

The Weekly British Colonist AND CHRONICLE.

Tuesday, November 12 1867.

A Sailors' Home.

Some time ago we drew attention to the absence of a sailors' home here and the advantage such an institution would afford to a friendless class of men who, from their exceptional position, appeal especially to our sympathies, cut off as they are from the pleasures of domestic life and social enjoyment. We all feel an hereditary interest in the "toilers of the sea," and both at home and in our colonies abroad the philanthropic efforts of those who are in the enjoyment of happy homes themselves have contributed to the comfort of the sailor by the erection of some dwelling where the mariners of both the mercantile and Royal marine can meet together and have access to newspapers and periodicals, enjoy a game of draughts, chess, or skittles, and other quiet amusements, thus combining the comforts of a public house without its contaminating influences. Such an Institute would be to the sailor on shore what the club is to the officer—a place of resort where he might enjoy himself rationally, and at the same time improve himself intellectually. Now that this place is the headquarters of the Pacific fleet with a force of about 700 men stationed at Esquimalt, we think it is incumbent on the inhabitants of Victoria, who so materially benefit by their presence, to do something to promote the welfare of the sailor by erecting a Sailors' Home, in which, we have no doubt, the Naval authorities would cordially co-operate. It is no uncommon thing for men-of-war to come here having previously been on the coast of Mexico and unable for months to give their men leave owing to the disturbed state of the country and the pestilential nature of the climate, and only after their arrival in this place can this indulgence be given. If after such a monotonous existence there were some place accessible for men to go to while on shore, where facilities of rational enjoyment were given, it would be an advantage not only to the men themselves but to the service, and tend to protect them from many demoralising influences. But not only would the Royal service be gainers, but also the mercantile marine, as men are frequently left behind sick, shipwrecked or paid off, and waiting for ships, to whom the erection of such an institution would be a great boon, and in this way we could specially appeal for aid in its establishment to all consuls, marine insurance agents and merchants. The expense of starting a Sailors' Home would be small, and afterwards might, under judicious management, be made self-supporting. We hope these suggestions may be acted on and some steps taken towards supplying the want. Perhaps as a commencement, our friends of the Victoria Dramatic Club and the Amateurs of the Zealous would kindly come forward, as they have done on other occasions when any good work was to be furthered, and by one or two performances form a nucleus sufficient to start it.

Catching "Flits."

The Cariboo Sentinel refers to the Ishmaelish Columbian in the following flattering terms. The Columbian, it will be remembered, impudently took the part of champion for the Sentinel, in reply to a mild rebuke which we administered to the last-named journal with reference to its course in the Grouse Creek difficulty. The remarks of the Sentinel lead us to suppose that the efforts of its New Westminster friend are unappreciated, and that the "honorable" (?) editor has at last "caught a Tartar." The Sentinel thus applies the law: "The editor of the Columbian, not content in taxing us with reticence, goes further, and says, after treating the Colonist to a large dose of his favorite biliousness, 'The editor of the Sentinel having a personal interest in the issue maintained a discreet silence throughout.' We should like to know what our friend the Columbian means by our having 'a personal interest in the issue.' If he means that we had a personal interest in seeing a speedy termination put to the unsatisfactory state of affairs which had been deeply deplored by our whole community throughout the season, the accomplishment of which he has endeavoured to retard, then we will admit that we had an interest in the issue; but if he means to insinuate that we had any personal interest either directly or indirectly in the late dispute, we most emphatically tell him that he utters a base and slanderous falsehood, and that we shall hold him personally responsible for his base calumny."

Big Bend News.—Judge Cox left on the 14th, many miners coming out to wish him farewell; 100 men on the creek; employment for all; Discovery Company doing well; \$130 to the hand, the last two weeks; 50 men going to winter; 4 feet of snow on the divide. When water is brought on Gold Hill Bench there will be a rich mining camp. All the old hands are going back next year. '49 expected on the 25th for her last trip.

Three thousand one hundred and seventy-six tons and 15 cwt. of coal were exported from Nanaimo during the month of October.

The Assizes.

