

NATIONAL ASSEMBLY
Thirty-second Legislature, fourth session

1983, chapter 42

AN ACT RESPECTING THE AGENCE QUÉBÉCOISE DE VALORISATION INDUSTRIELLE DE LA RECHERCHE

Bill 37

Introduced by Mr Gilbert Paquette, Minister for Science and Technology

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Second reading: 16 November 1983

Third reading: 6 December 1983

Assented to: 21 December 1983

Coming into force: by proclamation of the Government

— 25 January 1984: ss. 1 to 42

G.O., 1984, Part 2, p. 1086

Act amended:

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



CHAPTER 42

An Act respecting the Agence québécoise
de valorisation industrielle de la recherche

[Assented to 21 December 1983]

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS:

DIVISION I

ESTABLISHMENT AND ORGANIZATION

- Establishment **1.** The “Agence québécoise de valorisation industrielle de la recherche” is hereby established.
- Corporation **2.** The Agence is a corporation.
- Mandatory of the Government **3.** The Agence is a mandatory of the Government.
- Public domain The property of the Agence forms part of the public domain but the performance of its obligations may be levied against its property.
- Liability The Agence binds only itself when it acts in its own name.
- Corporate seat **4.** The Agence has its corporate seat 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 Agence is administered by a board of directors composed of not more than twelve members, including a president, appointed by the Government.
- Members The majority of the members must be from industry or the business community and at least two must be from the university community. One member is appointed on the recommendation of the Minister of Industry, Commerce and Tourism.
- Vice-president **6.** The members of the board of directors shall appoint a vice-president of the board from among themselves. If the president is

temporarily absent or unable to act, the vice-president shall exercise the functions of the president.

- Term **7.** The president is appointed for not over five years.
- Term The other members are appointed for not more than three years.
- Continuance
in office **8.** At the end of their terms, the members of the board of directors remain in office until they are replaced or reappointed.
- Renewal The term of office of the president and the other members may be renewed consecutively only once.
- Vacancies **9.** Any vacancy occurring during a term of office shall be filled in accordance with the mode of appointment prescribed in section 5.
- Absence Absence from a number of meetings of the board of directors determined by the by-laws of internal management of the Agence, in the cases and circumstances it indicates, constitutes a vacancy.
- Full-time
duties **10.** The president, who shall exercise his duties full time, has the direction and supervision of the Agence and its personnel.
- Conditions of
employment The Government shall fix the remuneration, social benefits and other conditions of employment of the president.
- Expenses **11.** Members other than the president are not remunerated. They are, however, entitled, to the extent provided by regulation of the Government and on presentation of vouchers, to an attendance allowance and to the reimbursement of reasonable expenses incurred by them in the performance of their duties.
- Conflict of
interest **12.** 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 Agence. However, forfeiture is not incurred if such an interest devolves to him by succession or gift provided that he renounces or disposes of it with all possible dispatch.
- Conflict of
interest Any other member of the board of directors who has an interest in such an undertaking 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.
- Offices and
sittings **13.** The Agence may establish offices at the places it determines and hold its sittings anywhere in Québec.

Quorum	Not less the one-half of the members are a quorum at sittings of the board of directors.
Tie-vote	In case of division, the president has a casting vote.
Decisions	14. Every 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.
Secretary and personnel	15. The secretary and the other members of the personnel of the Agence are appointed and remunerated according to the staffing requirements, standards and scales established by by-law of the Agence.
Conditions of employment	The by-law may also determine the social benefits and other conditions of employment applicable to the secretary and other members, and make them subject to the second paragraph of section 12.
Publication and coming into force	The by-law comes into force, following approval by the Government, on the date of its publication in the <i>Gazette officielle du Québec</i> , or on any later date indicated in it.

DIVISION II

FUNCTIONS AND POWERS

Objects	16. The objects of the Agence are to promote technological innovation and contribute to the use of research findings in industrial or commercial applications that may produce economic benefits for Québec.
Concerted action	The Agence shall, for those purposes, foster concerted action between the research community and industry.
Powers	17. The Agence, to carry out its objects may, in particular, <ol style="list-style-type: none"> (1) collaborate with the research community and industry to find new ideas and technology that may lead to industrial or commercial applications, taking particular account of the fields identified as of primary importance by the Government in its statements of policy; (2) grant, on such conditions and within such limits as it may determine, technical or financial support for the achievement of projects in innovative technology in the sectors of activity it determines and at all stages of the invention process up to the stage of the organization of production and marketing; (3) carry out the surveys and assessments necessary for the selection and development of projects in innovative technology;

(4) enter into agreements with any person or body for the carrying out of the operations required for its activities;

(5) promote, in particular by establishing limited liability partnerships, the contribution, by individuals, companies and corporations of financial support to any project to which it grants assistance;

(6) contribute to the management and exploitation of the patent portfolios of the government departments.

Directives of the Minister **18.** The Minister for Science and Technology may issue directives to the Agence on its objectives and orientations.

Approval The directives are subject to approval by the Government.

Obligation Following approval, the Agence is bound to comply with the directives.

Tabling The directives must be tabled in the National Assembly within 15 days of approval if the Assembly is in session or, if it is not sitting, within 15 days after the opening of the next session or resumption.

Financial support **19.** The Agence may provide financial support by way of grants, loans or advances with or without interest or by acquiring interests in limited liability partnerships.

Financial support The Agence may also provide financial support by any other means authorized by the Government.

