

105. This Regulation comes into force on the fifteenth day following the date of its publication in the *Gazette officielle du Québec*.

103750

Draft Regulation

Professional Code
(chapter C-26)

Social workers and marriage and family therapists — Practice of members of the Order within a partnership or a joint stock company

Notice is hereby given, in accordance with sections 10 and 11 of the Regulations Act (chapter R-18.1), that the Regulation respecting the practice of members of the Ordre des travailleurs sociaux et des thérapeutes conjugaux et familiaux du Québec within a partnership or a joint-stock company, made by the board of directors of the Ordre des travailleurs sociaux et des thérapeutes conjugaux et familiaux du Québec, appearing below, may be submitted to the Government for approval, with or without amendment, on the expiry of 45 days following this publication.

The draft Regulation authorizes a member of the Order to carry on professional activities within a joint-stock company or a limited liability partnership.

The draft Regulation has no impact on the public and on enterprises, including small and medium-sized businesses.

Further information may be obtained by contacting Jean-François Savoie, advocate and legal counsel, Ordre des travailleurs sociaux et des thérapeutes conjugaux et familiaux du Québec, 255, boulevard Crémazie Est, bureau 800, Montréal (Québec) H2M 1L5; telephone: 514 731-3925 or 1 888 731-9420; email: info.general@optsq.org.

Any person wishing to comment is requested to submit written comments within the 45-day period to Diane Legault, Chair of the Office des professions du Québec, 800, place D'Youville, 10^e étage, Québec (Québec) G1R 5Z3. The comments will be forwarded by the Office to the Minister of Justice; they may also be sent to the professional order that made the Regulation as well as to interested persons, departments and bodies.

DIANE LEGAULT,
Chair of the Office des
professions du Québec

Regulation respecting the practice of members of the Ordre des travailleurs sociaux et des thérapeutes conjugaux et familiaux du Québec within a partnership or a joint stock company

Professional Code
(chapter C-26, s. 93, par. g and h and s. 94, 1^{er} al., par. p)

DIVISION I CONDITIONS FOR PRACTISING

1. A member of the Ordre des travailleurs sociaux et des thérapeutes conjugaux et familiaux du Québec may carry on professional activities within a limited liability partnership or a joint-stock company within the meaning of Chapter VI.3 of the Professional Code (chapter C-26), subject to the following conditions:

(1) more than 50% of the voting rights attached to the company shares or partnership units are held by the following persons or trusts or combination of persons or trusts:

(a) a member of the Order, another professional governed by the Professional Code or a professional governed by a Canadian regulatory authority of social work or marriage and family therapy;

(b) a joint-stock company where 100% of the voting rights attached to the shares are held by at least one of the persons mentioned in subparagraph *a*;

(c) a trust where all trustees are persons mentioned in subparagraph *a*;

(2) a majority of the directors of the board of directors of the joint-stock company, the partners or, as the case may be, the managers appointed by the partners of the limited liability partnership are persons mentioned in subparagraph *a* of paragraph 1;

(3) to constitute a quorum for a meeting of the board of directors of the joint-stock company, a majority of the members present must be persons mentioned in subparagraph *a* of paragraph 1;

(4) the conditions set forth in this section are listed in the articles of the joint-stock company or in the contract of the partnership and that those documents also provide that the partnership or joint-stock company is constituted for the purpose of carrying on professional activities;

(5) the articles of the joint-stock company or the contract of the partnership must include the conditions to transfer company shares or partnership units in the event of the death, disability, strike off, or bankruptcy of one of the persons mentioned in subparagraph *a* of paragraph 1.

2. The member who is struck off the roll for more than 3 months or whose permit has been revoked may not, during the period of the striking off or revocation, directly or indirectly hold any share in the partnership or joint-stock company.

The member may also not be a director, officer or representative of the partnership or joint-stock company during that period.

