

1985, chapter 13

AN ACT RESPECTING THE SOCIÉTÉ DU PARC DES EXPOSITIONS AGRO-ALIMENTAIRES

Bill 1

Introduced by Mr Jean Garon, Minister of Agriculture, Fisheries and Food

Introduced 15 November 1984

Passage in principle 20 December 1984

Passage 20 June 1985

Assented to 20 June 1985

Coming into force: by proclamation of the Government

— 10 July 1985: ss. 1 to 40
 G.O., 1985, Part 2, p. 3679

Act amended:

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





CHAPTER 13

An Act respecting the Société du Parc des expositions agro-alimentaires

[Assented to 20 June 1985]

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS:

DIVISION I

ESTABLISHMENT AND ORGANIZATION

Establish-
ment

1. A company called the "Société du Parc des expositions agro-alimentaires" is hereby established.

Status

2. The company is a corporation.

Mandatory
of the Gov-
ernment
Public
domain

3. The company is a mandatory of the Government.

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

Liability

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

Corporate
seat

4. The company has its corporate seat in the territory of the city of Montréal, at the place determined by the Government. Notice of the location or of any transfer of the corporate seat shall be published in the *Gazette officielle du Québec*.

Board of
directors

5. The company is administered by a board of directors composed of seven members, including the president, appointed by the Government, although two of the members are designated by the city of Montréal.

Vice-
president

6. The Minister of Agriculture, Fisheries and Food shall appoint a vice-president from among the members of the board of directors.

In the unavoidable absence of the president, the vice-president shall perform his duties.

Term of
office

7. The president is appointed for not over five years and the other members for not over three years.

Continuance
in office

At the end of their terms, the members of the board of directors remain in office until they are replaced or reappointed.

Renewal

The terms of the president and of the other members may be renewed consecutively once only.

Vacancy

8. Any vacancy occurring during a term of office shall be filled in accordance with the mode of appointment prescribed in section 5.

Vacancy

Absence from a number of meetings of the board of directors determined by the rules of internal management of the company constitutes a vacancy in the cases and circumstances they indicate.

Duties of
the presi-
dent

9. The president shall preside over the meetings of the board of directors, direct its operations and carry out the other functions vested in him by by-law of the company.

Salary,
allowances,
indemnities

10. The Government shall fix, as the case may be, the salary, allowances, indemnities and other conditions of employment of the president and the vice-president of the board and of the other members of the board of directors.

Conflict of
interest

11. In no case may the president, under pain of forfeiture of office, have any direct or indirect interest in any undertaking causing his personal interest to conflict with that of the company. However, forfeiture is not incurred if such an interest devolves to him by succession or gift, provided he renounces or disposes of it with dispatch.

Disclosure

Any member of the board of directors other than the president who has an interest in an undertaking described in the first paragraph shall, under pain of forfeiture of office, disclose it in writing to the president and abstain from participating in any deliberation or decision concerning the undertaking.

Quorum

12. Four members including the president or the vice-president are a quorum at sittings of the board of directors.

Tie-vote

In case of an equality of votes, the president or, if he is prevented from acting, the vice-president has a casting vote.

Decisions

13. A decision signed by all the members of the board of directors has the same force as if it had been taken at a regular sitting.

Director general	14. The Government shall appoint a director general and fix his remuneration, social benefits and other conditions of employment.
President	The president may simultaneously hold the office of director general.
Duties	15. The director general is responsible for the management of the company. He shall exercise his duties full time and may simultaneously hold the office of secretary.
Appointment and remuneration	16. The secretary and the other members of the personnel of the company are appointed and remunerated according to the standards, scales and staffing plan established by by-law of the company.
Social benefits	The by-law may also determine the social benefits and other conditions of employment of the secretary and the other members of the personnel and subject them to the requirements of the second paragraph of section 11.
Approval and coming into force	The by-law is subject to approval by the Government, and comes into force on the date of its publication in the <i>Gazette officielle du Québec</i> , or on any later date it indicates.

