



CHAPTER 101

An Act to establish the Fondation Jean-Charles Bonenfant

[Assented to 21 June 1978]

Preamble. WHEREAS the practice of a healthy democracy demands the fullest possible acquaintance with the workings of political institutions;

Whereas, for the greater benefit of the whole community, it is necessary to interest the greatest possible number of individuals in the pursuit of a more thorough theoretical and practical knowledge of political institutions and parliamentary law and practice;

Whereas it is desirable to complement the studies and research being carried on in the universities in the field of Québec parliamentary institutions;

Whereas it is expedient to establish a foundation for the pursuit of these educational objectives;

Whereas it is appropriate to honour and perpetuate the memory of the late Jean-Charles Bonenfant for his eminent contribution to studies, research, teaching and popularization in the field of Québec political institutions, law and parliamentary procedure;

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

Incorporation.
Name.

1. A non-profit corporation is incorporated under the name of Fondation Jean-Charles Bonenfant.

Corporate
seat.

2. The corporate seat of the foundation is in the City of Québec or at any other place determined by the board of directors.

Application
of R.S.,
c. 271,
Part III.

3. Subject to this act, the foundation is governed by Part III of the Companies Act (Revised Statutes, 1964, chapter 271).

Objects.

4. The objects of the foundation are

(a) to increase, improve and propagate knowledge of the political and parliamentary institutions of Québec;

(b) to develop a policy of general diffusion of information on parliamentary government through the agency of various publications;

(c) to promote study and research in political and parliamentary institutions by granting scholarships and financial and technical assistance, by setting up and managing parliamentary training sessions and by any other appropriate means;

(d) to make grants to any non-profit body having similar objects.

Powers of
the
foundation.

5. In the pursuit of its objects, the foundation may receive and accept any gift, grant, legacy or contribution and enter into partnership or reach understandings or agreements with any person, society or private, public or parapublic body.

Board of
directors.

6. The board of directors consists of

(a) the *Président de l'Assemblée nationale du Québec* and four members of the *Assemblée nationale* designated by the standing committee on the *Assemblée nationale*;

(b) two persons chosen by the standing committee on the *Assemblée nationale* after consulting with the university circles and bodies concerned with the study of political science; and

(c) if the board so decides by by-law, two persons designated by the members of the foundation.

Replacing
the
president.

Whenever the *Président de l'Assemblée nationale* is unable to perform his duties or is absent, one of the two Vice-Présidents shall replace him.

Term of
office.

The term of office of the directors, except in the case of the *Président de l'Assemblée nationale*, is fixed by the standing committee on the *Assemblée nationale*, and shall not exceed two years. The term may be renewed.

Members
of the
first
board of
directors.

7. The first board of directors, whose term shall not be longer than one year, consists of the *Président de l'Assemblée nationale* and four other members of the *Assemblée nationale* designated by the standing committee on the *Assemblée nationale*.

Vacancy.

8. If a vacancy occurs on the board of directors, the directors may fill it by appointing *ex officio*, for the remainder of the term, any person eligible under section 6.

Remaining
in office.

9. At the end of their term of office, the members of the board of directors remain in office until they are re-appointed or replaced.

Executive committee. **10.** The board of directors may name at least three of its members to be an executive committee.

Chairman. The chairman of the board of directors is a member *ex officio* and chairman of the committee.

Powers. The board of directors shall determine by by-law the powers the committee may exercise.

Calling a meeting. **11.** The chairman or two members of the board of directors may call a meeting of the board of directors; the chairman or two members of the executive committee may call a meeting of this committee.

Quorum. **12.** One-half of the members of the board of directors are a quorum. Decisions are taken by the majority vote of the members present. In case of a tie-vote, the chairman has a casting vote.

Decision by correspondence. **13.** Every decision by correspondence agreed to in writing by the majority of the members of the board of directors is equivalent to a decision validly taken at a meeting of the board.

Members. **14.** The members of the board of directors are members of the foundation during their term of office.

Life members, etc. **15.** The foundation may, by by-law and on the conditions it determines, admit a donor or his representative as a life member or as a member for a limited time.

Honorary members. **16.** The board of directors may appoint honorary members to the foundation and determine the privileges attached to the title of honorary member.

Vote. **17.** At meetings of the members of the foundation, each member has only one vote and may vote by proxy.

Compatibility. **18.** Notwithstanding any law to the contrary, the office of member of the Assemblée nationale, Président de l'Assemblée nationale, parliamentary assistant or member of the executive council is not incompatible with membership of the board of directors or of the executive committee of the foundation.

R.S., c. 271, s. 220, replaced. **19.** Section 220 of the Companies Act (Revised Statutes, 1964, chapter 271) is replaced, for the foundation, by the following section:

Provisions applicable. **“220.** The sections of Part I of this act apply, with the necessary alterations, to the Fondation Jean-Charles Bonenfant, except the following: 3 and 4; 6 and 7; the second paragraph of 8; 11; 13 to 17;

24; 38 to 40; 42 to 73; 76; 78; 79; 83; paragraphs *a* and *b* of subsection 2 of 88; 89 to 91; 93; paragraphs *j* and *k* of subsection 3 of 95; 99; paragraphs *d* and *e* of subsection 1, and subsection 2 of 101; 110; 111; 119 and 120.”

Financial
year.

20. The financial year of the foundation ends on 30 June each year.

Coming
into force.

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