



NATIONAL ASSEMBLY

SECOND SESSION

THIRTY-FIFTH LEGISLATURE

Bill 21

(1996, chapter 24)

An Act to amend the Act respecting the Société de récupération, d'exploitation et de développement forestiers du Québec

Introduced 14 May 1996

Passage in principle 5 June 1996

Passage 17 June 1996

Assented to 20 June 1996

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EXPLANATORY NOTES

This bill proposes to amend the Act respecting the Société de récupération, d'exploitation et de développement forestiers du Québec to set out the specific mandate of the Société, and to revise the rules concerning the composition of its board of directors and the conduct of the board's business.

The bill also contains amendments pertaining to the administration and the financing of the Société, in particular as to its authorized capital and the financial commitments authorized by law.

Bill 21

An Act to amend the Act respecting the Société de récupération, d'exploitation et de développement forestiers du Québec

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS:

1. Section 3 of the Act respecting the Société de récupération, d'exploitation et de développement forestiers du Québec (R.S.Q., chapter S-12) is amended

(1) by replacing the words “and new” in the second line of paragraph *c* by the words “, including forest industry equipment, and the creation of”;

(2) by adding, after paragraph *c*, the following paragraph:

“For those purposes, the Company may act as an adviser and provide services in fields within its competence.”

2. Section 4 of the said Act is amended by replacing the figure “\$300 000 000” in the first paragraph by the figure “\$400,000,000”, and by replacing the figure “3 000 000” in the second paragraph by the figure “4,000,000”.

3. The said Act is amended by inserting, after section 7.2, the following sections:

7.3 The Minister of Finance may pay to the Company, out of the consolidated revenue fund and with prior approval of the Government, an amount of \$100,000,000 for 1,000,000 fully paid-up shares of its capital stock, for which a certificate shall be issued to him in return for such payment.

Such payment may be made in one or several instalments. If it is made in several instalments, each of them must be submitted for the approval contemplated in the first paragraph.

“7.4 After a reduction of share capital and a repayment of capital are effected under the Act respecting the reduction of the share capital of legal persons established in the public interest and of their subsidiaries (1994, chapter 45), the Minister of Finance may also pay to the Company, out of the consolidated revenue fund, with prior approval of the Government and on the conditions it determines, an amount not exceeding the difference between the Company’s authorized capital and its issued and paid-up capital, for fully paid-up shares of its capital stock at par value and for which certificates shall be issued to him by the Company.”

4. Section 9 of the said Act is amended by replacing the words “section 7, 7.1 or 7.2” in the second line by the words “sections 7 to 7.4”.

5. Sections 11 to 12 of the said Act are replaced by the following sections:

“11. The president of the Company and the other members of the board of directors are appointed by the Government for a period not exceeding five years.

At the end of his term, a member of the board of directors remains in office until he is replaced or reappointed.

“11.1 The Government shall appoint, from among the members of the board of directors, a chairman and a vice-chairman of the board.

The Government may appoint the same person to act as president of the Company and chairman of the board of directors.

“11.2 If a member of the board of directors is absent or unable to act, the member may be replaced by a person appointed by the Government to perform his duties while he is absent or unable to act.

“11.3 The president of the Company is responsible for the administration and direction of the Company within the scope of its by-laws and policies.

The chairman of the board of directors shall preside at meetings of the board, see to the proper conduct of its business and perform any other duties assigned to him by the by-laws of the Company or by the board of directors. The vice-chairman shall perform the duties of the chairman of the board whenever the chairman is absent.

12. The Government shall fix the remuneration, social benefits and other conditions of employment of the president of the Company.

The other members of the board of directors shall receive no remuneration, except in the cases, on the conditions and to the extent that may be determined by the Government. 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 Government.”

6. Section 14 of the said Act is amended by replacing the word “president” in the third line of the first paragraph by the word “Company”.

7. Sections 15 and 15.1 of the said Act are repealed.

8. Section 17 of the said Act is amended

(1) by striking out subparagraph *a* of the first paragraph;

(2) by striking out the word “additional” in the first line of subparagraph *b* of the first paragraph.

9. Section 17.1 of the said Act is amended by adding, after the first paragraph, the following paragraph:

“The by-laws need not be confirmed by the shareholder.”

10. Section 19 of the said Act is amended

(1) by striking out the words “, with the approval of the Minister of Natural Resources,” in the second and third lines of the first paragraph;

(2) by replacing the words “and the creation of new employments” in the second and third lines of subparagraph *d* of the first paragraph by the words “, including forest industry equipment, and the creation of employment”;

(3) by inserting the words “with the approval of the Minister of Natural Resources,” before the word “make” in the first line of subparagraph *e* of the first paragraph;

(4) by replacing the words “This section” in the first line of the second paragraph by the words “The approval required by subparagraph *e* of the first paragraph”.

11. Section 22 of the said Act is amended by striking out subparagraph *b* of the first paragraph.

12. Section 25 of the said Act is amended by replacing the words “30 June” in the first line of the first paragraph by the words “31 July”.

13. This Act comes into force on 20 June 1996, except the provisions of section 8 which come into force on the date to be fixed by the Government.