



NATIONAL ASSEMBLY

SECOND SESSION

THIRTY-SIXTH LEGISLATURE

Bill 107

An Act respecting the Agence nationale d'encadrement du secteur financier

Introduction

**Introduced by
Madam Pauline Marois
Minister of Finance**

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EXPLANATORY NOTES

The purpose of this Bill is to change the regulatory structure of Québec's financial sector. It creates a single regulatory body, the Agence nationale d'encadrement du secteur financier, whose mission is to administer all the legislation governing the regulation of the financial sector, in particular in the fields of insurance, securities, deposit-taking institutions and the distribution of financial products and services.

The Agency replaces the existing regulatory bodies, namely the Bureau des services financiers, the Fonds d'indemnisation des services financiers, the Commission des valeurs mobilières du Québec and the Régie de l'assurance-dépôts du Québec. The Agency also replaces the Inspector General of Financial Institutions regarding the functions and powers he exercises in the application of laws governing the regulation of the financial sector.

The new regulatory body will be administered by a president and chief executive officer who may delegate, generally or specifically, to one of his superintendents, to any other member of the Agency's staff or to any other person, the exercise of a function or power resulting from the laws whose administration has been conferred on him.

The Bill attributes to the Agency all the powers necessary for the administration of these laws, in particular the powers of inspection and investigation, provides for its operation and includes financial provisions applicable to it.

The Bill also creates a Conseil consultatif de régie administrative consisting of seven members appointed by the Minister. This advisory council provides the Agency with opinions on the degree to which its actions comply with its mission, on its administrative control bearing in particular on its budgetary forecasts, on its staffing plan and its annual activity plan, as well as on the appointment of the Agency's superintendents.

The Bill includes provisions allowing the Agency to recognize self-regulatory bodies to which it may delegate, under conditions it shall determine, the exercise of functions and powers for the purpose of regulating an activity governed by the laws applicable to the financial sector.

The Bill institutes a Bureau de révision that exercises the Agency's powers regarding applications for review of decisions it, a person exercising delegated power or a self-regulatory body pursuant to section 322 of the Securities Act has reached. The members of the Bureau are appointed by the government. The rules relating to hearings, decisions and appeals of decisions of the Bureau de révision are those stipulated in the Securities Act.

The Bill also creates a Bureau de transition, consisting of five members appointed by the Minister. The chief mission of this bureau is to provide for the establishment of the Agency and promote and encourage the implementation of the new regulatory structure of the financial sector among the sector's main players. The Bureau de transition has all the powers necessary for the application of measures for the integration and redeployment of the human, financial, physical and informational resources of the existing regulatory bodies transferred to the Agency under the Bill, such that the new body will be operational within at most twelve months.

The Bill also includes provisions requiring the adoption of a policy on the treatment of complaints and claims concerning the supply of financial products and services.

The Bill includes amending provisions for the necessary concordance in the various laws governing the regulation of the financial sector. Amendments are also made to various laws that continue to be administered by the enterprise registrar who takes the place of the Inspector General of Financial Institutions, now under the authority of the Minister of Industry and Trade.

In closing, the Bill includes transitional provisions concerning in particular the transfer to the Agency of the staff of the Bureau des services financiers, the Fonds d'indemnisation des services financiers, the Commission des valeurs mobilières du Québec, the Régie de l'assurance-dépôts du Québec and certain directorates of the Inspector General of Financial Institutions and other usual provisions regarding the transfer of rights, assets and files of these bodies to the Agency.

ACTS AMENDED BY THIS BILL :

- Civil Code of Québec (S.Q. 1991, chapitre 64)
- Financial Administration Act (R.S.Q., A-6.001)
- Automobile Insurance Act (R.S.Q., A-25)

- Deposit Insurance Act (R.S.Q., A-26)
- An Act respecting prescription drug insurance (R.S.Q., A-29.01)
- An Act respecting insurance (R.S.Q., A-32)
- An Act respecting the caisses d'entraide économique (R.S.Q., C-3)
- An Act respecting certain caisses d'entraide économique (R.S.Q., C-3.1)
- An Act respecting international financial centres (R.S.Q., C-8.3)
- Charter of Ville de Québec (R.S.Q., C-11.5)
- Cinema Act (R.S.Q., C-18.1)
- Cities and Towns Act (R.S.Q., C-19)
- Fish and Game Clubs Act (R.S.Q., C-22)
- Amusement Clubs Act (R.S.Q., C-23)
- Code of Civil Procedure (R.S.Q., C-25)
- Professional Code (R.S.Q., c-26)
- Labour Code (R.S.Q., C-27)
- Municipal code of Québec (R.S.Q., C-27.1)
- Companies Act (R.S.Q., C-38)
- Cemetery Companies Act (R.S.Q., C-40)
- An Act respecting Roman Catholic cemetery companies (R.S.Q., C-40.1)
- Timber-Driving Companies Act (R.S.Q., C-42)
- Gas, Water and Electricity Companies Act (R.S.Q., C-44)
- Telegraph and Telephone Companies Act (R.S.Q., C-45)
- Mining Companies Act (R.S.Q., C-47)

- An Act respecting the Conseil des arts et des lettres du Québec (R.S.Q., C-57.02)
- An Act respecting the Conservatoire de musique et d’art dramatique du Québec (R.S.Q., C-62.1)
- An Act respecting the constitution of certain churches (R.S.Q., C-63)
- Cooperatives Act (R.S.Q., C-67.2)
- An Act respecting financial services cooperatives (R.S.Q., C-67.3)
- Religious Corporations Act (R.S.Q., C-71)
- Real Estate Brokerage Act (R.S.Q., C-73.1)
- Forestry Credit Act (R.S.Q., C-78)
- An Act to promote forest credit by private institutions (R.S.Q., C-78.1)
- Deposit Act (R.S.Q., D-5)
- An Act respecting the distribution of financial products and services (R.S.Q., D-9.2)
- Roman Catholic Bishops Act (R.S.Q., E-17)
- An Act respecting Nasdaq stock exchange activities in Québec (R.S.Q., E-20.01)
- An Act respecting fabriques (R.S.Q., F-1)
- An Act to establish Fondation, le Fonds de développement de la Confédération des syndicats nationaux pour la coopération et l’emploi (R.S.Q., F-3.1.2)
- An Act to establish the Fonds de solidarité des travailleurs du Québec (F.T.Q.) (R.S.Q., F-3.2.1)
- Taxation Act (R.S.Q., I-3)
- An Act respecting the disclosure of the compensation received by the executive officers of certain legal persons (R.S.Q., I-8.01)
- An Act respecting the Inspector General of Financial Institutions (R.S.Q., I-11.1)

- An Act respecting the Institut de la statistique du Québec (R.S.Q., I-13.011)
- The Education Act for Cree, Inuit and Naskapi Native Persons (R.S.Q., I-14)
- Winding-up Act (R.S.Q., L-4)
- An Act respecting the Ministère de la Culture et des Communications (R.S.Q., M-17.1)
- An Act respecting the special powers of legal persons (R.S.Q., P-16)
- Public Protector Act (R.S.Q., P-32)
- Consumer Protection Act (R.S.Q., P-40.1)
- An Act respecting the legal publicity of sole proprietorships, partnerships and legal persons (R.S.Q., P-45)
- An Act respecting the process of negotiation of the collective agreements in the public and parapublic sectors (R.S.Q., R-8.2)
- An Act respecting the Government and Public Employees Retirement Plan (R.S.Q., R-10)
- An Act respecting health services and social services (R.S.Q., S-4.2)
- An Act respecting health services and social services for Cree Native persons (R.S.Q., S-5)
- An Act respecting the Société des loteries du Québec (R.S.Q., S-13.1)
- An Act respecting the Société nationale du cheval de course (R.S.Q., S-18.2.0.1)
- An Act respecting farmers' and dairymen's associations (R.S.Q., S-23)
- An Act respecting mixed enterprise companies in the municipal sector (R.S.Q., S-25.01)
- An Act respecting the sociétés d'entraide économique (R.S.Q., S-25.1)
- Horticultural Societies Act (R.S.Q., S-27)

- An Act respecting trust companies and savings companies (R.S.Q., S-29.01)
- National Benefit Societies Act (R.S.Q., S-31)
- An Act respecting societies for the prevention of cruelty to animals (R.S.Q., S-32)
- Professional Syndicates Act (R.S.Q., S-40)
- An Act respecting the Québec sales tax (R.S.Q., T-0.1)
- Securities Act (R.S.Q., V-1.1)
- An Act respecting the Movement Desjardins (2000, c. 77)
- An Act respecting transportation services by taxi (2001, c. 15)
- An Act respecting public transit authorities (2001, c. 23)
- An Act respecting the Pension Plan of Management Personnel (2001, c. 31)
- An Act constituting Capital régional et coopératif Desjardins (2001, c. 36)

ACT REPEALED BY THIS BILL:

- Loan and Investment Societies Act (R.S.Q., S-30)

Bill 107

AN ACT RESPECTING THE AGENCE NATIONALE D'ENCADREMENT DU SECTEUR FINANCIER

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS :

TITLE I

THE AGENCE NATIONALE D'ENCADREMENT DU SECTEUR FINANCIER

CHAPTER I

ESTABLISHMENT

1. The “Agence nationale d’encadrement du secteur financier” is hereby created, hereinafter called the “Agency”.

The Agency is a legal person and mandatary of the State.

2. The property of the Agency is part of the public domain but the fulfillment of its obligations may be pursued on such property.

The Agency binds only itself when it acts in its name.

3. The Agency has its head office in the National Capital at the location it shall determine. A notice of the location of the head office, and of any change in its location, is published in the *Gazette officielle du Québec*.

CHAPTER II

DIVISION 1

MISSION

4. The mission of the Agency is to :

(1) lend assistance to the consumers of financial products and services, in particular by setting up consumer-oriented educational programs on financial products and services, by processing complaints lodged by consumers and by giving the latter access to dispute-resolution services ;

(2) ensure that the financial institutions and other regulated entities of the financial sector comply with the solvency standards applicable to them as well as with the obligations imposed on them by law with a view to protecting the interests of the consumers of financial products and services, and to take any measure provided by law for those purposes ;

(3) oversee the supervision of the distribution activities of financial products and services by administering, in particular, the rules of eligibility and the exercise of those activities by taking any measure provided by law for those purposes ;

(4) monitor stock market and clearing activities and supervise the securities market by administering, in particular, the controls provided for by law in terms of access to the public market of capital, by ensuring that the issuers and other participants involved in the financial sector comply with the obligations imposed on them by law and by taking any measure provided by law for those purposes ;

(5) see to the creation of programs to protect and compensate the consumers of financial products and services and to administer the compensation funds set up by law.

5. Within the Agency, the following branches are created: Direction de l'encadrement de l'assistance aux consommateurs ; Direction de l'encadrement de la solvabilité ; Direction de l'encadrement de la distribution ; Direction de l'encadrement des marchés de valeurs ; and Direction de l'encadrement de l'indemnisation.

Through the branches indicated above, the Agency shall carry out the achievement of each aspect of its mission and develop the specialized skills needed to carry out the duties and powers that ensue from it.

6. The Agency shall create any other branch and establish any other appropriate administrative structure for the purposes that may include the exercise of all of the duties and powers related to the supervision of the financial sector, the coordination among the various branches, the coordination of relations with regulated entities, the coordination of the requirements of disclosure to the Agency and the coordination of inspection and investigation.

DIVISION 2

DUTIES AND POWERS

7. The Agency is charged with performing the duties and exercise the powers conferred upon it by the Acts contemplated in Schedule 1 or by other Acts, as well as with administering all the Acts or legislative provisions assigned to the Agency by an Act or by the Government.

In addition, it shall fulfill the duties and exercise the powers conferred upon it by this Act.

8. The Agency fulfills its duties and exercises the powers in such a manner as to :

(1) foster the confidence of both people and enterprises with regard to the financial institutions and other players of the financial sector in terms of their financial soundness and the competence of its agents, advisors, brokers, representatives and other operators working in the financial sector ;

(2) promote the supply of high-quality, competitively priced financial products and services for all people and enterprises in all regions of Québec ;

(3) oversee the establishment of an effective and efficient regulatory framework that promotes the development of the financial sector and allows for the evolution of management and commercial practices in the sector ;

(4) grant access, for both people and enterprises, to reliable, accurate and complete information on the financial institutions and other players of the financial sector as well as on the financial products and services offered ;

(5) ensure the public's protection against unethical, abusive and fraudulent actions and give access for aggrieved people and enterprises to various means for resolving disputes.

CHAPTER III

INSPECTION AND INVESTIGATION

9. To verify the enforcement of an Act referred to under section 7, the Agency may designate any person who is a member of its staff to carry out an inspection.

The Agency may, in writing, authorize a person other than a staff member to perform an inspection and provide it with a report.

It may also delegate, through an agreement, all or part of its duties and powers of inspection to a self-regulatory organization in compliance with Title III.

10. The person so authorized to conduct an inspection by the Agency or by a self-regulatory organization may :

(1) at any reasonable time of day, enter the establishment of a person or company where activities are carried out that are governed by an Act referred to under section 7 and carry out the inspection ;

(2) require from the persons present any information regarding the enforcement of such Act as well as the production of any book, register, account, contract, record or another document related to it;

(3) examine and make a copy of the documents bearing information related to the activities of that person or that company.

Any person who has the custody, possession or control over the documents referred to in this section must, on request, communicate them to the person conducting the inspection and facilitate their examination by such person.

11. The person authorized to perform an inspection by the Agency or by a self-regulatory organization must, on request, identify himself and produce the document certifying the authorization.

Proceedings shall not be instigated against that person arising from a deed accomplished in good faith in the discharge of his duties.

12. The Agency may, at its own initiative or on request, perform any investigation if it has reasonable grounds to believe there has been breach of an Act referred to in section 7.

13. The Agency may authorize a person mentioned in the first and second paragraphs of section 9 to exercise all or part of its powers conferred upon it under section 12.

14. The person whom the Agency has authorized to perform investigations is invested of the powers and immunity of commissioners appointed under the Act respecting public inquiry commissions (R.S.Q., Chapter C-37), except for the power to order imprisonment.

15. The person shall remit to the Agency any investigation report.

16. The Agency may summarily reject any application for an investigation deemed frivolous or manifestly unfounded.

Where applicable, the applicant must be informed of this as well as the other people concerned by such application.

17. Except for a matter of jurisdiction, no form of recourse set out under section 33 of the Code of Civil Procedure (R.S.Q., Chapter C-25) or extraordinary recourse within the meaning of that Code may be exercised, nor any injunction granted against the Agency, against a self-regulatory organization or against any person authorized to perform an inspection or conduct an investigation.

Any judge of the Court of Appeal may, on a motion, summarily annul any writ, order or injunction issued are granted contrary to the first paragraph.

18. Any person who hampers the action of the Agency or a person it has authorized to exercise a power stipulated in sections 9, 10, 12 or 13 commits an offence and is liable to a fine of not less than \$500 nor more than \$5 000.

The fine is doubled in the event of a repeat offence.

