

THIRD SESSION

THIRTY-FIRST LEGISLATURE

ASSEMBLÉE NATIONALE DU QUÉBEC

Bill 25

An Act respecting the Cree Regional Authority

First reading

Second reading

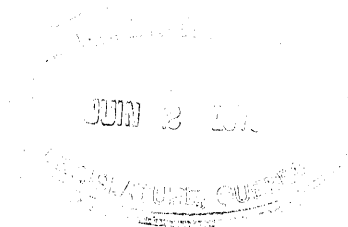
Third reading

M. CLAUDE MORIN

Ministre des affaires intergouvernementales

L'ÉDITEUR OFFICIEL DU QUÉBEC

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EXPLANATORY NOTES

In application of the Agreement concerning James Bay and Northern Québec, this bill establishes, under the name of "Cree Regional Authority", a public corporation whose main objects will be the following:

(a) at the request of a Cree village corporation or of a band, to put into effect, administer and coordinate, on Category I lands, the services or programmes established by or for that Cree village corporation or that band;

(b) to give a valid consent, on behalf of the James Bay Crees, where that consent is required pursuant to the Agreement or an act;

(c) to appoint the representatives of the James Bay Crees on the James Bay Regional Zone Council and, where such representation is provided for, on all other agencies, bodies and entities established pursuant to the Agreement or an act;

(d) through the Board of Compensation, to receive, administer, use and invest the compensation provided for in chapter 25 of the Agreement concerning James Bay and Northern Québec;

(e) generally, to ensure the general well-being of the James Bay Crees.

The members of the Cree Regional Authority will have to hold a general meeting each summer. They will also be able to hold special meetings.

The powers of the Cree Regional Authority will be exercised by its council, composed of the chairman and vice-chairman as well as of the mayor and one representative of each of the Cree village corporations.

An executive committee composed of five members will exercise the powers entrusted to it by by-law of the council.

A returning-officer will be appointed to supervise the elections of the chairman and of the vice-chairman of the Cree Regional Authority, of the representatives of Cree village corporations on the

Council, and the elections of the representatives of the Cree communities to the Board of Compensation.

The returning-officer will be appointed by the Council, but his appointment will have to be ratified at the first general or special meeting of the members of the Cree Regional Authority following that appointment.

The returning-officer will be removed from office only by resolution of the Council, approved by at least two-thirds of the votes cast at a special general meeting of the members of the Cree Regional Authority called for that purpose.

A Board of Compensation will be established, which will be an administrative department of the Cree Regional Authority. The function of this Board will be to receive, administer, use and invest the portion of the compensation provided for in chapter 25 of the Agreement concerning James Bay and Northern Québec that is intended for the Crees.

For a period of ten years, the Board of Compensation will have to invest 75% of the compensation intended for the Crees in the categories of investments described in the Schedule to the bill; the percentage is reduced to 50% for the ten following years. After that, the Board of Compensation will be able to use the funds under its management in accordance with the objects of the Cree Regional Authority.

The Board of Compensation will be able to make its investments either directly or by the intermediary of corporations wholly owned by the Cree Regional Authority.

Bill 25

An Act Respecting the Cree Regional Authority

HER MAJESTY, with the advice and consent of the Assemblée nationale du Québec, enacts as follows:

DIVISION I

INTERPRETATION

1. In this act, unless the context indicates otherwise,

(a) “band” means one of the bands within the meaning of the Indian Act (Revised Statutes of Canada, 1970, Chapter I-6), of Fort George, Old Factory, Rupert House, Waswanipi, Mistassini, Nemaska, Great Whale River and Eastmain, until the incorporation of the corporations contemplated in section 9 of the Agreement and, thereafter, one of these corporations;

(b) “Board of Compensation” or “Board” means the board constituted by section 55 of this act;

(c) “Cree community” or “community” means a collectivity composed of all the Crees enrolled or entitled to be enrolled on a community list in accordance with the Act respecting Cree and Inuit Native persons (1978, chapter *insert here the chapter number of Bill 34*);

(d) “Council of the Cree Regional Authority” or “Council” means the council provided for in section 22;

(e) “James Bay Regional Zone Council” means the James Bay Regional Zone Council established by the Act to establish the James Bay Regional Zone Council (1978, chapter *insert here the chapter number of Bill 26*);

(f) “Agreement” means the Agreement contemplated in section 1 of the Act approving the Agreement concerning James Bay and Northern Québec (1976, chapter 46), and the comple-

mentary Agreement No. 3 tabled before the Assemblée nationale on 18 April 1978, as sessional papers, No. 114;

(g) “Cree village corporation” means any Cree village corporation incorporated under the Cree Villages Act (1978, chapter *insert here the chapter number of Bill 24*);

(h) “Creeps” or “James Bay Creeps” means the Cree beneficiaries under the terms of the Act respecting Cree and Inuit Native persons (1978, chapter *insert here the chapter number of Bill 34*);

(i) “Minister” means the Minister responsible for the application of this act;

(j) “Category I lands” means the lands so designated in the Act respecting the land regime in the territories of James Bay and New-Québec (1978, chapter *insert here the chapter number of Bill 29*), or, in the meantime, under the Act respecting Cree and Inuit Native persons (1978, chapter *insert here the chapter number of Bill 34*);

(k) “Territory” has the same meaning as in the Act respecting Cree and Inuit Native persons (1978, chapter *insert here the chapter number of Bill 34*).

DIVISION II

CONSTITUTION OF THE CREE REGIONAL AUTHORITY

2. A public corporation is incorporated under the name, in French, of “Administration régionale crie”.

This corporation may also be designated by the name of “EEYOU TAPAYTACHESOO”, in Cree, and of “Cree Regional Authority” in English.

