



NATIONAL ASSEMBLY

SECOND SESSION

THIRTY-SIXTH LEGISLATURE

Bill 393
(2002, chapter 83)

An Act respecting the Agence de développement de Ferme-Neuve

Introduced 7 November 2002
Passage in principle 17 December 2002
Passage 19 December 2002
Assented to 19 December 2002

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EXPLANATORY NOTES

This bill establishes the Agence de développement de Ferme-Neuve. The affairs of the Agency will be administered by a board of directors made up of five members, of whom two shall be appointed by Municipalité de Ferme-Neuve, two by Windigo, limited partnership, and one appointed jointly by the municipality and Windigo.

The object of the Agency is to undertake and finance the construction of municipal infrastructures and community equipment and, for those purposes, the Agency is granted the power to enter into contracts and acquire movable and immovable property for the achievement of its objects, alienate movable or immovable property, gratuitously, in favour of Municipalité de Ferme-Neuve, alienate, with the authorization of Municipalité de Ferme-Neuve, movable and immovable property in return for payment and solicit and receive gifts, legacies, subsidies or other contributions.

Lastly, the bill provides that the Agency is authorized to borrow in order to finance work that relates to the construction of municipal infrastructures and community equipment.

Bill 393

AN ACT RESPECTING THE AGENCE DE DÉVELOPPEMENT DE FERME-NEUVE

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS:

CHAPTER I

ESTABLISHMENT AND ORGANIZATION

1. For the purposes of this Act,

(1) the word “Windigo” designates Windigo S.E.C., société en commandite and Club corporatif international inc., acting jointly;

(2) the word “Agreement” designates the agreement made on 17 December 2002 between Municipalité de Ferme-Neuve and Windigo, and to which resolution 306-12-02, passed on 17 December 2002, by that municipality refers.

2. An agency to be known as the Agence de développement de Ferme-Neuve is hereby established.

3. The Agency is a legal person.

4. The Agency shall have its head office in the territory of Municipalité de Ferme-Neuve.

Notice of the location or any change of location of the head office is published in the *Gazette officielle du Québec*.

5. The affairs of the Agency shall be administered by a board of directors made up of five members appointed for a term not exceeding three years, of whom two shall be appointed by Municipalité de Ferme-Neuve, two by Windigo, and one appointed jointly by the municipality and Windigo. In the case of disagreement as to the appointment of the latter member, the provisions of the Agreement shall apply.

6. The board of directors shall designate a chair from among its members.

7. The members of the board of directors shall receive no remuneration. They are, however, entitled to the reimbursement of expenses incurred in the performance of their duties on the conditions and to the extent determined by the Agency.

8. The resignation of a member shall not take effect before the Agency is notified.

9. The quorum at meetings of the board of directors is three members.

10. The chair shall call, at least once every three months, a meeting of the board of directors, preside over the meeting and see to it that it is properly conducted.

Two members of the board of directors may requisition the chair to call a special meeting. The special meeting must be held within five days after the requisition is received.

11. Each member of the board of directors present at a meeting of the board has one vote and is required to vote, unless the member is prevented from voting on account of a personal interest.

12. If all members of the board of directors agree, a meeting of the board may be held by any means of communication, such as the telephone, that permits all persons participating in the meeting to communicate orally with each other. The participants are, in such a case, deemed to have attended the meeting.

13. The Agency may hire employees, including a director general, and determine their functions. The Agency may make a by-law determining the standards and scales of remuneration, employment benefits and other terms of employment of the employees of the Agency.

14. The Agency may prescribe rules of internal management for the conduct of its business.

15. Any member of the board of directors of the Agency having a direct or indirect interest in an enterprise causing the personal interest of the member to conflict with that of the Agency must, on pain of forfeiture of office, disclose it in writing to the other board members and abstain from participating in any discussion or decision involving the enterprise in which the member has the interest or in any part of a meeting of the board of directors during which the member's interest is discussed.

Neither the director general nor any employee of the Agency may, on pain of forfeiture of office, have a direct or indirect interest in an enterprise causing that person's interest to conflict with that of the Agency.