CHAPTER IV

OPERATION

19. The affairs of the Agency are administered by a president and chief executive officer appointed by the Government.

The term of the president and chief executive officer shall be five years. At the end of the term, the aforementioned shall remain in office until replaced or appointed for a new term.

The Government shall determine the remuneration, fringe benefits and other working conditions of the president and chief executive officer.

20. The president and chief executive officer is responsible for administering and heading the Agency in terms of its internal by-laws and policies. He shall carry out his duties on a full-time basis.

21. The president and chief executive officer shall designate one or more people who are staff members of the Agency to replace him in the event of absence or an impediment. Such designation is published in the *Gazette officielle du Québec* and in the Agency's bulletin, but takes effect as soon as the deed noting this is signed by the chief executive officer.

22. The president and chief executive officer shall appoint at least three but no more than five superintendents specifically charged with administering the activities and operations of the five branches of the Agency specified in section 5.

The superintendents shall assist the chief executive officer in fulfilling his duties and exercising his powers and shall perform their administrative duties under the latter's authority.

The president and chief executive officer shall also appoint the secretary of the Agency.

23. Subject to law, the Agency's president and chief executive officer may delegate, either broadly or specifically, any of the superintendents, any other staff member of the Agency or any other person he designates to perform a duty or exercise a power resulting from an Act referred to in section 7. Such decisions are published in the *Gazette officielle du Québec* and the Agency's bulletin.

In the deed of delegation, he may authorize the subdelegation of the duties and powers he indicates; in such a case, he shall identify the superintendent, the staff member of the Agency or the person to whom such subdelegation may be made.

24. The decisions made by the Agency, certified by the president and chief executive officer, the secretary or any other person so authorized by the Agency, are authentic. The same applies to the documents or copies of documents emanating from the Agency or making up part of its archives when they have been signed or certified in compliance by such persons.

25. A by-law made by the Agency shall establish a staffing plan and the selection criteria and terms for appointing persons to its staff.

Subject to the provisions of a collective agreement, such by-law shall also determine the standards and scales of their wages, fringe benefits and other working conditions in keeping with the conditions defined by the Government.

26. The superintendents, the secretary and the other staff members of the Agency may not, upon penalty of forfeiture of office, occupy another position or have a direct or indirect interest in an enterprise or an organization likely to place their personal interests in conflict with their duties. If such interest befalls them through succession or by donation, they must relinquish it or dispose of it diligently.

27. The Agency shall determine, by internal by-law, the rules of ethics and the disciplinary sanctions applicable to the staff members.

28. The president and chief executive officer must, if he has an interest in an partnership or a legal person to which an Act applies, the administration of which is entrusted to the Agency or under which duties or powers are granted to him, disclose this to the Minister, under threat of forfeiture of office.

29. The president and chief executive officer may not contract a loan with a legal person or a partnership to which applies an Act the administration of which is granted to the Agency, or under which duties or powers are granted to him, without the Minister having been informed of this beforehand in writing.

30. A superintendent, the secretary or any other staff member of the Agency who performs the duties or powers delegated or subdelegated to him regarding the administration of any Act must, at the time determined by the chief executive officer, communicate to him the list of interests he holds in any in any partnership or legal person to which such Act applies, as well as a list of loans he has contracted with such partnership or legal person, on which a balance remains due, as well as the related conditions.

31. Proceedings may not be instituted against the president and chief executive officer, a superintendent, the secretary or any other staff member of the Agency for official acts done in good faith in the exercises of his or their functions.

32. The Agency may, in accordance with the law, conclude an agreement with a government other than Québec's, one of its departments, an international organization or an agency of such government or organization.

It may also, in accordance with the law, conclude an agreement with a person or an organization, from Québec or outside Québec, with a view to promoting the enforcement of this Act, an Act referred to in section 7, or a foreign Act on a similar subject.

33. The Agency shall periodically publish a Bulletin designed to inform the financial institutions and other players of the financial sector, as well as consumers and the public, of its activities. In particular, the Bulletin shall feature its draft regulations and its regulations.

34. Chapter I of Title I of the Act respecting administrative justice (R.S.Q., Chapter J-3) applies to the decisions made by the Agency.

35. The Agency is subject to the An Act respecting Access to documents held by public bodies and the Protection of personal information (R.S.Q., Chapter A-2.1)

CHAPTER V

FINANCIAL PROVISIONS AND REPORTS

36. The Agency may, by regulation, prescribe the fees payable for any formality provided for by this Act or the regulations, and for the services provided by the Agency as well as the terms and conditions of payment.

A regulation made pursuant to this section shall be subject to the approval of the government which may approve it with or without amendment.

37. The Agency may not, without government authorization :

(1) contract a loan that brings the total amount of its loans outstanding and not yet repaid over and above the amount set by the Government ;

(2) financially commit itself beyond the limits or contrary to the terms and conditions set by the Government ;

(3) acquire or transfer assets beyond the limits or contrary to the terms and conditions set by the Government ;

The Agency may not receive any donations, bequests or subsidies.

38. The Government may, under the conditions it determines :

(1) guarantee the payment in principle and interest of any loan contracted by the Agency and of any of its obligations ;

(2) authorize the Minister of Finance to advance any amount to the Agency that is deemed necessary to meet its obligations or to accomplish its mission.

The amounts required to implement this section are taken out of the consolidated revenue fund.

39. The fiscal year of the Agency ends on March 31 of each year.

40. The Agency must file with the Minister, no later than July 31 of each year, its financial statements and a report of its activities for the previous fiscal year.

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

The activity report of the Agency may assemble all the activity reports that must be produced by the Agency under any Act.

41. The Minister shall table the activity report and the financial statements of the Agency before the National Assembly within 30 days of their receipt or, if the Assembly is not in session, within 30 days of the resumption of its deliberations.

42. The books and accounts of the Agency shall be audited by the Auditor General each year and every time the Government so orders.

The Auditor General's report must accompany the activity report and the financial statements of the Agency.

43. The Agency must convey to the Minister all the information he requests about its activities.

44. The Agency shall establish a plan of activities according to the format, content and frequency set by the Government. The plan is subject to government approval.

45. Every year, the Agency provides the Minister with its budget estimates for the following fiscal year, at the time, and according to the format and content determined by the Minister.

These estimates are subject to government approval.

TITLE II

CONSEIL CONSULTATIF DE RÉGIE ADMINISTRATIVE

CHAPTER I

ESTABLISHMENT

46. An advisory body is created within the Agency called the “Conseil consultatif de régie administrative”, hereinafter called the “Council”.

47. The Council is composed of seven members, including one chairperson, appointed by the Minister.

These persons are chosen for their knowledge of the financial sector as well as for their expertise in terms of administrative management.

48. The members of the Council shall have terms of no longer than three years which may be renewed consecutively only once.

At the end of the term, the members of the Council remain in office until they have been appointed again or replaced.

49. Any position opening up in the course of a term is filled by the Minister for the length of time specified in section 48.

50. Members of the Council are not remunerated except for the cases, under the conditions, and to the extent determined by the Government.

Nevertheless, they are entitled to the reimbursement of the expenses incurred in the fulfillment of their duties, under the conditions and to the extent determined by the Government.

51. The Council meets as often as necessary, at the request of the Chairperson or of a majority of the members.

It may sit at any location in Québec.

52. No instrument, document or writing shall be binding upon the Council unless it has been signed by the Chairperson or by a member of the Council authorized to do so by rules of procedure of the Council.

53. The minutes of session proceedings of the Council approved by the latter and certified as compliant by the Chairperson or by a member of the Council authorized to do so by rules of procedure of the Council, are authentic. The same applies to the documents and copies emanating from the Council or constituting part of its archives when signed and certified as compliant by one of these people.

CHAPTER II

DUTIES

54. The Council performs certain duties with regard to the Agence nationale d'encadrement du secteur financier, as follows ; it :

(1) gives its opinion to the Agency respecting the extent to which its actions are in keeping with its mission ;

(2) gives its opinion on the administrative governance of the Agency in matters such as its budget estimates, its staffing plan and its activity plan ;

(3) gives recommendations to the president and chief executive officer of the Agency on the appointment of superintendents of the Agency ;

(4) reports to the Minister on any matter submitted to it by the latter and makes recommendations to him concerning the administration of the Agency and the efficient use of resources of the Agency.

55. The Council must submit a report to the Minister, no later than 31 July of each year, on its activities for the previous fiscal year. The Council's report is integrated into the activity report of the Agency.

TITLE III

SELF-REGULATORY ORGANIZATIONS

CHAPTER I

RECOGNITION OF SELF-REGULATORY ORGANIZATIONS

56. A legal person or a partnership whose objectives are related to the mission of the Agency may, under the conditions set by the latter, be recognized as a self-regulatory organization for the purposes of monitoring an activity governed by an Act referred to in Schedule 1.

57. A legal person or a partnership may supervise or regulate the conduct of its members with regard to the exercise, in Québec, of an activity governed by an Act referred to in Schedule 1 only if it is recognized by the Agency as a self-regulatory organization under the conditions set by the Agency.

58. Subject to law, the Agency may, under the conditions set by it, delegate to a recognized organization the exercise of all or part of its duties and powers conferred to it by law.

59. The recognized organization may, with prior authorization from the Agency, delegate its duties and powers to a committee formed by it or to a person on its staff.

60. The recognized organization may not waive its duties and powers without prior authorization from the Agency. The Agency may make its authorization subject to the conditions that it deems necessary to ensure the protection of its members or of the public.

61. A legal person or a partnership that solicits recognition shall file an application therefore with the Agency along with the documents and information required by the latter.

62. The Agency shall publish in its Bulletin a notice of the application and invite interested parties to submit their observations in writing, or request their presence at a hearing.

63. The recognition of a legal person or a partnership is subject to the discretion of the Agency.

The Agency exercises its discretion in conjunction with public interest. Such recognition must notably insure an effective supervision of the financial sector in Québec, foster its development, and ensure its sound operation as well as protect the public.

64. The Agency shall, after having ascertained compliance with sections 65 and 66 of the constituting documents, the rules of procedure and the operating rules of the legal person or the partnership, grant recognition in cases where it considers that the latter has the administrative structure and financial and other resources to exercise its duties and powers in an objective, fair and efficient manner.

The Agency must also ensure that the legal person or the partnership has the ability to carry out its duties and powers without the risk of conflict of interest.

Where the rules of procedure and operating rules must be subject to approval by the Government or the Minister under section 67, the Agency, before granting recognition, submits these documents to the Minister, accompanied by an evaluation report and its recommendations.

65. The Agency must make sure that the documents constituting the legal person or the partnership, its a rules of procedure and operating rules will allow the decision-making power, with respect to the supervision of an activity governed by an Act referred to in Schedule 1, to be exercised mainly by people residing in Québec.

66. The constituting documents, the rules of procedure and the operating rules of the legal entity or the company referred to in section 56 must permit :

- (1) free enrollment by any person who fulfills the admission criteria ;
- (2) equal access to the services offered ;

(3) the application of disciplinary measures in the event of a breach of the rules of procedure or the operating rules or an infringement of the law.

67. All the provisions of the constituting documents, the rules of procedure and the operating rules of a recognized organization that have the effect of restricting competition shall be submitted to the Agency, which authorizes it to the extent it deems necessary for the protection of the public.

Such a provision has effect only after authorization is given by the Agency.

68. The Government shall determine the rules of procedure and the operating rules dealing with the monitoring of an activity governed by an Act referred to in Schedule 1 that must be submitted to it for approval or be submitted for approval by the Minister when the supervision of the activity is governed by the Securities Act (R.S.Q., Chapter V-1.1).

CHAPTER II

CONTROL EXERCISED BY THE AGENCY

69. Any draft amendment of constituting documents, rules of procedure and operating rules of a recognized organization is subject to approval by the Agency.

In the event that such a draft amendment deals with a rule of procedure or operating rules of operation that must be approved by the Government or by the Minister in accordance with section 67, the Agency shall send the draft amendment to the Minister, accompanied by an evaluation report and its recommendations.

70. The amendment is deemed to be approved within a period no longer than 30 days, or any other period agreed with the organization concerned, unless the Agency has asked it to present its observations or has notified it of the convening of a public hearing examining the merits of the proposed amendment.

The first paragraph does not apply to an amendment dealing with a rule of procedure and operating rules that must be subject to approval by the Government or the Minister.

71. At any time, the Agency may decide to suspend, according to the terms it judges appropriate, the enforcement of a provision of the rules of procedure or operating rules of a recognized organization.

72. The Agency may order a recognized organization to amend its constituting documents, its rules of procedure or operating rules where it deems an amendment is necessary to render its texts compliant with the applicable Act.

73. The Agency has the power to inspect the affairs of a recognized organization to ascertain to what extent it complies with the provisions of the Acts and the applicable conditions of its recognition, as well as with the decisions made by the Agency, and in what manner it performs its duties and exercises its powers.

74. Sections 9 to 11 and sections 17 and 18 apply to the inspection of a recognized organization, taking into account the necessary adaptations.

75. The Agency may prescribe a course of action to a recognized organization, if it considers it necessary for the proper operation of that organization or the protection of the public.

76. In the fulfillment of its duties and powers, the recognized organization must, before rendering a decision unfavourably affecting the rights of a partnership or a company, give the latter the opportunity to be heard.

However, where it is imperative to do so, the recognized organization can render such decision without a prior hearing provided that person or partnership be given the opportunity to be heard within a 15-day period.

77. The recognized organization examining a disciplinary matter must do so in a public sitting.

However, it may, of its own initiative or on request, order a closed-door hearing or prohibit the publication or release of information or documents indicated by him in the interest of good morals or public order.

78. As soon as it is able, the recognized organization shall convey to the Agency the decisions rendered in the fulfillment of its duties and the exercises of powers regarding the admission of a member or regarding a disciplinary issue.

79. The recognized organization shall file with the Agency, within 90 days following the end of its fiscal year, the financial statements, the Auditor's report and any other information, according to the requirements set by the Agency.

80. A recognized organization keeps and maintains the books, registers or other documents determined by the Agency.

81. A recognized organization that wishes to wind up its activities applies for authorization from the Agency.

The Agency gives the authorization under the conditions it determines in cases where it believes the interests of the organization's members and the public are sufficiently protected.

82. The costs incurred by the Agency for the administration of Titre III shall be borne by the recognized self-regulatory organizations.

Such costs, established for each self-regulatory organization by the Agency at the end of its fiscal year, shall comprise a minimum contribution fixed by the Agency and the amount, if any, by which actual costs exceed the contribution. The actual costs shall be established on the basis of the rate schedule established by regulation.

A regulation made pursuant to this section shall be subject to the approval of the government which may approve it with or without amendment.

83. The Agency may, at any time, change, suspend or revoke, in whole or in part, the recognition granted to an organization if it believes it has not complied with the commitments entered into or if it believes that the interests of the organization's members or the public would be better protected.

Before rendering a decision, the Agency gives it the opportunity to be heard.

However, in the case of a compelling reason, it can render such decision without a prior hearing provided that the person or partnership in question be heard within a 15-day period.

