

1990, chapter 42
**AN ACT RESPECTING THE SOCIÉTÉ DU PARC
INDUSTRIEL ET PORTUAIRE DE BÉCANCOUR**

Bill 73

Introduced by Mr Gérald Tremblay, Minister of Industry, Trade and Technology

Introduced 15 May 1990

Passage in principle 16 October 1990

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Assented to 25 October 1990

Coming into force: 25 October 1990

Acts amended:

Act respecting the Government and Public Employees Retirement Plan (R.S.Q., chapter R-10)

Act respecting the Civil Service Superannuation Plan (R.S.Q., chapter R-12)

Act replaced:

Act respecting the Société du parc industriel du centre du Québec (R.S.Q., chapter S-15)



CHAPTER 42

An Act respecting the Société du parc industriel et portuaire de Bécancour

[Assented to 25 October 1990]

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS:

CHAPTER I

ESTABLISHMENT AND ORGANIZATION

Establishment

1. A corporation is hereby established under the name of “Société du parc industriel et portuaire de Bécancour”.

Powers

2. The Société is a corporation within the meaning of the Civil Code. It exercises all the powers of such a corporation in addition to the powers conferred on it by this Act.

Head office

3. The head office of the Société shall be in the territory of the town of Bécancour, at the place determined by the Government. A notice of the location or any change of location of the head office shall be published in the *Gazette officielle du Québec*.

Sittings

The Société may hold its sittings anywhere in Québec.

Mandatory

4. The Société is a mandatory of the Government.

Property

The property of the Société forms part of the public domain, but the performance of its obligations may be levied against its property.

Liability

The Société binds only itself when it acts in its own name.

Board of directors

5. The Société is administered by a board of directors composed of seven members appointed by the Government for a term not exceeding three years.

Chairman **6.** The Government shall appoint a chairman from among the members of the board of directors.

Duties The chairman of the board shall preside over the meetings of the board of directors and oversee its operation. He shall assume any other duties assigned to him by by-law of the Société.

Vice-chairman **7.** The members of the board of directors shall elect a vice-chairman from among themselves; the vice-chairman shall perform the duties of the chairman if he is absent or unable to act.

Continuance **8.** The members of the board of directors shall remain in office at the end of their terms until they are replaced or reappointed.

Vacancies Any vacancy occurring before the end of a term of office shall be filled by appointment for a specified term, as provided for in section 5.

Vacancy Failure to attend meetings of the board of directors on the number of occasions and in the cases and circumstances determined in the internal management by-laws of the Société, constitutes a vacancy.

Quorum **9.** A majority of the members constitutes a quorum at meetings of the board of directors.

Decisions **10.** A decision of the board of directors signed by all its members has the same force as if it had been made at a regular meeting.

President and general manager **11.** The president and general manager of the Société shall be appointed by the Government for a term not exceeding five years; he shall exercise his duties full time. He shall see that the decisions of the board of directors are implemented and he is responsible for the administration and management of the Société within the scope of its by-laws and policies.

Plurality The offices of chairman of the board and president and general manager may be held concurrently by one person.

Remuneration **12.** The Government shall fix the remuneration and social benefits of the president and general manager and shall determine the other conditions attached to his office.

Remuneration **13.** The members of the board of directors are not remunerated, except in the cases, on the conditions and to the extent determined

by the Government. However, they are entitled to reimbursement of expenses incurred in the performance of their duties, on the conditions and to the extent determined by the Government.

Conflict of
interest

14. Any member of the board of directors, other than the chairman of the board, having a direct or indirect interest in an enterprise which places his personal interest in conflict with that of the Société shall, on pain of forfeiture of office, disclose it in writing to the chairman of the board and abstain from taking part in any deliberation during which his interest is discussed and abstain from taking part in any debate or voting on any decision bearing upon the enterprise in which he has an interest.

Conflict of
interest

15. The chairman of the board, the president and general manager and the employees of the Société shall not, on pain of forfeiture of office, have any direct or indirect interest in an enterprise placing their personal interest in conflict with that of the Société.

