

NATIONAL ASSEMBLY

THIRD SESSION

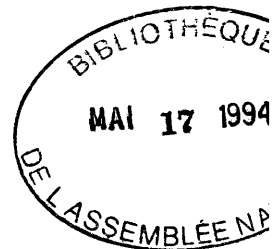
THIRTY-FOURTH LEGISLATURE

Bill 23

An Act respecting the Société du tourisme du Québec

Introduction

**Introduced by
Mr Georges Farrah
Minister for Industry, Trade, Science and Technology,
responsible for Tourism**



**Québec Official Publisher
1994**

EXPLANATORY NOTES

This bill establishes the Société du tourisme du Québec, whose object is to develop and support the Québec tourist industry.

The bill sets out the rules delimiting the field of action of the Société and describes its functions which include promoting Québec as a travel destination and encouraging the marketing of Québec tourism products. The bill also establishes the operating procedure of the Société, including the rules relating to the composition of its board of directors and to the remuneration and other conditions of employment of its employees, the financial provisions governing the Société, and the reports to be produced by it.

The bill also contains provisions to ensure concordance and transitional provisions.

ACTS AMENDED BY THIS BILL:

- Act respecting assistance for tourist development (R.S.Q., chapter A-13.1);
- Act to secure the handicapped in the exercise of their rights (R.S.Q., chapter E-20.1);
- Act respecting the Government and Public Employees Retirement Plan (R.S.Q., chapter R-10).

Bill 23

An Act respecting the Société du tourisme du Québec

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS:

CHAPTER I

ESTABLISHMENT AND ORGANIZATION

- 1.** The “Société du tourisme du Québec” is hereby established.
- 2.** The object of the Société is the development and support of the tourist industry in Québec.

To that end, the Société shall, within the scope of government policy in the field of tourism, identify needs for tourism development, define and implement policies, plans of action and operational strategies, and establish and manage programs.

- 3.** The functions of the Société shall, in particular, include
 - (1) promoting Québec as a tourist destination;
 - (2) developing and promoting Québec tourism products and encouraging the marketing of such products, in particular developing markets for those products;
 - (3) granting financial assistance, within the framework of programs it establishes, especially by means of loans, subsidies and guarantees of repayment of all or part of a financial commitment;
 - (4) providing technical assistance and services in the field of tourism;
 - (5) supplying, for consideration, goods and services to interested persons, enterprises and organizations;

(6) promoting cooperation and coordination among persons or organizations, whether from the private or the public sector, involved in the development of the Québec tourist industry;

(7) ensuring the development and dissemination of travel information, in particular by the publication of information relating to tourism and the management of tourist reception and information services;

(8) submitting advice and recommendations to the minister responsible for the administration of this Act regarding any matter that may affect the Québec tourist industry;

(9) managing any program that it is requested to administer by the Minister, and carrying out any mandate entrusted to it by the Minister in the field of tourism or in any related field.

4. In exercising its functions, the Société shall associate the interested persons or organizations in the determination of means to facilitate the attainment of its object and shall seek their cooperation for the implementation of those means.

The Société shall promote, in particular, at the regional level, the participation of the regional tourist associations and tourist offices with which it has entered into agreements.

5. The Société may, according to law, enter into an agreement with a government in Canada or elsewhere, a department or body of such a government, an international organization, or a body of such an organization.

6. The Société shall carry out any mandate entrusted to it by the Minister for the purposes of outside cooperation programs in the field of tourism development.

7. The exercise of the activities of the Société outside Québec shall be subordinated to government policies regarding Canadian intergovernmental and international affairs.

8. The policies of the Société require the approval of the Minister and its programs require the approval of the Government.

9. The Société may not, without authorization from the Government,

(1) acquire or dispose of stocks, shares or assets in a legal person;

(2) build, acquire or alienate an immovable, transfer an immovable, by lease or otherwise, or give an immovable as security;

(3) make a financial commitment that is inconsistent with the limits and the terms and conditions determined by the Government;

(4) contract a loan that increases the aggregate of its outstanding loans to more than the amount determined by the Government;

(5) exercise a mandate relating to the negotiation of a collective labour agreement with its employees;

(6) sign a collective labour agreement with its employees.

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

10. The Minister may, within the scope of the duties and powers entrusted to him, issue directives concerning the objectives of the Société and the carrying out of its functions.

Such directives must be submitted to the Government for approval. If so approved, they bind the Société, and the Société is bound to comply with them.

Directives must be tabled before the National Assembly within 15 days of being approved by the Government or, if the Assembly is not sitting, within 15 days of resumption.

CHAPTER II

OPERATION

11. The Société is a legal person.

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

The Société may establish offices at any other place in Québec.

13. 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 the obligations of the Société may be levied against property of the latter.

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

14. The affairs of the Société shall be administered by a board of directors consisting of a president and director general and of not more than ten other members appointed by the Government.