TITLE IV

BUREAU DE RÉVISION

84. The "Bureau de révision" is hereby created.

85. The Bureau shall exercise the powers of the Agency with respect to any application for review of the decisions rendered pursuant to section 322 of the Securities Act.

When rendering its decision, the Bureau shall not, when it appraises the facts or the law, substitute its appraisal of the public interest for that made by the Agency.

86. Sections 312 to 330 of the Securities Act shall apply to the hearings, decisions and appeals of decisions of the Bureau, with the necessary adaptations.

87. The Bureau shall be made up of members appointed by the Government, the number of which it shall determine.

The term of office of a member shall be five years.

A member of the Bureau who has been replaced shall continue to hear and be apprised of matters that were brought before him.

88. A member of the Bureau shall not, upon penalty of forfeiture of office, have a direct or indirect interest in an enterprise or an organization likely to place his personal interest in conflict with his duties, except if he inherits or is given such interest, provided that he renounces to it or disposes of it diligently.

89. The Government shall designate, from among the members of the Bureau, a chairperson and deputy chairpersons, whose number it shall determine.

They shall perform their duties on a full-time basis.

The chairperson shall coordinate and distribute the members' work.

90. The Government shall designate the deputy chairperson who shall perform the duties of the chairperson in the event of his absence or impossibility to act.

91. The Government shall determine the remuneration, fringe benefits and other conditions of employment of the members of the Bureau.

92. A decision of the Bureau shall be rendered by a single member.

The chairperson may, when he deems it useful due to the complexity or the importance of a matter, provide for a bench made up of more than one member.

In the event of a tie vote, the chairperson or the deputy chairperson presiding shall have the casting vote.

93. The secretary of the Bureau as well as the other staff members of the Bureau shall be appointed pursuant to the Public Service Act (R.S.Q., Chapter F-3.1.1).

They may not be sued and proceedings shall not be instigated against them by reason of an act accomplished in good faith in the exercise of their duties.

94. The secretary shall have custody of the files of the Bureau.

95. The documents issued by the Bureau shall be authentic when they are signed or, in the case of copies, when they are certified as true copies by a member of the Bureau, by the secretary or by any other person designated by the chairperson of the Bureau.

96. The decisions of the Bureau shall be published in the Bulletin provided for in section 34.

97. The Government may make regulations to establish the tariff of fees, professional fees and other costs related to applications for review heard by the Bureau as well as the categories of persons who may be exempted therefrom.

98. The fiscal year of the Bureau shall end on 31 March of each year.

99. The chairperson of the Bureau shall submit each year to the Minister the budget estimates of the Bureau for the following fiscal year, according to the form, content and at the time determined by the latter. These estimates shall be submitted for Government approval.

100. The books and accounts of the Bureau shall be audited by the Auditor General each year and each time that the Government so orders.

101. Not later than 31 July of each year, the Bureau shall submit to the Minister its financial statements as well as a report on its activities for the previous fiscal year.

This report shall not designate by name any person involved in the applications for review heard by the Bureau.

102. The Minister shall table the activity report and the financial statements of the Bureau before the National Assembly within 30 days of their receipt or, if the Assembly is not in session, within 30 days of the resumption of its deliberations.

The Auditor General's report shall accompany the activity report and the financial statements of the Bureau.

103. The amounts required for the application of this title shall be taken from the funds of the Bureau de révision.

This fund will be made up of the following sums :

1° the sums paid by the Agency, which amount and conditions of payment shall be determined by the Government ;

2° the sums collected in application of the tariff of fees, professional fees and other costs related to applications for review heard by the Bureau.

104. The Government may, according to the conditions that it determines, authorize the Minister of Finance to advance to the fund of the Bureau de révision sums taken from the Consolidated Revenue Fund. The advance paid shall be repayable from the fund of the Bureau de révision.

TITLE V

BUREAU DE TRANSITION

CHAPTER I

STRUCTURE AND ORGANIZATION

105. The “Bureau de transition de l’encadrement du secteur financier” is hereby created. It shall be made up of five members, including a chairperson, appointed by the Minister.

The chairperson and at least two other members shall perform their duties on a full-time basis.

A person who is a member or an employee of an organization designated in Schedule 2 shall not be a member of the Bureau de transition.

106. The Bureau de transition is a legal person and mandatary of the State.

The property of the Bureau is part of the public domain but the fulfillment of its obligations may be pursued on such property.

The Bureau binds only itself when it acts in its own name.

107. The Bureau de transition has its head office at the location that the Minister shall determine. A notice of the location or any transfer of the head office is published in the *Gazette officielle du Québec*.

108. The Bureau de transition is not an organization of the Government administration within the meaning of the Public Administration Act (R.S.Q., Chapter A-6.01).

109. Every member of the Bureau de transition shall receive the remuneration and the benefits that the Minister determines.

The Minister may determine any other condition of employment of a member and, in particular, the rules pertaining to the reimbursement of the expenses that such member has incurred in the discharge of his duties.

110. No instrument, document or writing shall bind the Bureau de transition if it is not signed by the chairperson, the secretary or by another staff member of the Bureau but in the case of the latter, only to the extent determined by by-laws of the Bureau.

The Bureau may allow, under the conditions and on the documents that it determines by by-laws, that a signature be affixed by means of an automatic device or that a signature facsimile be engraved, lithographed or printed.

However, the facsimile shall have the same value as the actual signature only if a person authorized by the chairperson countersigns the document.

111. The minutes of the sessions of the Bureau de transition approved by the latter and certified as compliant by the chairperson, the secretary or by another staff member of the Bureau authorized to do so by a rule of procedure, are authentic. The same applies to documents and copies issued by the Bureau or constituting part of its archives when signed or certified as compliant by one of these people.

112. The Minister shall appoint the secretary of the Bureau de transition and determine his remuneration and his other conditions of employment.

The secretary shall attend the sessions of the Bureau. He shall keep the registers and shall have custody of the archives and documents of the Bureau. He shall have any other responsibility that the Bureau determines.

If the secretary is unable to act, the Bureau may temporarily replace him by assigning another person to this position. One of the members of the Bureau can also act in the place of the secretary if he is unable to do so.

113. The secretary shall be responsible for access to the documents of the Bureau de transition.

114. The Bureau de transition may hire the employees required for the discharge of its responsibilities and determine their conditions of employment. It may also call on the services of experts that it deems necessary.

115. The members and the employees of the Bureau de transition as well as the employees assigned to the Bureau by an organization under section 132 may not be the object of legal proceedings arising from official acts accomplished in good faith in the exercise of their duties. Section 32 of the Public Service Act (R.S.Q., Chapter F-3.1.1) shall apply, with the necessary adaptations, to the members and these employees.

The Government shall assume any responsibility that may be related to the protection of the members and the employees referred to in the first paragraph.

116. The Bureau de transition may not, without the authorization of the Government, contract a loan that exceeds the amount that it determines and that constitutes the total amount of its current loans not yet repaid.

117. The Government may, according to conditions that it determines :

(1) guarantee the payment of the principal and interest of any loan contracted by the Bureau de transition as well as any of its obligations ;

2° authorize the Minister of Finance to advance to the Bureau any amount deemed necessary to meet its obligations and to carry out its mission.

The sums required for the application of this section shall be taken from the Consolidated Revenue Fund.

118. The provisions of the Act respecting guarantee fees in respect of loans obtained by Government organizations (R.S.Q., Chapter F-5.1) do not apply to the Bureau de transition.

[[119. The Government may, under the conditions and according to the terms that it determines, authorize the Minister of Finance to grant the Bureau de transition any sum that it deems necessary for its operation.

Such sums shall be taken from the Consolidated Revenue Fund.]]

120. Except where provided otherwise in a Government order, the mandate of the Bureau de transition shall end on *(enter the date that follows twelve months from the date section 105 of this Act comes into force)*.

After that date, the members and the secretary of the Bureau as well as any other employee required and designated by the chairperson shall remain in office for the time required to allow them to prepare and finalize the report stipulated in section 145.

121. Within three months following termination of the mandate of the Bureau de transition, the chairperson of the Bureau shall draw up a notice of dissolution of the Bureau de transition. The notice shall be published in the *Gazette officielle du Québec*.

On the date of publication of the notice of dissolution, the Bureau de transition shall be dissolved. The property, rights and obligations of the Bureau shall be transferred to the Agency.

CHAPTER II

MISSION

122. The mission of the Bureau de transition is to implement the Agence nationale d'encadrement du secteur financier.

In addition, its tasks include promoting and fostering the implementation of the new supervisory format of the financial sector among the main stakeholders that are active in this sector.

Moreover, it shall inform the public about the new supervisory format of Québec's financial sector as well as the new measures established to ensure the public's protection.

CHAPTER III

OPERATION, POWERS AND RESPONSIBILITIES

SECTION I

Operation and powers

123. The Bureau de transition shall render its decisions during sessions.

Quorum for the sessions of the Bureau shall be attained when a majority of members are present.

124. Subject to the second paragraph of section 131, the Bureau de transition shall, during its mandate, provide the organizations referred to in Schedule 2 with any information that it deems relevant to keep them informed of the performance of its mission.

The Minister may issue guidelines to the Bureau in this respect.

125. The Bureau de transition may adopt any rule of procedure to establish its operating rules.

126. An advisory committee to the Bureau de transition is hereby created.

The members of the committee, at least three of whom shall be from the Bureau des services financiers, the Inspector General of Financial Institutions and the Commission des valeurs mobilières du Québec, shall be appointed by the Minister.

127. The Bureau de transition shall submit to the advisory committee any matter on which it would like to have the committee's opinion. The advisory committee can make known to the Bureau de transition its opinion on any matter pertaining to the latter's mandate.

128. The Bureau de transition shall hold at least one meeting per month with the advisory committee. Any member of the advisory committee may, in the event of an impediment, be replaced by a person he shall designate.

The by-laws of the Bureau de transition may stipulate the operating rules of this advisory committee.

129. The Bureau de transition can set up any other committee to examine specific matters, determine its method of operation and designate the members, including the person who chairs the committee.

A person who is not a member of the Bureau may also be designated a member of a committee.

130. The chairperson of the Bureau de transition may entrust the performance of certain duties or the examination of any matter that he indicates to one or more members of the Bureau or, as the case may be, of a committee.

131. The Bureau de transition may require from any organization referred to in Schedule 2 the providing of information or the production of files or documents belonging to the organization and that it deems necessary to consult.

The first paragraph shall also apply to information, files and documents pertaining to a pension plan applicable to any group of employees of an organization referred to in Schedule 3, held by any administrator of such a plan or by any public organization which, pursuant to the Act, exercises a responsibility regarding said plan.

132. The Bureau de transition may require from any organization referred to in Schedule 3 the production of a report pertaining to a decision or a matter related to the organization that concerns its financial position, its staff or any person in the employ of the organization.

133. Sections 131 and 132 shall apply notwithstanding the Act respecting access to documents held by public bodies and the protection of personal information (R.S.Q., Chapter A-2.1).

The members of the Bureau de transition, the members of any committee, the employees of the Bureau as well as the employees assigned by the organizations to the Bureau under section 134 are required to keep confidential the information obtained under sections 131 and 132.

134. The Bureau de transition may, when it deems advisable for the exercise of its responsibilities, agree on the use of the services of an employee of any organization referred to in Schedule 3. The Bureau agree with the organization on the terms of the designation of the employee whose services are required. If the Bureau and an organization fail to reach an agreement, the decision of the Bureau prevail.

135. Any member or employee of an organization referred to in Schedule 2 shall cooperate with any member and employee of the Bureau de transition as well as with any employee assigned by an organization to the Bureau, acting in the performance of his duties.

DIVISION II

Responsibilities

136. The Bureau de transition shall prepare and implement the plan to establish the Agence nationale d'encadrement du secteur financier.

The plan shall specifically take into account the human, financial, material and information-related resources existing in the organizations referred to in Schedule 3, which are transferred to the Agency pursuant to this Act.

It shall also provide measures for integrating and redeploying these resources in the Agency.

137. The Bureau de transition may enter into any contract that it deems necessary for the establishment of the Agency and to promote the smooth unfolding of its activities and operations. For these purposes, the Bureau can make any necessary financial commitment for the amount and for the term that it deems appropriate.

138. The first rule of procedure of the Agency passed under section 25 shall be enacted by the Bureau de transition.

139. The Bureau de transition may proceed to recruit employees of the Agency other than the employees transferred to the Agency pursuant to this Act and by the superintendents.

It shall designate the positions of and assign the duties to be performed by the employees it recruits as well as those transferred to the Agency.

140. The Bureau de transition shall provide, for the employees of the organizations referred to in Schedule 3 who are not represented by an accredited association, the terms and conditions pertaining to the rights and recourses of an employee who believes that he has suffered prejudice as the result of the application of integration and redeployment measures.

141. The Bureau de transition shall authorize all hiring of personnel by the Bureau des services financiers and by the Commission des valeurs mobilières du Québec made after (*indicate the date on which the Bill will be tabled*). When authorized, the employee shall be deemed to have taken up his post at that date.

Until such time as the Bureau de transition is constituted, any authorization required by this section shall be requested from the Minister.

142. The Bureau de transition shall establish the first budget estimates of the Agency covering a twelve-month period, including an activity plan for the same period.

These budget estimates shall be transmitted to the Minister not later than (*indicate the date that follows ten months after section 105 of this Act comes into force*) for approval. Once they have been approved, they are binding on the Agency.

143. Any financial commitment made by an organization referred to in Schedule 3 dealing with a period extending beyond (*indicate the date that*

follows twelve months after the date on which section 105 of this Act comes into force) must be authorized by the Bureau de transition if such commitment is made on or after (*indicate the date on which the Bill is introduced*).

Any collective agreement or any contract of employment reached or amended effective (*indicate the date on which this Act is assented to*) by the Bureau des services financiers, by the Commission des valeurs mobilières du Québec and by the Fonds d'indemnisation des services financiers must be authorized by the Bureau de transition.

Until such time as the Bureau de transition is constituted, any authorization required under this section shall be requested from the Minister.

The Bureau de transition may, at any time, approve a decision, a collective agreement or a contract of employment regarding which an authorization is required under the first, second or third paragraphs. The approval of the Bureau de transition shall be deemed as constituting such an authorization.

144. The Bureau de transition shall examine any other matter or carry out any other mandate that the Minister may entrust to the Bureau as part of its mission.

145. The Bureau de transition shall, within three months following the end of its mandate, submit a report on its activities to the Minister.

The Bureau may include in this report any additional recommendation that it feels should be brought to the attention of the Minister and dealing in particular with:

- (1) the recognition of self-regulatory organizations;
- (2) the difficulties encountered in the application of this Act and the proposed amendments;
- (3) the special provisions that it deems useful to incorporate in the legal framework applicable to the supervision of the financial sector.

146. In addition, the Bureau de transition shall provide the Minister with any information or report that he requires on its activities.