DIVISION II

OBJECT, FUNCTIONS AND POWERS

Object	17. The object of the company is to provide for the administration, setup and operation of the Parc des expositions agro-alimentaires established on Île Notre-Dame for the purposes of <ol style="list-style-type: none">(1) promoting agriculture, fisheries and the agro-food sector;(2) favouring increased participation of the population in the development of the Québec agro-food industry;(3) stimulating Québec and foreign visitors' awareness of the agricultural, marine, food and horticultural products of Québec;(4) allowing the population to come into contact with nature and to engage in outdoor recreational activities.
Functions	18. For the attainment of its object the company has the following functions: <ol style="list-style-type: none">(1) to promote the organization of exhibitions, informational activities, competitions, public markets and any other activities designed to stimulate awareness of the agriculture, fisheries and agro-food sector of Québec;

(2) to stimulate participation in its activities by the various communities concerned, especially the agricultural or horticultural production sector, the food processing industry, the food distribution networks and the restaurant and recreational sectors.

Powers

19. The company may, more particularly,

(1) subject to subparagraph 1 of the first paragraph of section 22, acquire, alienate, lease, lend, borrow, exchange, conserve or restore property and equipment designed to stimulate awareness of agriculture, fisheries and the agro-food sector or designed for recreational purposes;

(2) carry on any activity that may contribute to the development of the Parc des expositions agro-alimentaires;

(3) develop and implement educational programs and services for the community and for the users of the Parc des expositions agro-alimentaires;

(4) solicit and receive gifts, legacies, grants or other contributions;

(5) form committees of persons and refer matters respecting the administration of this Act to them for advice, and lay down their operating rules.

Gifts

In the exercise of its functions under subparagraph 4 of the first paragraph, the company shall accept no gift, legacy, grant or other contribution to which charges or conditions are attached, except in such cases and on such conditions as the Government may determine by regulation.

Coming into force

A regulation made under the second paragraph comes into force ten days after the date of its publication in the *Gazette officielle du Québec* or on any later date it indicates.

Profitability

20. The company shall aim at ensuring the profitability of the Parc des expositions agro-alimentaires.

By-laws

21. The company may, by by-law,

(1) prescribe rules on the use of the Parc des expositions agro-alimentaires and the property and services in the park;

(2) prescribe rules on the supervision and protection of the property and services of the Parc des expositions agro-alimentaires;

(3) prescribe the fees payable for admission to the Parc des expositions agro-alimentaires, for the use of property or services in the park and for participation in its activities;

(4) provide cases where the fees prescribed under subparagraph 3 may be waived in whole or in part.

Approval
and coming
into force

A by-law adopted under this section is subject to approval by the Government. It comes into force ten days after its date of publication in the *Gazette officielle du Québec* or on any later date it indicates.

Authoriza-
tion

22. In no case may the company, except with the authorization of the Government,

(1) acquire, alienate, assign by lease or otherwise or give as security immovable property;

(2) acquire or hold stocks or shares of another legal person or a partnership, alone or jointly with another person;

(3) make a contract for a term of more than three years, except a service contract for an exhibition or some other informational activity;

(4) contract any loan that increases its total outstanding borrowings to more than the amount determined by the Government.

Agreements

23. The company, with the authorization of the Government and according to law, may enter into any agreement with any government other than that of Québec, any department of such a government, any international organization or any agency of such a government or organization, in order to carry out its functions.

DIVISION III

DOCUMENTS, ACCOUNTS AND REPORTS

Signature

24. No deed, document or writing binds the company unless it is signed by the president, the vice-president, the secretary or a member of the personnel of the company and, in the case of such a member, only to the extent determined by by-law of the company.

Facsimile

The company may, by by-law and on the conditions it determines, allow a signature to be affixed by means of an automatic device to the documents it determines or a facsimile of a signature to be engraved, lithographed or printed on them. However, the facsimile has the same force as the signature itself only if the document is countersigned by a person authorized by the president of the company.

Coming into
force

A by-law made pursuant to this section comes into force ten days after its date of publication in the *Gazette officielle du Québec* or on any later date it indicates.