The Government shall designate one of the members of the board of directors as chairman of the board.

15. The members of the board of directors shall hold office for a term of not more than three years, except the president and director general who shall hold office for a term of not more than five years.

At the expiry of his term of office, a member of the board of directors shall remain in office until replaced or reappointed.

16. The chairman of the board of directors shall preside at meetings of the board, see to its operation and perform any other duties assigned to the chairman by by-law of the Société.

17. The members of the board of directors shall designate the vice-chairman of the board from among their number.

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

18. The board of directors may hold its meetings at any place in Québec.

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

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

19. The members of the board of directors, other than the president and director general, 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 discharge of their duties on the conditions and to the extent determined by the Government.

20. The president and director general is responsible for the management of the Société within the scope of its by-laws. The president and director general shall hold office on a full-time basis.

21. The Government shall fix the remuneration, employment benefits and other conditions of employment of the president and director general.

22. The employees 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 employment benefits and the other conditions of employment of the employees.

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

23. Section 32 of the Act respecting the Ministère des Affaires internationales (R.S.Q., chapter M-21.1) or section 3.16 of the Act respecting the Ministère du Conseil exécutif (R.S.Q., chapter M-30), as the case may be, shall apply to an employee of the Société acting outside Québec.

24. Any member of the board of directors, other than the president and director general of the Société, having a direct or indirect interest in an undertaking 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 of the board or to the president and director general and abstain from participating in any discussion or decision involving the undertaking in which he has the interest or in any part of the meeting of the board of directors during which his interest is discussed.

Neither the president and director general nor any employee of the Société may, under pain of forfeiture of office, have a direct or indirect interest in an undertaking 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.

25. No act, document or writing shall bind the Société unless it is signed by the chairman of the board of directors, the president and director general or, to the extent determined by by-law of the Société, by an employee of the Société.

The Société may allow, by by-law, subject to the conditions and for the documents it determines, that a signature be affixed by means of an automatic device or that a facsimile of the 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 by-law of the Société.

26. The minutes of the meetings of the board of directors, approved by the board and signed by the chairman of the board 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 an authorized person.

27. The Société may, by by-law, provide for its internal management. Such a by-law may, in particular, provide for the establishment of an executive committee.

CHAPTER III

FINANCIAL PROVISIONS AND REPORTS

28. The fiscal year of the Société ends on 31 March each year.

29. The Société must, not later than four months after the end of its fiscal year, forward its financial statements to the Minister together with an annual report for the preceding fiscal year.

The financial statements and annual report must contain all the information required by the Minister.

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

31. The books and accounts of the Société shall be audited each year and whenever so ordered by the Government, by the Auditor General or, with government approval, by an auditor designated by the Société.

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

32. Each year, the Société shall submit its budget estimates for the following fiscal year to the Government for approval at the time, in the form and with the contents determined by the Government.

33. The Société shall establish a development plan in the form, with the content and for the time fixed by the Government.

The development plan must be submitted to the Government for approval.

34. The Société must furnish to the Minister any report or information on its activities the Minister requires.

[[**35.** The Government may, on the conditions and in the manner it determines,

(1) guarantee the payment in capital and interest of any loan contracted by the Société and guarantee the performance of the other obligations of the Société;

(2) authorize the Minister of Finance to advance to the Société any amount considered necessary for the pursuit of its objectives.

The sums that the Government may be called upon to pay under the first paragraph shall be taken out of the consolidated revenue fund.]]

36. The Société shall finance its activities out of sums received and appropriations granted annually for that purpose by the Parliament. Any surplus shall be retained by the Société unless otherwise decided by the Government.

CHAPTER IV

AMENDING PROVISIONS

37. Section 8 of the Act respecting assistance for tourist development (R.S.Q., chapter A-13.1), amended by section (*insert here the section and chapter numbers of section 7 of Bill 8 of 1994*) of the statutes of 1994, is again amended by replacing the words “Tourist Establishments Act (chapter E-15.1)” by the words “Act respecting the Société du tourisme du Québec”.

38. Section 9 of the said Act, amended by section (*insert here the section and chapter numbers of section 8 of Bill 8 of 1994*) of the statutes of 1994, is again amended

(1) by replacing the words “minister responsible for the administration of the Tourist Establishments Act” in the first paragraph by the words “Société du tourisme du Québec”;

(2) by replacing the words “minister responsible for the administration of the Tourist Establishments Act” in the second paragraph by the words “Société du tourisme du Québec”;

(3) by replacing the words “minister responsible for the administration of the Tourist Establishments Act” in the third paragraph by the words “Société du tourisme du Québec”;

(4) by replacing the words “minister responsible for the administration of the Tourist Establishments Act” in the fourth paragraph by the words “Société du tourisme du Québec”, and by replacing the word “his” wherever it occurs in that paragraph by the word “its”.

