of them, and all Matters and Things, in all General Courts to be holden of the said Company, shall be made, done, and determined by the Majority of the Votes of the Members of the said Company, who shall be present at such Elections.

Members of the Company to have Votes according to the Number of their Shares.

XIV. And be it further enacted, That in every Election of Directors, or any of them, in any General or other Court, which shall be holden of the said Company, every Member thereof who shall vote at such General or other Court, and shall, at the Time of such General or other Court, have, in his or her own Name and Right, one or two Share or Shares in the then Capital Joint Stock of the said Company, and no more, shall (by Reason and in Right thereof) have and be entitled to one Vote; and every Member of the said Company who shall vote at any such General or other Court, and shall then have, in his or her own Name and Right, three or four Shares in the then Capital Joint Stock of the said Company, and no more, shall (by Reason and in Right thereof) have and be entitled to two Votes; and every Member of the said Company who shall vote at any such General or other Court, and shall then have, in his or her own Name and Right, five, six, or seven Shares in the then Capital Joint Stock of the said Company, and no more, shall (by Reason and in Right thereof) have and be entitled to three Votes; and every Member of the said Company who shall vote at any such General or other Court, and shall then have, in his or her own Name and Right, eight or nine Shares in the then Capital Joint Stock of the said Company, and no more, shall (by Reason and in Right thereof) have and be entitled to four Votes; and every Member of the said Company who shall vote at any such General or other Court, and shall then have, in his or her own Name and Right, ten or more Shares in the then Capital Joint Stock of the said Company shall (by Reason and in Right of such Shares) have and be entitled to five Votes; but that no Member of the said Company shall have or be entitled to give, at any General or other Court of the said Company, more than five Votes.

Directors to take an Oath.

XV. And be it further enacted, That no Person to be elected into the Office of a Director of the said Company shall be capable of acting in the said Office, until he shall have taken an Oath, in Form or to the Effect following, (*videlicet* :)

" I A. B. do faithfully promise and swear, That in the Office of Director of the *Sierra Leone Company* I will give my best Advice and Assistance for the Support and good Government of the said Company, and that I will faithfully and honestly demean myself, and execute the said Office according to the best of my Skill and Understanding.

" So help me GOD."

No Person to have a Vote in the Election of Directors, or making of Bye Laws, but Proprietors.

XVI. And be it further enacted, That no Person, except such joint Proprietor as hereafter mentioned, shall give any Vote for the Election of Directors, or any of them, or for or concerning the making of Bye Laws, or any other Matters relating to the Affairs or Government of the said Company, at any General or other Court, who shall not then have, in his or her own Name and Right, and for his or her own Use, and not in Trust for any other Person, one Share at least in the Capital Joint Stock of the said Company.

XVII. And be it further enacted, That where more Persons than one shall be jointly interested in one or more Share or Shares in the said Capital Joint Stock, they shall be entitled to give their Vote or Votes in respect of such Share by the Person only whose Name shall stand first in the Books of the said Company as joint Proprietor of such Share or Shares.

XVIII. And be it further enacted, That in all Cases where the Person or Persons by this Act required to take any Oath shall be of the People called Quakers, it shall be sufficient for him or them, instead of the Oath required, to make his or their solemn Affirmation to the same Effect.

XIX. And be it further enacted, That no Person shall be capable of being elected or chosen a Director of the said Company, who shall not at the Time of such Choice or Election have, in his own Name, and in his own Right, and for his own Use, and not jointly with or in Trust for any other Person or Persons, one Share at least in the Capital Joint Stock of the said Company; and that upon parting with his Share in the said Capital Joint Stock, or reducing the same to less than one Share as before mentioned, the Place of such Director so parting with, reducing, or diminishing his Share in the said Capital Joint Stock as aforesaid, shall become vacant, and another Proprietor shall be elected Director in his Room by the Members of the said Company, according to the Rules and Methods herein prescribed or mentioned, any Thing herein contained to the contrary notwithstanding.

XX. And be it further enacted, That no Person nominated to be a Director shall be capable to act in the said Office of Director until he shall have taken an Oath, in the Words or to the Effect following, (*videlicet* :)

“ I *A. B.* do swear, That one Share at least of the Capital Joint Stock of the *Sierra Leone* Company, whereof I am appointed or elected to be Director, doth at this Time belong to me in my own Right, and not in Trust for any other Person or Persons whomsoever.