Conflict of
interest

However, forfeiture is not incurred if the interest devolves to them by succession or gift, provided they renounce or dispose of it with diligence.

Executive
committee

16. The Société may, by by-law, form an executive committee, determine its duties, powers and operating rules, and fix the term of office of its members.

Employees

17. The employees of the Société shall be appointed in the manner and according to the staffing plan established by by-law of the Société.

Remunera-
tion

The standards and scales of remuneration and other conditions of employment applicable to the employees of the Société shall be established by the Société and submitted to the Government for approval.

By-law

18. The Société may adopt any by-law concerning the exercise of its powers and its internal management.

Coming into
force

Such a by-law comes into force on the date of its approval by the Government or on any other date determined by the Government.

Authenticity

19. The minutes of the meetings of the board of directors, approved by the board and certified by the chairman of the board or by any other person authorized to do so by the internal management by-laws of the Société, are authentic. Any copy of a document of the Société is authentic if it is certified in the same way.

Signature

20. No document is binding on the Société unless it is signed by the chairman of the board, the president and general manager or, in the cases determined by the Société, by one of its employees.

CHAPTER II

GENERAL POWERS

Object

21. The object of the Société is to foster the economic development of Québec by developing and operating, with self-financing as an objective, an industrial park with harbour installations in the part of the territory of the town of Bécancour described in the Schedule. To achieve its object, the Société may, in particular,

(1) build and manage any immovable or element of infrastructure, provide any service and administer the territory required to ensure the development of its park;

(2) carry on harbour activities;

(3) acquire any movable property;

(4) lease any property;

(5) transfer its property or give it as security;

(6) fix a rate for the use of its property and for the services it provides;

(7) enter into a partnership or contract with any person, partnership or corporation.

Acquisitions

22. The Société, with the approval of the Government, may acquire, by agreement or expropriation,

(1) any immovable or real right, within its territory of activity, which it deems necessary for the development and operation of the territory;

(2) any immovable or real right, outside its territory of activity but within the territory of the town of Bécancour, which it deems necessary for the installation of the public services serving its territory.

Agreements

23. The Société, for the purpose of achieving its object, may make an agreement, according to law, with a government other than

the Gouvernement du Québec or with one of its departments, with an international organization or with an agency of such a government or organization.

Mandate **24.** The Société shall also carry out any mandate, related to its object, entrusted to it by the Government; the resulting expenses shall be assumed, in whole or in part, by the Government.

CHAPTER III

FINANCIAL PROVISIONS

Government **25.** The Government may, on the terms and conditions it determines,

(1) guarantee payment in capital and interest of any loan contracted by the Société and the performance of its other obligations;

(2) authorize the Minister of Finance to advance to the Société any amount deemed necessary for the pursuit of its object;

(3) grant the Société a subsidy to provide for its obligations.

Sums required The sums required for the carrying out of subparagraphs 1 and 2 of the first paragraph are taken out of the consolidated revenue fund.

Prohibition **26.** The Société, unless authorized by the Government, shall not

(1) acquire, hold or transfer shares in a partnership or corporation;

(2) contract any loan that increases its total outstanding borrowings beyond the amount determined by the Government;

(3) enter into a contract, acquire or sell property or provide a service beyond the limits or contrary to the terms and conditions determined by the Government.

CHAPTER IV

SPECIAL POWERS

Directives **27.** The Minister may, within the scope of the responsibility and powers conferred on him, issue directives concerning the objectives and orientation of the Société in carrying out the functions entrusted to it by law.

Approval These directives must be submitted to the Government for approval. If approved, they are binding on the Société and the Société shall comply therewith.

Tabling Every directive shall be tabled in the National Assembly within 15 days after it is approved by the Government. If the Assembly is not in session, the directive shall be tabled in the Assembly within 15 days after the resumption.

