

NATIONAL ASSEMBLY
Thirty-third Legislature, first session

1987, chapter 135

**AN ACT RESPECTING THE CORPORATION DE
L'ÉCOLE POLYTECHNIQUE DE MONTRÉAL**

Bill 237

Introduced by Mr Guy Rivard, Member for Rosemont

Introduced 10 November 1987

Passage in principle 11 December 1987

Passage 11 December 1987

Assented to 14 December 1987

Coming into force: 14 December 1987

Act replaced:

Act to consolidate the charter of the École Polytechnique (of Montreal) (1954-55, chapter 127)



Éditeur officiel
Québec



CHAPTER 135

An Act respecting the Corporation de l'École Polytechnique de Montréal

[Assented to 14 December 1987]

Preamble

WHEREAS the École Polytechnique (of Montreal) was incorporated under the name of "La Corporation de l'École Polytechnique" by chapter 23 of the statutes of 1894;

Whereas the said Act and the Acts amending it were replaced by chapter 127 of the statutes of 1954-55 and it is expedient to again replace the same;

Whereas the École Polytechnique (of Montreal) wishes to allow its professors, alumni and students to take part in the administration of the school;

Whereas it is expedient to adapt the charter of the École Polytechnique (of Montreal) to new conditions resulting from the growth and development of the school in order to enable it to pursue its mission;

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS:

DIVISION I

INTERPRETATION

Interpreta-
tion

1. In this Act and in the by-laws passed under this Act, unless the context indicates otherwise, the following words and expressions mean:

"corpora-
tion"

(1) "**corporation**": the Corporation de l'École Polytechnique de Montréal;

- "school" (2) "**school**": the École Polytechnique de Montréal;
- "board" (3) "**board**": the board of directors of the Corporation de l'École Polytechnique de Montréal;
- "faculty" (4) "**faculty**": assembly of the full professors, associate professors and assistant professors presided by the director of the school;
- "engineer" (5) "**engineer**": a member of the Ordre des ingénieurs du Québec established under the Engineers Act (R.S.Q., chapter I-9);
- "Association des Diplômés de Polytechnique" (6) "**Association des Diplômés de Polytechnique**": an association incorporated by chapter 92 of the statutes of 1910 and amended by Ministerial Order No. 3211 dated 27 November 1942.

DIVISION II

CORPORATION

- Existence and succession **2.** The existence and succession of the École Polytechnique, a corporation incorporated by chapter 23 of the statutes of 1894, whose charter was consolidated by chapter 127 of the statutes of 1954-55, shall be maintained and continued under the name of "Corporation de l'École Polytechnique de Montréal".
- Object **3.** The object of the corporation is to provide higher education and to promote research in every scientific field of engineering.
- Composition **4.** The corporation is composed of the members of its board.
- Head office The head office of the corporation shall be located in the city of Montréal.
- Rights and duties **5.** The corporation shall exercise all the rights of the school and perform every duty necessary for its administration and development.
- Powers **6.** The corporation has all the powers of a corporation and, except where inconsistent with this Act, the provisions of Part II of the Companies Act (R.S.Q., chapter C-38) and of the Special Corporate Powers Act (R.S.Q., chapter P-16) apply to the corporation.
- Powers The corporation may, in particular,
 (1) acquire and own by purchase, gift, legacy and generally by any legal instrument, by gratuitous or onerous title, any movable and immovable property;

(2) hypothecate its movable and immovable property, alienate it and perform all acts of ownership in respect thereof;

(3) receive, hold and administer in trust movable and immovable property for any purpose connected with the objects of the corporation.

Mortmain
Act

The corporation is not subject to the Mortmain Act (R.S.Q., chapter M-1).

Gifts of
movable
and immov-
able prop-
erty

7. The corporation may receive gifts of movable and immovable property, in kind or in money, by way of subscription, grants, remuneration, security or otherwise, from any person or public body and organize public subscription campaigns.

Resolution

8. Notwithstanding any general or special legislative provision inconsistent with this Act, any public body is authorized to grant and make to the corporation such gifts as it deems appropriate, without other formality than a resolution passed to that effect; where an authorization is necessary under any legislative provision, the resolution comes into force on being approved by the authority concerned.

Acceptance
of gift

Any gift to the corporation shall be deemed accepted from such time as the writing evidencing it is signed by the donor or, with respect to public bodies, on the coming into force of the resolution authorizing it, and it cannot thereafter be revoked or cancelled except with the consent of the corporation, subject to the provisions of articles 991 to 1012 of the Civil Code of Lower Canada.

Want of
consider-
ation

No gift to the corporation may be cancelled for want of consideration, even if it is made with a term, in the form of a promissory note, cheque, subscription, promise or other undertaking, unless otherwise agreed upon between the donor and the corporation.