3. The Crees of each of the communities and the Cree village corporations are the only members of the Cree Regional Authority.

4. The Cree Regional Authority is a corporation within the meaning of the Civil Code, with the general powers of such a corporation and the special powers provided for in this act.

The Cree Regional Authority is a non-profit corporation without share capital and without pecuniary gain to its members.

5. The Cree Regional Authority has its corporate seat within Category I lands at the place determined by by-law of the Council, notice of which must be published in the *Gazette officielle du Québec*; in the same manner, the corporate seat may be moved to any other place within Category I lands.

The Cree Regional Authority may also have offices and branches in Québec, outside of such lands.

DIVISION III

OBJECTS

6. The objects of the Cree Regional Authority are:

(a) at the request of a Cree village corporation or of a band, to put into effect, administer and coordinate, on Category I lands, the services or programmes established by or for that village corporation or that band;

(b) to give a valid consent, on behalf of the James Bay Crees, where such consent is required pursuant to the Agreement or pursuant to an act;

(c) to appoint the representatives of the James Bay Crees on the James Bay Regional Zone Council and, where such representation is provided for, on all other agencies, bodies and entities established pursuant to the Agreement or an act;

(d) through the Board of Compensation, to receive, administer, use and invest the compensation contemplated in Division VIII and the revenues arising from it;

(e) to relieve poverty, promote the general welfare and advance the education of the James Bay Crees and promote the development of the Cree communities, their means of intervention and the related institutions;

(f) assist in the undertaking and furtherance of works of charity, education, scientific, artistic or literary culture, youth training, and generally of any social welfare enterprise of the James Bay Crees;

(g) assist in the organization of recreational centres and public places for sports and amusements;

(h) promote and maintain bodies for industrial, commercial or tourist promotion or assist in their foundation and maintenance;

(i) grant subsidies to institutions, societies or corporations devoted to the pursuit of the purposes mentioned in paragraphs *f*, *g* and *h* and to bands and municipal corporations;

(j) entrust to non-profit institutions, bands or municipal corporations, the organization and management, for the account of the Cree Regional Authority, of activities or bodies mentioned in paragraphs *g* and *h* and, for such purpose, make contracts with them and grant them the necessary funds;

(k) to work toward the solution of the problems of the James Bay Crees and, for such purposes, to deal with all governments, public authorities and persons;

(*l*) to carry out research and provide technical, professional and other assistance to the James Bay Crees;

(*m*) to assist the James Bay Crees in the exercise of their rights and in the defence of their interests;

(*n*) to foster, promote, protect and assist in the preservation of the way of life, the values and the traditions of the James Bay Crees.

DIVISION IV

MEETINGS OF MEMBERS

7. Each of the individual members of the age of majority of the Cree Regional Authority has a right to vote at its meetings.

8. The annual general meeting of the members of the Cree Regional Authority must be held each summer on the day, at the hour and at the place in Québec fixed by resolution of the Council of the Cree Regional Authority.

A special general meeting may coincide with the annual general meeting.

9. A special general meeting of the members may be called by the chairmain of the Cree Regional Authority, by the Council or by the Board of Compensation.

The Council of the Cree Regional Authority must call a special general meeting upon the request of at least forty-five members of the age of majority of the Cree Regional Authority. This request must be in writing and must set out the objects of the proposed meeting.

A special general meeting of the members is held on the day, at the hour and at the place in Québec fixed either by the chairman of the Cree Regional Authority or by resolution of the Council, or of the Board, whichever called such meeting.

10. A written notice of the annual general meeting of the members shall be given or mailed to the members, at least fifteen days prior to the date of such meeting.

The notice of such meeting must, as well, be prominently posted in a public place in the Category I lands of each Cree community at least fifteen days prior to the date fixed for such meeting.

Such notice must specify the day, the hour and the place of the meeting. It shall indicate, as well, in general terms, any business to be considered at such meeting.

11. A notice of a special general meeting must be given, communicated or mailed to the members in such a manner and within such delays as are fixed by either the chairman of the Cree Regional Authority or by resolution of the Council, or of the Board of Compensation, whichever called such meeting.

This notice must be written, except in exceptional circumstances, in which case it may be verbal.

If the notice is written, it must specify the day, the hour and the place of the meeting. It must indicate, as well, in general terms, any business to be considered at such meeting.

If the notice is verbal, it must be communicated to a member or to an employee of the council of each band or Cree village corporation, who must post a notice of such meeting prominently in a public place within the Category I lands of each Cree community. The notice so posted must specify the day, the hour and the place of the meeting and its purpose.

12. The chairman of the Cree Regional Authority or, in the case of absence, refusal or incapacity to act of the chairman, the vice-chairman, shall preside at meetings of the members.

In the case of absence, refusal or incapacity to act of the chairman and of the vice-chairman, the Council shall appoint a member of the Cree Regional Authority to preside at the meeting.

13. At the annual general meeting or at any special general meeting, forty-five members of the age of majority constitute a quorum, provided that the majority of the communities are each represented by at least one Cree of the community.

14. If there is no quorum, any meeting may be adjourned to the day, the hour and the place fixed by the chairman of the meeting; the secretary shall then give a verbal notice which must be communicated in the manner provided for in the fourth paragraph of section 11.

15. Any decision taken during meetings of the members of the Cree Regional Authority must be taken by a majority vote.

16. The vote at meetings of the members of the Cree Regional Authority must be taken by a show of hands unless at least five members of the age of majority present demand a vote by secret ballot. This demand may be presented at any time during a meeting, whether or not there has already been a vote taken by a show of hands on the same question.

17. If, during any meeting, a vote by secret ballot must take place, it is taken in the manner provided for by by-law of the Council.