The Court opened at 10:25 o'clock, Mr Alston acting as Attorney General. The Grand Jury were empaneled as follows: J C Nicholson (Foreman), D Leneveu, J Lowe, T L Stahlschmidt, J H Turner, J G Shepherd, A J Langley, G I Stuart, J P Davies, M T Johnson, Robt Barnaby, L Franklin, J R Stewart, J O Baymur, A Munro, W C Ward, R Finlayson, J Wilkie, M Moore, C B Young. The Chief Justice delivered an able charge to the Grand Jury, in the course of which he said he regretted that the calendar contained several serious crimes. His Lordship referred particularly to the recent affray on the public streets, and to the case of forgery and accessory thereto. The following cases were submitted to the Grand Jury: John (an Indian), attempt at robbery; William Bentley, embezzlement; Charles Schlessinger, forgery; Qui-toll (an Indian), wilful murder; David W Chauncey, accessory to forgery; Charles Levy, accessory to forgery; Charles C Tomlinson, shooting with intent; do, affray; Jacob Marks, assault with intent; do, affray; George F Smith, accessory to shooting with intent; do, accessory to affray; Sihook (an Indian), wilful murder.

EMBEZZLEMENT.

After an absence of a few minutes, the Grand Jury returned with a true bill against William Bentley, for embezzlement. The prisoner was arraigned and pleaded "not guilty."

Mr Ring, instructed by Mr Courtney, appeared for the defence. A jury was empaneled and James Thorne, the prosecuting witness, placed in the stand, from whose evidence it appeared that he handed the accused a check to go to the bank for \$307 to get cashed, and that the proceeds of the check, with the exception of \$130, were never handed to the prosecutor.

Mr A T Elliott was also examined for the prosecution, and the Crown having failed to produce the check, the jury were instructed that the omission was fatal to the case, and they must return a verdict of "not guilty," which was done, and the prisoner discharged.

FORGERY.

Chas Schlessinger, indicted for forgery, was next placed on trial. He was defended by Mr Ring, who was instructed by Mr Courtney. The testimony was similar to that produced before the police court on the occasion of the examination of the accused.

Mr Ring introduced no evidence for the defence, but made a brief address on behalf of his client; and after a charge from the Chief Justice the case went to the jury, who returned in a few minutes with a verdict of "guilty."

The prisoner was remanded for sentence, and the Court adjourned until Tuesday morning, at 10 o'clock.

GRAND JURY'S DOINGS.

The following true bills were returned yesterday: C C Tomlinson, shooting with intent and affray; G F Smith, accessory to shooting with intent and affray; Sihook and John, murder; Chas B Schlessinger, forgery; Wm Bentley, larceny. The following bills were ignored: D W Chauncey and C Levy, accessory to forgery; J Marks, affray. The Grand Jury stands adjourned until Wednesday.

ANNUAL MEETING OF THE MECHANICS' INSTITUTE.—The members of this Institute are reminded that the annual meeting for hearing report of past year's proceedings and for election of officers takes place this evening, Tuesday, at the rooms of the Institute, at the hour of eight precisely, and that after the business proceedings have been disposed of there will be the usual social gathering of the members of the institute.

MAURICE CAREY.—Nothing has been heard as to the whereabouts of this escaped convict. He appears to have got clear off to a country where we hope he will be allowed to remain. His presence is not desirable even in gaol, and his poor wife and family have been a heavy burthen on our citizens for the past two years. The man is really not worth the expense and trouble of bringing back.

THE MUNICIPAL ELECTION.—Nomination day occurs on Friday, and the election will take place on the day following. It is believed that about 300 votes will be polled. The Chinese vote is reported to have been "doctored," and a majority of the electors will vote for Trimble, Macdonald, however, stands well with the civilized voters.

THE RACES.—The advertisement for the races on the 12th appears this morning. The great match race will be between Volreese, Boston Colt, Greyhound and Prioresse. The second race will be the Navy Race, for Naval Officer riders only. The third race will be for the Prince of Wales' Stakes for a purse not less than \$50.

SUSPENDED.—The assistant gaoler and one of the door guards have been suspended pending an investigation into the circumstances attending the escape of Maurice Carey, the incendiary.

