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# NATIONAL ASSEMBLY

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FIFTH SESSION

THIRTY-SECOND LEGISLATURE

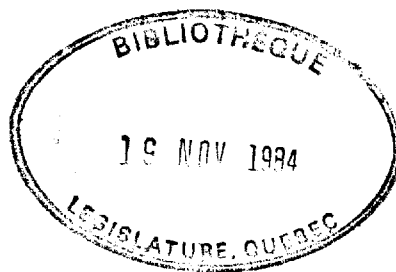
Bill 8

## **An Act respecting the Société de transport de la Ville de Laval**

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**Introduction**

**Introduced by  
Mr Jacques Léonard  
Minister of Transport**



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#### EXPLANATORY NOTES

*The object of this bill is to establish the Société de transport de la Ville de Laval which succeeds to the existing City of Laval Transit Commission created by the Charter of the City of Laval.*

*The primary objective of the bill is to give the control of the new Société de transport de la Ville de Laval to the elected officials of the city.*

*The bill also proposes to return, from 1 January 1986, to the various municipalities concerned, the responsibility of organizing and financing extra-territorial transportation services previously provided by the existing transit commission of the city of Laval.*

*With regard to the organization of the new corporation, the main changes concern the composition of the board of directors and the division of the office of chairman and general manager into two separate offices, namely that of chairman and that of managing director.*

*The board of directors of the corporation will consist of five members, including a chairman, chosen by the council of the city of Laval from among its members for a term of two years.*

*The bill also provides that the managing director of the corporation, appointed for five years by the board of directors, will administer the affairs of the corporation under the authority of the board of directors.*

*The bill provides for closer public scrutiny of the activities of the Société de transport de la Ville de Laval by requiring that all meetings of the board of directors and advisory committees be public, that the board of directors meet at least once a month, that a question period be scheduled at the beginning of each meeting for the benefit of users and that a special meeting of the board of directors be held if requested by 500 or more residents of the city of Laval.*

*The bill specifies that the passenger fares and the routes established by the corporation will require publication in a newspaper and will come into force only on the thirtieth day following that publication.*

*The bill empowers the corporation to adopt the budgetary estimates by fractions or by separate items and to amend its budget or adopt a supplementary budget in the course of a fiscal year.*

*Finally, the bill requires the corporation to prepare a three-year plan of capital expenditures which will be subject to government approval.*



# Bill 8

## **An Act respecting the Société de transport de la Ville de Laval**

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS:

### DIVISION I

#### INCORPORATION AND ORGANIZATION

##### § 1.—*Incorporation*

**1.** A public corporation is hereby established under the name of “Société de transport de la Ville de Laval”.

**2.** The object of the corporation is to operate a public transport undertaking to provide passenger transportation by any means of public transportation in the territory of the city of Laval; the territory of the city of Laval is the territory of the corporation.

**3.** The corporation shall have its head office in its territory, at the place it determines; it shall publish a notice of the location or of any change in the location of its head office in the *Gazette officielle du Québec*.

##### § 2.—*Organization*

**4.** The affairs of the corporation shall be administered by a board of directors composed of five members, including a chairman, chosen by the council of the city of Laval from among its members.

**5.** The term of office of a member of the board of directors is two years.

**6.** Each member of the board of directors shall remain in office at the expiry of his term as a member of the board until he is replaced or reappointed.

**7.** Every member of the board of directors shall cease to be a member when he ceases to be a member of the council of the city of Laval. A vacancy occurs in the office of a member when he ceases to be a member of the council.

**8.** Every member of the board of directors who fails to attend the meetings of the board for 90 consecutive days after the last meeting he attended shall also cease to be a member.

A vacancy in the office of a member occurs from the end of the first meeting held after the 90 day period, except if, at that meeting, the other members of the board of directors are of opinion that he was in fact unable to attend the meetings of the board.

However, if the member attends none of the meetings of the board of directors called within 30 days after the meeting referred to in the second paragraph, a vacancy occurs in the office of that member from that thirtieth day; the secretary of the corporation shall, without delay, notify the council of the city of Laval of it.

**9.** The resignation of a member of the board of directors entails a vacancy in the office of that member.

The resignation becomes effective from the day on which the secretary of the corporation receives a notice to that effect signed by the resigning member. The secretary shall notify immediately the clerk of the city of Laval.

**10.** Except in the case of resignation, every member of the board of directors shall remain in office, notwithstanding the vacancy in his office, until his successor is appointed.

**11.** Any vacancy in the office of a member of the board of directors shall be filled by the council of the city of Laval within 60 days.

**12.** The chairman may resign his office of chairman in the manner prescribed in the second paragraph of section 9 and the council of the city of Laval shall then appoint another chairman from among the other members of the board of directors within 60 days from the day on which the resignation became effective.

**13.** If the chairman is absent or if he is unable or refuses to act, the members present at a meeting of the board of directors shall designate from among themselves a member to preside at the meeting. The secretary shall preside at the meeting for the purposes of the designation.

**14.** The chairman of the board of directors shall preside at the meetings of the board and see that good order is maintained.

**15.** Three members of the board of directors constitute a quorum.

**16.** Each member of the board of directors is entitled to one vote.

Subject to section 43, decisions of the board of directors are made by a majority of the votes cast.

**17.** Each member of the board of directors present at a meeting has an obligation to vote. However, any member who has any direct or indirect interest in any undertaking putting his personal interest in conflict with that of the corporation shall disclose his interest to the board of directors and abstain from participating in the deliberations and voting on any question relating to the undertaking in which he has an interest.

