



NATIONAL ASSEMBLY

SECOND SESSION

THIRTY-FIFTH LEGISLATURE

Bill 28

(1996, chapter 20)

An Act respecting the Société de télédiffusion du Québec and amending the Act respecting educational programming and other legislative provisions

Introduced 14 May 1996

Passage in principle 3 June 1996

Passage 13 June 1996

Assented to 20 June 1996

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EXPLANATORY NOTES

The main purpose of this bill is to define the mandate of the Société de radio-télévision du Québec, to be known henceforth as the “Société de télédiffusion du Québec” or “Télé-Québec”, which is to broadcast educational and cultural television programming and to produce and distribute audiovisual, multimedia and broadcasting material, so as to develop a desire for learning, to foster the acquisition of knowledge, to promote arts and culture and to reflect the regional realities and the diversity of Québec society.

The bill proposes to change the composition of the board of directors, which is to consist of no more than ten persons including a chairman of the board of directors, a president and general manager of the Société, three persons from various regions of Québec other than the Montréal region and one member of the personnel of the Société elected by his peers.

The bill provides for the filing with the Société every three fiscal years of a plan of activities, to be examined by the competent parliamentary committee.

In addition, the bill amends the Act respecting educational programming so as to establish the Comité de reconnaissance du caractère éducatif de la programmation, which will be charged with determining the educational character of all broadcasting programming submitted by a broadcasting or cable company, to replace the Régie des télécommunications. The bill sets out the composition of the Comité and the rules for its operation.

Lastly, the bill contains transitional provisions and consequential amendments.

LEGISLATION AMENDED BY THIS BILL:

- Act respecting educational programming (R.S.Q., chapter P-30.1);
- Act respecting the Régie des télécommunications (R.S.Q., chapter R-8.01).

LEGISLATION REPLACED BY THIS BILL:

- Act respecting the Société de radio-télévision du Québec (R.S.Q., chapter S-11.1).

Bill 28

An Act respecting the Société de télédiffusion du Québec and amending the Act respecting educational programming and other legislative provisions

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS:

CHAPTER I

ESTABLISHMENT AND ORGANIZATION

1. The Société de radio-télévision du Québec, established by chapter 17 of the statutes of 1969, shall be continued under this Act under the name of “Société de télédiffusion du Québec” or “Télé-Québec”.

2. The Société is a legal person.

3. The Société is a mandatary of the Government.

The property of the Société forms part of the domain of the State, but the performance of its obligations may be levied against its property.

The Société binds none but itself when it acts in its own name.

4. The head office of the Société shall be in the territory of the Communauté urbaine de Montréal, at the place determined by the Government. Notice of the location of the head office of the Société, and of any change of location, shall be published in the *Gazette officielle du Québec*.

The Société may hold its meetings at any place in Québec.

5. The business of the Société shall be administered by a board of directors composed, as and when they are appointed or elected, of the following members:

(1) nine persons appointed by the Government, on the recommendation of the Minister of Culture and Communications following consultation with bodies considered by the Minister to be representative of the sectors concerned by the activities of the Société, including

— the chairman of the board of directors;

— the president and general manager of the Société;

— not fewer than three persons from various regions of Québec other than the Montréal region;

(2) one member of the personnel of the Société, elected by a majority vote of his peers in accordance with the by-laws of the Société.

6. The president and general manager shall be appointed for a term not exceeding five years, and the other members of the board for a term not exceeding three years.

Their term of office shall not be renewed more than once consecutively.

7. At the expiry of their term of office, the members of the board of directors shall remain in office until they are replaced or reappointed.

8. The chairman of the board of directors shall preside at meetings of the board and see to the proper conduct of its business.

9. A vice-chairman of the board of directors shall be appointed by the members of the board from among their number.

If the chairman is absent or unable to act, the vice-chairman shall act as chairman of the board of directors.

10. A majority of the members constitutes a quorum at meetings of the board of directors.

In the case of a tie-vote, the chairman has a casting vote.

11. The president and general manager of the Société is responsible for the administration and direction of the Société within the scope of its by-laws and policies.

He shall perform his duties full-time.

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

The other members of the board of directors shall receive no remuneration except in such cases, on such conditions and to such extent as the Government may determine. 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.

13. The members of the personnel of the Société shall be appointed according to the staffing plan and the standards established by by-law of the Société. The by-law shall also determine the standards and scales of remuneration, the social benefits and the other conditions of employment of the members of the personnel.

The by-law shall be submitted to the Government for approval.

Personnel members who are not employees within the meaning of the Labour Code (R.S.Q., chapter C-27) are entitled to the remedies available under section 33 of the Public Service Act (R.S.Q., chapter F-3.1.1) as if they were public servants.

