



## CHAPTER 110

### An Act to incorporate the Société d'exploitation de la centrale de traitement d'eau Chambly-Marieville-Richelieu

{Assented to 22 June 1979}

Preamble. WHEREAS it is in the interest of the city of Chambly and the towns of Marieville and Richelieu to incorporate the Société d'exploitation de la centrale de traitement d'eau Chambly-Marieville-Richelieu;

Therefore, Her Majesty, with the advice and consent of the Assemblée nationale du Québec, enacts as follows:

#### TITLE I

##### INCORPORATION OF THE SOCIÉTÉ

Incorporation. **1.** A public corporation hereinafter called "the company" is hereby incorporated under the name of "Société d'exploitation de la centrale de traitement d'eau Chambly-Marieville-Richelieu".

Corporation. **2.** The company is a corporation within the meaning of the Civil Code and has the general powers of such a corporation and the special powers conferred on it by this act.

Head office. **3.** The head office of the company shall be in the town of Carignan, at 3192 Ste-Thérèse street; however, the company may, by by-law, transfer it to another locality with the approval of the corporations of the city of Chambly and the towns of Marieville and Richelieu; such a change comes into force upon publication of a notice to that effect in the *Gazette officielle du Québec*.

Allocation of revenues. **4.** All the revenues of the company shall serve to meet its obligations and operate, maintain, improve, upkeep and manage its water treatment plant and its drinking-water supply system.

**Territorial jurisdiction.** The company has jurisdiction in the territory of the city of Chambly and the towns of Richelieu and Marieville.

**Composition.** **5.** The company consists of the municipalities of the city of Chambly and the towns of Richelieu and Marieville.

**Members.** Each of them is represented by two members, namely, the mayor and a councillor it designates from time to time.

**Replacement.** When the mayor is absent or refuses or is unable to act, the acting mayor shall replace him.

**President.** **6.** The company shall appoint a president from among the mayors sitting thereon.

**Term of office.** **7.** The term of office of the president is one year.

**Duties.** **8.** The president of the company shall preside at the meetings and conduct the proceedings. He shall maintain order and decorum.

**Public meetings.** The meetings of the company are public.

**Quorum.** **9.** A majority of the members of the company are a quorum for dispatching business.

**Decisions.** **10.** A majority of the members who are present at the meetings of the company shall decide the questions and matters submitted to it.

**Vote.** **11.** Each member has one vote and is bound to vote. The president may vote but is not bound to do so. In case of a tie, the decision is deemed to be in the negative.

**Interest.** **12.** However, no member shall vote on any matter in which he has, by himself or his associate, any interest. In case of a dispute, the company shall decide whether the member has a personal interest in the matter and such member shall not vote in determining whether he has such an interest.

**Secretary and treasurer. Auditor.** **13.** The company shall appoint a secretary and a treasurer. It shall also appoint, during the month of December each year, an auditor to audit its books and accounts for the ensuing year.

**Meetings.** **14.** The company shall meet at the written or verbal request of the president or at the request of two of its members sent to the secretary.

Notice of  
convoca-  
tion.

The latter shall draw up a notice of convocation indicating briefly the matters to be submitted at the meeting. A copy of the notice shall be mailed to the address of each member at least two clear days before the meeting.

Agenda.

**15.** At a meeting, only the matters specified in the notice of convocation shall be considered, unless all the members of the company are then present and agree to derogate therefrom.

Waiver.

**16.** Every member of the company present at a meeting may waive the notice of convocation.

By-laws.

**17.** The company may make by-laws for its internal management and the conduct of its affairs.

Proof.

**18.** The minutes of sittings approved by the company and certified by the secretary make proof of their content.

Copy of the  
minutes.

**19.** The secretary of the company shall send to the clerk or the secretary-treasurer of the city of Chambly and the towns of Marieville and Richelieu a certified copy of the minutes of each meeting within fifteen days after their approval.

Authorized  
expenses.