Forfeiture under the first or second paragraph is not incurred if the interest devolves to the person by succession or gift, provided the person renounces it or disposes of it with dispatch.

16. Section 15 does not apply where :

(1) the interest of the person arises from the fact that the person is an employee or an executive officer of Windigo S.E.C., société en commandite, of Club corporatif international inc. or of an affiliated company ;

(2) the interest of the person consists in holding less than 10% of the securities issued by Windigo S.E.C., société en commandite, Club corporatif international inc. or an affiliated company ;

(3) the interest of the person arises from the fact that the person is a member of the council of Municipalité de Ferme-Neuve or an officer or employee of the municipality.

17. The minutes of the meetings of the board of directors, approved by the board and signed by the chair or the secretary, are authentic. The same applies to any document or copy of a document emanating from the Agency or forming part of its records if certified true by the director general or a person authorized by the board of directors.

CHAPTER II

OBJECTS AND POWERS OF THE AGENCY

18. The object of the Agency is to carry out and finance, in accordance with the Agreement, the construction of municipal infrastructures and community equipment in the territory referred to in article 2.1 of the Agreement.

19. The Agency may, in particular, for these purposes :

(1) enter into contracts with any person for the carrying out of its objects ;

(2) acquire property for the carrying out of its objects ;

(3) alienate property, gratuitously, in favour of Municipalité de Ferme-Neuve ;

(4) with the authorization of Municipalité de Ferme-Neuve, alienate property in return for payment ;

(5) solicit and receive gifts, legacies, subsidies or other contributions provided that any condition that may be attached thereto is compatible with the objects of the Agency.

20. The infrastructures and equipment constructed by the Agency under this Act shall become the property of Municipalité de Ferme-Neuve from the completion of the work, in accordance with the provisions of the Agreement.

CHAPTER III

MISCELLANEOUS PROVISIONS

21. The Agency may borrow a maximum amount of \$11,000,000, subject to the conditions determined in the Agreement for the purposes specified in the Agreement.

22. Municipalité de Ferme-Neuve may carry out the Agreement and exercise the rights and fulfill the obligations arising from the Agreement. It is empowered, in particular, to make the payments determined in the Agreement to the Agency, out of the proceeds of the general property tax levied or transfer duties collected by the municipality.

23. For the purposes of the Agreement and notwithstanding any inconsistent provision, Municipalité de Ferme-Neuve may, in the territory referred to in article 2.1 of the Agreement, levy one or more general property tax rates that are different from any rate applicable to the whole territory of the municipality.

The municipality may also, in the territory referred to in article 2.1 of the Agreement, levy general property tax rates that are different according to the sectors determined by the municipality.

24. Municipalité de Ferme-Neuve and Windigo may amend the Agreement with the authorization of the Minister of Municipal Affairs and Greater Montréal.

25. Municipalité de Ferme-Neuve may acquire, by agreement or by expropriation, the immovables required for the carrying out of the work covered by the Agreement.

26. Article 14.1 of the Municipal Code of Québec (R.S.Q., chapter C-27.1) does not apply to the Agreement.

27. The Agency is a municipal body for the purposes of the Act respecting Access to documents held by public bodies and the Protection of personal information (R.S.Q., chapter A-2.1).

28. This Act and the Agreement apply notwithstanding the Municipal Aid Prohibition Act (R.S.Q., chapter I-15).

29. The fiscal year of the Agency ends on 31 December.

30. After all the obligations of the Agency have been fulfilled, the Agency must file an application for dissolution with the Minister of Municipal Affairs and Greater Montréal.

Notice of the application must be published in the *Gazette officielle du Québec* at least 30 days before being filed with the Minister.

The dissolution of the Agency is effected by an order of the Minister.

Any remaining assets of the Agency shall devolve to Municipalité de Ferme-Neuve.

Notice of the dissolution of the Agency shall be published by the secretary-treasurer of the municipality in the *Gazette officielle du Québec*. The dissolution of the Agency entails the termination of the Agreement.

31. This Act comes into force on 19 December 2002.