Real estate tax **28.** Every by-law of the town of Bécancour ordering the imposition of a real estate tax on immovables in the territory of activity of the Société, except in the case of a tax imposed on all taxable immovables in the territory of the town, must be approved by the Minister.

Agreement **29.** The Société is authorized to make an agreement with the town of Bécancour concerning the application of municipal by-laws and the exercise of the powers of the town in those parts of its territory of activity which it owns.

Scope The agreement shall also cover any part of the territory of activity subsequently alienated or acquired by the Société.

Delegation The town of Bécancour is also authorized to make such an agreement to delegate its powers to the Société in respect of the territory covered by the agreement.

Taxes **30.** The Société is authorized to make an agreement with the town of Bécancour to fix the amount of taxes payable by the Société.

Amount The amount of taxes shall be fixed taking into account the value and use of the immovables of the Société and the tax rate in effect in the territory of the town; the amount of taxes shall not be less than that which would be payable if the immovables of the Société were all lands under cultivation.

Agreement The town of Bécancour is also authorized to make an agreement to fix the amount of taxes payable by the Société.

Reimbursement **31.** The Société is authorized to make an agreement with the town of Bécancour concerning the reimbursement of the Société by the town for the costs of the municipal services provided by the Société to enterprises situated in its territory of activity.

Agreement The town of Bécancour is also authorized to make such an agreement.

Transmission **32.** A copy of every agreement between the Société and the town of Bécancour shall be transmitted to the Minister and to the Minister of Municipal Affairs prior to submission of the agreement to the Government for approval.

Commission **33.** If the Société and the town of Bécancour cannot come to an agreement under section 29, 30 or 31, the Commission municipale du Québec, on an application of the Société but after having heard the town, may

(1) failing an agreement under section 29, suspend the application of any municipal by-law or the exercise of any power of the town in the territory of activity of the Société, for the period determined by the Commission;

(2) failing an agreement under section 30 or 31, decide any matter which may have been covered by such an agreement.

Publication **34.** Every agreement between the Société and the town of Bécancour or, in the absence thereof, any decision of the Commission municipale du Québec shall be published in the *Gazette officielle du Québec*.

CHAPTER V

ACCOUNTS AND REPORTS

Fiscal year **35.** The fiscal year of the Société shall end on 31 March.

Financial statements **36.** The Société shall, on or before 30 September each year, file its financial statements with the Minister together with a report of its activities for the preceding fiscal year.

Content The financial statements and report of activities shall contain all the information required by the Minister.

Tabling **37.** The Minister shall table the financial statements and report of activities in the National Assembly within 15 days after receiving them if the Assembly is in session or, if it is not sitting, within 15 days after the opening of the next session or resumption.

Audit **38.** The books and accounts of the Société shall be audited, every year and also whenever the Government so orders, by the Auditor General or, with the approval of the Government, by an auditor designated by the Société.

- Filing** The auditor's report must be filed with the financial statements and report of activities of the Société.
- Development plan** **39.** The Société shall establish a development plan in such form and tenor and at such intervals as the Government determines.
- Approval** The development plan shall be submitted to the Government for approval.
- Budgets** **40.** Before the beginning of each fiscal year, the Société shall prepare an investment budget and an operating budget and shall transmit them to the Minister.
- Information** **41.** The Société shall provide the Minister with any information he requires concerning its activities.

CHAPTER VI

MISCELLANEOUS AND TRANSITIONAL PROVISIONS

- c. S-15, replaced** **42.** This Act replaces the Act respecting the Société du parc industriel du centre du Québec (R.S.Q., chapter S-15).
- Rights and obligations** **43.** The Société acquires the rights and shall assume the obligations of the Société du parc industriel du centre du Québec.
- Members and general manager** **44.** The members and the general manager of the Société du parc industriel du centre du Québec in office on 24 October 1990 become the members of the board of directors and the president and general manager of the Société, respectively, until the expiry of their terms or until they are replaced or reappointed in accordance with this Act.
- Documents** **45.** All records and other documents of the Ministère de l'Industrie, du Commerce et de la Technologie which relate to the administrative unit "Société du parc industriel du centre du Québec" become on 25 October 1990 the records and documents of the Société, except where the Government decides otherwise.
- Agreements** **46.** Every agreement approved pursuant to section 24 or section 25 of the Act respecting the Société du parc industriel du centre du Québec continues to have effect until it is replaced by an agreement made under this Act.