TITLE VI

AMENDING PROVISIONS

CODE CIVIL OF QUÉBEC

147. Section 306 of the Civil Code of Québec (S.Q. 1991, Chapter 64) is amended by replacing, in the fourth line, the words “with the Inspector General of Financial Institutions” with the words “enterprise registrar”.

148. Section 358 of this Code is amended by replacing, in the second line of the first and second paragraphs, the words “with the Inspector General of Financial Institutions” with the words “with the enterprise registrar”.

149. Section 1339 of this Code is amended by replacing, in subparagraph (9), the words “the Commission des valeurs mobilières du Québec” with the words “the Agence nationale d’encadrement du secteur financier”.

150. Section 1341 of this Code is amended by replacing the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier”.

151. Section 2442 of this Code is amended by replacing, in the second and third lines of the second paragraph, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”.

FINANCIAL ADMINISTRATION ACT

152. Schedule 1 of the Financial Administration Act (R.S.Q., Chapter A-6.001) is amended:

- (1) by deleting the words “Inspector General of Financial Institutions”;
- (2) by inserting, after “Coroners Office” the words “enterprise registrar”.

153. Schedule 2 of this Act is amended:

- (1) by adding, after “Agence métropolitaine de transport” the words “Agence nationale d’encadrement du secteur financier”;
- (2) by deleting “Commission des valeurs mobilières du Québec”.

154. Schedule 3 of this Act is amended by deleting “Régie de l’assurance-dépôt du Québec”.

AUTOMOBILE INSURANCE ACT

155. Section 93 of the Automobile Insurance Act (R.S.Q., Chapter A-25) is amended by replacing, in the last line of the second paragraph, the words “Inspector General of Financial Institutions” with the words “Agence nationale d’encadrement du secteur financier”.

156. Section 97.1 of this Act is amended:

- (1) by replacing, in the first, second and third lines of the second paragraph, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”;

(2) by replacing, in the second line of the third paragraph, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”;

(3) by replacing, in the first line of the fourth paragraph, the words “The Inspector General of Financial Institutions” with the words “The Agence nationale d’encadrement du secteur financier”.

157. Section 156 of this Act is amended by replacing, in the third line of the second paragraph, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”.

158. Section 161 of this Act is amended by replacing, in the first line, the words “The Inspector General of Financial Institutions” with the words “The Agence nationale d’encadrement du secteur financier”.

159. The heading Title VII of this Act is replaced with the following :

“POWERS OF THE AGENCE NATIONALE D’ENCADREMENT
DU SECTEUR FINANCIER REGARDING STATISTICS AND RATES”.

160. Section 177 of this Act is amended :

(1) by replacing, in the first line of the first paragraph, the words “The Inspector General of Financial Institutions” with the words “The Agence nationale d’encadrement du secteur financier and, in the third line, the words “which he” with the words “which it”;

(2) by replacing, in the second line of that paragraph, the word “him with the word “it”;

(3) by replacing, in the first and fourth lines of the third paragraph, the words “the Inspector General” with the words “the Agence nationale d’encadrement du secteur financier”.

161. Section 178 of this Act is amended :

(1) by replacing, in the first line of the first paragraph, the words “The Inspector General of Financial Institutions” with the words “The Agence nationale d’encadrement du secteur financier” and, in the second line of the same paragraph, the word “him” with the word “it”;

(2) by replacing, in the second line of the third paragraph, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”;

(3) by replacing, in the first line of the fourth paragraph, the words “The Inspector General of Financial Institutions” with the words “The Agence nationale d’encadrement du secteur financier”.

162. Section 179 of this Act is amended by replacing, in the first line, the words “The Inspector General of Financial Institutions” with the words “The Agence nationale d’encadrement du secteur financier” and, in the third line, the words “in the manner he” with the words “in the manner that the Agency”.

163. Section 179.1 of this Act is amended:

(1) by replacing, in the first line of the first paragraph, the words “The Inspector General of Financial Institutions” with the words “The Agence nationale d’encadrement du secteur financier”;

(2) by replacing, in the first line of the second paragraph, the words “The Inspector General” with the words “The Agence nationale d’encadrement du secteur financier”;

(3) by replacing the third paragraph with the following:

“The Agency may also, under the conditions it determines, authorize the agency designated in section 178 to make such communications on its behalf.”.

164. Section 179.2 of this Act is amended by replacing, in the third line, the words “the Inspector General” with the words “the Agence nationale d’encadrement du secteur financier”.

165. Section 180 of this Act is amended by replacing, in the second line of the first paragraph, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”.

166. Section 181 of this Act is amended by replacing, in the first and second lines, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier” and, in the second line, the word “he” with the word “it”.

167. Section 182 of this Act is amended:

(1) by replacing, in the second and third lines of the first paragraph and in the first and second lines of the second paragraph, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”;

(2) by replacing, in the second line of the second paragraph, the word “him” with the word “its”;

(3) by replacing, in the third line of the second paragraph, the word “him” with the word “it”.

168. Section 183 of this Act is amended by replacing, in the first line, the words “The Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier” and, at the end, the words “with him” with the words “with it”.

DEPOSIT INSURANCE ACT

169. Section 1 of the Deposit Insurance Act (R.S.Q., Chapter A-26), amended by section 618 of Chapter 29 of the Statutes of 2000, is further amended:

(1) by replacing subparagraph (a) with the following:

“(a) “Agency”: the Agence nationale d’encadrement du secteur financier established under section 1 of the Act respecting the Agence nationale d’encadrement du secteur financier (*report here the year and number of the chapter of this Act*);”;

(2) by replacing subparagraph (b) with the following:

“(b) “bank”: a bank appearing in Schedules I and II of the Bank Act (R.S.C. (1985), Chapter B-1.01) registered with the Canada Deposit Insurance Corporation;”;

(3) by replacing, in subparagraph (h), the words “the Board” with the words “the Agency”.

170. The heading of Division II of this Act is replaced with the following:
“GENERAL PROVISIONS”.

171. Section 2 of this Act is repealed.

172. Section 2.1 of this Act is amended by replacing the introductory sentence by the following “The Agency’s duties are”.

173. Sections 3 to 16 of this Act are repealed.

174. Section 17 of this Act is amended:

(1) by deleting the first and second paragraphs;

(2) by replacing, in the first and sixth lines of the third paragraph, the words “the Board” with the words “the Agency”.

175. Section 19 of this Act is repealed.

176. Section 20 of this Act is replaced with the following:

“20. The Agency must, no later than July 31 of each year, produce for the Minister a report on its activities related to the administration of this Act for the previous fiscal year.

The activity report must contain all the information required by the Minister.

The Minister shall table the activity report of the Agency before the National Assembly within 30 days of their receipt or, if the Assembly is not sitting, within 30 days of the resumption of its deliberations.”

177. Sections 21 and 22 of this Act are repealed.

178. Section 26 of this Act is amended by replacing, in the second line of subparagraph (b), the words “Commission des valeurs mobilières du Québec” with the words “Agence under Securities Act (R.S.Q., Chapter V-1.1)”.

179. Section 31.4 of this Act is amended by replacing, in the third and fourth lines of the first paragraph, the words “the Inspector General of Financial Institutions” with the words “the Agency”.

180. Section 34.2 of this Act is amended by replacing, in the fourth line of the first paragraph, the words “the Inspector General of Financial Institutions” with the words “the Agency”.

181. The heading of Division VI of this Act is amended by replacing the words “THE BOARD” with the words “THE AGENCY”.

182. Section 42 of this Act is amended:

(1) by replacing, in the first line of the first paragraph, the words “The Board” with the words “The Agency”;

(2) by replacing the second paragraph with the following:

“However, the examination of the affairs of an institution performed by the Agency governed by any Act applicable to the institution shall take the place of the examination of the affairs of that institution.”;

(3) by replacing, everywhere they appear in the third paragraph, the words “the Board” with the words “the Agency”;

(4) by replacing the fourth paragraph with the following:

“Where the Agency examines the affairs of an institution both on behalf of this Act and under another Act applicable to the institution, the Agency takes this fact into consideration in determining the cost incurred in the examination of that institution’s affairs”.

183. Section 43 of this Act, amended by section 621 of Chapter 29 of the Statutes of 2000, is further amended :

(1) by replacing, everywhere they appear, the words “the Board” with the words “the Agency”;

(2) by deleting, in subparagraph (u), the words “ruling on any matter requisite for its internal management and”.

184. Section 45 of this Act is replaced by the following :

“45. A regulation made pursuant to section 43 is approved, with or without amendment, by the Government and comes into force at the date of its publication to the *Gazette officielle du Québec* or at any later date it may determine.

The Government make a regulation specified in section 43 by default by the Agency to take it”.

185. Section 51 of this Act is amended :

(1) by replacing, in the second line, the words “the Board” with the words “the Agency”;

(2) by replacing, in the fourth line, the words “President of the Board” with the words “chief executive officer of the Agency”.

186. Section 52 of this Act is replaced with the following :

“52. The Agency shall maintain a deposit insurance fund.

All the Agency’s financial obligations provided for in this Act are taken from that same deposit insurance fund.”.

187. Section 56 of this Act, amended by section 622 of Chapter 29 of the Statutes of 2000, is further amended :

(1) by replacing, in the first line of the first paragraph, the words “The funds in the possession of the Board” with the words “The amounts received by the Agency under this Act”;

(2) by inserting, in the second line of the first paragraph, after the word “bank” the words “or a foreign authorized bank appearing in Schedules I, II and III of the Bank Act”;

(3) by replacing, in the first line of the second paragraph, the words “the Board” with the words “the Agency”.

188. Sections 18, 27, 31 to 31.2, 32.1 to 33.1, 34, 34.1, 34.3, 35, 40, 40.2 to 40.3.2, 40.4 to 41.2, 46, 52.1 to 54 and 57 of this Act are amended by replacing, everywhere they appear, the words “the Board” with the words “the Agency”.

ACT RESPECTING PRESCRIPTION DRUG INSURANCE

189. Section 4 of the Act respecting prescription drug insurance (R.S.Q., Chapter A-29.01) is amended by replacing, in the second line of the first paragraph, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”.

ACT RESPECTING INSURANCE

190. Section 1 of the Act respecting insurance (R.S.Q., Chapter A-32) is amended by replacing subparagraph (n) with the following:

“(n) “Agency”: the Agence nationale d’encadrement du secteur financier”;

191. Section 15 of this Act is amended:

(1) by replacing, in the first line of the first paragraph, the words “The Inspector General may, when he” with the words “The Agency may, when it”;

(2) by replacing the second paragraph with the following:

“The person whom the Agency has authorized to conduct investigations is vested with the powers and immunity granted to commissioners appointed under the Act respecting public inquiry commissions (R.S.Q., Chapter C-37), except the power to order imprisonment.

192. Section 16 of this Act is amended by replacing, everywhere they appear, the words “Inspector General” with the word “Agency” and, in the fourth line of the second paragraph, by deleting the word “himself”.

193. Section 24 of this Act is amended:

(1) by replacing, in the first line of the first paragraph, the words “the Inspector General” with the words “the Agency”;

(2) by replacing, in the fifth line of the first paragraph, the words “the Inspector General shall deposit the notice in the register” with the words “the Agency shall send the notice to the enterprise registrar for the latter to deposit in the register”.

194. Section 38 of this Act is amended:

(1) by replacing, in the third line, the words “the Inspector General” with the words “the Agency”;

(2) by replacing, in the first line of the subparagraph (b), the word “him” with the word “it” and, in the second line of the same subparagraph, the word “deposit” with the words “that it then transmits to the enterprise registrar for the latter to deposit”.

195. Section 39 of this Act is amended by replacing the first sentence with the following: “The Agency shall send the letters patent to the enterprise registrar with a notice of the date of their coming into force for the latter to deposit in the register.”.

196. Section 41 of this Act is amended :

(1) by replacing the second paragraph with the following :

“The Agency shall, before dissolving a company, give it at least 60 day’s notice of the omission and the penalty provided. The Agency shall transmit the notice to the enterprise registrar for the latter to deposit in the register.” ;

(2) by replacing the first sentence of the fourth paragraph with the following : “The Agency shall dissolve an insurance company by drawing up an act of dissolution which it shall transmit to the enterprise registrar for the latter to deposit in the register.” ;

(3) by replacing the first sentence of the fifth paragraph with the following : “However, upon the application of any interested person, the Agency may, on the conditions it determines, retroactively revoke the dissolution of the company by drawing up an order to that effect. The Agency shall transmit the order to the enterprise registrar for the latter to deposit in the register.”.

197. Section 77 of this Act is amended by replacing the first paragraph with the following :

“The Agency shall, if the company has complied with this Act, transmit to the enterprise registrar a notice setting forth the facts notified to it in accordance with section 76 for the latter to deposit in the register.”.

198. Section 93.20 of this Act is amended :

(1) by replacing, in the second line of the first paragraph, the words “the Inspector General” with the words “the Agency” and the words “order him” with the words “order it” ;

(2) by replacing, in the introductory sentence of the second paragraph, the words “the Inspector General” with the words “the Agency” ;

(3) by replacing subparagraph (3) of the second paragraph with the following :

“(3) transmit, to the enterprise registrar, a copy of the certificate and of the articles as well as the accompanying documents referred to in subparagraphs (2) to (4) of section 93.18 for the latter to deposit in the register;”.

199. Section 93.27 of this Act is amended by replacing the first sentence of the first paragraph with the following : “The decision of the Agency shall be in writing, give reasons and be signed. The Agency shall transmit it to the enterprise registrar for the latter to deposit in the register.”.

200. Section 97.27.2 of this Act is amended :

(1) by replacing the first paragraph with the following :

“Where the Agency assigns a name to the association, it shall issue a certificate in duplicate establishing the change and send one duplicate to the enterprise registrar for the latter to deposit it in the register.”;

(2) by replacing, in the first line of the second paragraph, the words “The Inspector General” with the words “The Agency”.

201. Section 93.117 of this Act is replaced with the following :

“**93.117.** The Agency shall dissolve the company by drawing up a notice to that effect which it shall transmit to the enterprise registrar for the latter to deposit it in the register. The company is dissolved from the date of the deposit.”.

202. Section 93.120 of this Act is amended by replacing the second paragraph with the following :

“The Minister may, if he considers it advisable and after obtaining the advice of the Agency, order it to revoke the dissolution retroactively to the date on which it takes effect. The Agency shall revoke the dissolution by drawing up an order to that effect which it shall transmit to the enterprise registrar for the latter to deposit it in the register.”.

203. Section 93.165.1 of this Act is amended by replacing, in the first and second lines of the first paragraph, the words “le Bureau des services financiers” with the words “the Agency”.

204. Section 93.192 of this Act is amended :

(1) by replacing, in the first line of the first paragraph, the words “The Inspector General or, if he is absent or unable to act” with the words “the Agency”, in the first line of that paragraph, the word “his” with the word “its” and in the sixth line of that paragraph, the words “if he” with the words “if it” ;

(2) by replacing, in the fourth line of subparagraph (2) of the first paragraph, the words “financial or administrative” with the word “management”.