“ So help me GOD.”

XXI. And be it further enacted, That the several and respective Oaths by this Act required or appointed to be taken by the said Directors of the said Company, every or any of them respectively, shall and may be administered by the Lord Mayor of the City of *London*, or any Alderman of the said City for the Time being, or any of them, or by any two or more of the said Court of Directors, who shall first have taken the said Oaths, and they and every of them respectively are hereby authorized and required to administer the said Oaths accordingly.

XXII. And be it further enacted, That if any Person or Persons to be nominated Director or Directors as aforesaid shall, for the Space of forty Days after such Nomination or Election, and Notice thereof given or sent to, or left with or for him or them at his or their usual Place of Residence, by Writing under the Hand of the Secretary of the said Company for the Time being, neglect or refuse to take the Oath hereby appointed to be taken by the said Directors of the said Company, or shall refuse or neglect to take upon him his or their Office or Offices of Director, then and in such Case the Office or Place of Director of every Person so neglecting or refusing shall become vacant, and a new Election or Elections shall be made into such Place or Places by the Members of the said Company, according to such Rules, Methods, and Qualifications of the Electors as herein-before is mentioned and prescribed.

XXIII. And be it further enacted, That the said Court of Directors for the Time being, or the major Part of them (whereof the Chairman or Deputy Chairman to be always one, unless in such Cases as herein-after mentioned) shall and may from Time to Time, and at all convenient Times, assemble and meet together at any convenient Place or Places, for the Direction and Management of the Affairs or Business of the said Company, and then and there hold Courts of Directors for the Affairs or Business of the said Company, and summon General Courts to meet as often as they shall see Cause; and that the said Court of Directors, or the major Part of them, so assembled, shall and may act according to such Bye Laws, Constitutions, Orders, Rules, or Directions as shall from Time to Time be made and given unto them by the General Court of the said Company, and in all Cases not especially provided for by any Bye Laws, Constitutions, Orders, Rules, or Directions made by the said General Court, the said Court of Directors, or the major Part of them, so assembled, shall and may direct and manage all the Affairs and Business of the said Company, not especially appointed by this Act to be done by the said Company, in a General Court of the same, subject nevertheless to such Restrictions, Limitations, Rules, or Appointments as are contained in this Act on that Behalf.

XXIV. And be it further enacted, That all Matters and Things which the said Court of Directors, or the major Part of them, shall order and direct to be done by Sub-committees, or other Persons appointed under them, shall and may, by virtue of such Orders, be done by the said Sub-committees and other Persons so appointed, as fully as the said Court of Directors might lawfully do the same.

XXV. And be it further enacted, That the said Court of Directors shall have Power and Authority to administer an Oath to their Secretary, for the faithful and due Execution of his Trust, in the Words, or to the Effect following, (*videlicet* :)

“ I *A. B.* being elected into the Office or Place of Secretary to the *Sierra Leone* Company, do swear, That I will be true and faithful to the said Company, and will faithfully and truly execute and discharge the said Office of Secretary, to the utmost of my Skill and Power.

“ So help me GOD.”

And

Where Joint Proprietors hold a Share, the Person whose Name stands first in the Form shall vote.

Quakers to make Affirmations instead of the Oaths required;

No Person to be chosen a Director, unless possessed of one Share at least in the said Capital Joint Stock.

Form of Oath to be taken by the Directors.

Oaths to be taken by Directors to be administered by Lord Mayor, &c.

In case any Person chosen Director refuses or neglects to qualify or take the Office, a new Election to be made.

For holding Meetings or Courts of the Directors.

Sub-committees may be appointed.

The Secretary's Oath.

And that when any Person shall be appointed Secretary of the said Company, Notice in Writing shall be forthwith sent to, or left with or for him, at his usual Place of Residence, by the Chairman of the Court of Directors at which he shall be so chosen, of such his Election, and he shall by such Notice be required to qualify himself without Delay for the said Office, by taking the said Oath.

Notice to be given to Persons appointed Agents or Servants to the Company.

XXVI. And be it further enacted, That when any Person shall be appointed Agent or Servant of the said Company, Notice thereof shall be given or sent to, or left with or for him at his usual Place of Residence, by Writing under the Hand of the Secretary of the said Company for the Time being.

The Oath of Agents or Servants.