- Authenticity** **25.** A document or a copy of a document emanating from the company or forming part of its records and signed or certified by a person referred to in section 24 is authentic.
- Budget estimates** **26.** Each year, the company shall submit its budget estimates for the next fiscal year to the Government and the executive committee of the city of Montréal, for approval.
- Time limit** After consulting the chairman of the executive committee, the Government shall determine the final date for transmitting the estimates, and their form and tenor.
- Fiscal year** **27.** The fiscal year of the company ends on 31 December each year.
- Financial statements** **28.** The company, within three months after the end of its fiscal year, shall submit its financial statements and a report of its activities for the preceding fiscal year to the Minister and to the chairman of the executive committee.
- Content** The financial statements and the report of activities must contain all the information required by the Minister or by the chairman of the executive committee.
- Tabling** **29.** The Minister shall table the report and financial statements in the National Assembly within 30 days of receiving them if it is in session or, if it is not sitting, within 30 days after the opening of the next session or after resumption.
- Additional information** **30.** The company shall furnish the Minister with any additional information he may require on its activities.
- Audit** **31.** The books and accounts of the company shall be audited every year by the Auditor General and whenever ordered by the Government; the Government may, however, designate another auditor.
- Report** The report of the Auditor General or of the auditor designated by the Government must accompany the report of activities and financial statements of the company.

DIVISION IV

FINANCIAL PROVISIONS

- Powers of the Government** **32.** The Government may, on the conditions it determines,
(1) guarantee any loan of the company and the performance of any of its obligations;

(2) authorize the Minister of Finance to advance to the company any amount considered necessary for the exercise of its functions and powers.

Consolidat-
ed revenue
fund

The sums that the Government may be called upon to pay under the guarantees or to advance to the company are taken out of the consolidated revenue fund.

Payment of
obligations

33. All amounts received by the company must be allocated to the payment of its obligations.

DIVISION V

SPECIAL PROVISIONS

Powers of
the Govern-
ment

34. The Government, after consultation with the company, may determine

(1) the amount beyond which further financial commitments by the company require the authorization of the Government;

(2) the conditions on which the company may exercise a mandate respecting the negotiation of a collective labour agreement with the members of its personnel;

(3) the conditions on which the company may sign a collective agreement with the members of its personnel.

DIVISION VI

FINAL PROVISIONS

Use of the
name

35. The name "Parc des expositions agro-alimentaires" shall not be used to designate any immovable, undertaking or organization, without the written authorization of the company.

Name of
the park

The Minister, with the approval of the Government, may assign the park a name other than Parc des expositions agro-alimentaires. The name assigned by the Minister must be published in the *Gazette officielle du Québec*. From that publication, the new name replaces the expression "Parc des expositions agro-alimentaires", particularly in the statutes and in statutory instruments, and in no case may it be used to designate an immovable, undertaking or organization without the authorization of the Minister.

c. R-10,
Sched. I,
am.

36. Schedule I to the Act respecting the Government and Public Employees Retirement Plan (R.S.Q., chapter R-10), enacted by chapter 24 of the statutes of 1983 and amended by section 35 of chapter 7 of the statutes of 1984, is again amended

(1) by inserting the words “the Société du Parc des expositions agro-alimentaires” in paragraph 1, where the Commission de refonte des lois et des règlements determines;

(2) by adding the words “the Société du Parc des expositions agro-alimentaires” in paragraph 7, where the Commission de refonte des lois et des règlements determines.

c. R-10,
Sched. III,
am.

37. Schedule III to the said Act, enacted by chapter 24 of the statutes of 1983 and amended by section 36 of chapter 7 of the statutes of 1984, is again amended by inserting the words “the Société du Parc des expositions agro-alimentaires” in paragraph 1 where the Commission de refonte des lois et des règlements determines.

Minister
responsible

38. The Minister of Agriculture, Fisheries and Food is responsible for the administration of this Act.

Exception

39. This Act shall operate notwithstanding the provisions of sections 2 and 7 to 15 of the Constitution Act, 1982 (Schedule B of the Canada Act, chapter 11 in the 1982 volume of the Acts of the Parliament of the United Kingdom).

Coming into
force

40. This Act comes into force on the date fixed by proclamation of the Government.