14. The president and general manager may not, under pain of forfeiture of office, have a direct or indirect interest in an enterprise causing his personal interest to conflict with that of the Société. However, forfeiture is not incurred where the interest devolves to him by succession or gift, provided he renounces or disposes of it with dispatch.

Any other member of the board of directors who has a direct or indirect interest in an enterprise causing his personal interest to conflict with that of the Société must, under pain of forfeiture of office, disclose it in writing to the chairman and abstain from

participating in any discussion or decision involving the enterprise in which he has the interest or in any part of the meeting of the board of directors during which his interest is discussed.

Furthermore, any member of the board of directors who is a member of the personnel of the Société must, under pain of forfeiture of office, abstain from voting on any matter pertaining to his employment relationship, his remuneration, his social benefits or his other conditions of employment or those of the class of employees to which he belongs, or on any matter concerning the remuneration, social benefits or other conditions of employment of other classes of employees. In addition, he must, after having been afforded an opportunity to present his views, withdraw from the meeting for the duration of the discussions and vote relating to such matters.

15. The Société may make by-laws providing for its internal management.

Such by-laws may, in particular,

(1) establish an executive committee, determine its functions and powers and fix the term of office of its members;

(2) provide that absence from a number of meetings specified in the by-laws constitutes a vacancy, in the cases and circumstances set out therein.

CHAPTER II

OBJECTS AND POWERS

16. The object of the Société is to operate an educational and cultural television broadcasting undertaking so as to ensure, by any means of broadcasting, that its products are accessible to the public.

The Société may, in addition, operate a production and distribution service for audiovisual, multimedia and broadcasting material, including subordinate and accompanying material.

The main purpose of such activities is to develop a desire for learning, to foster the acquisition of knowledge, to promote arts and culture and to reflect the regional realities and the diversity of Québec society.

17. The Société must submit all of its programming to the Comité de reconnaissance du caractère éducatif de la programmation, in accordance with the Act respecting educational programming (R.S.Q., chapter P-30.1).

18. The Société may, in particular, for the purpose of exercising its powers and duties,

(1) administer regional offices ;

(2) acquire any movable or immovable property required for its purposes by agreement or, with the authorization of the Government, by expropriation ;

(3) construct, lease, maintain and operate broadcasting stations ;

(4) sell or otherwise alienate or lease its property, and grant real rights in its property ;

(5) make agreements or participate in joint projects with any person or body ;

(6) enter into, according to law, an agreement with a government other than that of Québec, with a department of such a government, with an international organization or with a body of such a government or organization ;

(7) receive gifts, bequests, subsidies and other contributions, provided that any attached conditions are consistent with the exercise of its powers and duties ;

(8) establish a programming committee or any other committee for the examination of such questions as it determines, determine its functions and powers and fix the term of office of its members.

The members of the committees referred to in subparagraph 8 of the first paragraph shall receive no remuneration except in such cases, on such conditions and to such extent as the Government may determine. 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.

The committees may hold meetings at any place in Québec, or by means which allow all members to communicate with one another orally.

19. The Société must, every three fiscal years, on the date fixed by the Minister and in the form and tenor determined by him, transmit to the Minister a plan of activities setting forth the planned activities and the objectives of the Société for the following three fiscal years.

The Minister shall table the plan before the National Assembly within 30 days of receiving it or, if the Assembly is not sitting, within 30 days of resumption.

The competent parliamentary committee of the National Assembly shall examine the plan and for that purpose hear representatives designated by the Société.

20. The Société must, except in such cases and on such conditions as the Government may determine by regulation, obtain the authorization of the Government in order to

- (1) acquire or alienate stocks, shares or assets of a legal person;
- (2) contract a loan that increases the aggregate of its outstanding loans to an amount greater than a determined amount; or
- (3) make any other financial commitment for a sum in excess of the amount determined by regulation of the Government.

The Government may subject its authorization to the conditions it determines.

CHAPTER III

FINANCIAL PROVISIONS

21. The fiscal year of the Société ends on 31 March.

22. The Government may, on the conditions it determines,

- (1) guarantee the payment in principal and interest of any loan contracted by the Société and any of its obligations;
- (2) authorize the Minister of Finance to advance to the Société any amount considered to be necessary for the Société to meet its obligations or to exercise its objects and powers.

The sums required for the purposes of this section shall be taken out of the consolidated revenue fund.

23. The receipts of the Société shall be appropriated to the repayment of its loans and of the advances made by the Minister of Finance under subparagraph 2 of the first paragraph of section 22, and to the payment of its other commitments. Any surplus shall be retained by the Société unless otherwise decided by the Government.

CHAPTER IV

DOCUMENTS, ACCOUNTS AND REPORTS

24. No act, document or writing shall bind the Société unless it is signed by the chairman of the board of directors, by the president and general manager of the Société or, to the extent determined by by-law of the Société, by a member of its personnel.