18. The chairman of any meeting of the members has, in the event of an equality of votes, a casting vote in addition to any other vote to which he may otherwise be entitled.

19. The chairman of the meeting may appoint persons to act as scrutineers at such meeting. These scrutineers, if they are voting members and if they accept to act, are not entitled to vote on any question.

20. The members of the Cree Regional Authority shall, during the annual general meeting:

(a) appoint the auditors of the Cree Regional Authority in accordance with this act;

(b) receive and examine the financial statements of the Cree Regional Authority for the preceding fiscal year and the report of the auditors thereon;

(c) receive and consider the report of the activities of the Council of the Cree Regional Authority and make such recommendations as they deem appropriate in regard thereto;

(d) receive and consider the report of the activities of the Board of Compensation, the report on the investments and the report of the distributions of the compensation and make such recommendations as they may deem appropriate in that regard;

(e) raise any question of interest to them relating to the activities of the Cree Regional Authority;

(f) make recommendations respecting the priorities and policies of the Cree Regional Authority.

21. No member of the Cree Regional Authority is entitled to any remuneration for attendance at any general meetings. However, the Cree Regional Authority may defray the expenses incurred by a certain number of members chosen by the council of each Cree village corporation to attend such meetings.

The number of members for whom such expenses may be defrayed must be equal for each Cree village corporation.

The compensation referred to in Division VIII may be used for the purposes of this section, provided that at least one of the questions on the agenda for such meeting concerns the said compensation.

DIVISION V

COUNCIL

22. The powers of the Cree Regional Authority are exercised by the Council, except in those matters declared to be within the exclusive jurisdiction of the Board of Compensation or within the authority of the executive committee.

23. The Council is composed of the chairman and the vice-chairman of the Cree Regional Authority, and of the mayor and one representative of each of the Cree village corporations.

Their term of office is three years except in the case of the mayors of the Cree village corporations, whose terms as members of the Cree Regional Authority coincide with their terms as mayor.

24. The chairman and the vice-chairman of the Council and the representatives of the Cree village corporations are elected from among the members of the age of majority of such corporations, by secret ballot in which such members participate.

The elections of the representatives of the Cree village corporations are held in every corporation in the manner prescribed by by-law of the council of every such corporation, under the supervision of the returning officer appointed in accordance with this act.

A notice of not less than thirty days of the polling must be given by the returning officer.

25. No person may hold the office of chairman or of vice-chairman, or both in succession, for more than two consecutive terms.

26. For the first two elections for the offices of chairman and vice-chairman, there shall be candidacies only for the office of chairman. The candidate obtaining the highest number of votes is elected chairman, and the candidate obtaining the second highest number is elected vice-chairman.

Thereafter, there shall be candidacies for the offices of chairman and vice-chairman, and the candidates who, upon the addition of the votes, have received the greatest number of votes for their respective offices, are declared elected.

27. In the case of vacancy in the office of chairman, he is replaced by the vice-chairman. Any vacancy in the office of vice-chairman, or in that of chairman if there is no vice-chairman, is filled by the council from among its members.

Any vacancy in the office of representative of a Cree village corporation is filled by its council from among its members.

These replacements can only take place if there remains less than one year before the expiry of the term of the person so replaced.

If there is more than one year left in the term, elections to fill the vacant office must be held within sixty days following the vacancy. The persons so elected remain in office only until the expiry of the term of the person so replaced.

28. Any vacancy in the office of a member who sits on the council as mayor of a Cree village corporation is filled by the person who replaces such mayor on the council of the Cree village corporation.

29. The council appoints a secretary, a director general, a treasurer and any other officer considered necessary.

It determines their functions and fixes their remuneration.

30. The council may establish, by by-law, various departments and services and determine their duties and functions.

31. The Council may establish permanent or special committees, and appoint, during pleasure, as many of its members as it deems necessary, to supervise the administration of the various departments and services, and manage any matter that may, by by-law or resolution of the Council, be assigned to them.

32. The chairman of the Cree Regional Authority or, in the case of absence, refusal or incapacity to act of the chairman, the vice-chairman, is *ex officio* a member of all committees established under section 31 and has a right to vote thereon.

33. Every committee must render account of its activities by reports signed by its chairman, or by a majority of the members who compose it.

34. The vote of the absolute majority of the members of the Council is required to remove or to reduce the salary of any member of the personnel appointed by it. The returning-officer may not be removed except in the manner provided for in section 51.

35. The Council shall meet at least every three months, in general or regular session, and hold its meetings on the days, at the hours and in the places in Québec that it fixes by resolution.

36. A prior written notice of not less than seven days must be given to each member of the Council with an agenda prepared by the secretary of the Cree Regional Authority, indicating the day, hour and place of such meeting.

37. The chairman of any sitting of the Council has a casting vote in the case of an equality of votes.

38. If the chairman, the vice-chairman or another member of the Council resigns, the resignation takes effect upon the date on which the secretary of the Cree Regional Authority receives a written notice to this effect, signed by the person resigning.

39. The chairman of the Cree Regional Authority presides at sittings of the Council.

The vice-chairman shall exercise all the powers of the chairman in the case of absence, refusal or incapacity to act of the chairman.

In the case of absence, refusal or incapacity to act of both the chairman and the vice-chairman, the Council shall appoint one of its members to preside at the sitting.

40. The meetings of the Council are public.

41. A majority of its members then in office are a quorum at sittings of the Council.

42. The decisions of the Council are taken by a majority vote, unless otherwise provided by this act or by the by-laws of the Council.

43. Every member of the Council present at a sitting has one vote and must vote on all questions put to a vote. However, no member of the Council may take part in any deliberations nor vote on a question in which he has a personal interest, but he must disclose his interest to the meeting.