WHOLESALE DESTRUCTION OF SHEEP.—A note from Nanaimo informs us that on Thursday last upwards of thirty sheep, the property of Mr George Tranfield, butcher, were killed near that town by Indian dogs. The settlers ought to declare a war of extermination against the destructive "varmint."

LEACH RIVER.—Mr Pages came in on Saturday. He reports that his company have struck 130 feet into the bank. They have druffed a fine bed of gravel and are sinking for the bed-rock. Gold in small quantities is frequently met with. No snow has fallen on the river as yet.

NOT A NAME.—The petition for the maintenance of the assay office at Westminster goes back to the "Capital" to-day, without a single signature attached. Thus is the Governor's policy "endorsed."

Letter from Big Bend.

(FROM OUR OWN CORRESPONDENT.)

FRENCH CREEK, Oct. 15th, 1867.

The news of the Grouse Creek trouble had not reached here long before some misguided individuals thought that they could play a similar little game, but if you will allow me I will briefly tell you how gloriously they slipped up on it.

The Halliday company were the plaintiffs and the Black Hawk and Robertson companies the defendants. You must know that last year the Halliday company pre-empted 160 inches of water in a gulch emptying into French Creek by their claim, and the Black Hawk and Robertson companies pre-empted all the surplus water. Everything went on lovely as long as there was plenty of water for both parties, but when the snow had melted off the mountains the water quickly fell in the gulch, leaving a scarcely sufficient quantity for the use of the Halliday company; but these men were ever ready to lend any reasonable assistance to their fellow sufferers. You must know that the Black Hawk and Robertson companies the Black Hawk and Robertson companies told them they would supply them with water from the creek they might use all the water in the gulch. The Black Hawk and Robertson companies then cut a ditch from the creek to the Halliday claim, which said ditch proved the great fact that water won't run uphill. They had to alter the ditch and at last they got the water on the Halliday claim, but when the water fell in the creek the Halliday boys were again without water, and applied to the Black Hawk and Robertson for a proper supply; the Black Hawk and Robertson companies refused doing any more, so the Halliday Co. told them they would take back their gulch water. But the Black Hawk and Robertson companies took possession of the gulch and dared any magistrate or constable to take it from them, saying that they would have another Grouse Creek affair, they would have the Governor and the marines up to see them, that they had good pistols and were good shots, and if a certain Government official interfered they would make him bite the dust.

Our worthy Gold Commissioner had had an intimation of what was about to transpire, and the previous midnight had despatched a messenger to the Halliday company, telling them to avoid a collision, but to come at once to town and see him; this they did, and informed Mr Cox that the water being shut off the wheel, the shaft and drips were fast filling, and of course all their work stopped. Mr Cox informed them that he would go and turn the water back himself if they wished, but advised them, as their diggings did not pay, to keep quiet and wait until their shaft was full and then sue for damages, but to consider well both courses before they took either. The jumpers cooled down a little and then began to think that they had acted like fools, and came down to town to arrange matters quietly. But alas, it was too late. A suit was entered against them for \$2500 damages. Now, as the Black Hawk and Robinson boys knew very well that as every man on the creek was acquainted with the nasty, selfish, unmanly and hoggish manner in which they had acted ever since they were on the creek, it would not be possible for them to get a verdict from a jury (their heads were clear for the first time, for if it had come to a jury trial I believe the verdict would have been wilful murder), so it was to be decided before the Gold Commissioner. The plaintiffs, after a very fair trial, got damages for \$773, amounting with costs to \$800. Then the maniacs said they wouldn't pay a cent, but somehow they found out that Judge Cox was bound to put them through; he ordered their claims to be sold, but the day before the sale they weakened and they scraped the money together and paid the damages, and this is the glorious result. They have lost their claims and have signed papers giving up all claim to them. I must mention that when things looked ugly several of the miners called on Mr Cox and told him that any time it was necessary they were ready to render their assistance, but this was courteously declined, for Judge Cox must have known that he had rebellious old women, not men, to deal with.

FRITZ.

A Voice from the Gaol of Victoria. EDITOR COLONIST:—I was the captain of the bark "Aid," and I now want your aid to assist me in my distress.