**18.** The board of directors may hold its meetings anywhere in the territory of the corporation.

The meetings of the board are public. However, where any information which, under the Act respecting Access to documents held by public bodies and the Protection of personal information (R.S.Q., chapter A-2.1), is not to be released, is likely to be disclosed during a meeting, the board of directors shall hold the meeting or, as the case may be, part of the meeting, *in camera*. Where any information which, under the said Act, may not be released, is likely to be disclosed during a meeting, the board of directors may hold the meeting or, as the case may be, part of the meeting, *in camera*.

**19.** The board of directors shall hold a regular meeting at least once every month. The board shall, at its first meeting of the year, adopt the schedule of the meetings for the whole year.

**20.** The board of directors shall also meet at the written request of the chairman, of two members, of the managing director or of 500 or more residents of the city of Laval, addressed to the secretary of the corporation.

**21.** The meetings shall be called by the secretary.

In the case of a regular meeting, a copy of the agenda shall be sent by the secretary of the corporation to each member of the board of directors not later than three days before the holding of the meeting.

In the case of a special meeting, a copy of the notice setting out the matters to be debated shall be served on each member of the board of directors not later than 24 hours before the time fixed for the holding of the meeting.

The sending of the notice contemplated in the second paragraph, by registered or certified mail addressed to the members of the board of directors not later than 72 hours before the time fixed for the holding of the meeting, replaces the service of the notice.

Every member present at a regular or special meeting of the board of directors may waive the calling notice.

**22.** Within 15 days after the first meeting of the year, the secretary of the corporation shall publish in a French newspaper circulating in the territory of the corporation a notice stating the date, time and place of the regular meetings of the board of directors.

**23.** The board of directors shall schedule a question period at the beginning of each meeting; the persons present may put oral questions to the members of the board.

The question period must not exceed one hour unless the board of directors decides otherwise.

**24.** The board of directors may make by-laws for its internal management and that of the corporation.

**25.** The minutes of the meetings of the board of directors shall be kept in a register by the secretary of the corporation.

After being read and ratified at the next regular meeting, the minutes shall be signed by the chairman of the board of directors and by the secretary of the corporation. The members present at the meeting may waive the reading of the minutes.

A copy of the minutes must be given to each member of the board of directors.

**26.** The council of the city of Laval shall, by by-law, fix the remuneration and expense allowance of the members of the board of directors. It may also, in the by-law, fix an additional remuneration and expense allowance for the chairman. The remuneration and allowance are paid out of the revenues of the corporation.



The by-law may be retroactive to 1 January preceding its coming into force.

**27.** The board of directors shall authorize any expense incurred by a member of the board for the account of the corporation.

On the presentation of a statement of account accompanied with the vouchers required by the board of directors, the board shall authorize the reimbursement of the expenses.

**28.** The council of the city of Laval shall fix an amount to be subtracted from the remuneration of every member of the board of directors who fails to attend a meeting of the board or to vote on a question put to the vote on that day, unless his absence is due to his being unable in fact to attend the meeting or his abstention to vote results from the application of section 17.

**29.** The council of the city of Laval shall, by by-law, determine the rules respecting the pension of the members of the board of directors, which must be a contributory pension. The pension shall be paid by the corporation out of its revenues.

The first paragraph does not apply to a person who avails himself of Division VIII.1 of the Act respecting retirement plans for the mayors and councillors of municipalities (R.S.Q., chapter R-16).

### § 3.—*Advisory committees*

**30.** The board of directors may set up advisory committees to study specific questions and require them to report their findings and recommendations to it at the time it indicates.

Each committee shall consist of not less than three nor more than seven members. It may consist wholly or in part of members of the board of directors.

The chairman of each committee shall be chosen from among the members of the board of directors.

**31.** The meetings of a committee are public.

The second paragraph of section 18, adapted as required, applies to the meetings of a committee.

**32.** The secretary of the corporation shall publish a prior notice of the holding of each meeting of a committee in a French newspaper circulating in the territory of the corporation.

Every meeting of a committee must include a question period; the persons present may put oral questions to the members of the committee.

**33.** The board of directors may pass a by-law respecting the internal management of a committee.

The board may, in the by-law, prescribe, in particular, the length of the question period at a meeting of a committee, the time when it is to take place and the procedure to be followed to put a question at the meeting.

The board of directors shall also fix, by by-law, the attendance and expense allowance of the members of a committee who are not members of the council. Sections 27 and 28 apply, adapted as required.

#### § 4.—*Managing director and other officers*

**34.** The board of directors shall appoint a managing director and determine his conditions of employment.

**35.** In no case may the term of office of the managing director exceed five years. His term may be renewed.

**36.** Unless expressly authorized by the board of directors, the managing director shall discharge the duties of his office on a full-time basis and have no other remunerated employment or occupation.

**37.** The office of managing director is incompatible with that of member of the board of directors or of the council of the city of Laval and with that of officer or employee of the city of Laval.

**38.** The managing director, under the authority of the board of directors, has the following duties:

- (1) to administer the current affairs of the corporation;
- (2) to supervise the administrative staff and engage and supervise the heads of departments and the employees of the corporation and exercise in their respect a right of supervision and control;
- (3) to ensure liaison between the board of directors and the advisory committees, and between the administrative staff, the heads of departments and the employees of the corporation;
- (4) to see that the decisions of the board of directors are complied with and carried out;
- (5) to perform any other function entrusted to him by the board of directors.

**39.** The managing director shall attend the meetings of the board of directors; at such meetings he has the right to speak but he is not entitled to vote.