In the case of dispute, the Council decides whether the member has a personal interest in the matter, and such member shall not vote on the question of whether or not he is interested.

44. The Council may authorize the payment of justifiable expenses incurred by one of its members for attendance at meetings of the Council.

45. The Council may, by by-law, fix the amount of the remuneration of its members.

This by-law does not come into force until it has been approved by the members of the Cree Regional Authority at a special general meeting held for this purpose.

DIVISION VI

EXECUTIVE COMMITTEE

46. The executive committee exercises the powers entrusted to it by by-law of the Council, in accordance with the terms and conditions determined in the same manner.

It shall not, however, exercise any power vested in the Board of Compensation by this act.

47. The executive committee consists of five members, who must all be members of the Council. The chairman and the vice-chairman of the Cree Regional Authority are members *ex officio* of and exercise the same functions in the executive committee. The three other members, appointed during pleasure, are chosen by the Council.

At least three members of the executive committee must be members of different Cree communities.

The director general, the treasurer and the chairman of the Board of Compensation are attached to the executive committee as non-voting members.

48. The appointment of the members of the executive committee and their replacements are determined by by-law of the Council; the same rule applies to meetings, notices of meeting, voting and procedure.

49. Unless otherwise provided by by-law of the Council, and subject to sections 29 and 64, the Executive Committee appoints all the members of the personnel of the Cree Regional Authority, determines their functions and powers, and authorizes the payment of all sums due by the Cree Regional Authority in accordance with the formalities, restrictions and conditions prescribed by this act.

DIVISION VII

RETURNING-OFFICER

50. The Council appoints a returning-officer and determines his remuneration.

This appointment must be ratified at the first general or special meeting of the Cree Regional Authority following that appointment.

The returning-officer shall hold no other office in the Cree Regional Authority.

51. The returning-officer may be removed from office only by resolution of the Council, approved by at least two-thirds of the votes cast at a special general meeting of the members of the Cree Regional Authority held for this purpose.

52. The returning-officer supervises the elections of the chairman and of the vice-chairman of the Cree Regional Authority, of the representatives of the Cree village corporations on the Council, and the elections of the representatives of the Cree communities to the Board of Compensation.

The returning-officer may designate assistants for each community; the Council fixes their remuneration.

53. The returning-officer determines, in accordance with this act, the procedures, terms and conditions of election of the chairman and vice-chairman of the Cree Regional Authority and of the representatives of the Cree communities to the Board of Compensation.

Except for the first elections, these procedures, terms and conditions do not come into force until they have been approved at a special general meeting of the members of the Cree Regional Authority held for this purpose.

54. If, at any time, an election, whether for chairman or vice-chairman, representatives of Cree village corporations to the Council, or for representatives of Cree communities to the Board of Compensation, does not take place, or does not take place at the time fixed, the election may take place at a subsequent date, and the persons leaving office remain in office until their successors have been elected.

DIVISION VIII

COMPENSATION AND THE BOARD OF COMPENSATION

§ 1.—*Establishment of the Board*

55. A Board of Compensation is established, being an administrative department of the Cree Regional Authority.

56. The function of the Board is to receive, administer, use and invest the portion reserved to the Crees of the compensation

provided for in paragraphs 25.1 and 25.2 of the Agreement, the revenues therefrom, and all other funds devolved on it, in accordance with the law.

The Board shall exercise its powers relating to the aforesaid compensation for the exclusive account of the Cree Regional Authority, which is bound by all the acts of the Board relating to the said compensation, and the Board is substituted in the rights and obligations of the Cree Regional Authority pertaining to the said compensation.

For the purposes this act, this compensation includes the revenues therefrom, the interest, the fruits and other revenues derived from the compensation and the increases that may be added thereto.

57. The number of members of the Board, as well as their term of office, is fixed by by-law of the Board.

It is composed of an equal number of representatives elected by the members of each of the Cree communities and of at least three members appointed by the Council. In any case, it shall not be less than eleven nor greater than twenty-eight, and the elected representatives must always be the majority.

The by-law provided for in the first paragraph comes into force only when it is approved at a special general meeting of the members of the Cree Regional Authority called for that purpose. It does not curtail the term of office of a member of the Board in office at the time of its coming into force.

58. Until 31 October 1987, the Board of Compensation shall include two representatives appointed by the Government and one representative appointed by the Minister of Indian Affairs and Northern Development.

The term of each of these members is two years, but they remain in office until they are replaced by the authority which appointed them.

59. Subject to section 58 and until a by-law is adopted under section 57, the Board is composed of twenty-two members, including sixteen members elected for two years by the Crees, at the rate of two per community, three members appointed for two years by the Council of the Cree Regional Authority and three appointed in accordance with section 58.

For the first election in each community, one of the two members is elected for a term of one year, and the other for a term of two years.

60. The members of these Cree communities are elected from among the members of the age of majority of these communities, by ballot in which these members participate.

The ballot is held in the manner determined by the returning-officer, under his supervision. A notice of not less than thirty days of the polling must be given by the returning-officer to the members of each of these communities.

61. The members of the Board who are not elected must also be of the age of majority and, if they are Crees, they must be members of the Cree Regional Authority.

62. No person may at the same time be a member of the Board of Compensation and of the Council of the Cree Regional Authority.

63. Any vacancy is filled in the manner provided for the election or the appointment of the member to be replaced, but only for the remainder of his term.

64. The Board of Compensation has exclusive authority to make by-laws consistent with this act for the conduct of its affairs and for its internal management, including its personnel, and for the administration, investment and use of the compensation and the revenues therefrom.

These by-laws, unless they have been ratified in the interval at a special general meeting of the members of the Cree Regional Authority called for this purpose, have effect only until the next annual meeting of the Cree Regional Authority. If they are not ratified at this meeting, they cease, but from that date only, to be in force.