XXVII. And be it further enacted, That the said Court of Directors shall have Power and Authority to administer to the Agents and Servants of the said Company the like Oath, *mutatis mutandis*, which they are hereby authorized and empowered to administer to their Secretary.

Secretary, &c. neglecting to take the Oath, his Office to be void.

XXVIII. And be it further enacted, That in case any Person to be elected Secretary, Agent, or Servant of the said Company as aforesaid, shall, for the Space of forty Days after such Nomination or Election, and Notice thereof given or sent to, or left with or for him at his usual Place of Residence, by Writing as herein-before is mentioned, neglect or refuse to take the respective Oath and Oaths hereby appointed to be taken as aforesaid, shall refuse or neglect to take upon him or them, his or their Office or Offices, that then, and in every such Case, the Office and Place of every such Person so neglecting or refusing shall become vacant, and a new Election or Elections shall be made into such Place or Places as in the respective Cases is herein-before prescribed and mentioned.

Meetings of the Company.

XXIX. And be it further enacted, That it shall be lawful for the Members of the said Company, qualified as aforesaid, from Time to Time, to assemble and meet together at any convenient Place or Places, for the Choice of the Directors of the said Company, according to the true Intent of this Act, and for the making of Bye-Laws, Ordinances, Rules, Orders, or Directions for the good Government thereof, or for any other Affairs or Business concerning the said Company; and that all the Members of the said Company, or so many of them as shall be assembled (whereof the Chairman or Deputy Chairman to be always one, except in such Cases as herein-after are mentioned) shall be and be called a General Court of the said Company, which Court shall assemble and meet together at such Times and in such Manner as herein-after is directed.

One General Court in a Year at the least to be held.

XXX. And be it further enacted, That the said Court of Directors, or the major Part of them for the Time being, shall, and they are hereby required, from Time to Time, to summon and appoint one General Court at least in every Year, between the first Day of *January* and the first Day of *April*.

For summoning General Courts, in Cases of Failure to call them by the Court of Directors.

XXXI. And be it further enacted, That if at any Time or Times there shall be a Failure of holding a General Court within the said Time, by the Default of the Court of Directors for the Time being, that then and so often, and in every such Case, any five or more of the Directors of the said Company shall and may summon and call a General Court, which shall meet and be holden some Time in the Month of *May* next after the Time in which such General Court should have been holden, upon the Summons of the major Part of the Court of Directors of the said Company as aforesaid.

For summoning General Courts on Requisition from nine Members of the Company.

XXXII. And be it further enacted, That the said Court of Directors, or the major Part of them for the Time being, shall, from Time to Time, upon Demand in Writing under their Hands, to be made by any nine or more of the Members of the said Company, having each of them one full Share at least in the Capital Joint Stock of the said Company, solely or jointly, as herein-before is mentioned, within twenty Days after such Demand, call a General Court to be held of the Members of the said Company; and if the said Court of Directors, or the major Part of them, shall refuse or neglect to summon and call such General Court, it shall be lawful for the said nine or more Members, having each one full Share as aforesaid, upon fourteen Days Notice in Writing, to be published in the *London Gazette*, to summon and hold a General Court of the said Company, and then and there to appoint one of themselves to be President or Chairman of the General Court so to be holden, and to do and dispatch any Business relating to the Government or Affairs of the said Company; and that in the General Court so to be called and holden, or in any other General Court of the said Company, the Members then and there present may hear and debate any Complaint that shall be made against any Director or Directors, for Mismanagement in his or their Office or Offices; and if such Director or Directors shall not clear himself or themselves of such Complaint, to the Satisfaction of the major Part of the Members of the said Company, who shall be present at the said General Court, then and in every such Case, within twenty Days next after such General Court, another General Court shall be called and held of the Members of the said Company, fourteen Days Notice thereof being given as aforesaid, finally to determine the same by the Majority of Votes as aforesaid; and that the said second General Court may, by the Majority of Votes as aforesaid, remove and displace any Director or Directors for such Mismanagement in his or their Office or Offices, and may elect some other Person or Persons from out of the Members of the said Company, being qualified as herein-before is mentioned, to be Director or Directors in Manner before prescribed, in the Room or Rooms, Stead or Steads of such Person or Persons as shall be removed or displaced, and that the Person or Persons so to be elected shall continue in such Office or Offices, until the Persons to be elected Directors at the then next ensuing General Election, or the major Part of them, shall be sworn into their respective Offices.