**40.** If the managing director is absent or if he is unable or refuses to act, or if a vacancy occurs in the office of the managing director, the board of directors shall appoint a person to perform the duties of the managing director.

**41.** Any vacancy in the office of the managing director shall be filled without delay by the board of directors.

**42.** The board of directors shall appoint the secretary of the corporation and determine his conditions of employment.

In no case may the secretary of the corporation be a member of the board of directors.

The secretary shall keep the books, registers, plans, maps, records and other documents and papers of the corporation or produced, filed or kept by the corporation.

He shall attend all the meetings of the board of directors and draw up the minutes of the meetings.

He shall perform the other duties that are entrusted to him by the board of directors under this Act or the internal management by-laws.

The board of directors shall also appoint one or more persons to act as treasurer, in accordance with the internal management by-laws and determine his or their conditions of employment.

**43.** Two-thirds of the votes cast at a meeting of the board of directors are required to enable the board to dismiss or suspend without salary the managing director, the secretary of the corporation or a member of the administrative staff, if he has been in office for six months or more. The same rule applies in the case of a reduction of salary. In the case of a member of the administrative staff, the dismissal, suspension without salary or the reduction of salary may be decided only upon the recommendation of the managing director.

The decision of the board of directors shall be served or sent by registered or certified mail to the person contemplated in the first paragraph.

Every person dismissed or suspended without salary or whose salary has been reduced under this section may appeal from the decision before the Commission municipale du Québec, which, after an inquiry, shall

decide in last instance. The appeal must be lodged within 15 days after the decision of the board of directors is served.

If the appeal is maintained the Commission municipale du Québec may also order the corporation to pay the appellant the amount it determines as compensation for expenses incurred by him for the appeal; the order for that purpose shall be homologated on a motion of the appellant by the Provincial Court or the Superior Court, according to their respective jurisdictions; the appellant may then enforce the judgment against the corporation.

### § 5.—*Immunity*

**44.** In no case may the members of the board of directors, the managing director, the secretary or the treasurer of the corporation be sued by reason of official acts done in good faith in the performance of their duties.

**45.** Except on a matter of jurisdiction, none of the extraordinary recourses provided in articles 834 to 850 of the Code of Civil Procedure (R.S.Q., chapter C-25) shall be exercised and no injunction shall be granted against the corporation, the members of the board of directors, the managing director, the secretary or the treasurer of the corporation acting in their official capacity.

**46.** A judge of the Court of Appeal, upon motion, may annul summarily any writ, order or injunction issued or granted contrary to section 45.

## DIVISION II

### DUTIES AND POWERS

**47.** The board of directors shall exercise generally the duties and powers of the corporation except where the Act provides otherwise.

**48.** The corporation shall organize, possess, develop and administer a public transport undertaking in its territory.

The corporation may also provide links to points outside its territory.

**49.** The corporation may make a contract with a municipality not included in its territory, a regional county municipality or an intermunicipal board of transport contemplated in the Act respecting intermunicipal boards of transport in the area of Montréal (R.S.Q., chapter C-60) to supply that municipality, regional municipality or board with a public transport service.

**50.** The corporation may make a contract for pupil transportation within the scope of the Education Act (R.S.Q., chapter I-14), the Act respecting private education (R.S.Q., chapter E-9) or the General and Vocational Colleges Act (R.S.Q., chapter C-29).

The corporation is empowered to carry out, outside its territory, a contract entered into with a regional school board, a school board or a school corporation, provided that the territory of the regional school board, school board or school corporation coincides with the territory of the corporation, of a municipality or of an intermunicipal board of transport served by the corporation pursuant to a contract.

**51.** The corporation may provide a special transportation service for handicapped persons who are unable to use its public transport service. The special service may provide links to points outside the territory of the corporation.

For that purpose the corporation may

(1) directly possess, organize, develop and administer such a service;

(2) make, with any public transport undertaking or any non-profit organization, a contract to provide for the operation of the whole or part of the service;

(3) make, with a view to organizing shared transportation by taxi as contemplated in the Act respecting transportation by taxi (R.S.Q., chapter T-11.1), a contract to provide for the operation of the whole or part of the service.

The corporation may also make, with a municipality from outside its territory, an intermunicipal management board or an intermunicipal board of transport, a contract to provide a special transportation service for handicapped persons in the territory of that municipality or board and to provide links to points outside its territory.

**52.** The corporation may make with a public transit permit holder or a school bus carrier contract for the supply of certain public transport services.

Where the service is supplied by a school bus carrier, the carrier shall supply the service by means of school bus or other vehicles of the minibus type only.

**53.** The corporation may make an agreement with another public body providing public transport to extend its public transport service to the territory of that public body.

**54.** The corporation may, with a view to organizing shared transportation by taxi, make a contract for the supply of certain public transportation services.

**55.** The corporation may provide special or charter trips in its territory and from its territory to an outside point.

**56.** The corporation may operate, inside its territory and from its territory to outside points, any sightseeing service or seasonal transport service.

No permit may be granted to a carrier by the Commission des transports du Québec for the operation of a sightseeing bus service inside the territory of the corporation unless the Commission des transports du Québec is of opinion, after having heard the representations of the corporation, that the latter does not operate or is not about to operate such a service which adequately meets the needs referred to in the application for the permit.

**57.** The corporation may operate, outside its territory, any sightseeing service or seasonal transport service for which it has come to hold a permit through the acquisition of a public transport undertaking.