65. The members of the Board shall elect from among themselves a chairman and a vice-chairman of the Board for a period of two years.

66. Every member of the Board present at a meeting has one vote. The Cree members of the Board present must vote on all questions put to a vote.

No member of the Board may, however, take part in any deliberations nor vote on any question in which he has a personal interest, and he must divulge his interest to the meeting.

In the case of dispute, the Board shall decide if a member has a personal interest in the matter, and such member shall not vote on the question of whether or not he is interested.

67. Sections 35 to 39, 41, 42, 44 and 45 apply *mutatis mutandis* to the Board of Compensation.

§ 2.—*Powers and duties of the Board*

68. The Board shall,

(a) until 31 October 1997, invest directly or by the intermediary of one or several corporations wholly owned by the Cree Regional Authority, incorporated either by a special act of Québec, or under laws of Québec of general application, at least fifty per cent of the portion, intended for the Crees, of the compensation referred to in paragraph 25.1 of the Agreement, as and when it is received, in the investments described in the schedule;

(b) until 31 October 1987, invest directly or by the intermediary of one or several corporations wholly owned by the Cree Regional Authority, incorporated by a special act of Québec or under laws of Québec of general application, at least twenty-five per cent, in addition to the minimum of fifty per cent contemplated in paragraph a, of the portion, intended for the Crees, of the compensation contemplated in paragraph 25.1 of the Agreement, as and when it is received, in the investments described in the schedule.

69. The Board may

(a) set aside or transfer one or several holding or venture capital corporations wholly owned by the Cree Regional Authority, incorporated either by a special act of Québec or under laws of Québec of general application, a maximum of twenty-five per cent of the portion of the compensation intended for the Crees, mentioned in paragraph 25.1 of the Agreement, as and when it is received, for the following purposes:

- i. to assist in the creation, financing or development of businesses, resources, properties or industries of the Crees;
- ii. to initiate, expand and develop opportunities for the Crees to participate in the economic development of their society through the application of their skills and capital; and
- iii. to invest in the securities of any corporation owning property or carrying on business directly related to the economic or other interests of the Crees;

(b) set aside or transfer to one or several corporations wholly owned by the Cree Regional Authority or wholly controlled by it, incorporated either by a special act of Québec or under laws of Québec of general application or, with the approval of the Government, to a non-corporate entity wholly owned or wholly controlled by it, any amount that, when added to the amount set aside or

transferred in conformity with paragraph *a*, does not exceed twenty-five per cent of the portion of the compensation intended for the Crees, mentioned in paragraph 25.1 of the Agreement, as and when it is received, and that must be used exclusively for educational, community and other charitable activities of the Crees;

(*c*) subject to sections 71 and 73, conserve, administer, invest, reinvest, distribute and use all revenues from the investment of the aforesaid compensation and any portion of the aforesaid compensation or the investment of which is not required under the terms of section 68 or the setting aside or transfer of which has not been made under the terms of paragraphs *a* and *b* and all other funds and, after the expiry of the periods mentioned in paragraphs *a* and *b* of section 68, any portion of the compensation in question therein, as it considers appropriate;

(*d*) if it deems it advisable, use its assets to reimburse the obligations contracted or to pay the expenses incurred, until the coming into force of this act, by the Grand Council of the Crees (of Québec) for the general benefit of the Crees.

70. Where, in conformity with sections 68 and 69, the Board invests a portion of the compensation by the intermediary of corporations or transfers a portion of it to companies, corporations or entities, they must invest these amounts or use them in conformity with the said sections.

71. The Board and the legal entities contemplated in sections 68 and 69 shall only use their assets for community purposes and for other activities of general benefit to the Crees; these assets shall not be distributed except to bands or Cree village corporations, to be used only for the benefit of the Cree community and not for the personal benefit of any member of the Cree Regional Authority.

72. For the purposes of this Division, moneys spent for the implementation of the Agreement with respect to the Crees by the Cree Regional Authority are presumed, until proof to the contrary, to be moneys spent for an undertaking of general benefit to the Crees.

73. The Board and legal entities contemplated in sections 68 and 69 shall not distribute their assets in favour of individuals, make gifts to them or otherwise advantage them except within the scope of assistance they give to the Cree communities.

74. No transfer or distribution of the compensation shall be made by the Board of Compensation to an agency, in accordance with the foregoing provisions, without a detailed budgetary fore-

cast by that agency setting forth the amounts requested and the proposed use thereof.

75. Any transfer or distribution, as well as any contract respecting the compensation must be authorized by resolution of the Board.

76. The Board of Compensation may, when distributing the compensation, benefit the Cree Regional Authority therewith. In such a case, the latter has the same obligations as any other agency benefiting by the compensation, as if it were a separate agency.

77. The compensation and the revenues therefrom, as well as the investments made therewith, must always be kept separately and apart from the other assets of the Cree Regional Authority. For this purpose, a separate fund and separate accounts shall be maintained.

The financial statements of the Cree Regional Authority shall include, with respect to the compensation, the information contemplated in Division IX.

78. The compensation and the revenues, as well as the investments made therewith, are only liable for debts and obligations relating directly to their investment and management. They do not form part of the common pledge in favour of the creditors at large of the Cree Regional Authority and are unseizable except for debts and obligations relating directly to the management and investment of the compensation.

79. The Cree Regional Authority shall annually, within the six months following the end of its first twenty fiscal years, file a copy of its financial statements with the Minister and with the Minister of Indian Affairs and Northern Development.