For removing Directors for Mismanagement, and choosing others in their Places.

Company may make Bye Laws.

XXXIII. And be it further enacted, That the said Company shall have full Power, and they are hereby authorized in the General Courts or Assemblies aforesaid, by Majority of Votes as aforesaid, to make and constitute reasonable Laws, Constitutions, Orders, and Ordinances, from Time to Time, for, touching, or concerning the Trade of the said Company, and for making Dividends of the Profits arising from their Capital Joint Stock, and for the good Government of all or any other Affairs or Business of the said Company,

Company, and for the good Government of all the Officers, Servants, and others, concerned in the same, and to inflict reasonable Penalties and Forfeitures for any Breach or Breaches thereof, so that the same be not repugnant to the Laws of this Realm; and that all the said Penalties and Forfeitures shall and may be levied, recovered, and received to the only Use and behoof of the said Company, without any Account, Matter, or Thing, to be therefore rendered to any Person or Persons whomsoever.

XXXIV. And be it further enacted, That the first General Court for the said Company shall be held within the Space of thirty Days next after the first Day of *July* one thousand seven hundred and ninety-one.

XXXV. And be it further enacted, That in all Cases when there shall be an Equality, or an equal Number of Votes in any General Court, or in any Court of Directors to be holden as aforesaid, the Chairman for the Time being shall have the casting Vote.

XXXVI. And be it further enacted, That a Court of Directors of the said Company shall be summoned and held once at least in every Calendar Month, during the Continuance of the said Company; and that in case the Chairman or Deputy Chairman shall refuse or neglect to summon and hold a Court of Directors, once at least in every Calendar Month, and in every Case, where under the Provisions of this Act it shall be necessary that a Court of Directors should be held, and through Neglect or Refusal of the Chairman or Deputy, or Deaths of them, or either of them, the same cannot be otherwise held, then and in every such Case, and so often, five or more of the Directors of the said Company for the Time being may, upon reasonable Notice to be given thereof in the *London Gazette*, summon the Directors of the said Company to assemble and meet together at the then usual Place of Meeting of the Court of Directors, and the said Directors, so assembled upon such Summons, or the major Part of them, shall be and be deemed to be a Court of Directors of the said Company, and shall and may transact and do all Matters and Things belonging to a Court of Directors of the said Company to transact and do.

XXXXVII. And be it further enacted, That when any Court of Directors shall be duly summoned to assemble and meet together, if the Chairman or Deputy Chairman shall, by reason of Sickneſs, Abſence from London, or other Occaſions, not come or be preſent at ſuch Meeting, and ſhall not ſend Notice of his or their Inability to attend, within two Hours after the Time appointed for ſuch Meeting, then and in ſuch Caſe the Directors, or the major Part of them, being ſo met, ſhall and may in ſuch Caſe make, hold, and be a Court of Directors, and do and tranſact all Matters and Things belonging to a Court of Directors of the ſaid Company to do and tranſact; or if the Chairman and Deputy Chairman ſhall ſend Notice of their Inability to attend, then, without waiting two Hours after the Time appointed as aforeſaid, the Directors, or the major Part of them, ſo met, ſhall and may make, hold, and be a Court of Directors, and in like Manner proceed to Buſineſs.

XXXVIII. And be it further enacted, That the said Company shall cause an Accountant to keep a Book or Books in the public Office or Place of Meeting of the said Company, to be provided for that Purpose, and therein fairly to enter or cause to be entered, from Time to Time, the Account of the Capital Joint Stock of the said Company as aforesaid, the same to be by him attested upon Oath (if required), which said Book or Books shall from Time to Time lie open to be viewed, and shall be called *The Ledger of the Capital Joint Stock of the Sierra Leone Company*; and there shall also be from Time to Time provided and kept, as herein-after is mentioned, one or more other Book or Books, which shall be called *The Transfer Book or Books of the Sierra Leone Company*.