39. Section 37 of the said Act, amended by section (*insert here the section and chapter numbers of section 10 of Bill 8 of 1994*) of the statutes of 1994, is again amended by replacing the words “Tourist Establishments Act” in the second paragraph by the words “Act respecting the Société du tourisme du Québec”.

40. Section 7 of the Act to secure the handicapped in the exercise of their rights (R.S.Q., chapter E-20.1), amended by section 34 of chapter 51 of the statutes of 1993, section (*insert here the section and chapter numbers of sections 41 of Bill 3, 13 of Bill 6, 22 of Bill 8, 76 of Bill 9 and 40 of Bill 10 of 1994*) of the statutes of 1994, is again amended by inserting the words “, the president and director general of the Société du tourisme du Québec” before the words “or their representatives” in the last line.

41. Schedule I to the Act respecting the Government and Public Employees Retirement Plan (R.S.Q., chapter R-10), amended by order in council 327-93 dated 17 March 1993, order in council 1202-93 dated 1 September 1993, order in council 1573-93 dated 17 November 1993, order in council 1728-93 dated 8 December 1993 and order in council 555-94 dated 20 April 1994, and by section 153 of chapter 68 of the statutes of 1992, section 65 of chapter 40 of the statutes of 1993, section 31 of chapter 41 of the statutes of 1993, section 6 of chapter 50 of the statutes of 1993 and section 13 of chapter 74 of the statutes of 1993, is again amended by inserting, in alphabetical order, the words “Société du tourisme du Québec” in paragraph 1.

CHAPTER V

TRANSITIONAL AND FINAL PROVISIONS

42. The employees, including the managerial personnel, assigned to the tourism sector of the Ministère de l'Industrie, du Commerce, de la Science et de la Technologie, the employees of the Ministère des Affaires internationales, de l'Immigration et des Communautés culturelles and those of the Ministère du Conseil exécutif who act outside Québec in the field of tourism shall become the employees of the Société, subject to the provisions of the collective agreements applicable to them, to the extent set out in the order in

council providing for their transfer and provided that such order in council is made before (*insert here the date occurring one year after the date of coming into force of this section*).

Such employees shall have the position and perform the duties assigned to them by the Société, subject to the provisions of collective agreements applicable to them.

43. Every employee transferred to the Société under section 42 who, at the time of transfer, was a public servant with permanent tenure may apply for a transfer to a position in the public service or enter a competition for promotion to such a position in accordance with the Public Service Act (R.S.Q., chapter F-3.1.1).

Section 35 of the said Act applies to any employee referred to in the first paragraph who enters such a competition for promotion.

44. Where an employee referred to in section 43 applies for a transfer or enters a competition for promotion, he may require the Office des ressources humaines to give him an assessment of the classification that would be assigned to him in the public service. The assessment must take account of the classification of the employee in the public service on the date of the transfer, as well as the years of experience and the formal training acquired in the course of his employment with the Société.

If the employee is transferred, the deputy minister or the chief executive officer shall assign to him a classification compatible with the assessment referred to in the first paragraph.

If an employee is promoted, his new classification must take account of the criteria set out in the first paragraph.

45. Where some or all of the activities of the Société are discontinued or if there is a shortage of work, an employee referred to in section 43 is entitled to be placed on reserve in the public service with the classification he had before he was transferred to the Société.

In such a case, the Office des ressources humaines shall, where applicable, establish his classification taking account of the criteria set out in the first paragraph of section 44.

46. An employee placed on reserve pursuant to section 45 shall remain at the Société until placed by the Office des ressources humaines.

47. Subject to the recourses available under a collective agreement, an employee referred to in section 43 who is dismissed may bring an appeal under section 33 of the Public Service Act.

48. The associations of employees certified in accordance with the provisions of Chapter IV of the Public Service Act that represented groups of employees of the Ministère de l'Industrie, du Commerce, de la Science et de la Technologie on the date on which the employees were transferred in accordance with section 42, continue to represent those employees at the Société until the date of expiration of the collective agreements in force on the date of transfer.

The associations of employees shall also represent the other employees of the Société, according to the groups to which they belong, until the date of expiration of the collective agreements referred to in the first paragraph.

The provisions of the collective agreements continue to apply to the employees of the Société, so far as they are applicable, until the date of expiration.

However, the provisions of the collective agreements concerning job security do not apply to the employees referred to in the second paragraph.

49. The Government shall determine the material resources, records and other documents of the Ministère de l'Industrie, du Commerce, de la Science et de la Technologie that shall be transferred to the Société.

50. The appropriations granted to the Ministère de l'Industrie, du Commerce, de la Science et de la Technologie for the fiscal year during which this section comes into force are, to the extent and according to the terms and conditions determined by the Government, transferred to the Société.

51. The Minister designated by the Government is responsible for the administration of this Act.

52. The provisions of this Act will come into force on the date or dates fixed by the Government.