DIVISION IX

BOOKS, RECORDS AND FINANCIAL STATEMENTS; APPROPRIATIONS

80. The fiscal year of the Cree Regional Authority begins on the first day of April of each year.

However, the Council may, by by-law approved at a special general meeting of the members of the Cree Regional Authority called for this purpose, change the date of the beginning of the fiscal year.

For the first year, the fiscal year of the Cree Regional Authority commences on the date of the coming into force of this act, and ends on 31 March following.

81. The Council shall adopt each year a general balanced budget for the next fiscal year. The Council may, during the fiscal year, adopt by resolution any supplementary budget which it deems necessary.

82. The Council may enact by-laws dealing with the preparation of budgets, with budget appropriations and with the disposition of unexpended appropriations.

83. The Cree Regional Authority shall cause to be kept proper books of account and proper financial records.

These books of account and financial records shall facilitate a comparison with the budget, as well as with any supplementary budget, and shall include, at least:

- (a) all sums of money received and disbursed, and the matters in respect of which the receipts and disbursements took place;
- (b) revenues and expenditures;
- (c) assets and liabilities;
- (d) all other transactions affecting or which may affect its financial position.

These books and records are accessible to any member of the Board and of the Council who wishes to examine them.

84. No resolution or by-law of the Council or of the Board authorizing or recommending the expenditure of moneys from a fund has effect without a certificate from the treasurer attesting that there are available moneys for the purposes contemplated by that resolution or by-law.

85. Unless it involves an expenditure of less than \$50,000, and subject to any preferential provisions in the Agreement relating to the Crees, every contract for the performance of work or the supply of equipment or materials or the providing of services other than professional services shall not be awarded by the Council except after a call for public tenders. The Council shall establish, by by-law, the procedures and requirements relating to the calling of tenders and awarding of contracts.

86. The financial statements of the Cree Regional Authority shall be drawn up in a comparative form and include, among other things:

- (a) a balance sheet;
- (b) a statement of revenues and expenditures as well as a comparison with the amounts contemplated in the budget, including the supplementary budgets;
- (c) any additional information that may be required for a fair presentation of the financial position of the Cree Regional Authority;
- (d) a list of all the investments and their respective book-values and, if applicable, their market values at the end of the fiscal year;
- (e) any investment in default as to payment of principal or interest.

87. Every balance sheet shall be drawn up so as to distinguish severally at least the following classes of assets and liabilities, namely:

- (a) cash;
- (b) debts owing to the Cree Regional Authority by its debtors;
- (c) debts owing to the Cree Regional Authority by its members and officers;
- (d) deferred and prepaid expenses;
- (e) moveable and immoveable property;
- (f) incorporeal assets;
- (g) debts owing by the Cree Regional Authority secured by mortgage or other lien upon its property;
- (h) indirect and contingent liabilities.

88. A copy of the financial statements, of the report of the auditors and of the annual reports of the Council and of the Board of Compensation are available to each member of the age of majority of the Cree Regional Authority upon request, and must be sent to each member of the Council and of the Board of Compensation as soon as they are completed.

89. The Council and the Board approve by resolution those parts of the financial statements of the Cree Regional Authority which deal with their areas of competence, and such approval is evidenced in the financial statements by the respective signatures of two duly authorized representatives of the Council and the Board.

DIVISION X

AUDITORS

90. The Cree Regional Authority must, at each annual general meeting, appoint an auditor or auditors for the year in progress and fix their remuneration or authorize the Council to do so.

91. If no appointment of auditors is made at the annual general meeting, the Council appoints them. Should the Council not appoint them, the Minister, on the application of a member of the age of majority of the Cree Regional Authority, appoints them and fixes their remuneration.

92. The Council must fill any vacancy in the office of auditor; however, while any such vacancy continues, the auditor or auditors still in office, if any, shall continue to act.

93. The auditors must make a report to the members of the Cree Regional Authority on the accounts examined by them and on every balance sheet laid before the annual general meeting of the Cree Regional Authority during their term of office. This report must state:

(a) whether or not they have obtained all the information and explanations they have required; and

(b) whether the balance sheet referred to in the report is drawn up so as to present fairly the financial position of the Cree Regional Authority, according to the information and the explanations given to them, and as shown by the relevant books.

94. The auditors may require from the present or former members, officers, employees and other agents of the Council or of the Board of Compensation, such information and explanations as are necessary.

The auditors have access to the registers, documents, books, minutes, accounts and vouchers of the Cree Regional Authority and of each of its subsidiaries contemplated in sections 68 and 69.

95. The minutes of the meetings of the Cree Regional Authority, of the Council, of the Board of Compensation and of the executive committee, are entered in books kept for that purpose by the secretary of the Cree Regional Authority; they must be signed by the chairman and secretary of the meeting; such minutes, except those of the executive committee, are available to all the members of the Cree Regional Authority.

96. The minutes approved and signed in accordance with section 95 are taken as proof of their contents. The same rule applies to documents and copies emanating from the Cree Regional Authority and forming part of its records, when certified by the secretary of the Cree Regional Authority.

97. The Cree Regional Authority must cause to be kept by its secretary a book or books, wherein shall be kept recorded:

- (a) a copy of all the by-laws of the Cree Regional Authority;
- (b) the names of all the members of the age of majority of the Cree Regional Authority taken from the lists established for each of the communities in accordance with the Act respecting Cree and Inuit Native persons (1978, chapter *insert here the chapter number of Bill 34*);
- (c) the names, addresses and occupations of those who are or who have been either the chairman, vice-chairman, members of the Council, members of the Board of Compensation, or officers of the Cree Regional Authority, with the various dates at which each held or ceased to hold such office.

All interested parties who so wish may examine these books.

DIVISION XI

TRANSITIONAL PROVISIONS

98. Until the first elections held in accordance with section 104, sections 99 to 105 apply provisionally.

99. The board of directors of the Grand Council of the Crees (of Québec) acts in the place and stead of the Council of the Cree Regional Authority.