XXXIX. And be it further enacted, That the Shares of all and every Person and Persons whomsoever, of and in the said Capital Joint Stock of the said Company, or any of them (so that the same be not thereby split and divided into Fractions) shall and may be assignable and transferrable, assigned and transferred, to such Person or Persons only as shall freely and voluntarily accept the same, and not otherwise, by an Entry to be made in the said Transfer Book or Books, signed by the Party or Parties so assigning or transferring, in the Words or to the Effect following, (*videlicet*);

" I A. B. do transfer and assign unto C. D. his Executors, Administrators, and Assigns, my  
 " Share or Shares [as the Case may be] in the Capital Joint Stock of the Sierra Leone Company, and  
 " all Benefit arising therefrom. Witness my Hand, this                      Day of                      in the  
 " Year of our Lord

Or in case the Person or Persons assigning or transferring be not present, that then and in such Case the Assignment or Transfer shall be made by an Entry in the said Book or Books last mentioned, signed by some Person thereunto lawfully authorized by Letter of Attorney, or Deed duly executed in the Presence of and attested by two or more Witnesses, in the Words or to the Effect following, (*videlicet* ;)

“ **I** *A. B.* by virtue of a Letter of Attorney from *C. D.* dated the \_\_\_\_\_ Day of \_\_\_\_\_  
 “ in the Year of our Lord \_\_\_\_\_ do, in the Name and on the Behalf of \_\_\_\_\_  
 “ the said *C. D.* transfer and assign unto *E. F.* his Executors, Administrators, and Assigns, the  
 “ Share or Shares of the said *C. D.* in the Capital Joint Stock of the *Sierra Leone* Company, and all Be-  
 “ nefit arising therefrom. Witness my Hand, the \_\_\_\_\_ Day of \_\_\_\_\_ in the Year of  
 “ our Lord \_\_\_\_\_ ”

And that all Assignments and Transfers made in Manner above prescribed, and no other, shall be good and available in the Law, and shall transfer and convey the whole Estate and Interest of the Party or Parties so assigning



assigning or transferring, or authorising such Assignment or Transfer, of and in such and so many of his, her, or their said Shares thereof; as in such Assignment or Transfer shall be mentioned, and all Benefits and Advantages in respect thereof, until the Assignee or Transferee, Assignees or Transferees therein named, his, her, and their Executors, Administrators, and Assigns.

No Person to claim as Executor, Administrator, or Devisee, without producing the Probate or Letters of Administration.

XL. And be it further enacted, That no Person who shall claim any Share or Interest of or in the Capital Joint Stock of the said Company, either as Executor, Administrator, or Legatee, shall transfer the same, or receive any Dividends or Profits thereof, until he, she, or they shall have produced the Will, or Probate of the Will, or the Letters of Administration under which he, she, or they respectively claim, unto the Person or Persons who shall have the Care and Keeping of the said Transfer Book, in order to his or their making an Entry or Memorandum of such Will, Probate, or Letters of Administration, or of so much thereof as relates to the said Stock, in a Book or Books to be by him or them kept and provided for that Purpose, which Book or Books shall be open in the Transfer Office, to be seen and perused at all seasonable Times, by all Persons concerned, without Fee or Charge; and the Person or Persons keeping the said Transfer Books is and are hereby required to provide and keep such Book or Books, and to make such Entries and Memorandums accordingly.

For preventing Doubts in the Minds of the Publick, with respect to the Credit of the Company.

‘XLI. And, to prevent any Doubts in the Minds of the Publick with respect to the Credit of the said Company,’ be it further enacted, That some Time between the first Day of April and the first Day of May in every Year, there shall be published and declared in the *London Gazette*, a just and true Account of the Debts, Credits, and Amount of the Capital Stock of the said Company, signed by the Chairman, Deputy Chairman, and five other Directors of the said Company for the Time being.

For appointing Officers, and making Allowances to them.

XLII. And be it further enacted, That it shall be lawful for the Directors of the said Company for the Time being from Time to Time to choose or appoint, or cause to be chosen and appointed, such Officers and Servants as they shall judge necessary to be employed in the Service of the said Company, and to continue them, or any of them, in their respective Offices or Employments, in such Manner as they the said Directors shall think fit; and also to settle and establish proper Salaries, Fees, or Allowances to the Officers and Servants so to be chosen and appointed.

Shares in the Capital Joint Stock to be deemed personal Estate.

XLIII. And be it further enacted, That the Capital Joint Stock of the said Company, and the Share and Interest of each and every particular Member thereof and therein, shall be deemed and adjudged, in all Courts of Law and Equity, and elsewhere, to be a personal and not a real Estate, and shall go to the Executors or Administrators of the Person or Persons dying possessed thereof, or entitled thereunto, and not to the Heir of such Person.

His Majesty empowered to grant, and the Company to hold, the exclusive Right to the Peninsula of Sierra Leone, &c.