After one of the most protracted voyages known, enduring the greatest hardships by "the perils of the sea," and having lost two of my crew with the scurvy and disease, and the others being more or less afflicted I at length arrived at this Island on the 29th of August last. It appears to be fated that as I was not devoured by the sea with my crew, I am to be offered up as a sacrifice bodily on shore.

Two actions have been brought against me, and, as I understand, the owner of my ship also, for bad stowage of cargo. The cargo was stowed under the direction of a duly appointed stevedore at Liverpool, and on my arrival here I received the certificate of the Port Warden that everything was found right. What more could I have done or be expected to do? I was most anxious that the cases should be tried as speedily as possible, and my ship was ready again for sea within fourteen days after my arrival—but I was arrested and locked up on the suit, where I have been since the 22d October last, and I am now told that the parties will not bring on their suits till they have gone through some form of service against my owner in England. My ship, to prevent loss under her charter parties, set sail this morning for Utsalady for a cargo of lumber to South America, under the command of my mate from England, and whilst I am left here to listen to the howlings of lunatics for an indefinite period. I had hoped that my perseverance under difficulties of no ordinary character would have entitled me to some claim for consideration; but it appears that consignment to "durance vile" is the only reward for services such as mine. Can you tell me what I ought to do, and oblige

JOHN DINNELL,

Late Master Bark "Aid," Victoria Gaol, Nov 2, 1867.

The Judgment in the Overend, Gurney and Co. Case.

(From the London Times of Sept. 4.)

The judgment delivered yesterday in the House of Lords confirming the decree of Vice-Chancellor Malins as to the liability of the shareholders of Overend, Gurney & Co. (Limited) to contribute to the full extent of their unpaid calls towards the payment of the creditors of the Company will surprise no one who has fully considered the law which now regulates the position of Joint-Stock Companies. The hardships of the individual shareholders and the magnitude of the interests involved have lent to this appeal an interest to which as a problem for judicial decision it was hardly entitled. It would, indeed, have been a national disaster, compared with which the ruinous downfall of the great discounting house itself would be trifling, if our Courts of Equity had been compelled to decide that a creditor dealing with a Joint-Stock Company may never know to what resources he is to look for payment. The register of shareholders of Overend, Gurney & Co. (Limited) consisted of eight persons who originally signed the memorandum of association, and of 676 others who acquired shares in the Company by allotment or by purchase. If the appellants could have succeeded in their contention, the creditors would have lost all remedy against the 676 shareholders, and against the three millions sterling they were liable to contribute, and have been remitted to their rights against the small residuum of £8. Had this been settled law, it is no exaggeration to state that all Joint-Stock enterprise would henceforth cease. An association so impersonal, so unsubstantial, as a Joint-Stock Company under such a law would be, could carry on no work or business in which credit played a part. A rope of sand would be stronger than the bonds of a Company so ready to crumble and disintegrate when the first stroke of disaster fell.

It is not necessary to allude, except in a few words, to the circumstances under which the widely known business of Overend, Gurney & Co. was transferred to a Limited Company. The goodwill of the business was represented to the incoming shareholders as worth £500,000, and this, according to common principles of calculation, would correspond to a yearly profit of £150,000. In point of fact, although for the five years ending with 1860 a larger annual profit had been divided among the partners of the firm, for several years previously to the transfer there had been a loss of at least half a million per annum by bad debts. A balance-sheet was then prepared of the assets and liabilities of the firm, and, in order to give an appearance of solvency, there was entered among the assets the sum of £4,199,000, consisting of debts owing to the firm, but which, after careful examination, was estimated as not likely to produce more than £1,082,000, leaving a deficiency of £3,117,000; and no notice or intimation of this deficiency was given or hinted to the shareholders. Two deeds were executed for the transfer of the business from the firm to the Company, one of which was disclosed to the shareholders, and the other retained in the secret custody of the Directors, and the shareholders were told they might inspect the deed of transfer, but were never informed of the existence of the secret deed, which was studiously withheld from them. The Directors of the Company have maintained that they were justified in concealing the fact of the deficiency of £3,117,000 and in refusing the shareholders a sight of the second deed, which might have roused their suspicion, on the ground that the partners of the old firm guaranteed the Company against any loss on the assets and liabilities transferred, and that the private estates of the guaranteeing partners were sufficient to cover the deficiency, and on the pretext that if they had made a clean breast and confessed the whole truth no shareholders would have been ready to join the company. But, in the first place, it has been shown as a fact that the private estates were not sufficient; and no words are needed to repudiate the doctrine that, in inviting persons to take part in a speculative undertaking, you are to be the judge how much and how little you may think it expedient to reveal. The result has been that all the shares were taken, and the company commenced business on the 1st of August, 1866, and suspended payment on the 10th of May, 1866, without having paid any dividend whatever. Thereupon the shareholders, who for ten months had acquiesced in their position, and had paid £15 a share, and looked for large future profits, inquired and ascertained under what circumstances they had been induced to join, and prayed the Court of Chancery to strike their names off the register of the shareholders. As between themselves and the Directors there are little doubts that their claim was well founded. But large sums had been advanced to the Company on the strength of its being composed of such and such members, and the creditors, with reason, objected to releasing any one of the shareholders from his liability to contribute; if one shareholder had a right to be released, none but the Directors would be left liable.