**58.** The corporation may perform any other activity accessory or related to a public transport undertaking and may, in particular,

- (1) acquire, possess and operate businesses in or on its immovables;
- (2) lease space in or on its immovables for the businesses it determines;
- (3) lease advertising space in or on its immovables and vehicles;
- (4) alienate for valuable consideration, without any permission or special formality, any movable or immovable property the value of which is not over \$5 000;
- (5) alienate for valuable consideration, in accordance with section 59, any movable or immovable property the value of which is over \$5 000 and under \$25 000;
- (6) with the approval of the council of the city of Laval, alienate for valuable consideration, in accordance with section 59, any movable or immovable property the value of which is over \$25 000;
- (7) with the approval of the council of the city of Laval, perform such work as it deems necessary for the better operation of its services, and build, possess and operate grounds or garages for parking, boarding

platforms and bus-stop shelters, perform works for the widening or straightening of streets and any other works it deems necessary or useful for the efficient operation of its services;

(8) with the approval of the Minister of Transport and without any other permission or special formality, alienate all or part of a public transport undertaking situated outside its territory and that it has acquired and the permits related thereto;

(9) establish and maintain or assist in the establishment or maintenance of relief or retirement funds or pension plans for its administrative staff, heads of departments and employees, their spouses and dependants, and for that purpose pay premiums for them, subject to the Act respecting supplemental pension plans (R.S.Q., chapter R-17).

The corporation may also take the measures it deems advisable to promote the setting up and operation of public transport services not operated by it and provide support services to the users of such transport services and to those who organize them.

**59.** If the alienation contemplated in subparagraph 5 or 6 of section 58 is not made by auction or public tenders, the corporation shall publish every month in a French newspaper circulating in the territory of the corporation, a notice mentioning any property otherwise alienated by the corporation during the preceding month, the person to whom it was alienated and the price of alienation, and it shall send a copy of the notice to the Minister of Transport.

**60.** Notwithstanding subparagraph 6 of section 58, in no case may the corporation alienate, except with the authorization of the Minister of Transport, any property of a value of \$25 000 or over and for which it was granted a specific subsidy.

Subject to section 59, the corporation shall notify the Minister of Transport of the alienation of any other property for which it was granted a specific subsidy, within 15 days of the alienation.

**61.** The corporation may entrust a mandate to any other public body providing public transport to acquire equipment for the corporation.

The corporation, where it intends to acquire equipment for itself, may accept such a mandate from another public body providing public transport. The Minister of Transport may authorize the corporation to make the joint purchase of equipment without a call for tenders.

**62.** The corporation shall also

(1) prepare its budget and any supplementary budget;

- (2) prepare its staffing requirements;
- (3) engage, on the recommendation of the managing director, the required administrative staff;
- (4) determine the wage policy, the social benefits and the other conditions of employment applicable to the administrative staff, heads of departments and employees of the corporation;
- (5) adopt a master plan for the middle term and the long term;
- (6) establish tariff of passenger fares according to classes of users and other particulars it determines.

**63.** The tariff established under paragraph 6 of section 62 shall be published by the secretary of the corporation in a French newspaper circulating in the territory of the corporation and posted up in the vehicles of the corporation circulating in its territory.

The tariff comes into force on the thirtieth day after its publication in the newspaper or on any later date fixed therein.

However, where, in the opinion of the corporation, exceptional circumstances justify it, the tariff comes into force on the tenth day after its publication in the newspaper.

**64.** The corporation may cause the studies it considers necessary for the exercise of its powers to be made in respect of its territory or another territory.

**65.** The corporation may make by-laws respecting

- (1) the conduct of users in or on its immovables and vehicles;
- (2) the tickets, transfers and passes used in respect of a public transport service organized by the corporation;
- (3) the use of shop windows and show cases of establishments which have leased commercial space from the corporation;
- (4) the putting up for sale of any article lost or found in or on its immovables or vehicles, and which has remained unclaimed for two months.

The by-laws shall be published by the secretary of the corporation in a French newspaper circulating in the territory of the corporation.

The by-laws come into force on the thirtieth day after their publication in the newspaper or on any later date fixed therein.



**66.** The corporation may establish, change or cancel lines, replace bus lines by lines of other means of public transport, change their routes and, for each such purposes, use any public street which it deems expedient in its territory.

The secretary of the corporation shall send a notice of the decision of the corporation made under the first paragraph to the council of the city of Laval and cause the notice to be published in a French newspaper circulating in the territory of the corporation.

**67.** The decision of the corporation made under the first paragraph of section 66 becomes effective on the thirtieth day after the date of the publication of the notice in the newspaper or on any later date fixed in the notice or, where, in the opinion of the corporation, exceptional circumstances justify it, on the tenth day after the publication of the notice.

**68.** After obtaining the authorization of the council of the city of Laval, the corporation may acquire, by agreement, within or outside the limits of its territory, all or part of any immovable or real right it may require for the carrying out of its objects.

The corporation may also acquire all or part of the immovable or the real right contemplated in the first paragraph by expropriation in accordance with the Expropriation Act (R.S.Q., chapter E-24).

**69.** After obtaining the authorization of the council of the city of Laval, of the Minister of Municipal Affairs and of the Minister of Transport, the corporation may acquire by agreement all or part of the property or capital stock of any public transport undertaking operated in whole or in part within its territory.

The corporation may also acquire by expropriation all or part of the property or capital stock contemplated in the first paragraph. The expropriation is made in the manner provided in the Expropriation Act, adapted as required. However, the notice of expropriation must not indicate any lot number and the amount of the provisional indemnity must be at least 70% of the offer by the expropriating party.

