

1984, chapter 7

AN ACT RESPECTING THE SOCIÉTÉ DE LA MAISON DES SCIENCES ET DES TECHNIQUES

Bill 62

Introduced by Mr Gilbert Paquette, Minister for Science and Technology

Introduced 14 March 1984

Passage in principle 15 May 1984

Passage 22 May 1984

Assented to 23 May 1984

Coming into force: 23 May 1984

Act amended:

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



CHAPTER 7

An Act respecting the Société de la Maison des sciences et des techniques

[Assented to 23 May 1984]

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS:

DIVISION I

ESTABLISHMENT AND ORGANIZATION

Estab-
lishment

1. A company called the “Société de la Maison des sciences et des techniques” is hereby established.

Status

2. The company is a corporation.

Mandatory
of the
Government

3. The company is a mandatory of the Government.

Public
domain

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 Communauté urbaine de Montréal, at the place determined by the Government. Notice of the location or of any transfer of the corporate seat is published in the *Gazette officielle du Québec*.

Board of
directors

5. The company is administered by a board of directors composed of not fewer than 8 nor more than 12 members, including the president, appointed by the Government and, in the majority, representing the science and technology communities, industry, business, labour, and the education and research communities.

- 6.** The members of the board of directors shall appoint a vice-president from among themselves. In the unavoidable absence of the president, the vice-president shall perform his duties.
- 7.** The president is appointed for not over five years and the other members for not over three years.
- At the end of their terms, the members of the board of directors remain in office until they are replaced or reappointed.
- The terms of the president and of the other members may be renewed consecutively once only.
- 8.** Any vacancy occurring during a term of office shall be filled in accordance with the mode of appointment prescribed in section 5.
- 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.
- 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.
- 10.** The members of the board of directors, to the extent and on the conditions fixed by the Government, are entitled to an attendance allowance and reimbursement of the expenses they incur in the performance of their duties.
- 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.
- Any member of the board of directors other than the president who has an interest in an undertaking described in the first paragraph must, 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.
- 12.** One-half or more of the members including the president or the vice-president are a quorum at sittings of the board of directors.
- In case of an equality of votes, the president or, if he is prevented from acting, the vice-president has a casting vote.
- 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, on the recommendation of the company, shall appoint a director general whose remuneration, social benefits and other conditions of employment are established by a contract binding between him and the company.

Management **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.

Personnel **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, and are subject to the second paragraph of section 11.

Conditions of employment The by-laws may also determine the social benefits and other conditions of employment of the secretary and the other members of the personnel.

Approval of by-law The by-law is subject to approval by the Government, and comes into force on the date of its publication in the *Gazette officielle du Québec*, or on any later date it indicates.

DIVISION II

OBJECT, FUNCTIONS AND POWERS

Objects **17.** The objects of the company are

(1) to provide for the establishment, at the place determined by the Government, of the Maison des sciences et des techniques, for the promotion of scientific and technical knowledge and awareness of the various sciences and technologies and their economic, social, cultural and environmental impacts;

(2) to administer and operate the centre.

Functions **18.** For the attainment of its object the company has the following functions:

(1) to promote the organization of exhibitions, informational activities and any other activities designed to stimulate awareness of science and technology as they exist in Québec and abroad;

(2) to establish modes of cooperation with other persons or organizations working in the field of scientific museology and popularization, especially in the regions;

(3) to favour participation and interaction in carrying on its activities, particularly by using new communications technology;

(4) to stimulate participation in its activities by the various communities concerned, especially the education and research communities, industry, and scientific hobbyists.

Powers

19. The company may, more particularly,

(1) subject to subparagraph 1 of the first paragraph of section 21, acquire, alienate, lease, lend, borrow, exchange, conserve or restore property and equipment designed to stimulate awareness of science and technology;

(2) carry on any activity that may contribute to the development of the centre;

(3) develop and implement educational programs and services for the community and for the users of the centre;

(4) carry out studies and research in science museology and popularization;

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

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

(7) create a class of honorary members of the company who shall have no vote nor any part in its administration, and determine their conditions of admission, functions and powers.

Acceptance
of gifts

In the exercise of its functions under subparagraph 5 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.

By-laws

20. The company may, by by-law,

(1) prescribe rules on the use, supervision and protection of the property, equipment and services at the centre;

(2) prescribe the fees payable for admission to the centre, for the use of property, equipment or services at the centre and for participation in its activities;

(3) provide cases where the fees prescribed under subparagraph 2 may be waived in whole or in part.

Approval

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.

Required au-
thorization

21. 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 a legal person, 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

22. 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

23. 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.

Approval

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

24. 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 23 is authentic.

Development
plan

25. The company shall establish a development plan according to the form, tenor and timetable fixed by the Government.

Approval

The plan is subject to approval by the Government.

- 26.** The fiscal year of the company ends on 31 March each year.
- 27.** The company, within four 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 for Science and Technology.
- The financial statements and the report of activities must contain all the information required by the Minister.
- 28.** 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.
- 29.** The company shall furnish the Minister with any additional information he may require on its activities.
- 30.** The books and accounts of the company shall be audited every year by the Auditor General and whenever ordered by the Government; the Auditor General may, however, designate another auditor.
- The report of the Auditor General or of the auditor designated by him must accompany the report of activities and financial statements of the company.

DIVISION IV

FINANCIAL PROVISIONS

- 31.** 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.
- 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.
- 32.** All amounts received by the company must be allocated to the payment of its obligations.

DIVISION V

SPECIAL PROVISIONS

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

(1) the criteria for establishing the remuneration, social benefits and other conditions of employment of the director general of the company;

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

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

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

(5) the obligation of the company to submit its budget estimates for the following fiscal year to the Government for approval, the time when they must be submitted, and their form and tenor.

DIVISION VI

FINAL PROVISIONS

34. The company, with the approval of the Government, may assign the centre a name other than Maison des sciences et des techniques.

The name assigned by the company must be published in the *Gazette officielle du Québec* and, once published, shall not be used to designate any other immovable, enterprise or organization without the written authorization of the company.

35. 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, is amended

(1) by inserting, in paragraph 1, after the words “the Institut québécois de recherche sur la culture”, the following: “the Société de la Maison des sciences et des techniques”;

(2) by adding, in paragraph 7, after the words “the Institut national de productivité”, the following: “the Société de la Maison des sciences et des techniques”.

Financial
commit-
ments

Name of
the centre

Publication

ch. R-10,
Schedule I,
am.

c. R-10,
Schedule III,
am. **36.** Schedule III to the said Act, enacted by chapter 24 of the statutes of 1983, is amended by inserting in paragraph 1, after the words “the Commission de la santé et de la sécurité du travail”, the following: “the Société de la Maison des sciences et des techniques”.

Minister
responsible **37.** The Minister for Science and Technology is responsible for the administration of this Act.

Exception **38.** 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 **39.** This Act comes into force on 23 May 1984.