3. To carry on professional activities within a partnership or joint-stock company, the member must provide the Order with the following documents:

(1) a sworn declaration duly completed on the form provided by the Order containing the following information:

(a) the partnership or joint-stock company name and any other names used in Québec by the partnership or joint-stock company within which the member carry on professional activities, and the registration number assigned to it by the competent authority;

(b) the legal form of the partnership or joint-stock company;

(c) in the case of a joint-stock company:

i. the address of the head office of the company and the addresses of its establishments in Québec;

ii. the names of the shareholders referred to in paragraph 1 of section 1, their percentage of shares with voting rights, the Order or professional association of which they are members and their permit number;

iii. the names of the directors of the company, the Order or professional association of which they are members, if applicable, and their permit number;

(d) in the case of a limited liability partnership:

i. the addresses of the establishments of the partnership in Québec, specifying the address of the principal establishment;

ii. the names of the partners referred to in paragraph 1 of section 1, their percentage of partnership units, the Order or professional association of which they are members and their permit number;

iii. the names of the partnership's managers, the Order or professional association of which they are members, if applicable, and their permit number;

(e) the member's name, permit number, and status within the partnership or jointstock company;

(f) a certificate to the effect that the shares or units held, the rules of administration of the partnership or company, and the articles of the joint-stock company or the contract of the limited liability partnership comply with the conditions set out in this Regulation;

(2) a written document issued by a competent authority certifying that the partnership or joint-stock company has complied with the security requirements as provided in Division III;

(3) an irrevocable written authorization from the partnership or joint-stock company within which the member carry on professional activities allowing a person, committee, disciplinary body, or tribunal referred to in section 192 of the Professional Code (chapter C-26) to require disclosure of and obtain any document listed in section 9 from a person, or to obtain a copy of such a document;

(4) the fees payable prescribed by the Order's board of directors.

4. The member must:

(1) update and provide the Order with the declaration referred to in section 3, accompanied by a written document issued by a competent authority certifying that the partnership or joint-stock company has complied with the security requirements as provided in Division III and by the fees payable prescribed by the Order's board of directors, before March 31 of each year;

(2) promptly notify the Order of any change in the security prescribed in Division III or in the information given in the declaration set out in section 3 that would affect compliance with the conditions set out in this Regulation.

5. The member immediately ceases to be authorized to carry on professional activities within a partnership or joint-stock company if the member no longer complies with the conditions set out in this Regulation or in Chapter VI.3 of the Professional Code (chapter C-26).

DIVISION II REPRESENTATIVE

6. If 2 or more members carry on professional activities within a partnership or joint-stock company, a representative must be designated to act on behalf of all the members practicing there to satisfy the terms and conditions in sections 3 and 4.

The representative must ensure the accuracy of the information provided to the Order.

The representative is also designated by the members carrying on professional activities within the partnership or joint-stock company to reply to requests made by a representative of the Order and provide, where applicable, the documents the members are required to submit.

The representative must be a member of the Order and carry on professional activities in Québec within the partnership or joint-stock company, and be a partner or a director and shareholder of the partnership or joint-stock company.

DIVISION III PROFESSIONAL LIABILITY COVERAGE

7. To be authorized to carry on professional activities within a partnership or joint-stock company, the member must provide and maintain on behalf of the partnership or joint-stock company, by means of an insurance contract or by participating in a group insurance plan entered into by the Order, security coverage against the liability of the partnership or joint-stock company that may arise from the fault of the member in the course of carrying on professional activities within the partnership or joint-stock company.

8. Such coverage must provide the following minimum conditions:

(1) an undertaking by the insurer to pay on behalf of the partnership or joint-stock company any sum that the partnership or joint-stock company may be legally bound to pay to a third party regarding a claim filed during the coverage period as a result of a fault on the part of the member in the course of carrying on professional activities within the partnership or joint-stock company;

(2) an undertaking by the insurer to take up the cause of the partnership or joint-stock company and defend it in any action against it and to pay, in addition to the amounts covered by the security, all costs and expenses of proceedings against the partnership or joint-stock company, including the costs of the inquiry and defence, and interest on the amount of the security;

(3) an undertaking by the insurer that the security extends to all claims submitted in the 5 years after the coverage period during which a member in the partnership or joint-stock company dies, withdraws from the partnership or joint-stock company, or ceases to be a member of the Order, in order to maintain coverage for the partnership or joint-stock company for fault on the part of the member while carrying on professional activities within the partnership or joint-stock company;

(4) an amount of security of at least \$2,000,000 per claim, for a maximum of \$2,000,000 for all claims filed against the partnership or joint-stock company within a coverage period not exceeding 12 months regardless of the number of members in the partnership or joint-stock company;

(5) an undertaking by the insurer to provide the secretary of the Order with a 30-day notice of intent to cancel the insurance contract, to amend it in relation to a condition of this section, or not to renew the contract.