100. The Grand Chief and the Executive Chief of the Grand Council of the Crees (of Québec) acts in the place and stead of the chairman and the vice-chairman, respectively, of the Cree Regional Authority.

101. The Executive of the Grand Council of the Crees (of Québec) acts in the place and stead of the executive committee of the Cree Regional Authority.

102. The council of each band, within twenty days of the coming into force of this act, shall choose two of the members of the band council to sit on the Board of Compensation. The appointment of the other members of the Board takes place in accordance with this act, and the first chairman of the Board must be elected

from among the three members appointed by the Council of the Cree Regional Authority described in section 99.

103. The first meeting of the Council of the Cree Regional Authority and of the Board of Compensation is called within thirty days following the coming into force of this act by the chairman of the Cree Regional Authority, on the day, at the hour and at the place determined by him.

104. All elections provided for by this act must be held in accordance with this act no later than 30 September 1978. Should such elections not take place, the Government shall fix the date and procedures for the elections.

105. The provisions of this act apply *mutatis mutandis* during the period provided for in sections 98 to 104.

DIVISION XII

FINAL PROVISIONS

106. Within forty-five days following the date of the coming into force of this act, a returning-officer shall be appointed by the Council. He shall not hold any other office in the Cree Regional Authority and is entitled to the remuneration fixed by the Council.

The person appointed in virtue of the first paragraph exercises his functions only for the first election of the representatives of the municipal corporations on the Council, of the chairman and vice-chairman of the Cree Regional Authority, and of the representatives of the communities on the Board of Compensation; thereafter, he is appointed in the manner provided for in section 49.

107. No winding-up or dissolution of the Cree Regional Authority may take place without the prior approval of the Government of the plan of distribution of the assets, after payment of the liabilities of the Cree Regional Authority, to the Cree village corporations, to be used for the benefit of the Cree communities and not for the personal benefit of any member of the Cree Regional Authority.

108. The Cree Regional Authority constitutes the Cree Regional Authority and the Board of Compensation, the legal entity, contemplated respectively by Sections 11A and 26 of the Agreement. Any reference in the Agreement to the Cree legal entity, or in any other act or document to which the Government is a party, means the Board of Compensation.

109. The Cree Regional Authority is not entitled to the interest accrued, until the date of the coming into force of this act, on the portion of the compensation referred to in Subsection 25.1 of the Agreement and paid to the Grand Council of the Crees (of Québec).

However, the Grand Council of the Crees (of Québec) shall render account to the Cree Regional Authority for the use of the accrued interest from 31 October 1977 that it has received on behalf of the James Bay Crees and for their benefit, and shall pay to the Cree Regional Authority that part of the interest not yet spent as of the date of the coming into force of this act.

110. In the case of the cree village corporation of Fort George, no Inuit member of this corporation may vote in the election of the representative of this corporation provided for in section 23 of this act, nor sit as a member in any capacity whatsoever of the Council of the Cree Regional Authority. Should an Inuit member of the Cree village corporation of Fort George be elected mayor of this corporation, the Cree members of the council of the said village corporation shall designate a member from among themselves to sit in the place of the mayor on the Council of the Cree Regional Authority.

111. Section 21 of the Act respecting the Department of Intergovernmental Affairs (1974, chapter 15) does not apply to the Cree Regional Authority nor to any of the corporations and legal entities contemplated by Division VIII.

112. The Government shall designate the Minister responsible for the application of this act.

113. This act will come into force on the date to be fixed by proclamation of the Government.

SCHEDULE

AUTHORIZED INVESTMENTS

1. Bonds or other evidences of indebtedness issued or guaranteed by the government of the Province of Québec, of Canada or a province of Canada, of the United States of America or of any state of that country, by the International Bank of Reconstruction and Development, by a municipal or school corporation in Canada, or by a *fabrique* in the Province of Québec;

2. Bonds or other evidences of indebtedness issued by a public authority having as its object the operation of a public service in Canada or any province thereof and entitled to impose a tariff for such service;

3. Bonds or other evidences of indebtedness secured by the transfer to a trustee of an undertaking by Canada or any province of Canada to pay sufficient subsidies to meet the interest and principal at their respective maturities;

4. The bonds, debentures or other evidences of indebtedness of a corporation that are fully secured by a mortgage, charge or hypothec ranking first to a trustee or to the Cree Regional Authority upon any, or upon any combination, of the following assets:

- i. real estate or leaseholds;
- ii. the plant or equipment of a corporation that is used in the transaction of its business; or
- iii. bonds, debentures or other evidences of indebtedness, or shares of a class authorized hereunder as investments, or cash balances, if such bonds, debentures or other evidences of indebtedness, shares or cash balances are held by a trustee;

and the inclusion, as additional security under the mortgage, charge or hypothec, of any other assets not of a class authorized hereunder as investments shall not render such bonds, debentures or other evidences of indebtedness ineligible as an investment;

5. Obligations or certificates issued by a trustee to finance the purchase of transportation equipment for a corporation incorporated in Canada or the United States to be used on airlines, railways or public highways, if the obligations or certificates are fully secured by:

- i. an assignment of the transportation equipment to, or the ownership thereof by, the trustee, and
- ii. a lease or conditional sale thereof by the trustee to the corporation;