Proceedings **47.** Proceedings to which the Société du parc industriel du centre du Québec is a party are continued by the Société without continuance of suit.

Provisions not applicable **48.** The Act to authorize municipalities to collect duties on transfers of immoveables (R.S.Q., chapter M-39) does not apply to transfers under section 43.

Transfer **49.** Every employee of the Société may apply for a transfer to a position in the public service or enter a competition for promotion in accordance with the Public Service Act (R.S.Q., chapter F-3.1.1) if, on 24 October 1990, he was a public servant with permanent tenure in the administrative unit "Société du parc industriel du centre du Québec" of the Ministère de l'Industrie, du Commerce et de la Technologie.

Public service position **50.** Section 35 of the Public Service Act applies to an employee referred to in section 49 who enters a competition for promotion to a position in the public service.

Assessment of classification **51.** Where an employee referred to in section 49 applies for a transfer or enters a competition for promotion, he may require the Office des ressources humaines to give him an assessment of the classification that would be assigned to him in the public service. The assessment must take account of the classification of the employee on the date he left the public service as well as the years of experience and formal training acquired since he has been in the employ of the Société.

Transferred employees Where an employee is transferred pursuant to section 49, the deputy minister or chief executive officer shall assign him a classification consistent with the assessment referred to in the first paragraph.

Promoted employees Where an employee is promoted pursuant to section 49, his new classification shall take account of the criteria set out in the first paragraph.

Placement on reserve **52.** If some or all of the activities of the Société are discontinued or if there is a lack of work, an employee referred to in section 49 is entitled to be placed on reserve in the public service with the classification he had on the date he left the public service.

Criteria Where appropriate, the Office des ressources humaines shall establish his classification taking account of the criteria set out in the first paragraph of section 51.

Employees **53.** An employee placed on reserve pursuant to section 52 shall remain with the Société until the Office des ressources humaines is able to assign him a position.

Appeal **54.** Subject to any remedy available under a collective agreement, an employee referred to in section 49 who is dismissed may bring an appeal under section 33 of the Public Service Act.

Associations **55.** The associations of employees certified in accordance with Chapter IV of the Public Service Act representing groups of employees of the Ministère de l'Industrie, du Commerce et de la Technologie on 24 October 1990 continue to represent those employees within the Société until the expiry of the collective agreements in force on the said date.

Future employees The associations of employees referred to in the first paragraph shall also represent the future employees of the Société, according to the groups to which they belong, until the expiry of the collective agreements referred to in the said paragraph.

Collective agreements The provisions of the collective agreements apply to the employees of the Société, to the extent that they are applicable, until the expiry of the agreements. However, the provisions dealing with job security do not apply to the employees referred to in the second paragraph.

c. R-10, Sched. I, am. **56.** Schedule I to the Act respecting the Government and Public Employees Retirement Plan (R.S.Q., chapter R-10), amended by orders in council 767-89 of 24 May 1989, 889-89 of 14 June 1989, 1224-89 of 2 August 1989, 1583-89 of 10 October 1989, 1773-89 of 22 November 1989 and 1942-89 of 20 December 1989, is again amended by inserting, after paragraph 11, the following paragraph:

“11.1 the president and general manager of the Société du parc industriel et portuaire de Bécancour”.

c. R-10, Sched. III, am. **57.** Schedule III to the said Act, amended by section 5 of chapter 73 of the statutes of 1989 and orders in council 1224-89 of 2 August 1989 and 1942-89 of 20 December 1989, is again amended by inserting the words “the Société du parc industriel et portuaire de Bécancour”, in the proper alphabetical order, in paragraph 1.

c. R-12, Sched. I, am. **58.** Schedule I to the Act respecting the Civil Service Superannuation Plan (R.S.Q., chapter R-12), amended by section 241 of chapter 75 of the statutes of 1988, is again amended by striking out the words “the Société du parc industriel du centre du Québec” in paragraph 5.

c. R-12,
Sched. II,
am.