205. Section 93.197 of this Act is amended by replacing, in the second and third lines of the third paragraph, the words “the Inspector General, who shall” with the words “the Agency which then transmits it to the enterprise registrar for it to”.

206. Section 93.202 of this Act is amended by replacing, in the second and third lines of the first paragraph, the words “the Inspector General who shall deposit it in the register, and forward to him” with the following : “the Agency which shall transmit it to the enterprise registrar for the latter to deposit it in the register. The federation shall also forward it to the Agency”.

207. Section 93.212 of this Act is amended by replacing, in the second line, the words “the Inspector General, who” with the words “the Agency which then transmits it to the enterprise registrar for it to”.

208. Section 93.214 of this Act is amended :

(1) by replacing, in the first line, the words “The Inspector General” with the words “The Agency”;

(2) by replacing, in the third line, the words “which he shall”, with the words “which it shall transmit to the enterprise registrar for him to”.

209. Section 93.217 of this Act is amended by replacing the second paragraph with the following :

“The Minister may, if he considers it advisable and after obtaining the advice of the Agency, order it to revoke the dissolution retroactively to the date on which it takes effect. The Agency shall revoke the dissolution by drawing up an order to that effect which it shall transmit to the enterprise registrar for the latter to deposit it in the register.”.

210. Section 93.245 of this Act is amended by replacing, in the third and fourth lines, the words “financial or administrative” with the word “management”.

211. Section 93.269 of this Act is amended :

(1) by replacing, in the first and second lines of the first paragraph, the words “The Inspector General or, if he is absent or unable to act” with the words “the Agency”, in the first line of that paragraph, the word “his” with the word “its” and in the sixth line of that paragraph, the words “if he” with the words “if it”;

(2) by replacing, in the fourth line of subparagraph (4) of the first paragraph, the word “administrative” with the word “management”.

212. Section 93.271 of this Act is amended by replacing, in the second line of the second paragraph, the words “the Inspector General, who shall” with the words “the Agency which shall transmit it to the enterprise registrar for it to”.

213. Section 99 of this Act is amended :

(1) by replacing, in the first and second lines of the first paragraph, the words “the Inspector General” with the words “the Agency”;

(2) by replacing the second sentence of the first paragraph with the following : “The Agency shall transmit the notice to the enterprise registrar for the latter to deposit it in the register.”.

214. Section 102 of this Act is amended by replacing the first paragraph with the following :

“The Agency shall send to the enterprise registrar one copy of the declaration for the latter to deposit it in the register. It returns the other copy to the provisional secretary of the association.”.

215. Section 121 of this Act is amended by replacing the second paragraph with the following :

“Such by-law shall not come into force until the Agency approves it and sends a notice to that effect to the enterprise registrar for the latter to deposit it in the register.”.

216. Section 188 of this Act is amended by replacing, in the fourth line, the words “the Inspector General, who shall” with the words “the Agency which shall transmit it to the enterprise registrar for it to”.

217. Section 191 of this Act is amended :

(1) by replacing, in the first line of the first paragraph, the words “the Inspector General” with the words “the Agency” and in the third line of that paragraph, the word “his” with the word “its”;

(2) by replacing the second paragraph with the following :

“The Agency shall send to the enterprise registrar the letters patent or one copy of the amalgamation agreement, as the case may be, for deposit in the register”.

218. Section 197 of this Act is amended by replacing, in the fourth line, the words “the Inspector General who shall deposit it” with the following : “the Agency which shall transmit it to the enterprise registrar for the latter to deposit”.

219. Section 199 of this Act is replaced with the following:

“199. If the Minister accepts the petition, he shall send the conversion by-law to the Agency which shall transmit it to the enterprise registrar for the latter to deposit it in the register. In the case of companies, the Agency shall issue letters patent, which it shall transmit to the enterprise registrar for the latter to deposit in the register.”.

220. Section 200.6 of this Act is replaced with the following:

“200.6. If the Minister confirms the by-law, the Agency shall issue letters patent, which it shall transmit to the enterprise registrar for the latter to deposit in the register.”.

221. Section 211 of this Act is amended:

(1) by replacing, in the first line, the words “The Inspector General” with the words “the Agency”;

2) by replacing subparagraph (d) with the following:

“(d) adheres to sound and prudent management practices, particularly those concerning commercial practices;”.

222. Section 245.0.1 of this Act is amended by replacing, in subparagraph (d) the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier in enforcing the Deposit Insurance Act (R.S.Q., Chapter A-26)”.

223. This Act is amended by inserting, after section 285.26, the following:

“CHAPTER III.2

“STUDY OF COMPLAINTS AND DISPUTE RESOLUTION

“285.27. Any insurer must adopt a policy dealing with:

(1) a study of complaints lodged and claims filed by people with an interest in a product or service they have provided;

(2) dispute resolution with regard to a product or service they have provided.

“285.28. Any insurer shall annually send to the Agency, within two months of the closing date of the fiscal year of the insurer or at any other date the former may determine, a report as of that date regarding the policy specified in section 285.27.

In particular, this report indicates the number and nature of the complaints lodged by people dissatisfied with their study or their outcome.

“285.29. The Agency may, when it deems appropriate, give written instructions to an insurer regarding the policy specified in section 285.27.

Before exercising the power provided for under the first paragraph, the Agency must notify the insurer of its intent and give it the opportunity to present its observations.

“285.30. The insurer sends the Agency a copy of its file regarding a complaint lodged by a person who is dissatisfied with its study or its outcome.

The Agency shall examine the complaint file and may, in cases where it deems appropriate, act as mediator if the interested parties so agree.

“285.31. The Agency may, with the authorization of the Government, conclude with any organization or legal entity an agreement for examining the complaints lodged by people dissatisfied with their study or their outcome.

Such an agreement that an agency or the legal entity may also provide for, in cases where it deems it appropriate, the organization or legal entity to act as mediator if the interested parties so agree.”

224. Section 318 of this Act is amended by replacing subparagraph (c) with the following :

“(c) the management practices adhered to by the insurer;”.

225. This Act is amended by replacing the heading of Chapter V.1 of Title IV with the following :

“GUIDELINES AND ORDERS OF THE AGENCE NATIONALE D’ENCADREMENT DU SECTEUR FINANCIER”.

226. This Act is amended by inserting, after the heading Chapter V.1 of Title IV, the following sections :

“325.0.1. the Agency may, after consultation with the Minister, give the guidelines applicable to one or more categories of legal entities or companies, as follows :

- (1) insurers of persons ;
- (2) damage insurers ;
- (3) downstream holdings ;
- (4) mutual insurance companies ;

- (5) mutual insurance company federations ;
- (6) guarantee funds ;
- (7) mutual benefit associations ;
- (8) professional order associations, with regard to their insurance funds.

“325.0.2. The guidelines are not by-laws. They are indicative of the exercise of the discretionary powers conferred by this Act onto the Agency, concerning :

- (1) the policy that insurers must adopt in accordance with section 285.27 ;
- (2) any other sound and prudent management practices, especially with regard to those consistent with commercial practices related to the marketing of insurance products,”.

“325.0.3. A legal entity that does not comply with the guidelines is presumed, for the application of sections 325.5 and 378 to 389, to not adhere to sound and prudent management practices.”.

227. Section 325.1 of this Act is amended :

- (1) by replacing, in the first line of the first and second paragraphs, the words “The Inspector General” with the words “the Agency” and in the fifth line of the first paragraph, the word “he” with the word “it” ;
- (2) by replacing, in the second and third lines of the first paragraph, the words “does not adhere to sound financial practices” with the words “does not adhere to sound and prudent management practices, especially with regard to those consistent with commercial practices,”.

228. Section 358 of this Act is amended :

- (1) by replacing, everywhere they appear, the words “Inspector General” with the word “Agency”, with the necessary modifications ;
- (2) by replacing, in subparagraph (g), the words “sound financial and commercial practices” with the words “sound and prudent management practices especially with regard to those consistent with commercial practices”.

229. Section 378 of this Act is amended :

- (1) by replacing, in the first line of the first paragraph, the words “The Inspector General or, if he is absent or unable to act” with the words “the Agency” and the word “his” with the word “its” ;

(2) by replacing, in the seventh line and in subparagraph (a) of the first paragraph, the words “if he” with the words “if it”;

(3) by replacing, in subparagraph (e) of the first paragraph, the word “administrative” with the word “management”.

230. Section 387 of this Act is amended:

(1) by replacing, in the first and second lines of the first paragraph, the words “The Inspector General or any person designated by the Minister at the request of the Inspector General or in cases when he is absent or unable to act” with the words “The Agency or any person designated by the Minister at the request of the Agency”;

(2) by replacing, in subparagraph (c) of the first paragraph, the words “Inspector General” with the word “Agency”.

231. Section 395 of this Act is amended:

(1) by replacing, in the second line of the first paragraph, the words “the Inspector General” with the words “the Agency”;

(2) by replacing, in the fourth line of the first paragraph, the words “forward to him a copy” with the following: “forward a copy to the Agency”.

232. Section 420 of this Act is amended:

(1) by replacing, in subparagraphs (g) to (j) and (y), the words “Inspector General” with the word “Agency”;

(2) by inserting, at the end, the following subparagraph:

“(av) determine the policy that the insurers must adopt in compliance with section 285.27 or elements of such a policy;”.

233. Sections 5, 10, 11, 12, 12.1, 13, 18, 19, 21, 22, 23, 29, 31, 32, 37, 46, 48, 50.1, 50.2, 50.3, 68, 75, 76, 79, 80, 93.1, 93.7, 93.10, 93.17, 93.19, 93.25, 93.26, 93.27.1, 93.27.3, 93.27.4, 93.30, 93.34, 93.46, 93.48, 93.53, 93.56, 93.88, 93.89, 93.108, 93.110, 93.111, 93.114, 93.115, 93.116, 93.118, 93.125, 93.126, 93.130, 93.131, 93.132, 93.133, 93.154.3, 93.160, 93.167, 93.168, 93.180, 93.184, 93.186, 93.187, 93.188, 93.189, 93.191, 93.204, 93.205, 93.208, 93.210, 93.211, 93.215, 93.220, 93.224, 93.225, 93.230, 93.231, 93.238.3, 93.252, 93.259, 93.263, 93.264, 93.265, 93.266, 93.268, 95, 98, 100.1, 101, 109, 127, 171, 174.1, 174.2, 174.4, 174.5, 174.17, 174.18, 190, 198, 200.5, 201, 205, 209, 212, 218, 219, 219.1, 220, 222, 226, 230, 231, 233, 234, 235, 237, 238, 239, 242, 245.1, 247.1, 270, 275, 275.3, 275.4, 275.5, 277, 282, 283, 284, 285.7, 285.11, 285.13, 285.14, 285.15, 285.16, 285.17, 285.18, 285.19, 285.22, 285.23, 291.1, 292, 294.2, 294.3, 298, 298.2, 298.5, 298.7, 298.12, 298.13, 298.14, 298.15, 298.16, 303, 304, 305, 309, 311, 313, 314,

315, 316, 317, 319, 320, 321, 322, 323, 324, 325, 325.2, 325.3, 325.4, 325.5, 325.6, 325.7, 361, 362, 363, 364, 380, 384, 396, 397, 398, 400, 405, 406, 411, 415, 416, 422 and 422.1 of the this Act amended by Chapter 34 of the Statutes of 2001, are amended by replacing, everywhere they appear, the words “the Inspector General” with the words “the Agency”, by making the necessary adaptations.

ACT RESPECTING THE CAISSES D’ENTRAIDE ÉCONOMIQUE

234. Section 17 of the Act respecting les caisses d’entraide économique (R.S.Q., Chapter C-3) is amended by replacing, in the second line of the first paragraph, the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier”.

235. Section 18 of this Act is amended by inserting, in the second line of the second paragraph, after the word “bank”, the words “or a foreign authorized bank appearing in Schedules I, II and III of the Bank Act (R.S.C. (1985), Chapter B-1.01)”.

236. Section 22 of this Act is amended by replacing, in the fourth line, the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier”.

237. Section 31 of this Act is replaced with the following :

“**31.** The Agence nationale d’encadrement du secteur financier is responsible for the administration of this Act.”.

ACT RESPECTING CERTAIN CAISSES D’ENTRAIDE ÉCONOMIQUE

238. Sections 107 and 108 of the Act respecting certain caisses d’entraide économique (R.S.Q., Chapter C-3.1) are repealed.

239. Section 146.1 of this Act is replaced with the following :

“**146.1.** The Agence nationale d’encadrement du secteur financier is responsible for the administration of this Act to the extent where its application devolves to the Minister of Finance.”.

240. Sections 105, 106 and 109 of this Act are amended by replacing, everywhere they appear, the words “Régie de l’assurance-dépôts du Québec” or “Board” with the words “the Agence nationale d’encadrement du secteur financier”, by making the necessary adaptations.

ACT RESPECTING CERTAIN INTERNATIONAL FINANCIAL CENTRES

241. Section 4 of the Act respecting certain international financial centres (R.S.Q., Chapter C-8.3) is amended by replacing, in the third and fourth lines of the definition of “organization”, the words “the Commission des valeurs mobilières du Québec” with the words “the Agence nationale d’encadrement du secteur financier”.

CHARTER OF VILLE DE QUÉBEC

242. Section 35.9 of the Charter of Ville de Québec (R.S.Q., Chapter C-11.5) is amended by replacing the words “to the Inspector General of Financial Institutions” with the words “to the enterprise registrar”.

243. Section 35.11 of this Charter is amended by replacing, in both paragraphs, the words “the Inspector General of Financial Institutions” with the words “the enterprise registrar”.

244. Section 35.13 of this Charter is amended by replacing, in the first paragraph, the words “the Inspector General of Financial Institutions” with the words “the enterprise registrar”.

245. Section 35.14 of this Charter is amended by replacing the words “to the Inspector General of Financial Institutions” with the words “to the enterprise registrar”.

CINEMA ACT

246. Section 144.4 of the Cinema Act (R.S.Q., Chapter C-18.1) is amended by replacing, in the first and second lines of subparagraph (3), the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier for the application of the Deposit Insurance Act (R.S.Q., Chapter A-26)”.

CITIES AND TOWNS ACT

247. Section 465.5 of this Act is amended by replacing the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”.

248. Section 465.6 of this Act is amended:

(1) by replacing, in the first line of the first paragraph, the words “the Inspector General” with the words “the Agence nationale d’encadrement du secteur financier”;

(2) by replacing, in the second line of the first paragraph, the words “the latter” with the words “to the enterprise registrar”;

(3) by replacing, in the first line of the third paragraph, the words “The Inspector General” with the words “The enterprise registrar”.

249. Section 465.13 of this Act is amended:

(1) by replacing, in the first line of the first paragraph, the words “the Inspector General” with the words “The Agence nationale d’encadrement du secteur financier” and, in the first line of this paragraph, the words “he may” with “it may”;

(2) by replacing, in the seventh line of the first paragraph, the words “he determines” with the words “that the Agency determines”.