**20.** The members of the company shall receive no salary but may be reimbursed for the authorized expenses effectively incurred in the discharge of their duties.

## TITLE II

### OBJECTS AND POWERS

Objects.

**21.** The objects of the company are the operation, upkeep, maintenance and management of a water treatment plant and a water supply system for the municipalities of the city of Chambly and the towns of Marieville and Richelieu, erected on the territory of the town of Carignan.

Powers.

**22.** In addition, the company may construct, own, improve and use, on its own immoveables or those of which it has enjoyment or possession, buildings, dams, conduits or any other work designed to improve its water treatment and distribution system or contribute to the construction or improvement of such works.

Acquisi-  
tion.

**23.** The company may acquire by agreement or expropriation, subject to the Expropriation Act (1973, chapter 38), any immovable, part of an immovable or real right which it needs to achieve its objects within the limits of the territory of the city of Chambly and the towns of Marieville and Richelieu, subject

to section 41 of the Environment Quality Act (1972, chapter 49), within a radius of forty-five kilometres outside that territory.

**Mandatory.** **24.** The company is deemed to be the mandatory of each municipal corporation contemplated in section 5 for the purposes of paragraph 3 of the first paragraph of section 18 of the Real Estate Assessment Act (1971, chapter 50).

**Administration.** **25.** The company shall administer and manage the immovables and works described in the schedule and those necessary for the achievement of its objects which it may from time to time be entrusted with by the municipalities of the city of Chambly and the towns of Marieville and Richelieu.

**Operation of the plant.** **26.** The company has also the custody, use and enjoyment of a rock-fill dam erected in the Richelieu river above the city of Chambly, and of the moveable property, machinery, engines and equipment used in the operation of the Chambly-Marieville-Richelieu water treatment plant.

**Dam.** This dam is described in detail in the plans registered in the registry office of Rouville, at Marieville, under number 131294.

**Disposition of property.** **27.** The company may dispose of any moveable property the value of which does not exceed \$500 according to the treasurer's report; it may also dispose, by onerous title, auction, public tender or in any other manner approved by the Commission municipale du Québec, of any moveable or immovable property if it is no longer needed.

**Duty of the company.** **28.** The company shall supply water to the municipalities contemplated in section 5.

**Power.** The company may supply water to any municipal corporation or person applying therefor to it, at such rates and on such conditions as are fixed by agreement.

**Public tenders.** **29.** (1) Unless it involves an expenditure of less than \$25 000, no insurance contract or contract for the performance of work or the supply of equipment or materials or the furnishing of services other than professional services may be awarded except after a call for public tenders by advertisement in a newspaper.

**Delay.** (2) The delay for the receipt of tenders shall not be less than eight days.

**Basis.** (3) Tenders shall not be called for nor shall the contracts resulting therefrom be awarded except on one or the other of the following bases:

(a) for a fixed price;

(b) at unit prices.

Opening.

(4) All tenders must be opened publicly in the presence of at least two witnesses, on the day and at the time and place mentioned in the call for tenders.

Persons present.

(5) All those who have tendered may be present at the opening of the tenders.

Names and prices mentioned.

(6) The names of the tenderers and their respective prices must be mentioned aloud at the opening of the tenders.

Lowest tender.

(7) The company shall not, without the prior authorization of the **Ministre des affaires municipales**, award the contract to any person other than the person who submitted the lowest tender within the prescribed delay.

Exception.

(8) If, however, to comply with the conditions for the making of a government grant, it is necessary that the contract be awarded to any person except the one who made the lowest tender within the prescribed delay, the company may, without the authorization of the **Minister**, award the contract to the person whose tender is the lowest among the persons fulfilling those conditions, if that tender was made within the prescribed delay.

Irresistible force.

**30.** In case of irresistible force of such a nature as to imperil the life or health of the population or seriously damage the equipment of the company or of its mandators, the president may order any expenditure deemed necessary and award any contract necessary to remedy the situation. In such case, the president must make a report of such action and the reasons therefor to the company at its next sitting.