‘XLIV. And, for the better and more effectually establishing and carrying on of the Trade and Business of the said Company,’ be it further enacted, That it shall be lawful for his Majesty, his Heirs and Successors, to make unto the said Company a Grant, by Letters Patent under the Great Seal of Great Britain, of so much and such Part of all that Tract or District of Land, situate and being at *Sierra Leone*, on the Coast of *Africa*, and commonly called or known by the Name or Description of *The Peninsula of Sierra Leone*, as already may have, or shall hereafter, by any Grant, Purchase, or Cession from any of the Kings, Princes, or Chiefs having Right therein, become vested in his Majesty, his Heirs and Successors, with full Power, Liberty, and Privilege to and for the said Company to purchase of and from all Kings, Princes, and Chiefs, or other Powers having Right to make Sale thereof, so much Land as shall include the whole Tract or District so commonly called or known by the Name of *The Peninsula of Sierra Leone* as aforesaid, as the same is bounded on the North by the River *Sierra Leone*, on the South by the River *Caramanica*, on the East by the River *Bunce*, and on the West by the Sea, to hold the same, and the whole Use, Property, and Possession of the said Peninsula (as well such Part thereof as may have so been vested in his Majesty as aforesaid, as also such additional Part so to be purchased by them under the Authority of this Act, and his Majesty’s said Grant) unto the said Company and their Assigns, upon such Terms, Conditions, and Reservations to be inserted in the said Grant, as his Majesty, his Heirs and Successors respectively, shall judge expedient.

For securing the African Merchants from the Operation of the Act.

XLV. Provided always, and be it enacted, That nothing in this Act contained shall extend, or be construed to extend, to affect the Rights of any other *British* Subjects trading to *Africa*, so as to prevent or in any Manner to obstruct the Ships or Vessels belonging to *British* Subjects from anchoring in *Sierra Leone* or *Caramanica* Rivers, or in any of the Creeks, Bays, or Harbours within the Limits specified in this Act, for the Purpose of refitting and repairing as heretofore, with full Liberty to the same to erect temporary Tents, Huts, or Sheds on the Shores of the said Peninsula, for the Security of the Stores and Accommodation of the Persons employed upon such Occasions; and that no Impediment or Obstruction shall be given by the said Company, their Agents or Servants, to such *British* Subjects, or their Agents, to prevent their purchasing Ivory, Wax, Camwood, and Provisions from the Natives, or procuring Fruit, Firewood, and Water as heretofore, without any new Charge being exacted for the same.

Proceedings not to be vacated for want of Form. Limitation of Actions.

XLVI. And be it further enacted, That no Proceedings to be had and taken in pursuance of this Act, shall be quashed or vacated for want of Form only.

XLVII. And be it further enacted, That if any Action, Suit, or Information shall be brought, instituted, or commenced (in any Court of Great Britain) against any Person or Persons, for any Thing done in pursuance of this Act, or in the Execution of the Powers and Authorities, or the Orders and Directions herein-before given or granted, every such Action, Suit, or Information, shall be brought or commenced within six Calendar Months next after the Fact committed, or in case there shall be a Continuance of Damage, then within six Calendar Months next after the doing or committing such Damage shall cease, and

and not afterwards; and the Defendant or Defendants in such Action, Suit, or Information may, in any such Court, plead the General Issue, and give this Act and the special Matter in Evidence at any Trial to be had thereupon, and that the same was done in pursuance and by the Authority of this Act: And if it shall appear to have been so done, or if any Action, Suit, or Information, shall be brought after the Time so limited for bringing the same, then and in such Case the Jury shall find for the Defendant or Defendants, or the Court of Sessions in *Scotland* shall dismiss the said Suit; or if the Plaintiff or Plaintiffs, Pursuer or Pursuers, shall become Nonsuit, or suffer a Discontinuance of his, her, or their Action, Suit, or Information, after the Defendant or Defendants shall have appeared, or if a Verdict or Judgement, or Decision of the Court of Session in *Scotland*, shall pass against the Plaintiff or Plaintiffs, Pursuer or Pursuers, or if upon Demurrer, or otherwise, Judgement shall be given against the Plaintiff or Plaintiffs, the Defendant or Defendants shall have treble Costs, and shall have such Remedy for the same as any Defendant or Defendants hath or have for Costs of Suit in any Action or Actions at Law.

General Issue.