250. Section 465.15 of this Act is amended:

(1) by replacing the words “the Inspector General” with the words “the Agence nationale d’encadrement du secteur financier”, by making the necessary adaptations;

(2) by replacing, in the first and second lines of the seventh paragraph, the words “he shall deposit a notice to that effect in the register” with the words “it transmits a notice to that effect to the enterprise registrar who shall deposit it in the register of sole proprietorships, partnerships and legal entities”.

251. Sections 458.16, 458.17.2, 458.18, 458.19, 458.21, 458.40, 465.8 and 465.9 of the Cities and Towns Act (R.S.Q., Chapter C-19), amended by Chapters 6, 25, 26, 35, 60 and 68 of the Statutes of 2001, are further amended, by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

FISH AND GAMES CLUBS ACT

252. Section 1 of the Fish and Games Clubs Act (R.S.Q., Chapter C-22) is amended:

(1) by replacing, in the second line of the first paragraph and in the first line of the third, fourth and fifth paragraphs, the words “the Inspector General of Financial Institutions” or the words “Inspector General” with the words “the enterprise registrar”;

(2) by deleting, in the second and third lines of the sixth paragraph, the words “of Finance”.

253. Sections 2 and 4 of this Act are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” with the words “the enterprise registrar”.

254. This Act is amended by adding, after section 6, the following sections :

“7. The enterprise registrar is responsible for the administration of this Act.

“8. The Minister of Industry and Commerce is responsible for the application of this Act.”.

AMUSEMENT CLUBS ACT

255. Sections 1, 1.2 and 4 of the Amusement Clubs Act (R.S.Q., Chapter C-23) are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

256. This Act is amended by adding, after section 10, the following sections :

“11. The enterprise registrar is responsible for the administration of this Act.

“12. The Minister of Industry and Commerce is responsible for the application of this Act.”.

PROFESSIONAL CODE

257. Section 16.8 of the Professional Code (R.S.Q., Chapter C-26) is amended by replacing, in the first and second lines of subparagraph (2), the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier by virtue of the Deposit Insurance Act (R.S.Q., Chapter A-26)”.

LABOUR CODE

258. Section 149 of the Labour Code (R.S.Q., Chapter C-27) is amended by replacing, in the second line of the second paragraph, the words “the Inspector General of Financial Institutions” with the words “the enterprise registrar”.

MUNICIPAL CODE OF QUÉBEC

259. Section 711.7 of this Act is amended :

(1) by replacing, in the first line of the first paragraph, the words “the Inspector General” with the words “the Agence nationale d’encadrement du secteur financier”;

(2) by replacing, in the second line of the first paragraph, the words “the latter” with the words “the enterprise registrar”;

(3) by replacing, in the first line of the third paragraph, the words “The Inspector General” with the words “The enterprise registrar”.

260. Section 711.14 of this Act is amended:

(1) by replacing, in the first line of the first paragraph, the words “The Inspector General” with the words “The Agence nationale d’encadrement du secteur financier” and in the first line of this paragraph, the words “he may” with “it may”;

(2) by replacing, in the seventh line of the first paragraph, the words “he determines” with the words “that the Agency determines”.

261. Section 711.16 of this Act is amended:

(1) by replacing the words “the Inspector General” with the words “the Agence nationale d’encadrement du secteur financier”, by making the necessary adaptations;

(2) by replacing, in the first and second lines of the seventh paragraph, the words “he shall deposit a notice to that effect in the register” with the words “it shall transmit a notice to that effect to the enterprise registrar which deposits it in the register of sole proprietorships, partnerships and legal persons”.

262. Sections 711.6, 711.9 and 711.10 of this Act are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the Agence nationale d’encadrement du secteur financier”, by making the necessary changes.

263. Sections 649, 650.2, 651, 652, 654 and 673 of the Municipal Code of Québec (R.S.Q., Chapter C-27.1), amended by Chapters 6, 25, 26, 35 and 68 the Statutes of 2001, are further amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” with the words “the enterprise registrar”.

CODE OF CIVIL PROCEDURE OF QUÉBEC

264. Section 833 of the Code of Civil Procedure of Québec (R.S.Q., Chapter C-25) is amended, by replacing, in the third line of the first paragraph, the words “to the Inspector General of Financial Institutions” with the words “to the enterprise registrar”.

COMPANIES ACT

265. Section 1 of the Companies Act (R.S.Q., Chapter C-38) is amended by replacing the words “Minister of Finance” with the words “Minister of Industry and Commerce”.

266. Subparagraph (j) of section 31 of this Act is amended by replacing, in the sixth line, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”.

267. Subparagraph (j) of section 134 of this Act is amended by replacing, in the sixth line, the words “the Inspector General” with the words “the Agence nationale d’encadrement du secteur financier”.

268. Sections 1.1, 1.2, 2.4, 2.5, 2.7, 4, 6, 7, 8, 9, 9.2, 10, 10.1, 11, 12, 14, 15, 16, 17, 18, 18.1, 18.2, 19, 20, 21, 23, 28, 28.1, 28.2, 34.1, 38, 39, 40, 49, 50, 59, 62, 64, 65, 87, 110, 111, 113, 123.0.1, 123.11, 123.14, 123.15, 123.23, 123.24, 123.26, 123.27, 123.27.1, 123.27.2, 123.27.3, 123.27.4, 123.27.5, 123.27.6, 123.81, 123.104, 123.105, 123.108, 123.109, 123.118, 123.119, 123.135, 123.136, 123.141, 123.142, 123.143, 123.144, 123.145, 123.147, 123.148, 123.160, 123.161, 123.162, 123.163, 123.164, 123.169, 123.171, 126.1, 128, 131, 147, 148, 155, 156, 157, 180, 203, 204, 206, 218, 219, 220, 221, 221.1, 221.2, 228, 231 and 232 of this Act are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

CEMETARY COMPANIES ACT

269. Sections 1, 3.1, 4, 5 and 11 of the Cemetery Companies Act (R.S.Q., Chapter C-40) are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

270. This Act is amended by adding, after section 13, the following sections :

“**14.** The enterprise registrar is responsible for the administration of this Act.

“**15.** The Minister of Industry and Commerce is responsible for the application of this Act.”.

ACT RESPECTING ROMAN CATHOLIC CEMETARY COMPANIES

271. Sections 2, 7.1, 8, 29, 30, 46 and 50 of the Act respecting Roman Catholic cemetery companies (R.S.Q., Chapter C-40.1) are amended by replacing, everywhere they appear, the words “the Inspector General of

Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

272. This Act is amended by adding, after section 51, the following sections :

“**52.** The enterprise registrar is responsible for the administration of this Act.

“**53.** The Minister of Industry and Commerce is responsible for the application of this Act.”.

TIMBER-DRIVING COMPANIES ACT

273. Sections 6, 30, 56, 64 and 65 of the Timber-Driving Companies Act (R.S.Q., Chapter C-42) are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

GAS, WATER AND ELECTRICITY COMPANIES ACT

274. Section 8 of the Gas, Water And Electricity Companies Act (R.S.Q., Chapter C-44) is amended :

(1) by replacing, in the third and fourth lines of the first paragraph, the words “the Inspector General of Financial Institutions” with the words “the enterprise registrar” ;

(2) by replacing, in the first line of the second paragraph, the words “The Inspector General” with the words “The enterprise registrar”.

275. This Act is amended by adding, after section 97, the following sections :

“**98.** The enterprise registrar is responsible for the administration of this Act.

“**99.** The Minister of Industry and Commerce is responsible for the application of this Act.”.

TELEGRAPH AND TELEPHONE COMPANIES ACT

276. Sections 4, 6, 14, and 25 of the Telegraph And Telephone Companies Act (R.S.Q., Chapter C-45) are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

277. Section 26 of this Act is amended by replacing the words “Minister of Finance” with the words “Minister of Industry and Commerce”.

278. This Act is amended by adding, after section 27, the following section:

“**28.** The enterprise registrar is responsible for the administration of this Act.”.

MINING COMPANIES ACT

279. Sections 5, 8, 11, 12, 13, 14, 15, 17 and 23 of the Mining Companies Act (R.S.Q., Chapter C-47) are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

280. Section 24 of this Act is amended by replacing the words “Minister of Finance” with the words “Minister of Industry and Commerce”.

ACT RESPECTING THE LOI SUR LE CONSEIL DES ARTS ET DES LETTRES DU QUÉBEC

281. Section 25 of the Act respecting the Conseil des arts et des lettres du Québec (R.S.Q., Chapter C-57.02) is amended by replacing, in the first and second lines of subparagraph (3), the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier for the application of the Deposit Insurance Act (R.S.Q., Chapter A-26)”.

ACT RESPECTING THE CONSERVATOIRE DE MUSIQUE ET D’ART DRAMATIQUE DU QUÉBEC

282. Section 61 of the Act respecting the Conservatoire de musique et d’art dramatique du Québec (R.S.Q., Chapter C-62.1) is amended by replacing, in the first and second lines of subparagraph (3), the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier by virtue of the Deposit Insurance Act (R.S.Q., Chapter A-26)”.

ACT RESPECTING THE CONSTITUTION OF CERTAIN CHURCHES

283. Sections 4 and 5 of the Act respecting the constitution of certain Churches (R.S.Q., Chapter C-63) are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

284. This Act is amended by adding, after section 14, the following sections :

“**15.** The enterprise registrar is responsible for the administration of this Act.

“**16.** The Minister of Industry and Commerce is responsible for the application of this Act.”.

COOPERATIVES ACT

285. Sections 13, 19, 121, 162.1, 171.1, 181.1, 182, 185.4, 189, 189.1, 190, 193, 211.6, 221.8, 226.10, 226.12, 226.13, 253 and 266 of the Cooperatives Act (R.S.Q., Chapter C-67.2), amended by Chapter 36 of the Statutes of 2001, are further amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

ACT RESPECTING FINANCIAL SERVICES COOPERATIVES

286. Section 11 of the Act respecting financial services cooperatives (R.S.Q., Chapter C-67.3) is amended by replacing, in the second and third lines, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”.

287. Section 15 of this Act is amended :

(1) by replacing, in the second line of the first paragraph, the words “the Inspector General” with the words “the Agency”;

(2) by replacing, in the introductory sentence of the second paragraph, the words “the Inspector General” with the words “the Agency”;

(3) by replacing subparagraph (4) of the second paragraph with the following :

“(4) transmit to the enterprise registrar a duplicate of the certificate and articles as well as a copy of the documents stipulated in subparagraph (2) to (4) of section 12 so that he may deposit such documents in the register established under the Act respecting the legal publicity of sole proprietorships, partnerships and legal persons (R.S.Q., Chapter P-45);”.

288. Section 20 of this Act is amended by replacing, in the first line, the words “The Inspector General shall refuse to deposit articles in the register” with the words “The Agence shall not transmit to the enterprise registrar”.

289. Section 25 of this Act is amended :

(1) by replacing the first paragraph with the following :

“The decision of the Agency shall be in writing, substantiated, and signed. A copy of the decision is transmitted forthwith to the enterprise registrar for the latter to deposit it in the register of sole proprietorships, partnerships and legal persons. It shall also send a copy of the decision to each of the parties.”;

(2) by replacing, in the second paragraph, “123.146 of the Companies Act (R.S.Q., Chapter C-38)” with “25.1”;

(3) by deleting the third paragraph .

290. This Act is amended by inserting, after section 25, the following sections :

“25.1. Any person who believes he has been wronged by a decision of the Agency, made by applying sections 20, 22 and 23, may, within 30 days of being notified, dispute the decision before Administrative Tribunal of Québec.

“25.2. Despite the second paragraph of section 15 of the Act respecting administrative justice (R.S.Q., Chapter J-3), the Tribunal can only confirm or rescind the disputed decision.

“25.3. In the event where the dispute deals with a decision referred to in section 23, the Agency transmits to the enterprise registrar a notice of the motion’s notification for the latter to deposit in the register of sole proprietorships, partnerships and legal persons.

“25.4. The decision of the Tribunal is conveyed to the enterprise registrar and the latter, where applicable, makes the necessary changes to the register of sole proprietorships, partnerships and legal persons, noting therein a mention that a decision of the Tribunal was rendered when dealing with a decision of the Agency specified in section 23. A copy of the decision is also transmitted to the Agency.”.

291. Section 27 of this Act is amended :

(1) by replacing the first paragraph with the following :

“When assigning a name to a financial services cooperative, the Agency shall issue, in duplicate, a certificate attesting to the change of name. It sends one copy to the enterprise registrar for the latter to deposit it in the register of sole proprietorships, partnerships and legal persons, and transmit the other copy to the cooperative.”;

(2) by replacing, at the beginning of the second paragraph, the words “The Inspector General” with the words “The Agency”;

292. Section 31 of this Act is amended by adding, at the end, the following paragraph :

“It must give notice of this change to the Agency at the same time.”.

293. Section 37 of this Act is amended :

(1) by replacing, in the introductory sentence, the words “the Inspector General” with the words “the Agency”;

(2) by adding, at the end, the following paragraph :

“The Agency transmits a copy of the list of members on the board of directors containing their names and addresses to the enterprise registrar for deposit with the register of sole proprietorships, partnerships and legal persons.”.

294. Section 39 of this Act is amended :

(1) by replacing, in the second line, the words “the Inspector General” with the words “the Agency”;

(2) by adding, at the end, the following paragraph :

“The Agence shall transmit a copy of the articles of replacement or amendment to the financial services cooperative to the enterprise registrar for the latter to deposit it in the register of sole proprietorships, partnerships and legal persons.”.

295. Section 43 of this Act is amended :

(1) by replacing, in the third and fourth lines of the first paragraph, the following: “required by the Inspector General, the Inspector General may amend and replace the article if the Inspector General” with the following: “required by the Agency, the Agency may amend or replace the article if it”;

(2) by replacing, in the first and sixth lines of the second paragraph, the words “the Inspector General” with the words “the Agency”;

(3) by adding, at the end, the following paragraph :

“The Agency shall send a copy of the articles of replacement or amendment to the financial services cooperative to the enterprise registrar for the latter to deposit it in the register of sole proprietorships, partnerships and legal persons.”.

296. Section 70 of this Act is amended, in the English text, by replacing, in the fourth line, the words “in accordance with this Act” with the words “according to law”.

297. Section 81 of this Act is amended :

(1) by replacing, in the first and second lines of subparagraph (5), the words “the Commission des valeurs mobilières du Québec” with the words “the Agency”;

(2) by replacing, in subparagraph (8), the words “the Inspector General” with the words “the Agency”.

298. Section 100 of this Act is amended :

(1) by replacing, in the first line, the words “the Inspector General” with the words “the Agency”;

(2) by adding, at the end, the following paragraph :

“The Agency transmits the list of these officers, containing their names and addresses, to the enterprise registrar for him to deposit such list in the register of sole proprietorships, partnerships and legal persons.”.

299. This Act is amended by inserting, after section 131, the following :

“CHAPTER V.1

STUDY OF COMPLAINTS AND DISPUTE RESOLUTION

“131.1. Any financial services cooperative must adopt a policy dealing with :

(1) a study of complaints lodged and claims filed by people with an interest in a product or service it has provided ;

(2) dispute resolution concerning a product or service it has provided.