### TITLE III

#### FINANCIAL PROVISIONS

Fiscal period.

**31.** The fiscal period of the company begins on 1 January and ends on 31 December each year.

Budget.

The company shall prepare its budget each year for the ensuing fiscal period and send it for adoption before 1 August to the city of Chambly and the towns of Marieville and Richelieu.

Coming into force.

If the budget of the company has not been adopted on 1 October by the city of Chambly and the towns of Marieville and Richelieu, it comes automatically into force on that date.

Amendment to budget.

**32.** However, if the budget comes automatically into force under section 31 without having been adopted by the councils

of the city of Chambly and of the towns of Marieville and Richelieu, any of them may apply to the Commission municipale du Québec by way of a petition served on the company and filed at the Commission not later than the following 1 November to have that budget amended in whole or in part.

Parties heard.

The Commission municipale, after notice has been given, shall hear the company and the municipalities contemplated in section 5 which have applied therefor and render its decision before the ensuing 1 December.

Power to amend.

**33.** The Commission municipale may confirm or amend the budget. Nevertheless, it shall not amend the budget unless it is convinced that such budget entails serious prejudice to the rate-payers.

Order to pay.

It may order the party which it designates to pay such amount as it considers equitable to meet the expenses incurred for such appeal; the order for such purpose shall be homologated upon a motion to the Provincial Court or the Superior Court according to their respective jurisdictions; the order so homologated shall be executory in the same manner as a judgment of such a court.

Interlocutory order.

It may also make any interlocutory order to safeguard the rights of the interested parties during the suit.

Supplementary budget.

**34.** During a fiscal period, the company may prepare any supplementary budget it deems necessary.

Adoption.

The secretary shall, within 15 days, forward a copy of that budget to the city of Chambly and the towns of Marieville and Richelieu for adoption.

Coming into force.

If the budget is not adopted within sixty days after it has been forwarded, it automatically comes into force at the end of that delay; sections 32 and 33 then apply, *mutatis mutandis*, to the supplementary budget.

Loans.

**35.** The company, by a by-law approved by the Ministre des affaires municipales and the Commission municipale du Québec, may contract loans for all purposes within its jurisdiction, by means of notes, bonds or other securities.

Authorized investments.

**36.** The bonds, notes and other securities issued by the company are authorized investments within the meaning of paragraph *a* of article 9810 of the Civil Code.

Liability.

**37.** The municipalities contemplated in section 5 are jointly and severally liable toward the holders of bonds, notes and other securities issued by the company for the repayment of such bonds,

notes and other securities, in principal, interest and other accessories, and for all other obligations contracted by the company toward such holders.

**Signature.** **38.** The bonds, notes and other securities of the company shall be signed by the president or the secretary or, if the secretary is absent or unable to act, by the person designated for such purpose by by-law of the company.

**Facsimile of the signature.** **39.** The facsimile of the signature of the president may be engraved, lithographed or printed on the bonds and such facsimile has the same effect as if the signature itself had been affixed thereto.

**Facsimile of the signature.** The facsimile of the signature of the president and the secretary of the company may be engraved, lithographed or printed on the bond coupons issued by the company and such facsimile has the same effect as if the signature itself had been affixed thereto.

**Company bound.** If a person whose signature or a facsimile of whose signature is affixed to a bond, note or other security of the company or on a coupon, as president or secretary of the company, ceases to act as such before such bond, note, other security or coupon is issued and delivered, that signature is nevertheless valid and binds the company as if such person had continued to act in that capacity on the date of such issue and delivery and the signature or facsimile of the signature of any person acting in that capacity on the date when such signature or facsimile of the signature is affixed to a bond, note, coupon or other security of the company binds it although on the date of such bond, coupon, note or other security, such person was not acting in that capacity.