Private
agreement

Notwithstanding article 776 of the Civil Code of Lower Canada, any gift to the corporation may be made by private agreement.

Exemptions

9. All the property of the corporation, movable or immovable, shall be exempt from all taxes, assessments or duties of any nature whatsoever, from the day it is acquired by the corporation.

Water
supply

The city of Montréal is obliged to furnish at all times to the corporation all the water required for the use of the corporation and protection against fire. The corporation shall pay to the city the price fixed for such service following an agreement with the city which, notwithstanding any general or special provision inconsistent with this Act, shall be authorized for the purposes of such an agreement.

By-laws

10. The corporation may make by-laws respecting

(1) the discipline of students and the establishment of the tuition and other charges payable by students;

(2) the terms and conditions governing the employment, remuneration and duties of the principal, the director and the members of the teaching staff and non-teaching staff of the school;

(3) the organization of teaching and research activities;

(4) the curricula and the disciplinary and academic standards appropriate for each curriculum;

(5) the nomenclature of university degrees, diplomas and certificates and the conduct of examinations;

(6) the criteria and procedures for the appointment and promotion of professors;

(7) the conduct of the affairs of the corporation, the internal management and generally any thing which may facilitate the carrying out of this Act.

University
degrees

11. The corporation shall award university degrees, diplomas or certificates to the students of the school in accordance with the by-law respecting the nomenclature of degrees, diplomas and certificates passed under section 10.

Contract of
affiliation

Throughout the term of a contract of affiliation with the Université de Montréal, the university degrees, diplomas and certificates shall be awarded by the Université de Montréal on the recommendation of the academic council of the school and countersigned by the corporation.

Pension
plan

12. The corporation may establish, in accordance with the Act respecting supplemental pension plans (R.S.Q., chapter R-17), a pension plan for the benefit of the teaching and non-teaching staff of the school, including disability and death benefits.

Coming into
force of
plan

The plan shall come into force only after it is registered with the Régie des rentes established under the Act respecting the Québec Pension Plan (R.S.Q., chapter R-9).

Contract of
affiliation

13. The corporation may, with the authorization of the Minister of Higher Education and Science, enter into or amend a contract of affiliation with the Université de Montréal.

Terms and conditions

The contract of affiliation shall establish, in particular, the terms and conditions of approval, by the Université de Montréal, of the by-laws passed under paragraphs 4 and 5 of section 10.

Contract of affiliation

A contract of affiliation entered into under this section and any amendment to the contract shall come into force upon being approved by the Minister of Higher Education and Science.

Termination of contract

The corporation may terminate a contract of affiliation entered into pursuant to this section only with the approval of the Minister of Higher Education and Science.

Annual report

14. Each year, the corporation must transmit its annual report to the Minister of Higher Education and Science in the form determined by him.

DIVISION III

BOARD OF MANAGEMENT

Board of directors

15. The corporation shall be administered by a board of directors composed of the following persons:

- (1) the principal of the school;
- (2) the director of the school;
- (3) the rector of the Université de Montréal or his representative;
- (4) four engineers having graduated from the school;
- (5) two persons appointed by the Government;
- (6) a professor of the school appointed by the faculty;
- (7) a member of the student body appointed by the students' association or the students' association alliance accredited under the Act respecting the accreditation and financing of students' associations (R.S.Q., chapter A-3.01).

Engineers

16. The four engineers shall be appointed as follows from among graduates of the school:

- (1) one person appointed by the Association des Diplômés de Polytechnique;
- (2) one person appointed by the Government;
- (3) two persons appointed by the board.

Appointment

The Association des Diplômés de Polytechnique may proceed to the appointment under this section by a mere resolution of its board of directors.

Term of office

17. The term of office of the members of the board, other than the principal and the director of the school and the rector of the Université de Montréal who are members of the board *ex officio*, shall be determined as follows:

(1) the four engineers shall be appointed from among graduates of the school for a term of four years renewable only once; however, the term of office of the first person appointed by the Association des Diplômés de Polytechnique and the term of office of the first person appointed by the Government shall be two years;

(2) the two persons appointed by the Government under paragraph 5 of section 15 shall be appointed for a term of four years renewable only once; however, the term of either of the first two persons shall be three years;

(3) the faculty member shall be appointed for a term of four years renewable only once; however, the term of the first appointee shall be three years;

(4) the member of the student body shall be appointed for a renewable term of one year.

Continuance in office

The persons appointed shall remain in office until they are reappointed or replaced.

Vacancy

18. Any vacancy on the board shall be filled in accordance with the mode of appointment prescribed for the member to be replaced, but only for the remainder of his term.