“131.2. Any financial services cooperative shall annually send to the Agency, within two months of the closing date of its fiscal year or at any other date the latter may establish, a report as of that date regarding the policy specified in section 131.1.

In particular, this report indicates the number and nature of the complaints lodged by people dissatisfied by their study or the outcome of that study.

“131.3. The Agency may, when it deems appropriate, give written instructions to a financial services cooperative regarding the policy specified in section 131.1.

Before exercising the power provided for under the first paragraph, the Agency must notify the cooperative of its intent and give it the opportunity to present its observations.

“131.4. The caisse shall send the Agency a copy of its file regarding a complaint lodged by a person who, after reporting to the fédération in accordance with the second paragraph of section 258, is dissatisfied with its study or the outcome of that study.

The fédération transmits to the Agency a copy of its file regarding a complaint lodged by a person who is dissatisfied with its study or the outcome of that study concerning a product or service provided by the fédération itself.

The Agency shall examine the complaint file and may, in cases where it deems appropriate, act as mediator if the interested parties so agree.

“131.5. The Agency may, with the authorization of the Government, conclude with any organization or legal entity an agreement for examining the complaints lodged by people dissatisfied with their study or the outcome of that study.

Such an agreement may also provide for, in cases where it deems it appropriate, the organization or legal entity to act as mediator if the interested parties so agree.”

300. Section 162 of this Act is amended :

(1) by replacing, in subparagraph (7), the number “159” with number “151”.

(2) by replacing, in subparagraph (10), the words “the Inspector General” with the words “the Agency”.

301. Section 167 of this Act is amended :

(1) by replacing the first paragraph with the following :

“Every financial services cooperative shall provide the Agency, at its request and on the dates and in the form it determines, the statements, statistics, reports and other information that the Agency deems appropriate for the application of this Act.”;

(2) by replacing, in the first line of the second paragraph, the words “The Inspector General” with the words “The Agency”.

302. Section 171 of this Act is amended by replacing the first paragraph with the following :

“Every financial services cooperative that has decided to wind up its operations must transmit to the Agency a certified true copy of the resolution of winding up. It must also notify the enterprise registrar by producing a declaration to that effect, in accordance with the Act respecting the legal publicity of sole proprietorships, partnerships and legal persons (Chapter P-45), within ten days of passing the resolution.”.

303. Section 183 of this Act is amended by replacing the first sentence with the following :

“The Agency shall dissolve the financial services cooperative by drawing up an act of dissolution and transmitting a certified copy to the enterprise registrar for it to deposit it in the register of sole proprietorships, partnerships and legal persons.”.

304. Section 187 of this Act is amended by replacing, in the second line of the first paragraph, the words “the Inspector General” with the words “the Agency”.

305. Section 258 of this Act is amended by deleting, in the second line of the first paragraph, the words “if need be”.

306. Section 280 of this Act is amended :

(1) by replacing, in the fourth line of the first paragraph, “by the Inspector General, the Inspector General may” with “by the Agency, the Agency may”;

(2) by replacing, in the first line of the second paragraph, the words “the Inspector General” with the words “the Agency”;

(3) by adding, at the end, the following paragraph :

“The Agency transmits a copy of the certificate attesting the amalgamation to the enterprise registrar for the latter to deposit it in the register of sole proprietorships, partnerships and legal persons.”.

307. Section 333 of this Act is amended :

(1) by replacing, in the second and third lines, the words “the Inspector General” with the words “the Agency”;

(2) by adding, at the end, the following paragraph :

“The Agency transmits the list of the officers, containing their names and addresses to the enterprise registrar for the latter to deposit it in the register of sole proprietorships, partnerships and legal persons.”.

308. Section 377 of this Act is amended by replacing, in the first line of the third paragraph, the words “the Inspector General” with the words “the Agency”.

309. Section 436 of this Act is amended :

(1) by replacing, in the third and fourth lines of the first paragraph, the following: “required by the Inspector General, the Inspector General may” with the words “required by the Agency, the Agency may”;

(2) by replacing, in the first line of the second paragraph, the words “the Inspector General” with the words “the Agency”;

(3) by adding, at the end, the following paragraph:

“The Agency shall send a copy of the certificate attesting to the amalgamation to the enterprise registrar for the latter to deposit it in the register of sole proprietorships, partnerships and legal persons.”.

310. Section 480 of this Act is amended by replacing the third paragraph with the following:

“Despite sections 123.15, 123.105, 123.119, 123.136 and 123.160 of the Companies Act, any provision relating to the objects of a legal person constituted under Part IA of the Companies Act and referred to in the first paragraph herein must receive prior approval from the Agency. Further to such approval, the Agency shall issue a certificate and send it to the enterprise registrar for the latter to deposit it in the register of sole proprietorships, partnerships and legal persons according to the procedure set out in section 123.15 of this Act.”.

311. Section 495 of this Act is replaced with the following:

“**495.** The Government transmits a notice of constitution to the Agency. It also transmits a notice to that effect to the enterprise registrar for the latter to deposit it in the register of sole proprietorships, partnerships and legal entities.”

312. Section 505 of this Act is amended by replacing the second paragraph with the following:

“Such by-law must be approved by the Agency. If the Agency approves it, it shall send the enterprise registrar a notice to that effect for the latter deposit it in the register of sole proprietorships, partnerships and legal persons. The by-law comes into effect beginning on the date of deposit”.

313. Section 528 of this Act is amended by replacing: “Inspector General, who shall send a copy of it to the Régie de l’assurance-dépôts du Québec,” with the word “Agency”.

314. Section 532 of this Act is amended by replacing, in the second paragraph, the words “the Inspector General” with the words “the president and chief executive officer of the Agency or by any staff member so authorized by regulation”.

315. Section 533 of this Act is repealed.

316. Section 548 of this Act is replaced with the following:

“548. Where the Agency is of the opinion that the value of an immovable securing a claim of a financial services cooperative is less than the amount of the loan granted, including accrued interest, or where the Agency considers the immovable to be insufficient security, the Agency may require the cooperative to cause an appraisal of the immovable to be made by an appraiser who must receive the approval of the Agency, or the latter may cause the appraisal to be made.

The Agency may, further to this appraisal, reduce the value of the loan reported in the books of the cooperative.”.

317. Section 549 of this Act is replaced with the following :

“549. When the Agency is of the opinion that the market value of the assets of a financial services cooperative is less than the recorded book value, it may require that such cooperative cause an appraisal of the immovable to be made by an appraiser who must receive the approval of the Agency, or the latter may cause the appraisal to be made.

The Agency may, further to this appraisal, reduce the value of the loan reported in the books of the cooperative.”.

318. Section 556 of this Act is amended :

(1) by replacing, in the first line of the first and second paragraphs, the words “Inspector General” with the word “Agency”;

(2) by replacing, in the fourth line of the first paragraph the words “on his or her own” with the words “on the Agency’s own”.

319. Section 560 of this Act is amended by replacing, in the second line, the words “the Inspector General” with the words “the president and chief executive officer of the Agency or by any staff member so authorized by regulation”.

320. Section 567 of this Act is replaced with the following :

“567. The Agency may order a financial services cooperative to cease a course of action or take the steps indicated by the Agency when the latter believes that the cooperative is not following sound and prudent management practices or that it has not complied :

(1) with one of the provisions of this Act, a prescriptive deed made by the Government or by a federation for its implementation, a decree made under the second paragraph of section 67, or a written instruction ;

(2) with a recovery plan ;

(3) with a pledge taken under this Act.

The Agency may also order a legal entity or a corporation controlled by a financial services cooperative to cease a course of action or take the steps indicated by the Agency when the latter believes that the legal entity or partnership does not comply with one of the provisions of this Act, a prescriptive deed made for its implementation or a written instruction, or that the entity does not comply with a pledge taken under this Act.”.

321. Section 585 of this Act is amended :

(1) by replacing, in the first and second lines of the first paragraph, the words “the Inspector General” with the words “the Agency”;

(2) by replacing the second paragraph with the following :

“The signature of the president and chief executive officer of the Agency, or any staff member authorized by regulation, on copies of documents, registers or archives lays evidence to the fact that such documents exist and are in the lawful possession of the Agency.”;

(3) by replacing, in the first line of the third paragraph, the words “the Inspector General” with the words “one of the persons referred to in the second paragraph”.

322. Section 586 of this Act is amended :

(1) by replacing, in the first paragraph, the words “the Inspector General” with the words “the Agency”;

(2) by replacing the third paragraph with the following :

“The Agency shall transmit a certified copy of the completed or corrected certificate to the enterprise registrar for the latter to deposit it in the register of sole proprietorships, partnerships and legal persons.”.

323. Section 588 of this Act is amended by replacing, in the second line, the words “the Inspector General” with the words “the Agency or the enterprise registrar” and, in the third line, the words “by the Inspector General” with the words “by the president and chief executive officer of the Agency or by any staff member so authorized by regulation or, as the case may be, by the enterprise registrar”.

324. Section 599 of this Act is amended :

(1) by inserting, after subparagraph (7) of the first paragraph, the following subparagraphs :

“7.(1) determine the policy the caisses must adopt in accordance with section 131.1 or elements of such a policy ;

“7.(2) determine the policy that a fédération must adopt in accordance with section 131.1 or elements of such a policy;”;

(2) by inserting, in subparagraph (9) of the first paragraph and after the word “audit”, the words “and inspection”.

325. Section 721 of this Act is amended, in the English text, by deleting, in the second line, the word “corporations”.

326. Section 727 of this Act is replaced with the following :

“**727.** The Agence nationale d’encadrement du secteur financier is responsible for the application of this Act.”.

327. Section 731 of this Act is amended, in the English text, by replacing, in the third line of the first paragraph, “sections 126 718” with “sections 718”.

328. Sections 13, 14, 21 to 24, 26, 42, 61, 71, 82, 113, 120, 122, 123, 127, 132, 135, 136, 138, 142, 146, 147, 151, 152, 157, 158, 160, 163, 166, 170, 175 to 182, 184, 185, 188 to 192, 194, 231, 243, 259, 265, 266, 268, 277 to 279, 283, 292, 314, 316, 325, 348, 350, 353, 355, 376, 379 to 381, 387, 389 to 391, 399, 403, 404, 406, 413, 424, 426, 427, 433 to 435, 442, 443, 445 to 449, 452, 453, 455 to 460, 463, 465, 467, 471, 478, 483, 485, 487, 488, 519, 523, 529 to 531, 534, 537, 538, 543, 545, 550 to 554, 557, 559, 562 to 565, 568 to 574, 581, 584, 587, 589, 590, 595, 597, 598, 605 and 609 of this Act are amended by replacing, everywhere they appear, the words “the Inspector General” or “the Inspector General of Financial Institutions” with the words “the Agency”, by making the necessary adaptations.

RELIGIOUS CORPORATIONS ACT

329. Sections 2, 5, 5.1, 6, 7, 15 and 16 of the Religious Corporations Act (R.S.Q., Chapter C-71) are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

330. This Act is amended by adding, after section 18, the following sections :

“**19.** The enterprise registrar is responsible for the administration of this Act.

“**20.** The Minister of Industry and Commerce is responsible for the application of this Act.”.

331. Formula 1 of this Act is amended by replacing, in the first line, the words “The Inspector General of Financial Institutions” with the words “The enterprise registrar”.

REAL ESTATE BROKERAGE ACT

332. Section 1 of the Real Estate Brokerage Act (R.S.Q., Chapter C-73.1) is amended by deleting, in the fifth line, the following: “a loan secured by immovable hypothec,”.

333. Section 2 of this Act, amended by section 722 of Chapter 29 of the Statutes of 2000, is further amended :

(1) by deleting, in subparagraph (5), the words “to a loan secured by immovable hypothec or”;

(2) by deleting, in subparagraph (6), the words “or engaging in a transaction relating to a loan secured by hypothec”;

(3) by deleting subparagraph (9).

334. Section 25 of this Act is amended by replacing, in the fourth line, the words “of the Bureau” with the words “of the Agence nationale d’encadrement du secteur financier”.

335. The heading Chapter VII of this Act is replaced with the following :

“THE ENTERPRISE REGISTRAR”.

336. Sections 61, 62, 75, 79, 101, 105, 106, 142, 144, 146 to 154, 160.3, 164, 166 and section 189 of this Act are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” and “the Inspector General” with the words “the enterprise registrar”.

337. Section 190 of this Act is replaced with the following :

“**190.** The Minister of Industry and Commerce is responsible for the application of this Act.”.

FORESTRY CREDIT ACT

338. Section 46.5 the Forestry Credit Act (R.S.Q., Chapter C-78) is amended by replacing, in the third line, the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier by virtue of the Deposit Insurance Act (R.S.Q., Chapter A-26)”.

ACT TO PROMOTE FOREST CREDIT BY PRIVATE INSTITUTIONS

339. Section 58 the Act to promote forest credit by private institutions (R.S.Q., Chapter C-78.1) is amended by replacing, in the second and third lines of the first paragraph, the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier for application of the Deposit Insurance Act (R.S.Q., Chapter A-26)”.

DEPOSIT ACT

340. Section 8 of the Deposit Act (R.S.Q., Chapter D-5) is amended :

(1) by inserting, in the fourth line of the first paragraph, after the word “bank”, the words “appearing in Schedules I and II of the Bank Act (R.S.C. (1985), Chapter B-1.01)”;

(2) by inserting, in the fourth line of the second paragraph, after the word “bank”, the words “appearing in Schedules I and II of the Bank Act”.

ACT RESPECTING THE DISTRIBUTION OF FINANCIAL PRODUCTS AND SERVICES

341. Section 5 of the Act respecting the distribution of financial products and services (R.S.Q., Chapter D-9.2) is amended by replacing, in the last line of the second paragraph, the words “the Bureau des services financiers” with the words “the Agence nationale d’encadrement du secteur financier”.

342. Section 12 of this Act is amended by replacing, at the end of the first paragraph, the words “the Bureau” with the following : “the Agence and to have complied with the requirement of section 320.1”.

343. Section 17 of this Act is amended by replacing, in the second and third lines, the following : “of the Bureau or, as the case may be, of the Commission des valeurs mobilières du Québec” with the words “of the Agency”.

344. Section 56 of this Act is amended :

(1) by deleting, in the first line of the first paragraph, the following : “Subject to section 60,”;

(2) by replacing, in the last line of the first paragraph, the words “the Bureau” with the words “the Agency”.

345. Section 58 of this Act is repealed.

346. Chapter III of Title I of this Act is repealed.

347. Section 72 of the Act respecting the distribution of financial products and services (R.S.Q., Chapter D-9.2), amended by section 637 of Chapter 29 of the Statutes of 2000, is further amended :

(1) by replacing, in the second point of the second paragraph, the words “a bank governed by the Act respecting banks and banking (Bank Act) (Revised Statutes of Canada (1985), Chapter B-1.01)” with the words “a bank or a foreign authorized bank appearing in Schedules I, II and III of the Bank Act (R.S.C. (1985), Chapter B-1.01)”;

(2) by replacing, in the second line of the first paragraph, the words “of the Bureau” with the words “the Agency”.

