

## 1951: No. 70

## THE MID-OCEAN CLUB ACT, 1951.

[9th July, 1951]

**W**HEREAS the Honourable Sir William James Howard Trott, the Honourable Sir Eldon Harvey Trimmingham, the Honourable Harry Durham Butterfield, and Edmund Graham Gibbons have presented a petition to the Legislature setting forth that they are desirous of forming a joint stock company to be called the Mid-Ocean Club Limited for the purposes therein expressed and that the petitioners are desirous of having the said Company incorporated by an Act of the Legislature limiting the liability of the shareholders to the amount unpaid on their respective shares and praying that an Act may be passed to enable the said Company to become incorporated and to confer on the said Company certain powers necessary for the carrying on of its business, and it is deemed expedient to pass an Act for such purposes:

Be it, therefore, enacted by the Governor, Legislative Council and Assembly of the Bermudas or Somers Islands as follows:

1.—(1) If within six months after the passing of this Act a Memorandum of Association is signed and filed in accordance with the provisions of the Companies Act, 1948, the persons who shall sign such Memorandum and the persons who shall thereafter become shareholders in the Company shall be a body corporate under the name of "The Mid-Ocean Club Limited", with the exclusive right to use that name in these Islands and under that name to have perpetual succession with power to sue and liability to be sued in all courts, and to have and use a common seal, with power to renew or change the same at pleasure; and the Company may thereafter carry on its business under the powers conferred by, and in accordance with, the provisions of this Act, of the Companies Act, 1923, of the Companies Act, 1948, and of the Companies Acts, 1950, in so far as it is not in conflict with any of the provisions of this Act.

Incorporation of Company on filing of Memorandum of Association; commencement of business.  
1948: No. 4.

1923: No. 6.  
1948: No. 4.  
1950: No. 11.

(2) If the persons referred to in the foregoing sub-section become a body corporate under the provisions of the said sub-section then the succeeding sections of this Act shall have effect in relation to that body corporate which body corporate is in the said succeeding sections referred to as "the Company".

2. Upon the filing of the Memorandum of Association the Registrar-General shall furnish to the Company a certificate stating the date when such Memorandum was filed in his office.

Issue of certificate by Registrar-General.

3. The capital of the Company shall be such sum not less than twenty-five thousand pounds as the Company shall from time to time determine and such capital shall be divided into shares of the par value of ten pounds each, and, subject to the provisions contained

Capital of Company.

1948: No. 4.

in the Companies Act, 1948, with respect to the allotment of shares by the Provisional Directors, the Company shall have power to divide the shares in the capital whether original or increased into several classes and to attach thereto respectively any preferential, deferred, qualified or special rights, privileges or conditions.

Powers of Company.

4. The Company shall have the following powers, that is to say,—

- (a) to acquire by purchase or otherwise as a going concern the whole or any part of the undertaking and business now carried on by the Bermuda Development Company Limited, a company incorporated by an Act of the Legislature of these Islands on the premises described in the Schedule to this Act and known as the Mid-Ocean Club;
- (b) to acquire by purchase or otherwise from the Bermuda Development Company Limited and hold in its corporate name the land more particularly described in the Schedule to this Act together with all its appurtenances;
- (c) to engage in and carry on in these Islands the business of hotel keepers, restaurant keepers, and proprietors of places of amusement, entertainment, recreation and sport;
- (d) to acquire, erect or provide and hold hotels, cottages with suitable outbuildings, stables, garage and other appurtenances, pavilions, tea-houses, summer-houses, bathing-houses, golf courses, tennis grounds, and facilities for yachting, boating and other outdoor sports of every description;
- (e) to acquire, erect or provide and hold a building suitable for use as a country club and to organize and operate such club;
- (f) to provide all other suitable accommodation, conveniences and things incidental to the carrying on of the business of the Company as aforesaid; and
- (g) to acquire by purchase or otherwise and hold any stocks, shares, bonds, debentures, debenture stock obligations, mortgages or securities in any other company or corporation.

Restriction on disposal, etc., of golf course.

5.—(1) Subject to the provisions of this section, the Company, if it exercises the power mentioned in paragraph (b) of the last foregoing section, shall not, without the prior concurrence of both Houses of the Legislature,—

- (a) dispose of the whole or any part of any land which immediately before the commencement of this Act was being used as a fairway or a green of the golf course commonly known as the Mid-Ocean Golf Course; or
- (b) use the whole or any part of any such land as aforesaid for any purpose other than the purpose of a fairway or green of a golf course.

(2) Nothing in the foregoing sub-section shall be construed so as to impose upon the Company any restriction in respect of—

- (a) the alteration of the position or lay-out of any fairway or green; or
- (b) the substitution for any fairway or green of another fairway or green:

Provided that no such alteration or substitution shall be made without the prior concurrence of the Governor-in-Council if by reason of such alteration or substitution the aggregate area of all the fairways and greens would be reduced.

(3) If the Company exercises the power referred to in sub-section (1) of this section it shall be the duty of the Company to record at the office of the Registrar-General, within six months after the exercise of the said power, a plan showing the respective situations and areas of the fairways and greens of the Mid-Ocean Golf Course as they subsisted immediately before the commencement of this Act.

6. Subject to the provisions of the Companies Act, 1948, the business of the Company shall be managed and conducted by a board of directors consisting of not fewer than three as the shareholders shall from time to time determine, who shall hold office until the next Annual Meeting or until their successors are chosen or elected as provided by the Companies Act, 1923.

Management of affairs of Company by Board of Directors.  
1948: No. 4.  
1923: No. 6.

7. Nothing in this Act contained shall be construed to affect the rights of His Majesty, His heirs and successors, or of any body politic or corporate, or of any other person or persons except such as are mentioned in this Act, and those claiming by, from or under them.

Saving of rights of Crown and others.

## SCHEDULE

### DESCRIPTION OF PREMISES AUTHORIZED TO BE ACQUIRED BY THE MID-OCEAN CLUB LIMITED. Section 4

All those several parcels of land situate partly in Hamilton Parish, partly in Smith's Parish and partly in St. George's Parish in the Islands of Bermuda not exceeding in the whole two hundred acres bounded Northerly and Easterly by the land retained by the Bermuda Development Company Limited, Southerly by the waters of the Atlantic Ocean, and Westerly partly by the waters of Mangrove Lake and partly by land of Henry Thompson North, together with the Club House known as the Mid-Ocean Club House and the several cottages and buildings erected on the premises together with the beaches appurtenant thereto (except the beach known as East Beach) with all rights of way and appurtenances thereto.