The principal argument advanced on behalf of the appellants was that the contract was entered into between the Company and the creditor, and not between the creditor and any of the shareholders of the Company; that the creditor knew his claim would be against the assets of the Company, and the assets of the Company consisted of the calls which the Company could make upon its members; that the shareholders could not be held to be members in respect of shares which they were fraudulently entrapped into taking, and therefore that the fund, which alone the creditors could touch, would consist of the calls to which the Directors were liable, all the shareholders have an equal claim to exemption. But the Court of Appeal, consisting of the Lord Chancellor, Lord Cranworth and Colvoss, unanimously rejected this argument. They pointed out that a Joint Stock Company, though incorporated by act of Parliament, is a corporation subject to peculiar incidents and qualifications which are imported into its constitution by the very act of incorporation, and that the remedies and liabilities of the individual corporators are governed by the same Parliamentary authority. Lord Cranworth showed with especial clearness that by the Acts of 1844, relating to Joint Stock Companies, the members of Companies were liable to many of the consequences of the law of partnership; the register of shareholders, like a deed of partnership, was open to their inspection only; the creditor might select any shareholder he knew of, and sue him at common law, and have execution against his property, after satisfying the Court that he could get nothing by execution against the property of the Company. The act of 1862 introduced the principle of limited liability, and as a part of that scheme, while it exempted any shareholder from more than a stipulated liability, it secured the incidence of that liability upon all alike; it made the register of shareholders, as well as the memorandum of association, accessible to every creditor; it gave for the first time to the creditor a right to a Court of Equity for the winding up of a Company and therewith deprived him of all remedy in the Common Law Courts; and while it thus regulated and restricted for the common good the liability of shareholders and the rights of creditors, it defied strictly the criteria of membership, and declared that every one who has agreed to become a member, and whose name is entered on the register, is to be deemed a member, and liable in case of winding up to contribute to the assets of the Company. Cases there had been in which the Company being wound up was manifestly a different Company from that in which the agreement had been to take shares. That difficulty did not arise in the present case. Whatever fraud might have been practised, the appellants agreed to take shares in Overend, Gurney & Co., Limited, and their names were on the register for the creditors to see, and they must be held liable accordingly.

POSTPONED.—The cattle sale advertised by Davies & Co., for to-day, has been postponed till Thursday, at 12.

SPECIALS.—Several special constables, to serve during the Assizes, have been sworn in by the Magistrate.