Chairman

19. The principal of the school is, *ex officio*, the chairman of the board.

Duties

20. The chairman shall preside over the meetings of the board and act as president of the corporation.

Replacement

21. If the chairman is absent from a meeting, the board shall designate one of its members to replace the chairman.

Quorum

22. Six members of the board shall constitute a quorum.

Vote **23.** Unless otherwise prescribed by the internal management by-laws of the corporation, the decisions of the board shall be made by a majority vote of the members present.

Casting vote In the case of a tie-vote, the chairman has a casting vote. Where the chairman is absent, the person designated to replace him does not, however, have a casting vote.

Executive committee **24.** The board may, by by-law, establish an executive committee.

Composition The executive committee shall be composed of the following members:

- (1) the chairman of the board who shall be president;
- (2) the director of the school;
- (3) at least three other members of the board appointed by the board.

Duties **25.** The executive committee shall perform such duties as the board may delegate to it by by-law.

Operating rules **26.** The operating rules of the executive committee are established by by-law of the board.

Other committees **27.** The board may establish any other committee which it deems necessary for the proper functioning of the school.

Composition and duties The board shall determine by by-law the composition and duties of a committee established pursuant to this section as well as the terms and conditions of its implementation, operation and financing.

DIVISION IV

ACADEMIC COUNCIL

Academic council **28.** The board is required to establish, by by-law, an academic council.

Composition The academic council shall be composed of the following members:

- (1) the principal of the school;
- (2) the director of the school who shall be the chairman of the council;

(3) twelve full or associate professors of the school appointed for that purpose by the faculty;

(4) three members of the student body appointed for that purpose by the students' association or students' association alliance accredited pursuant to the Act respecting the accreditation and financing of students' associations.

Duties **29.** The board shall determine, by by-law, the duties it may delegate to the academic council in respect of academic matters.

Operating rules **30.** The operating rules of the academic council are established by by-law of the board.

DIVISION V

PRINCIPAL AND DIRECTOR

Appointment **31.** The principal and the director of the school shall be appointed by the Government on the recommendation of the board.

Engineers The principal and the director of the school must be trained as engineers.

Term of office **32.** The term of office of the principal is five years and that of the director is four years and may be renewed.

Duties **33.** The duties of the principal and the director are determined by by-law of the board.

Appointments **34.** Appointments to teaching, research and management positions shall be made by the board on the recommendation of the director of the school.

Full professors No full professor may be dismissed except by the vote of two-thirds of the members of the board.

DIVISION VI

TRANSITIONAL AND FINAL PROVISIONS

Teaching and non-teaching staff **35.** The members of the teaching and non-teaching staff of the school shall continue to be members of the pension plan established by the corporation.

Continuance
in office

36. The principal and the director of the school in office on the day this Act is assented to shall remain in office for the remainder of their terms.

Term of of-
fice

The term of office of the other members of the board shall expire within 60 days of the day this Act is assented to but they shall remain in office until they are replaced or reappointed in accordance with this Act.

Appoint-
ment

37. If, 60 days after the day this Act is assented to, the Association des Diplômés de Polytechnique has failed to designate the person it is entitled to appoint pursuant to section 16, the appointment shall be made by the Government.

Appoint-
ments

38. If, 60 days after the day this Act is assented to, the faculty has failed to make the appointment provided for in section 15 or to designate the members of the academic council it is entitled to appoint pursuant to section 30, the board shall make the appointments from among the professors of the school.

Appoint-
ments

39. Notwithstanding section 32 of the Act respecting the accreditation and financing of students' associations, if the students' association or the students' association alliance of the school is not accredited in accordance with the provisions of the said Act or if, 60 days after this Act is assented to, the students' association or the students' association alliance has failed to designate the student it is entitled to appoint pursuant to section 15 or the students it is entitled to appoint pursuant to section 28, the board shall make the appointments after consulting a committee composed of the president of the Association des étudiants de Polytechnique, (undergraduate students) and of the president of the Association des étudiants des grades supérieurs de l'École Polytechnique (graduate students).

1954-55,
c. 127,
replaced

40. This Act replaces the Act to consolidate the charter of the École Polytechnique (of Montreal) (1954-55, chapter 127).

By-laws in
force

The by-laws, resolutions or ordinances passed, the contract of affiliation entered into with the Université de Montréal, the agreements or deeds signed and the undertakings made by the corporation shall remain in force to such extent as they are consistent with this Act until their object is attained or until they are amended, replaced, cancelled or repealed pursuant to this Act.

Dissolution

41. Notwithstanding any general law or special Act, the corporation cannot be dissolved except by way of an Act passed for that purpose by the Parliament of Québec.

Coming into
force

42. This Act comes into force on 14 December 1987.