59. Schedule II to the said Act is amended by inserting the words "the Société du parc industriel et portuaire de Bécancour", in the proper alphabetical order, in paragraph 1.

c. R-12,
Sched. III,
am.

60. Schedule III to the said Act is amended by striking out the words "the Société du parc industriel du centre du Québec" in paragraph 4.

c. R-12,
Sched. IV,
am.

61. Schedule IV to the said Act is amended by inserting the words "the Société du parc industriel et portuaire de Bécancour" in the proper alphabetical order.

Appropriations

62. The appropriations granted for the fiscal year 1990-91 to the Ministère de l'Industrie, du Commerce et de la Technologie in respect of the administrative unit "Société du parc industriel du centre du Québec" are transferred to the Société to the extent determined by the Government.

Minister
responsible

63. The Minister of Industry, Trade and Technology is responsible for the administration of this Act.

Coming into
force

64. This Act comes into force on 25 October 1990.

SCHEDULE I

TERRITORY OF ACTIVITY OF THE SOCIÉTÉ

A territory included in the territory of the town of Bécancour, comprising, with reference to the official cadastres for the parishes of Sainte-Angele-de-Laval, Notre-Dame-de-la-Nativité-de-Bécancour, Saint-Édouard-de-Gentilly and Sainte-Gertrude, the blocks, lots or parts of lots and their present and future subdivisions, and the roads, highways, islands, watercourses or parts thereof, the whole comprised within the following limits, namely:

Starting from the northern corner of lot 879-6 of the cadastre for the parish of Saint-Édouard-de-Gentilly; thence, successively, the following lines and demarcations: the northeastern limit of lots 879-6, 879-2, 879-3, 879-4, 879-5 and 224 of the cadastre for the parish of Saint-Édouard-de-Gentilly to the northwestern line of the right of way of autoroute 30; the northwestern line of the right of way of autoroute 30 easterly to the centre of the Gentilly river; the centre of the Gentilly river to the centre of the southwestern branch of the Gentilly river; the centre of the southwestern branch of the Gentilly river to the southeastern limit of lot 98 of the cadastre for the parish of Sainte-

Gertrude; thence, southwesterly along the centre of a stream to the southwestern limit of lot 365 of the cadastre for the parish of Notre-Dame-de-la-Nativité-de-Bécancour; with reference to the latter cadastre, the southwestern limit of lots 365 and 353 and its extension across Louis Riel road to the northwestern line of the right of way of the said road; the northwestern line of the right of way of the said road to the southwestern limit of lot 200; the southwestern limit of lot 200 and its extension across de l'Église road to the northwestern line of the right of way of the said road; the northwestern line of the right of way of the said road to the extension of the southwestern limit of lot 145; the southwestern limit of lot 145 and its extension to the intersection of the extension of the northwestern limit of lot 531; the said extension and northwestern limit of lot 531 to the southwestern limit of lot 529; the southwestern limit of lot 529 of the said cadastre and the southwestern limit of lot 9 of the cadastre for the parish of Sainte-Angele-de-Laval and its extension northwesterly to the centre of the St. Lawrence river; the centre of the St. Lawrence river northeasterly, passing north of block 2 of the cadastre for the parish of Saint-Edouard-de-Gentilly and continuing until the intersection of northwesterly extension of the southwestern limit of lot 280 of the latter cadastre; the extension of the southwestern limit of lot 280 to the intersection of the shore of the St. Lawrence river; finally, the shore of the St. Lawrence river southwesterly to the starting point.