DIVISION IV ADDITIONAL INFORMATION

9. The following documents may be required pursuant to paragraph 3 of section 3:

(1) if the member carry on professional activities within a joint-stock company:

(a) a written document from a competent authority attesting to the existence of the joint-stock company;

(b) an up-to-date register of the articles and by-laws of the joint-stock company;

(c) an up-to-date register of the shares of the joint-stock company;

(d) an up-to-date register of the shareholders of the joint-stock company;

(e) an up-to-date register of the directors of the joint-stock company;

(f) any shareholders' agreement or voting agreement and amendments;

(g) the declaration of registration and registration certificate of the joint-stock company and any update;

(h) a complete and up-to-date list of the joint-stock company's principal officers and their home addresses;

(2) if the member carry on professional activities within a limited liability partnership:

(a) where applicable, a certified true copy of the declaration from the competent authority stating that the general partnership has been continued as a limited liability partnership;

(b) the declaration of registration of the partnership and any update;

(c) the partnership contract and amendments;

(d) an up-to-date register of the partners of the partnership;

(e) if applicable, an up-to-date register of the managers of the partnership;

(f) the complete and up-to-date list of the names and home addresses of the partnership's principal officers;

(3) a written document attesting that the partnership or joint-stock company is duly registered in Québec;

(4) a written document attesting that the partnership or joint-stock company has an establishment in Québec.

DIVISION V TRANSITIONAL AND FINAL PROVISIONS

10. The member who practice within a joint-stock company constituted before the date of coming into force of this Regulation must comply with the provisions contained herein at the latest within one year after that date.

11. This Regulation comes into force on the fifteenth day following the date of its publication in the *Gazette officielle du Québec*.

103749

Draft Regulation

Supplemental Pension Plans Act
(chapter R-15.1)

Funding of multi-jurisdictional defined benefit pension plans

Notice is hereby given, in accordance with sections 10 and 11 of the Regulations Act (chapter R-18.1), that the Regulation respecting the funding of multi-jurisdictional defined benefit pension plans, appearing below, may be made by the Government on the expiry of 45 days following this publication.

The draft Regulation prescribes the minimum funding requirements on a solvency basis that apply in respect of a pension plan governed both by the Supplemental Pension Plans Act (chapter R-15.1) and by similar legislation of another legislative jurisdiction in Canada. It essentially provides that a solvency deficiency must be determined in any plan whose degree of solvency after 30 December 2018 is less than 75%. The special rules will allow in particular to deal with the benefits of Québec members in the same manner as the benefits of members for which the laws of another legislative jurisdiction provide their funding on a solvency basis.

Study of the matter has shown that the draft Regulation has no impact on small and medium-sized businesses. Only a few enterprises could see their contributions increased.

Further information may be obtained by contacting Julie Lavoie, Retraite Québec, 2600, boulevard Laurier, 5^e étage, Québec (Québec) G1V 4T3; telephone: 418 643-8282; fax: 418 643-7421; email: julie.lavoie@retraitequebec.gouv.qc.ca.

Any interested person having comments to make on the draft Regulation is requested to send them in writing, before the expiry of the 45-day period, to Michel Després, President and Chief Executive Officer of Retraite Québec, Place de la Cité, 2600, boulevard Laurier, 5^e étage, Québec (Québec) G1V 4T3. The comments will be sent by Retraite Québec to the Minister of Finance, responsible for the administration of the Supplemental Pension Plans Act.

ERIC GIRARD,
Minister of Finance

Regulation respecting the funding of multi-jurisdictional defined benefit pension plans

Supplemental Pension Plans Act
(chapter R-15.1, s. 2, 2nd and 3rd pars.)

DIVISION 1 SCOPE

1. A defined benefit pension plan that is governed both by the Supplemental Pension Plans Act (chapter R-15.1) and by similar legislation of another legislative jurisdiction in Canada is covered by this Regulation. Such a pension plan is said to be a “multi-jurisdictional pension plan”.

For the purposes of this Regulation, a defined contribution and benefit plan must be considered as a defined benefit pension plan.

A multi-jurisdictional pension plan exempted from the application of provisions of the Act under a regulation made under the second paragraph of section 2 of the Act is not covered by this Regulation to the extent where, for the purpose of funding the pension plan, solvency requirements apply in respect of the establishment of amortization payments.

2. Where a multi-jurisdictional pension plan has more than one component that must be considered separately in accordance with the provisions of a regulation made under the second paragraph of section 2 of the Act, this Regulation applies separately in respect of each of the components of the plan.