



NATIONAL ASSEMBLY

FIRST SESSION

THIRTY-FIFTH LEGISLATURE

Bill 223
(Private)

An Act respecting the village and the parish of Saint-Anselme

Introduction

Introduced by
Mr Claude Lachance
Member for Bellechasse



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(Private)

An Act respecting the village and the parish of Saint-Anselme

WHEREAS it is in the interest of the village and the parish of Saint-Anselme that they be granted certain powers;

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS:

1. The village and the parish of Saint-Anselme may act as incorporators of a company pursuant to section 123.9 of the Companies Act (R.S.Q., chapter C-38). The articles of incorporation of the company as well as its articles of amendment, if any, shall be submitted for approval to the Minister of Municipal Affairs; once so approved, they shall be filed with the Inspector General pursuant to section 123.11 or 123.104 of the said Act by the Minister.

The activities of the company referred to in the first paragraph shall be restricted to the carrying out of the agreement referred to in section 3. Members of the council of the municipalities shall be in the majority at all times on the board of directors of the company and only they may assume its chairmanship. The municipalities may hold shares in the company; they shall at all times hold the majority of voting shares.

In no case may the company make a public distribution of shares.

2. The by-laws passed by the company referred to in section 1 under section 91, 92 or 93 of the Companies Act, as well as any shareholders' agreement, must be approved by the Minister of Municipal Affairs.

3. The municipalities may, with the authorization of the Minister of Municipal Affairs, enter into an agreement with the company

referred to in section 1 relating to the exercise of their jurisdiction in respect of the acquisition, development, management and alienation of immovables for industrial purposes.

For that purpose, each municipality is deemed to have jurisdiction over both territories.

4. The agreement referred to in section 3 must include

- (1) a detailed description of its object;
- (2) the obligations of the parties including the obligations relating to their financial participation;
- (3) the procedure for determining the cost of carrying out the agreement;
- (4) the obligations of the parties in case of total or partial non-execution of the agreement;
- (5) the duration of the agreement and, where applicable, the terms and conditions for its renewal.

5. The company must, before 1 October each year, transmit to the municipalities an estimate of the costs relating to the implementation of the agreement and the financial participation required for that purpose from the municipalities for its next fiscal year.

Moreover, for each of the five fiscal years following the year of its incorporation, the company must send in good time to the Minister of Municipal Affairs its budget estimates, its financial statements and any other information pertaining to its financial situation requested by the Minister.

6. The company must take out insurance, and maintain it in force, to cover the liability of its directors and other representatives.

7. A member of the council of either of the municipalities who, during his term of office as council member, directly or indirectly acquires or holds shares issued by the company referred to in section 1 or by any of its subsidiaries or has a direct or indirect interest in a contract with any of those companies is disqualified from holding office as a member of the council of any municipality.

The disqualification persists until the expiry of a period of five years after the day on which the judgment declaring the person disqualified becomes *res judicata*.

A declaration of disqualification may be sought by means of an action for declaration of disqualification under sections 308 to 312 of the Act respecting elections and referendums in municipalities (R.S.Q., chapter E-2.2).

8. Section 7 does not apply in the cases described in paragraphs 1 and 2.1 to 9 of section 305 of the Act respecting elections and referendums in municipalities.

9. Any person who directly or indirectly acquires or holds shares issued by the company referred to in section 1 or by any of its subsidiaries or has a direct or indirect interest in a contract with any of those companies is disqualified from holding any position as an officer or employee of the municipalities other than that of an employee within the meaning of the Labour Code (R.S.Q., chapter C-27).

10. The company may not acquire shares in another company or acquire an interest in a partnership unless the activities of that company or partnership are limited to the acquisition, development, management and alienation of immovables for industrial purposes, within the limits of the territory of the village or parish of Saint-Anselme, or to a related field. No such shares or interest may be acquired without the authorization of the municipalities.

11. The company referred to in section 1 is deemed to be a legal person established for a private interest.

Notwithstanding section 142 of the Act respecting the implementation of the reform of the Civil Code (1992, chapter 57), the second paragraph of article 2847 of the Civil Code of Québec applies to the presumption enacted in the first paragraph.

12. With the authorization of the Minister of Municipal Affairs, each municipality may stand surety for the company referred to in section 1 up to the value of the shares it holds in the company.

The Minister may require that the resolution or by-law authorizing suretyship be submitted to the qualified voters for approval in accordance with the procedure set out in the Act respecting elections and referendums in municipalities.

13. For the purposes of this Act, only immovables designated as being for “industrial purposes” in the planning program of the municipalities may be acquired, developed, managed and alienated by the company.

Uses consistent with and complementary to industrial uses provided for in the planning program and the zoning by-law of the municipalities are also considered for industrial purposes.

14. This Act applies notwithstanding the Act respecting municipal industrial immovables (R.S.Q., chapter I-0.1) and the Municipal Aid Prohibition Act (R.S.Q., chapter I-15).

15. Articles 14.1, 935 and 936 of the Municipal Code of Québec (R.S.Q., chapter C-27.1) do not apply to the agreement referred to in section 3.

16. This Act comes into force on (*insert here the date of assent to this Act*).