Should the expropriated party refuse to hand over to the expropriating party the share certificates and the expropriated property, the expropriating party may institute proceedings pursuant to article 565 of the Code of Civil Procedure.

This section has effect notwithstanding section 38 of the Expropriation Act.

**70.** Notwithstanding any inconsistent provision of any Act, constituting document, by-law or agreement, from the time the corporation acquires all the capital stock of a public transport undertaking, the functions of the directors of the undertaking then in office shall cease and the members of the board of directors become the sole directors of the undertaking, without remuneration, and without personally being shareholders of the undertaking.

**71.** Every issue of shares or bonds made by a public transport undertaking after the date of the resolution of the corporation ordering the expropriation of the capital stock of the undertaking is null and void.

**72.** Notwithstanding any Act, agreement, trust deed or other provision, none of the provisions of this Act nor the exercise of any of the powers which it assigns to the corporation, nor any of the acts which it authorizes has the effect of putting a public transport undertaking in default under the terms of the agreements or trust deeds relating to bonds, or of making the payment exigible before maturity, or of enabling the creditors, their representatives or the trustees to exercise the powers and recourses contemplated in the case of default of the public transport undertaking as regards such bonds, except in the case where payment of the debt has not been assumed by the corporation.

**73.** In the case of acquisition by agreement or expropriation by the corporation of all or part of the capital stock of a public transport undertaking, the corporation shall assume the liabilities of the undertaking, and all the hypothecs and guarantees relating thereto or encumbering the property of the undertaking are extinguished.

The cancellation of the registration of the hypothecs and guarantees is effected by the presentation and deposit, for purposes of cancellation, in the office of the registration division contemplated, of a requisition therefor, signed by the chairman and the secretary of the corporation.

The requisition must

(1) attest that the corporation has assumed the liabilities of the public transport undertaking upon the acquisition by agreement or expropriation, as the case may be, of its capital stock;

(2) designate the immovable property affected by the registration;

(3) specify the registration numbers of the hypothecs and guarantees to be cancelled.

The requisition makes *prima facie* proof of its contents without its being necessary to prove the authority of the signatories.

**74.** In the case of acquisition by agreement or expropriation of the capital stock of a public transport undertaking, the property, rights and obligations of the undertaking devolve to the corporation.

The Government, whenever the total amount of the price or indemnity payable for the shares has been paid to those entitled thereto or deposited according to law, may cancel the constituting document of the public transport undertaking by order. The cancellation takes effect from the date fixed in the order.

If there then remain any claims or judicial proceedings pending between the undertaking and third parties, the corporation, from the cancellation of the constituting document of the undertaking, shall be in the rights and obligations of such undertaking; upon the cancellation, the corporation, in all pending cases, shall be substituted for the undertaking of right and without proceedings in continuance of suit, and the judgments obtained shall be executory by or against the corporation, as the case may be.

**75.** The corporation may award any contract for professional services of whatever amount and any other contract involving an expenditure of less than \$50 000.

However, no insurance contract and no contract for the execution of works or the supply of vehicles, equipment or materials or for the supply of services other than professional services and involving an expenditure of more than \$5 000 and less than \$50 000 may be awarded unless a call for tenders has been issued and is made by inviting in writing at least two contractors, two suppliers or two insurers, as the case may be, to tender.

For the purposes of the second paragraph, a contract for the supply of vehicles or equipment includes any leasing contract with an option to purchase.

**76.** The corporation may award, after a call for public tenders published in a French newspaper circulating in its territory, a contract contemplated in the second and third paragraphs of section 75 that involves an expenditure of not less than \$50 000.

The time prescribed for the receipt of tenders shall not be less than eight days.

Tenders shall not be called for nor shall the contracts resulting therefrom be awarded except on one or the other of the following bases:

- (1) for a fixed price;
- (2) at unit prices.

**77.** All tenders contemplated in section 76 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.

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

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

**78.** The corporation shall not, except with the prior authorization of the Minister of Transport, award the contract to any person other than the person who submitted the lowest tender within the prescribed time.

If, however, to comply with the conditions governing the granting of a Government subsidy, it is necessary that the contract be awarded to a person other than the person who made the lowest tender within the prescribed time, the corporation may, without the authorization of the Minister of Transport, 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 time.

If there is only one tenderer, the corporation shall not, except with the prior approval of the council of the city of Laval, award the contract.

**79.** The corporation may, 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 corporation, order any expenditure it deems necessary to remedy the situation, upon the written request of the chairman or managing director.

**80.** Where it has awarded a contract under section 76, the corporation must notify the council of the city of Laval thereof without delay.

### DIVISION III

#### FINANCIAL PROVISIONS

**81.** The fiscal year of the corporation ends on 31 December each year.

**82.** All revenues of the corporation, including subsidies, shall be used to fulfil the obligations of the corporation and to organize, possess, develop and administer its public transport undertaking.

**83.** The payment of the corporation's operating deficits for the fiscal year covered by the budget, including those resulting from payment of interest on and amortization of its loans, shall be charged to the city of Laval.

**84.** Each year the corporation shall prepare its budget for the ensuing fiscal year and send it to the council of the city of Laval before 1 October.

**85.** Not later than 1 October, the treasurer of the corporation shall establish in a certificate the appropriations he considers necessary, during the next fiscal year for the payment of interest on the securities issued or to be issued by the corporation, the repayment or redemption of the securities and the requirements of the sinking funds of the securities, and for any charge relating to the debt of the corporation.