Authorization **20.** The Agence is required, in such cases and on such conditions as the Government may determine by regulation, to obtain the authorization of the Government or of the Minister, as the regulation may determine, to provide financial support.

Coming into force Every regulation made under the first paragraph comes into force 10 days after its publication in the *Gazette officielle du Québec*, or on any later date indicated in it.

Royalties **21.** The Agence may require, as consideration for its financial support, the payment of royalties or any other form of duties authorized by the Government.

Acquisition of immovables **22.** The Agence shall acquire no immovables.

Required authorization not Except with the authorization of the Government, the Agence shall

(1) contract a loan that would increase its total outstanding borrowings to more than the amount determined by the Government;

(2) make a contract for a term or amount exceeding that determined by the Government;

(3) own a greater interest in a limited liability partnership than that determined by regulation under section 20.

Tabling of order

An order of the Government authorizing the Agence to hold a greater interest in a limited liability partnership than that provided for in subparagraph 3 of the second paragraph must be tabled in the National Assembly within 15 days if it is in session or, if it is not sitting, within 15 days after the opening of the next session or resumption.

Agreements

23. The Agence, 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.

By-laws

24. The Agence may make

(1) internal management by-laws;

(2) by-laws to determine the methods of administering and disposing of the amounts received as royalties or in any other form of duties resulting from the granting of financial support.

Coming into force

Every by-law made under subparagraph 2 of the first paragraph comes into force from the date of its approval by the Government.

DIVISION III

FINANCIAL PROVISIONS

Guarantees and advances

25. The Government may, on the conditions it determines,

(1) guarantee any loan contracted by the Agence as well as any obligation of the Agence;

(2) authorize the Minister of Finance to advance to the Agence any amount deemed necessary for the carrying out of its functions.

Consolidated revenue fund

Any sums the Government may be called to pay under the guarantee or to advance to the Agence are taken out of the consolidated revenue fund.

DIVISION IV

DOCUMENTS, ACCOUNTS AND REPORTS

- Signature** **26.** No deed, document or writing binds the Agence unless it is signed by the president, the secretary or a member of the personnel of the Agence and, in the case of such a member, only to the extent determined by regulation of the Agence.
- Automatic device** The Agence may, by regulation and on the conditions it determines, allow a required signature to be affixed by means of an automatic device to the documents it determines or that a facsimile of a signature be engraved, lithographed or printed on it. 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 Agence.
- Coming into force** Every regulation made pursuant to this section comes into force ten days after the date of its publication in the *Gazette officielle du Québec* or on any later date indicated in it.
- Authenticity** **27.** A document or a copy of a document emanating from the Agence or forming part of its records and signed or certified true by a person referred to in section 26 is authentic.
- Fiscal year** **28.** The fiscal year of the Agence ends on 31 March each year.
- Budget** **29.** The Agence shall each year submit its budget for the ensuing fiscal year to the Government for approval, in the form and tenor and at the time determined by the Government.
- Report of activities** **30.** The Agence shall, not later than 31 July each year, forward to the Minister for Science and Technology a report of its activities for the preceding fiscal year.
- Information** The report must also contain any information the Minister may prescribe.
- Tabling** **31.** The Minister shall table the report of the Agence in the National Assembly within 30 days of receiving it if the Assembly is in session or, if it is not sitting, within 30 days after the opening of the next session or after resumption.
- Information** **32.** The Agence must furnish to the Minister any information he may require on its activities.
- Audit** **33.** The books and accounts of the Agence shall be audited every year by the Auditor General and also whenever so ordered by the Government.

Auditor's
report

The auditor's report must accompany the annual report of the Agence.

DIVISION V

PENALTIES

Offences and
penalties

34. Every person who gives false or misleading information in view of obtaining or procuring financial support provided for by this Act is guilty of an offence and liable, on summary proceedings, to a fine of not more than \$5 000.

Party to an
offence

35. Where a corporation commits an offence against section 34, every director or representative of that corporation who was aware of the offence is deemed to be a party to the offence and is liable, on summary proceedings, to a fine of not more than \$5 000 unless he proves to the satisfaction of the court that he did not acquiesce in the commission of the offence.

Proceedings

36. Proceedings under section 34 or 35 are brought by the Attorney General or by any person generally or specially authorized by him for that purpose.

Conviction

37. No person found guilty of an offence against section 34 or 35 or against article 338 of the Criminal Code in connection with financial support contemplated in this Act may, unless he has been pardoned, obtain financial support under this Act for a period of two years from the conviction.

DIVISION VI

FINAL PROVISIONS

c. R-12, s.
55, am.

38. Section 55 of the Act respecting the Civil Service Superannuation Plan (R.S.Q., chapter R-12), amended by section 96 of chapter 51, section 220 of chapter 52 and section 233 of chapter 63 of the statutes of 1982, is amended by inserting, after paragraph 18, the following paragraph:

“(18.1) the president and the employees of the Agence québécoise de valorisation industrielle de la recherche;”.

Minister
responsible

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

Sums
required

40. The sums required for the application of this Act are taken, for the fiscal year 1983-84, out of the consolidated revenue fund to the

extent determined by the Government and, for subsequent fiscal years, out of the sums granted annually for that purpose by Parliament.

Exception **41.** 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 **42.** This Act will come into force on the date to be fixed by proclamation of the Government, with the exception of the provisions excluded by that proclamation, which will come into force on any later dates fixed by proclamation of the Government.

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