**Cheques.** The president and the treasurer shall sign the cheques issued by the company. The facsimile of the signature of the president and the treasurer may be engraved, lithographed or printed on the cheques with the same effect as if the signature itself had been affixed thereto.

**Availability of funds.** **40.** The funds appropriated by way of a budget for specified work during a fiscal period shall remain available during the ensuing fiscal period for the carrying out of such work whether such work is begun or not.

**Surplus or deficit.** **41.** Any surplus or deficit of a fiscal period shall be entered in the revenues or expenditures of the budget of the following fiscal period, in conformity with the report of the auditors, the whole thereof subject to the adoption of a supplementary budget.

Expenses. **42.** The expenses of the company, including those resulting from the payment of interest on and amortization of loans, shall be charged to the city of Chambly and the towns of Marieville and Richelieu.

Demand for payment. **43.** The company shall mail, at the beginning of each trimester, to each of the municipalities contemplated in section 5, a demand for payment stating the quantity of water supplied and the amount due. The latter is payable within thirty days after the mailing of the demand for payment.

Share payable. **44.** Each year, in the month of October or, if there is an appeal, not later than 15 December, the company shall determine by resolution the share payable by each of the municipalities contemplated in section 5 and give them notice thereof.

Computation. That share is established on the basis of the proportion represented by the quantity of water supplied during the preceding fiscal period to each municipality contemplated in section 5 in relation to the total quantity supplied during the same period to those municipalities.

Delay. **45.** Each of the municipalities contemplated in section 5 shall, within sixty days from receiving that notice, pay to the company the amount of its share. At the end of the delay, unpaid shares bear interest at the rate provided in the budget.

Special tax. **46.** Each of the municipalities contemplated in section 5 may impose, for the purposes of paying the share contemplated in sections 44 and 45, a special tax based on one or more of the methods provided for in section 522 of the Cities and Towns Act (Revised Statutes, 1964, chapter 193).

## TITLE IV

### MISCELLANEOUS PROVISIONS

Provisions applicable. **47.** Sections 24, 24a and 25 of the Municipal Commission Act (Revised Statutes, 1964, chapter 170) and sections 2, 4 to 8, 12 to 43, 49 and 50 of the Municipal and School Debt and Loan Act (Revised Statutes, 1964, chapter 171) apply to the company, *mutatis mutandis*.

1972, c. 49, applicable. **48.** The Environment Quality Act (1972, chapter 49) applies to the company.

## TITLE V

## TRANSITIONAL PROVISION

Share for  
the fiscal  
period  
1980.

**49.** For the purposes of the budget for the fiscal period 1980, the treasurer of the city of Chambly shall determine, in a certificate, the quantity of water actually supplied to each of the municipalities contemplated in section 5 with a view to establishing the shares provided for in section 44.

Coming  
into force.

**50.** This act comes into force on the day of its sanction.

## SCHEDULE

## DESCRIPTIONS

With reference to the cadastre of the parish of Saint-Joseph-de-Chambly, registration division of Chambly, town of Carignan

(a) Lots 315-209, 315-210, 315-211, 315-1763, 315-1764, 315-1765 and 315-1766;

(b) That part of original lot 315 bounded as follows: on the north by the extension of the north line of lot 315-1759, on the east by lots 315-1759 to 315-1766, on the south by lots 315-209 and 315-210 and on the west by lot 315-211;

(c) That part of lot 315-208 situated west of highway No. 223;

(d) A strip of land measuring fourteen (14) feet in width E.M. by the distance between highway No. 223 and the Richelieu river, that strip of land being formed by part of lot 315-207, part of a former public road without cadastral designation and part of original lot 315 and bounded as follows: on the west by highway No. 223, on the north by the residue of lot 315-207, the residue of the said former public road and the residue of the said original lot 315, on the east by the Richelieu river and on the south by original lot 317.

With every construction thereon erected and, in particular, the water treatment plant, including dependancies.

The whole as found presently with all the active and passive, apparent or unapparent, servitudes encumbering the said immoveable.