However, the amounts required in principal, interest and incidental cost in respect of loans made in anticipation of revenue and renewable loans the maturity date of which occurs during the fiscal year covered by the budget are not computed.

**86.** The treasurer shall also include in the certificate an estimate of the appropriations that will be required during the next fiscal year, for the payment of the obligations of the corporation pursuant to collective agreements then in force or pursuant to legislative or regulatory provisions.

**87.** The amounts contemplated in the treasurer's certificate must be included in the budget of the corporation.

The budget must include a separate appropriation of not more than 1.5% of the expenditures as a reserve for unforeseen administrative and operating expenses.

**88.** The treasurer may make changes to a certificate until 15 November preceding the fiscal year to which it applies, if the estimates mentioned therein have not been adopted. He shall transmit the change to the secretary of the corporation who must notify the board of directors thereof at the next meeting.

**89.** The budget shall be submitted for adoption to the council of the city of Laval not later than 15 November at a special meeting called for that purpose. The council of the city of Laval may amend the budget.

The meeting shall be adjourned as often as necessary and shall not be closed until the budget is adopted by the council of the city of Laval.

**90.** The corporation may make comments and recommendations to the council of the city of Laval regarding its budget.

**91.** The council of the city of Laval is under no obligation to adopt all the appropriations of the budget simultaneously. It may also adopt one appropriation separately.

**92.** The council of the city of Laval may, before 1 January, adopt provisionally, for a period of three months, one-quarter of an appropriation provided for in the budget. It may adopt, in the same manner, one-quarter of any particular appropriation before each period beginning on 1 April, 1 July and 1 October.

The council may thus adopt at one and the same time

- (1) three-quarters of an appropriation, if it does so before 1 April;
- (2) two-quarters of an appropriation, if it does so before 1 July.

**93.** If, on 1 January, the budget of the corporation is not adopted, the appropriations mentioned in the treasurer's certificate and included in the budget being studied are deemed to be adopted and come into force on that date.

The adoption, after 1 January, of the budget or of any particular appropriation in accordance with section 92 has effect retroactively to that date.

**94.** The corporation may prepare, during the fiscal year, a supplementary budget when it considers it necessary.

A copy of the supplementary budget must be transmitted by the secretary of the corporation to each member of the council of the city of Laval 15 days before being submitted to the council of the city of Laval.

**95.** The supplementary budget must be submitted for adoption to the council of the city of Laval at a special meeting called for that purpose. The council may amend the budget.

If the supplementary budget is not adopted within the following 15 days, the appropriations mentioned in the treasurer's certificate and included in the budget are deemed to be adopted and come into force at the expiry of that period.

**96.** The secretary of the corporation shall transmit the budget of the corporation and any supplementary budget to the Minister of Municipal Affairs and to the Minister of Transport within 30 days of their adoption.

**97.** The corporation may transfer funds from one item to another of the budget up to the amount determined by the council of the city of Laval.

The corporation shall report the transfer of funds to the council of the city of Laval at the next regular meeting of the council of the city of Laval.

**98.** The funds appropriated by a budget for specified financial commitments during a fiscal year shall remain available during the ensuing fiscal year for the execution of the commitments whether or not the execution has begun.

**99.** Any surplus or deficit for a fiscal year shall be entered in the revenues or expenditures of the budget for the fiscal year which follows the report of the auditors, subject to section 94.

**100.** Subject to section 79, no financial commitment may be contracted nor any payment shall be made unless the treasurer attests that the required funds are available for that purpose.

**101.** The corporation may order loans which require the approval of the council of the city of Laval and the Minister of Municipal Affairs.

The loans of the corporation shall be contracted at such rate of interest and on such other conditions as are approved by the Minister of Municipal Affairs.

In no case may the term of the loans contracted under this section exceed 30 years.

**102.** The corporation may order temporary loans for the payment of its current administration expenses and contract them on the conditions and for the term it determines.

The corporation may also contract temporary loans for the payment of all or part of the expenses made under a loan the term of which exceeds one year. However, if the amount of temporary loans exceeds 90% of the approved amount, the corporation must obtain the prior authorization of the Minister of Municipal Affairs.

**103.** The corporation, with the approval of the council of the city of Laval, may fix the interest rate on its loans, and their dates of maturity, fix the other conditions of the bonds, debentures, inscribed stock or other negotiable instruments issued or to be issued, designate any place in or outside the country where a register may be kept for the registration or transfer of the securities listed above and the persons authorized to keep the register, and determine the conditions for their issue and sale.

**104.** Sections 7 and 8 and Divisions V to X and XII of the Act respecting municipal and school debts and loans (R.S.Q., chapter D-7), adapted as required, apply to the corporation.

**105.** The bonds, notes and other securities issued by the corporation shall be authorized investments as if they were mentioned in paragraph *a* of the first paragraph of article 981*o* of the Civil Code.

**106.** The city of Laval shall be liable toward the holders of bonds, notes and other securities issued by the corporation for the repayment of such bonds, notes and other securities, in principal, interest and other incidental cost, and for all other obligations contracted by the corporation.

**107.** The bonds, coupons, notes and other securities issued by the corporation shall be signed by the chairman and the treasurer of the corporation or, if they are absent or unable to act, by any person designated for that purpose by the board of directors.

The signature of the chairman or of the treasurer of the corporation affixed on any bond, coupon, note or other securities of the corporation not issued or delivered before these persons cease to act is nevertheless valid and binds the corporation.