was entered into between the Company and the creditor, and not between the creditor and any of the shareholders of the Company; that the creditor knew his claim would be against the assets of the Company, and the assets of the Company consisted of the calls which the Company could make upon its members; that the shareholders could not be held to be members in respect of shares which they were fraudulently entrapped into taking, and therefore that the fund, which alone the creditors could touch, would consist of the calls to which the Directors were liable, all the shareholders have an equal claim to exemption. But the Court of Appeal, consisting of the Lord Chancellor, Lord Cranworth and Colvoss, unanimously rejected this argument. They pointed out that a Joint Stock Company, though incorporated by act of Parliament, is a corporation subject to peculiar incidents and qualifications which are imported into its constitution by the very act of incorporation, and that the remedies and liabilities of the individual corporators are governed by the same Parliamentary authority. Lord Cranworth showed with especial clearness that by the Acts of 1844, relating to Joint Stock Companies, the members of Companies were liable to many of the consequences of the law of partnership; the register of shareholders, like a deed of partnership, was open to their inspection only; the creditor might select any shareholder he knew of, and sue him at common law, and have execution against his property, after satisfying the Court that he could get nothing by execution against the property of the Company. The act of 1862 introduced the principle of limited liability, and as a part of that scheme, while it exempted any shareholder from more than a stipulated liability, it secured the incidence of that liability upon all alike; it made the register of shareholders, as well as the memorandum of association, accessible to every creditor; it gave for the first time to the creditor a right to a Court of Equity for the winding up of a Company and therewith deprived him of all remedy in the Common Law Courts; and while it thus regulated and restricted for the common good the liability of shareholders and the rights of creditors, it defied strictly the criteria of membership, and declared that every one who has agreed to become a member, and whose name is entered on the register, is to be deemed a member, and liable in case of winding up to contribute to the assets of the Company. Cases there had been in which the Company being wound up was manifestly a different Company from that in which the agreement had been to take shares. That difficulty did not arise in the present case. Whatever fraud might have been practised, the appellants agreed to take shares in Overend, Gurney & Co., Limited, and their names were on the register for the creditors to see, and they must be held liable accordingly.

POSTPONED.—The cattle sale advertised by Davies & Co., for to-day, has been postponed till Thursday, at 12.

SPECIALS.—Several special constables, to serve during the Assizes, have been sworn in by the Magistrate.

BRISTOL'S (Vegetable) SUGAR-COATED PILLS! THE GREAT CURE FOR all the diseases of the LIVER, STOMACH AND BOWELS. Put up in Glass Phials, warranted KEEP IN ANY CLIMATE.

These Pills are prepared expressly to operate in harmony with that greatest of blood purifiers, BRISTOL'S SARSAPARILLA, in all cases arising from depraved humours or impure blood. The most hopeless sufferers need not despair. Under the influence of these two GREAT REMEDIES, maladies, that have heretofore been considered utterly incurable, disappear quickly and permanently. In the following diseases these Pills are the safest, the quickest, and the best remedy ever prepared, and should be at once resorted to.

DYSPEPSIA OR INDIGESTION LIVER COMPLAINTS CONSTIPATION HEADACHE DROPSY PILES.

For many years these PILLS have been used in daily practice, always with the best results, and it is with the greatest confidence they are recommended to the afflicted. They are composed of the most costly, purest and best vegetable Extracts and Balsams, such as are but seldom used in ordinary medicines, on account of their great cost, and the combination of rare medicinal properties is such that in long standing and difficult diseases, where other medicines have completely failed, these extraordinary PILLS, have effected speed and a thorough cure.

Only 25 cts per Phial. FOR SALE BY ALL DRUGGISTS.

Wm S & W Ly Hostetter, Smith & Dean.

RIMMEL'S HILANG-RHILANG, or the Flower of Flowers, Jockey Club, Wood Violet, The Flowers, Colic Flowers, and other delicious perfumes. RIMMEL'S TOILET VINEGAR, superior to any Eau de Cologne for all toilet and sanitary purposes. RIMMEL'S LAVENDER WATER of unequalled quality. RIMMEL'S GLYCERINE, WINDSOR, HONEY and other toilet Soaps, highly beneficial to the skin. RIMMEL'S EXTRACT OF LIME JUICE AND GLYCERINE, the best preparation for the Hair. RIMMEL'S ROSE WATER OR BAC KERS, SCENT WATCHES, and other amusing devices for Balls and Parties. RIMMEL'S DINNER-TABLE FOUNTAIN, to replace the Rose Water Salver. Price, Silver-plated, 2/10. Sold by all Perfumery Dealers in the world. RIMMEL, Perfumier to H. R. H. the Princesses of Wales, 90 Strand; 24 Connaught; 128 Regent street, London; and 17 Boulevard des Italiens, Paris.