Treble Costs.

XLVIII. And be it further enacted, That this Act shall take place and have Continuance from the first Day of *July* one thousand seven hundred and ninety-one, for and during the Term of thirty-one Years, and from thence to the End of the then next Session of Parliament.

For limiting the Duration of the Act to thirty-one Years.

XLIX. And be it further enacted by the Authority aforesaid, That this Act shall be deemed and taken to be a Publick Act; and all Judges in any of the Courts in *Great Britain*, Justices, and other Persons, are hereby required to take notice of it as such, without specially pleading the same.

Publick Act.

## C A P. LVI.

An Act more effectually to prevent Abuses and Frauds committed by Persons employed in the Manufactures of combing Wool and Worsted Yarn in the County of *Norfolk*, and City of *Norwich* and County of the said City.

WHEREAS, by certain Acts of Parliament, made in the twenty-second Year of the Reign of King GEORGE the Second, and the fourteenth and fifteenth Years of the Reign of his present Majesty, for the more effectual preventing of Frauds and Abuses committed by Persons employed in the Manufacture of Hats, and in the Woollen, Linen, Fustian, Cotton, Iron, Leather, Fur, Hemp, Flax, Mohair, and Silk Manufactures; and for preventing unlawful Combinations of Journeymen Dyers, and Journeymen Hotpressers, and of all Persons employed in the said several Manufactures, and for the better Payment of their Wages; certain Penalties and Punishments in the said Acts respectively mentioned are inflicted upon all Persons who shall reel Short or False Yarn, and on Persons embezzling the Materials used in the said Manufactures: And whereas the Purposes of the said Acts have been greatly frustrated, within the County of *Norfolk* and City of *Norwich* and County of the same City, from the Woolcombers and Makers of Worsted Yarn being unwilling to expose themselves singly to the Loss attending the Re-  
sentment of the Spinners and Work People, by prosecuting them for Offences against the said Acts: And whereas this important Branch of the Woollen Manufacture within the Places aforesaid will be greatly prejudiced, unless the Woolcombers and Makers of Worsted Yarn are enabled jointly to carry the said Acts into effectual Execution, and unless some further Regulations are made to prevent Frauds and Abuses committed by Persons employed in the Manufactures of combing Wool and Worsted Yarn, which cannot be done without the Aid 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, That a General Meeting of the Woolcombers and Makers of Worsted Yarn, in the County of *Norfolk*, and City of *Norwich* and County of the same City, shall be held at the City of *Norwich*, upon or before the second Day of *September* one thousand seven hundred and ninety-one, at the Hour of eleven of the Clock in the Forenoon, Notice of which shall be given in some of the *Norwich* Newspapers, at least twenty-one Days before the said Meeting, by the Clerk of the Peace for the City of *Norwich*, at which said General Meeting such of the said Woolcombers and Makers of Worsted Yarn as shall be present shall have Votes, and having first chosen a Chairman, shall elect, nominate, and appoint twelve Persons from amongst themselves, which said twelve Persons so to be elected shall be a Committee of the said Woolcombers and Makers of Worsted Yarn, until another Committee shall be chosen and appointed in the Manner herein-after provided, and so as often as there shall be Occasion; which Committee are hereby authorized and empowered to nominate and recommend proper Persons to be licensed by the Justices of the Peace for the County of *Norfolk*, and City of *Norwich* and County of the same City respectively, at any of their Quarter Sessions, or any Adjournment thereof, to be Inspectors for the Purposes herein-after mentioned; and the said Committee shall also have the Direction of all Prosecutions of Offenders against this and the said before-mentioned Acts, and the Management of the Fund or Funds herein-after created, and shall have Power to do all other Matters and Things which may be deemed necessary and proper for carrying this Act into Execution, in such Manner as the said Committee shall, from Time to Time, think best for the Interest and Advantage of all the Woolcombers and Makers of Worsted Yarn in the County of *Norfolk*, and City of *Norwich* and County of the same City.

Preamble.

22 Geo. 2. c. 27.  
14 Geo. 3. c. 44.  
15 Geo. 3. c. 14.

General Meeting of the Manufacturers appointed.

II. Provided always, That no Woolcomber or Maker of Worsted Yarn, who shall be employed as a Journeyman, shall attend or have a Vote at any Meeting to be held in pursuance of this Act, or in any Manner interfere in the carrying of this Act into Execution.

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III. And