**108.** The cheques and authorizations of payment issued by the corporation shall be signed by the chairman and a person appointed in accordance with the sixth paragraph of section 42.

**109.** The facsimile of the signature of the chairman or of the treasurer of the corporation or of the persons contemplated in section 108 may be engraved, lithographed or printed on the documents contemplated in section 107 or on cheques or authorizations of payment, and the facsimile has the same effect as if the signature itself had been affixed thereto.

#### DIVISION IV

##### PROGRAM OF CAPITAL EXPENDITURES

**110.** The corporation shall, not later than 1 October each year, adopt a program of capital expenditures for the next three fiscal years and have it approved by the council of the city of Laval.

**111.** The program shall be divided into annual phases. It shall describe the object, the amount and the mode of financing the capital expenditures that the corporation plans to incur and for which the financing period exceeds twelve months.



**112.** The program must be sent for approval to the Government not later than 1 December each year.

The Minister of Municipal Affairs may require that the corporation furnishes to him any information on the program of capital expenditures that is not provided for in section 111.

**113.** No loan and no financial commitment made in view of the financing of capital expenditures may validly be ordered except in accordance with the program of capital expenditures in force.

However, any loan that has been approved in accordance with section 101 is deemed to be ordered in accordance with the program.

## DIVISION V

### AUDIT AND REPORT

**114.** During the period extending from 1 December to 15 April, the board of directors shall appoint an auditor for the fiscal year beginning during that period. If no appointment has been made on 15 April, the auditor appointed for the preceding fiscal year shall remain in office.

**115.** Where the office of auditor becomes vacant before the expiry of his term, the board of directors shall fill the vacancy at the next meeting.

**116.** The corporation shall inform the Minister of Municipal Affairs of the name of the auditor appointed for the current fiscal year, as soon as it is known.

**117.** In no case may the following persons act as an auditor for the corporation:

- (1) a member of the board of directors or his associate;
- (2) the managing director, a member of the administrative staff, a department head or an employee of the corporation, or his associate;
- (3) a person who, during the fiscal year for which the audit is carried out, has, directly or indirectly, personally or through his associate, any interest in a contract with the corporation, receives a commission pursuant to the contract or derives any benefit from the contract, unless his connection with the contract arises from the practice of his profession.

**118.** The Minister of Municipal Affairs may, if he considers it necessary, appoint an auditor other than the auditor appointed under section 114 or 115 and require a report from him.

**119.** The auditor shall, during the fiscal year for which he is appointed, audit the financial statements and any other document the Minister of Municipal Affairs determines by regulation published in the *Gazette officielle du Québec*.

Every regulation under the first paragraph comes into force on the fifteenth day following the date of its publication in the *Gazette officielle du Québec* or on any later date fixed therein.

**120.** The auditor shall send his report to the secretary of the corporation not later than 31 March following the expiry of the fiscal year for which he was appointed or for which he remained in office.

He shall state in his report, in particular, whether the financial statements of the corporation faithfully represent the financial position of the corporation on 31 December and indicate the results of the operations of the corporation for the fiscal year ending on that date.

**121.** The corporation may require any other audit it considers necessary and require a report from the auditor.

**122.** At the end of the fiscal year, the corporation shall cause the financial report for the past fiscal year to be drawn up.

The report shall include the financial statements of the corporation and any other information required by the Minister of Municipal Affairs.

The report shall be drawn up on the form furnished by the Minister of Municipal Affairs, where such is the case.

**123.** The financial report shall be filed at a meeting of the board of directors, at the same time as the auditor's report.

The secretary of the corporation shall send the reports to the Minister of Municipal Affairs and to the council of the city of Laval not later than 15 April.

**124.** The corporation shall, not later than 15 April each year, send to the Minister of Transport a certified copy of the report produced by the auditor for the preceding fiscal year, accompanied with a report of the activities of the corporation during that fiscal year.

The corporation shall send to the Minister of Transport any other information required by him.

## DIVISION VI

## PENAL PROVISIONS

**125.** Except with the authorization of the corporation, no person shall in any manner use the name of the "Société de transport de la Ville de Laval" or of any one of its departments, or its emblem or graphic symbol.

**126.** Every person who contravenes section 125 is guilty of an offence and liable, on summary proceedings, for each offence, to a fine, of not more than \$500, with or without costs.

**127.** The corporation may, in the by-laws contemplated in paragraphs 1, 2 and 3 of the first paragraph of section 65, define contraventions and prescribe, for each offence, a fine, with or without costs.

In no case may a fine under this section exceed \$500.

In the case of a subsequent offence within one year of the date of the first offence, the fine is not less than \$200 nor more than \$1 000.

**128.** Proceedings for an offence contemplated in section 126 or for an offence against a by-law are instituted before the Municipal Court having jurisdiction in the territory of the corporation, or, where the offence has been committed outside the territory, before the Municipal Court having jurisdiction in the territory where the offence was committed.

**129.** Proceedings for an offence contemplated in section 126 or in a by-law are instituted by the corporation or by a person generally or specially authorized in writing for that purpose by the corporation.

The fines contemplated in sections 126 and 127 belong to the corporation and the costs belong to the municipality under the jurisdiction of the Municipal Court that has heard the case.

**130.** Proceedings for an offence against a by-law are governed by the Summary Convictions Act (R.S.Q., chapter P-15).

## DIVISION VII

## GENERAL PROVISIONS

**131.** The corporation shall have sufficient interest to appear before a judicial, quasi-judicial or administrative court to make or have made any representations it deems necessary respecting any application for

a permit made by a carrier of passengers and covering all or part of the territory of the corporation, respecting routes, stops or any other condition which might affect the permit.