6. The bonds, debentures or other evidences of indebtedness:

i. of a corporation if, at the date of investment, the preferred shares or the common shares of the corporation are authorized as investments by paragraph 8 or 9; or

ii. of or guaranteed by a corporation where the earnings of the corporation in a period of five years ended less than one year before the date of investment in a trust have been equal in sum total to at least ten times and in each of any four of the five years have been equal to at least one and one half times the annual interest requirements at the date of investment in a trust on all indebtedness of or guaranteed by it other than indebtedness classified as a current liability under generally accepted accounting principles in the balance sheet of the corporation; and if the corporation at the date of investment owns directly or indirectly more than fifty per cent of the common shares of another corporation, the earnings of the corporation during the said period of five years may be consolidated with due allowance for minority interests, if any, and in that event the interest requirements of the corporations shall be consolidated and such consolidated earnings and consolidated interest requirements shall be taken as the earnings and interest requirements of the corporation; and for the purpose of this sub-paragraph, "earnings" means earnings available to meet interest charges on indebtedness other than indebtedness classified as a current liability under generally accepted accounting principles;

7. Guaranteed investment certificates issued by a trust company incorporated in Canada if, at the date of investment, the preferred shares or the common shares of the trust company are authorized as investments by paragraph 8 or 9 or certificates of deposit and bearer discount notes of any Canadian chartered bank or of any savings and credit union;

8. The preferred shares of a corporation if

i. the corporation has paid a dividend in each of the five years immediately preceding the date of investment at least equal to the specified annual rate upon all of its preferred shares, or

ii. the common shares of the corporation are, at the date of investment, authorized as investments by paragraph 9;

9. The fully paid common shares of a corporation that during a period of five years that ended less than one year before the date of investment has either

i. paid a dividend in each such year upon its common shares,
or

ii. had earnings in each such year available for the payment of a dividend upon its common shares of at least four per cent of the average value at which the shares were carried in the capital stock

account of the corporation during the year in which the dividend was paid or in which the corporation had earnings available for the payment of dividends, as the case may be;

10. Real estate or leaseholds for the production of income in Canada, if

i. a lease of the real estate or leasehold is made to, or guaranteed by,

(a) the government of Canada or any of the provinces, or an agency of the said governments, or

(b) a corporation, the preferred shares or common shares of which are, at the date of investment, authorized as investments by paragraph 8 or 9;

ii the lease provides for a net revenue sufficient to yield a reasonable interest return during the period of the lease and to repay at least eighty-five percent of the amount invested in the real estate or leasehold within the period of the lease but not exceeding thirty years from the date of investment, and

iii the total investment of the Cree Regional Authority made pursuant to this schedule in any one parcel of real estate or in any one leasehold does not exceed two percent of the book value of the total assets of the Cree Regional Authority managed by the Board of Compensation;

and the Cree Regional Authority may hold, maintain, improve lease, sell or otherwise convey or dispose of the real estate or leasehold;

11. Real estate or leaseholds for the production of income in Canada, if

i the real estate or leasehold has produced, in each of the three years immediately preceding the date of investment, net revenue in an amount that, if continued in future years, would be sufficient to yield a reasonable interest return on the amount invested in the real estate or leasehold and to repay at least eighty-five percent of that amount within the remaining economic lifetime of the improvements to the real estate or leasehold but not exceeding forty years from the date of investment, and

ii the total investment of the Cree Regional Authority made pursuant to this schedule in any one parcel of real estate or in any one leasehold does not exceed two percent of the book value of the total assets of the Cree Regional Authority managed by the Board of Compensation;

and the Cree Regional Authority may hold, maintain, improve, lease, sell or otherwise convey or dispose of the real estate or leasehold;

12. Debts secured by mortgages, charges and hypothecs, upon improved real estate or leaseholds in Canada, notwithstanding that the amount paid for such debts so secured by mortgage, charge or hypothec exceeds three-fourths of the value of the real estate or leasehold, if the loan for which the mortgage, charge or hypothec is secured is an approved loan or an insured loan under the National Housing Act (Revised Statutes of Canada, 1970, chapter N-10) or any equivalent provincial legislation;

13. Debts secured by hypothec or mortgage on real estate in Canada:

i if payment of principal and interest is guaranteed or assured by the governments of Canada or of any province of Canada or any public authority therein, or

ii if the hypothec or mortgage ranks first and the amount of the debt is not more than seventy-five percent of the value of the real estate securing payment thereof;

14. Where the Cree Regional Authority owns securities of a corporation and as a result of a *bona fide* arrangement for the reorganization or liquidation of the corporation or for the amalgamation of the corporation with another corporation, such securities are to be exchanged for bonds, debentures, or other evidences of indebtedness or shares not authorized as investments by the foregoing provisions of this schedule, the Cree Regional Authority may accept such bonds, debentures or other evidences of indebtedness or shares;

15. The total book value of the investments of the Cree Regional Authority made pursuant to this schedule in common shares shall not exceed fifty percent of the book value of the total assets of the Cree Regional Authority managed by the Board of Compensation;

16. The total book value of the investments of the Cree Regional Authority made pursuant to this schedule in real estate or leaseholds for the production of income shall not exceed ten percent of the book value of the total assets of the Cree Regional Authority managed by the Board of Compensation;

17. The Cree Regional Authority shall not invest any of its funds managed by the Board of Compensation in bonds, debentures or other evidences of indebtedness on which payment of principal or interest is in default;

18. In order to secure total or partial payment of any amount owed to it, the Cree Regional Authority may acquire and dispose of

the real estate which secures such payment, and such real estate shall not be included in the restrictions pursuant to paragraph 10, 11 or 16;

19. The Cree Regional Authority may invest its funds managed by the Board of Compensation otherwise than as authorized in the present schedule provided that the total amount of such investment does not exceed seven percent of the book value of the total assets of the Cree Regional Authority managed by the Board of Compensation and that, in the case of investment in real estate, the total investment in real estate consisting of a single undertaking does not exceed one percent of the book value of the total assets of the Cree Regional Authority managed by the Board of Compensation.