The Société may allow, subject to the conditions and on the documents it determines, that a required signature be affixed by means of an automatic device or that a facsimile of a signature be engraved, lithographed or printed. However, the facsimile shall have the same force as the signature itself only if the document is countersigned by a person authorized by the chairman of the board of directors or by the president and general manager of the Société.

25. The minutes of the meetings of the board of directors, approved by the board and certified true by the chairman or by any other person so authorized by by-law of the Société, are authentic, as are documents and copies emanating from the Société or forming part of its records if signed or certified true by any such person.

26. The Société must, on the expiry of four months after the end of its fiscal year, file its financial statements with the Minister together with a report of its activities for the preceding fiscal year.

The financial statements and the report must contain all such information as the Minister may prescribe.

27. The Minister shall table the report and the financial statements before the National Assembly within 30 days of receiving them or, if the Assembly is not sitting, within 30 days of resumption.

28. The books and accounts of the Société shall be audited each year by the Auditor General, and whenever so ordered by the Government.

The report of the auditor must accompany the report of activities and the financial statements of the Société.

CHAPTER V

AMENDING PROVISIONS

ACT RESPECTING EDUCATIONAL PROGRAMMING

29. Section 1 of the Act respecting educational programming (R.S.Q., chapter P-30.1) is amended by striking out paragraph *d*.

30. The heading of Division III of the said Act is replaced by the following heading:

“COMITÉ DE RECONNAISSANCE DU CARACTÈRE ÉDUCATIF DE LA PROGRAMMATION”.

31. The said Act is amended by inserting, after the heading of Division III, the following sections:

“**3.1** A committee called the Comité de reconnaissance du caractère éducatif de la programmation is hereby established, to be composed of

- (1) the chairman of the Conseil des arts et des lettres du Québec;
- (2) the chairman of the Conseil de la science et de la technologie;
- (3) the chairman of the Conseil des communautés culturelles;

(4) the chairman of a body designated by the Minister and composed of senior executives from university-level educational institutions.

The members shall appoint a president from among their number.

“**3.2** The members of the committee shall receive no remuneration except in such cases, on such conditions and to such extent as the Government may determine. 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.

“**3.3** The committee may establish rules for its operation and the conduct of its affairs.

It may solicit and receive opinions and suggestions from any interested person or body or from the general public in respect of any request made to it.

3.4 The decisions of the committee shall be made by a majority of its members; where opinions are equally divided, the president has a casting vote.

Before making a decision, the committee must afford the applicant an opportunity to present his views.

3.5 The committee and its members may not be prosecuted for official acts performed in good faith in the performance of their duties.

3.6 For the exercise of its powers and duties, the committee may, with the authorization of the Minister, be assisted by experts.”

32. Section 8 of the said Act is repealed.

33. Section 9 of the said Act is replaced by the following section :

9. Applications to the committee shall be addressed to the Minister of Culture and Communications, who shall transmit a copy thereof to the members of the committee and to the Minister of Education.”

34. The word “Board” is replaced wherever it appears in sections 4 to 7 and section 10 of the said Act by the word “committee”.

ACT RESPECTING THE RÉGIE DES TÉLÉCOMMUNICATIONS

35. Section 22 of the Act respecting the Régie des télécommunications (R.S.Q., chapter R-8.01) is repealed.

OTHER AMENDMENTS

36. In every statute and in every regulation, by-law, order, order in council, contract or document, the names “Société de radio-télévision du Québec” and “Radio-Québec” are replaced by the names “Société de télédiffusion du Québec” and “Télé-Québec”, respectively, unless the context indicates otherwise.

CHAPTER VI

TRANSITIONAL AND FINAL PROVISIONS

37. The term of office of the members of the board of directors of the Société de radio-télévision du Québec ends on (*insert here the date of coming into force of this Act*).

For the purposes of the second paragraph of section 6, no account shall be taken of the end of the term of office under the first paragraph of this section.

38. All declarations that programming is educational made by the Régie des télécommunications under the former provisions of the Act respecting educational programming shall be considered to be declarations made by the Comité de reconnaissance du caractère éducatif de la programmation under the new provisions.

39. The first triennial report referred to in section 19 shall be applicable in respect of the first fiscal year of the Société beginning after (*insert here the date of coming into force of this Act*) and of the following two fiscal years.

40. This Act replaces the Act respecting the Société de radio-télévision du Québec.

Any reference to the Act respecting the Société de radio-télévision du Québec or to any of its provisions is a reference to this Act or to the corresponding provision of this Act.

41. The Minister of Culture and Communications is responsible for the administration of this Act.

42. The provisions of this Act come into force on the date to be fixed by the Government.