Notice of the hearing of such application for a permit shall be sent to the corporation.

**132.** Any period of time granted to the corporation by this Act to adopt a measure or to perform any act may be extended by the Minister of Transport, at the request of the corporation.

**133.** If the corporation fails to make a decision within the time prescribed under this Act, the Government may make the decision.

Every decision made by the Government is binding on the corporation as if the decision had been made by the corporation.

No decision made by the Government may be repealed or changed by the corporation except with the approval of the Government.

Subject to section 132, the corporation may make a decision even after the time prescribed under this Act has expired, provided that it does so before a decision is made by the Government.

**134.** The corporation is exempt from responsibility towards owners of articles lost on its property or in its vehicles.

**135.** The corporation is not subject to the jurisdiction of the Commission des transports du Québec otherwise than under a provision of this Act.

## DIVISION VIII

### TRANSITIONAL AND FINAL PROVISIONS

**136.** Until 1 January 1986, the corporation may continue to operate, even outside its territory, any public transport system, any franchise or any licence included in or held by a public transport undertaking whose assets or capital stock the corporation has acquired.

**137.** Until 1 January 1986, any decision of the corporation respecting tariffs applicable outside its territory may be revised by the Commission des transports du Québec upon an appeal by any municipality or person concerned by the decision.

The appeal is taken by a motion served on the Commission des transports du Québec within 30 days of the publication provided for in the first paragraph of section 63.

The Commission des transports du Québec may amend the decision of the corporation for the future only, from a date to be fixed by the decision of the Commission.

The decision of the corporation shall be executed notwithstanding any appeal, unless the Commission des transports du Québec orders it to suspend the execution of the decision.

**138.** Until 1 January 1986, where the corporation refuses to establish or extend a route outside its territory or changes or abolishes a route outside its territory, any municipality or person concerned by such a decision may lodge an appeal before the Commission des transports du Québec.

The appeal is taken by a motion served on the Commission des transports du Québec within 30 days of the publication of the notice provided for in the second paragraph of section 66.

The Commission des transports du Québec may amend the decision of the corporation for the future only, from a date to be fixed by decision of the Commission.

**139.** Until 1 January 1986, the board of directors may hold its meetings at any place in the territory served by the corporation.

**140.** The Charter of the City of Laval (1965, 1st session, chapter 89), amended by chapter 91 of the statutes of 1966-67, chapter 96 of the statutes of 1967-68, chapter 93 of the statutes of 1969, chapter 99 of the statutes of 1971, chapters 55 and 77 of the statutes of 1972, chapters 37 and 39 of the statutes of 1973, chapters 7 and 112 of the statutes of 1978, chapter 51 of the statutes of 1979, chapter 16 of the statutes of 1980, chapters 8 and 26 of the statutes of 1981, chapters 2 and 63 of the statutes of 1982 and by chapters 45, 46 and 57 of the statutes of 1983, is again amended by repealing sections 43 to 117.

**141.** The Société de transport de la Ville de Laval constituted under this Act shall succeed to the City of Laval Transit Commission constituted under the Charter of the City of Laval and, for that purpose, shall acquire every right and assume every obligation of the City of Laval Transit Commission.

**142.** Every decision, by-law, agreement or convention made or entered into under sections 43 to 117 of the Charter of the City of Laval remains in force until it is repealed or replaced by a decision, by-law, agreement or convention made or entered into under this Act.

**143.** In any Act, regulation, order, order in council, proclamation, contract or document, the designation "City of Laval Transit

Commission” and the word “ Commission” where it refers to such commission are replaced by “Société de transport de la Ville de Laval” or “corporation”, unless otherwise required by the context.

**144.** The Société de transport de la Ville de Laval is authorized to use all documents or means of identification already prepared in the name of the City of Laval Transit Commission, until it replaces them by documents or means of identification prepared in its name.

**145.** The Société de transport de la Ville de Laval is deemed to be a transit commission for the purposes of sections 1, 18 and 89 of the Act respecting intermunicipal boards of transport in the area of Montréal, paragraph *g* of section 1 of the Act respecting municipal and intermunicipal transit corporations (R.S.Q., chapter C-70), paragraph 5 of section 204 of the Act respecting municipal taxation (R.S.Q., chapter F-2.1) and subparagraph *b* of paragraph 2 of section 41 of the Securities Act (R.S.Q., chapter V-1.1).

**146.** The chairman and general manager of the City of Laval Transit Commission in office on (*insert here the date of the day before the date of coming into force of this section*) shall remain in office as managing director of the corporation until the expiry of his contract.

In no case may the corporation reduce the salary or lessen the conditions of employment of the managing director before the expiry of his contract.

**147.** The commissioners of the City of Laval Transit Commission in office on (*insert here the date of the day before the date of coming into force of this section*) shall remain in office as members of the board of directors of the corporation until they are replaced in the manner provided for in this Act.

After their replacement, the corporation shall, however, continue to pay the commissioners their remuneration until the date on which their term would have ended, unless a different agreement is reached between the commissioners and the corporation, in which case the terms of such an agreement prevail.

**148.** The Minister of Transport is responsible for the application of sections 1 to 80 and 124 to 150 and the Minister of Municipal Affairs is responsible for the application of sections 81 to 123.

**149.** 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).

**150.** This Act comes into force on the date to be fixed by proclamation of the Government, except the provisions excluded by that proclamation, which will come into force on any later date to be fixed by proclamation of the Government.