348. Section 77 of this Act is amended :

(1) by replacing the first paragraph with the following :

“The legal person that must, in addition to paying the fees required for registration, pay the dues required to the financial services compensation fund for application of section 278.”;

(2) by replacing, in the second line of the second paragraph, the words “to the Bureau” with the words “to the Agency”.

349. Section 81 of this Act is amended :

(1) by replacing, in the first line of the first paragraph, the words “to the Bureau” with the words “to the Agency”;

(2) by replacing the second paragraph with the following :

“A firm must also pay the dues required to the financial services compensation fund for application of section 278.”.

350. Section 83 of this Act is amended :

(1) by replacing, in the third and seventh lines of the first paragraph, the words “the Bureau” with the words “the Agency”;

(2) by replacing, in the first line of the second paragraph, “Notwithstanding sections 115 to 125” with “In spite of sections 115, 117, 119, and 121 to 124” and, in the last line, the words “the Bureau” with the words “the Agency”.

351. Section 96 of this Act is repealed.

352. Section 103 of the Act respecting the distribution of financial products and services (R.S.Q., Chapter D-9.2) is replaced by the following sections :

“**103.** A firm shall adopt a policy dealing with :

(1) a study of complaints lodged and claims filed by people with an interest in a product or service distributed by it;

(2) dispute resolution with regard to a product or service distributed by it.”

“**103.1.** A firm shall annually send to the Agency, at the closing date of the fiscal year of the company or at any other date the former may determine, a report as of that date regarding the policy specified in section 103.

In particular, this report indicates the number and nature of the complaints lodged by people dissatisfied with their study or the outcome of that study.

“103.2. The company sends the Agency a copy of its file regarding a complaint lodged by a person who is dissatisfied with its study or the outcome of that study.

The Agency shall examine the complaint file and may, in cases where it deems appropriate, act as mediator if the concerned parties so agree.”

353. Section 114 of this Act is repealed.

354. Section 116 of this Act is repealed.

355. Section 118 of this Act is repealed.

356. Section 119 of this Act is replaced with the following :

“119. There is an appeal before the Court of Québec for any decision rendered by the Agency pursuant to section 115.”.

357. Section 120 of this Act is repealed.

358. Section 121 of this Act is amended by deleting, in the second line, the following : “or, as the case may be, the Commission”.

359. Section 124 of this Act is replaced with the following :

“124. The secretary of the Agency shall transmit the record to the Court of Québec.”.

360. Section 125 of this Act is repealed.

361. Section 133 of this Act is amended by replacing, in the first paragraph, the words “collected by the Bureau on behalf of the financial services compensation fund and on behalf of the Chambers” with the words “it must pay to the financial services compensation fund for application of section 278”.

362. Section 135 of this Act is amended :

(1) by replacing, in the second line of the first paragraph, the words “to the Bureau” with the words “to the Agency” ;

(2) by replacing, in the second paragraph, the words “collected by the Bureau on behalf of the financial services compensation fund and on behalf of the Chambers” with the words “it must pay to the financial services compensation fund for application of section 278”.

363. Section 136 of this Act is amended:

(1) by replacing, in the last line of the first paragraph, the words “the Bureau” with the words “the Agency”;

(2) by replacing, in the first line of the third paragraph, “Notwithstanding sections 115 to 125, the Bureau” with “In spite of sections 115, 117, 119 and sections 121 to 124, the Agency”.

364. Section 141 of this Act is repealed.

365. Section 145 of this Act is repealed.

366. Section 146 of this Act is amended:

(1) by replacing, in the first line of the first paragraph, “103, 106 to 113, 115 to 117 to 119 to 127” with “103 to 103.2, 106 to 113, 115, 117, 119, 121 to 124 and 126”;

(2) by replacing, in the second line of the second paragraph, “103, 106 to 113, 115 to 117 and 119 to 127” with “103 to 103.2, 106 to 113, 115, 117, 119, 121 to 124, 126 and 127”.

367. This Act is amended by inserting, after section 157, the following:

“TITLE II.1

“MORTGAGE BROKER

“157.1. A mortgage broker is a person or partnership that carries out brokerage activities regarding loans secured by immovable hypothecs.

“157.2. Nobody may act as a mortgage broker, nor present himself as such, unless he holds a license issued for such purpose by the Agency.

“157.3. The Agency may refuse to issue a mortgage broker license if, in the view of the Agency, the person applying for it, or one of its directors, partners or officers, fails to present due honesty and competence.

“157.4. The Agency may revoke a mortgage broker’s license, suspend it or attach restrictions or conditions to it, if it considers that a broker fails to comply with the provisions of this Act or if required to protect the public.

In addition, it may impose a penalty not exceeding \$100 000 on the broker.

“157.5. Sections 106 to 109, 111, 112, 117, 119 and 121 to 124 apply, with the necessary adaptations.”.

368. Chapter I of Title III of this Act is repealed.

369. The heading of Chapter II of Title III of this Act is amended by adding, at the end, the words “of the Agency”.

370. Section 184 of this Act is amended :

(1) by replacing the first paragraph with the following :

“The Agency’s mission is to see to the protection of the public regarding the exercise of the activities governed by this Act.”;

(2) by replacing, in the first line of the second paragraph, the word “he” with the word “it”.

371. This Act is amended by inserting after section 186 the following :

“**186.1.** In the case of a complaint filed against a certificate holder, the Agency shall advise the firm or the independent partnership to which the certificate holder is attached of the filing of the complaint and its nature.”.

372. Section 187 of this Act is replaced with the following :

“**187.** The Agency shall also receive complaints filed against mortgage brokers and distributors.

It shall investigate complaints of a penal nature and, if it considers that there exists sufficient evidence that an infraction has been committed, it shall file suit.

It shall examine complaints of a civil nature and may forward them to the mortgage broker and lender concerned or, as the case may be, to the distributor and the insurer concerned.

The Agency shall mention, in a periodic report published in its information bulletin, the types of complaints of a civil nature it has received.”.

373. Section 188 of this Act is amended by replacing, in the first line, the words “The Bureau shall forward every complaint it receives concerning a representative to the syndic having jurisdiction or to the co-syndic” with the words “The Agency shall forward every complaint it receives concerning a representative to the syndic having jurisdiction”.

374. Section 189 of this Act is amended :

(1) by replacing the first paragraph, with the following :

“The Agency may conclude agreements with the government, a government body or any other person in Québec.”;

(2) by replacing, in the first and second lines of the second paragraph, “The Bureau may, after obtaining the advice of the Commission, enter into agreements authorized by law” with “The Agency may, under the law, enter into agreements”.

375. This Act is amended by inserting, after section 189, the following :

“**189.1.** The Agency may, with the authorization of the government, conclude an agreement with any body or legal person for the examination of complaints filed by persons dissatisfied with their conclusion.

Such an agreement may also stipulate that the body or legal person may, if it deems it advisable, act as a mediator if the interested parties agree.”.

376. Section 191 of this Act is amended :

(1) by replacing, in the first line, the words “The Bureau” with the words “The Agency”;

(2) by deleting, in the second line, the words “or the co-syndic”.

377. Section 192 of this Act is replaced with the following :

“**192.** The Agency may request from a chamber or a syndic any information or document necessary for the exercise of its functions.”.

378. Section 193 of this Act is replaced with the following :

“**193.** The Agency shall periodically publish an information bulletin to inform representatives, firms, independent representatives and independent partnerships as well as the public of its activities. In particular, the hearing schedule of the discipline committees, a summary of the decisions reached by the Agency regarding firms, independent representatives and independent partnerships and holders of restricted-practice certificates, decisions reached regarding representatives and a summary of the Agency’s activity report must be published.”.

379. Section 194 of this Act is amended :

(1) by replacing the first paragraph with the following :

“The Agency shall publish its draft regulations in the information bulletin.”;

(2) by replacing the third paragraph with the following :

“The Agency shall also publish all the regulations approved by the government in the information bulletin.”.

380. Section 195 of this Act is repealed.

381. Section 196 of this Act is amended :

(1) by replacing, in the first line of the first paragraph, the words “The Bureau” with the words “the Agency”;

(2) by deleting the third paragraph.

382. Section 198 of this Act is amended :

(1) by replacing, in the first line of the first and second paragraphs, the words “The Bureau” with the words “the Agency”;

(2) by deleting the third paragraph;

(3) by replacing, in the first line of the fourth paragraph, “174.1 to 174.11 and 174.13 to 174.16” with “174.13 to 174.16” and, in the last line, the words “the Bureau” with the words “the Agency”;

(4) by deleting the fifth paragraph.

383. Section 200 of this Act is amended :

(1) by replacing the introductory sentence by the following :

“The Agency may, for each discipline, determine by regulation :”;

(2) by inserting, after subparagraph (5), the following subparagraph :

“5.(1) the rules relating to compulsory continuous training of financial planners;”.

384. Section 201 of this Act is replaced with the following :

“201. The Agency may, by regulation, determine the rules of professional conduct applicable to securities representatives.”.

385. Section 202 of this Act is amended :

(1) by replacing, in the first paragraph, the introductory sentence by the following :

“The Agency may, for each discipline, determine by regulation :”;

(2) by deleting the second paragraph.

386. This Act is amended by inserting, after section 202, the following :

202.1. The Agency shall determine, by regulation :

- (1) the rules of professional conduct applicable to representatives, other than securities representatives, of each discipline or category of discipline ;
- (2) the rules relating to the compulsory continuous training of each discipline or category of discipline other than in financial planning.”.

387. Section 203 of this Act is amended :

- (1) by replacing, in the first line of the first paragraph, the words “The Bureau” with the words “The Agency” ;
- (2) by deleting the second paragraph.

388. This Act is amended by inserting, after section 203, of the following section :

“203.1. The Agency may, regarding mortgage brokers, determine by regulation :

- (1) the conditions and the restrictions concerning the exercise of mortgage broker activities ;
- (2) the rules applicable to the solicitation of customers and to the representations made by a broker ;
- (3) the information relating to the services provided by a broker to a customer and how he must do so ;
- (4) the length of validity of a broker’s license ;
- (5) the fees payable by a broker for the issuance and renewal of a license ;
- (6) the rules and terms and conditions relating to the issuance and renewal of a license ;
- (7) how it must be advised by a broker, and the time within which it must be advised, of any change to the information entered in the register concerning it.

The Agency may exercise the powers conferred on it under paragraphs (1) to (3) regarding the holder of a mortgage broker license and regarding his employees.”.

389. Section 204 of this Act is replaced with the following :

“204. The Agency may exercise the powers conferred on it under sections 200 to 203 according to the categories of disciplines it may determine”.

390. Section 205 of this Act is replaced with the following :

“**205.** The Agency may, for each discipline, allow representatives of a given discipline to exercise their activities in Québec from another province or from another country and set the conditions for the exercise of such activities.”.

391. Section 207 of this Act is replaced with the following :

“**207.** The Agency may, by regulation, for the purposes of sections 26 and 53, determine what constitutes a business relationship and establish rules regarding its disclosure.”.

392. Section 217 of this Act is replaced with the following :

“**217.** A regulation made pursuant to this Act shall be subject to the approval of the government which may approve it with or without amendment.

The government may enact a regulation should the Agency fail to make it within the time the government indicates.”.

393. Section 221 of this Act is repealed.

394. Section 223 of this Act is amended :

(1) by replacing, in the introductory sentence of the first paragraph, the words “The Bureau” with the words “the Agency”;

(2) by replacing subparagraph (8) of the first paragraph with the following :

“8° the rules relating to the keeping of records and the register of commissions;”;

(3) by deleting subparagraph (10) of the first paragraph.

(4) by deleting the second and third paragraphs.

395. Section 224 of this Act is amended :

(1) by replacing, in the first line of the first paragraph, the words “The Bureau” with the words “The Agency”;

(2) by deleting the second paragraph.

396. Section 225 of this Act is amended :

(1) by replacing, in the first line of the first paragraph, the words “The Bureau” with the words “The Agency”;

(2) by deleting the second paragraph.

397. Section 226 of this Act is amended:

(1) by replacing, in the first line of the first paragraph, the words “The Bureau” with the words “the Agency”;

(2) by deleting the second paragraph.

398. Section 227 of this Act is amended:

(1) by replacing, in the introductory sentence of the first paragraph, the words “the Commission” with the words “the Agency”;

(2) by deleting the second paragraph.

399. Section 228 of this Act is amended:

(1) by replacing, in the introductory sentence of the first paragraph, the words “The Bureau” with the words “The Agency”;

(2) by deleting subparagraph (1) and (2) of the first paragraph;

(2) by deleting the second paragraph.

400. Section 230 of this Act is amended:

(1) by replacing, in the first line, the words “of the Bureau” with the words “of the Agency”;

(2) by deleting, at the end of the last line, the following: “or 116”.

401. Section 233 of this Act is repealed.

402. This Act is amended by inserting, after section 235, the following section:

“**235.1.** The Agency shall keep and maintain a register of mortgage brokers to which it has issued a license.

This register shall contain, if the holder of the license is a natural person, his name, the address of his establishment, the conditions and restrictions that may apply to his license and its period of validity.

This register shall contain, if the holder of the license is a legal person, the address of its head office and of any establishment it maintains in Québec as well as the conditions and restrictions that may apply to its license and its period of validity.

If the holder of the license is a partnership, this register shall contain, in addition to the information stipulated in the third paragraph, the name of each partner.

This register shall also contain any other information relating to the holder of the license that the Agency considers appropriate.”.

403. Section 237 of this Act is repealed.

404. Section 238 of this Act is amended by replacing, in the first and second lines, the words “and independent partnerships shall inform the Bureau” with “; independent partnerships as well as mortgage brokers shall inform the Agency”.

405. Section 244 of this Act is amended :

(1) by replacing, in the first line, the words “The Bureau” with the words “The Agency”;

(2) by adding, at the end, the words “relating to the administration of this Act”.

406. Sections 245 to 247 of this Act are repealed.

407. Section 248 of this Act is replaced with the following :

“**248.** Subject to the dues to an insurance fund or to the Fonds d’indemnisation des services financiers, the amounts payable to the Agency under this Act shall be part of its revenues. Such revenues shall be applied to the payment of its expenses incurred for the purposes of the administration of this Act.”.

408. Sections 250 to 255 of this Act are repealed.

409. Section 256 of this Act is replaced with the following :

“**256.** The Agency must, no later than July 31 of each year, provide the Minister with a report of its activities relating to the administration of this Act for the preceding fiscal year.

The report must contain all the information required by the Minister.

The report shall mention the Agency’s findings on how firms, independent representatives, independent partnerships and restricted-practice certificate holders protect the personal information they hold on their clients.”.

410. Section 258 of this Act is amended by adding, after the first paragraph, the following paragraph :

“This fund shall be assigned to the payment of indemnities payable to victims of fraud, fraudulent practices or misappropriation of funds for which a firm, an independent representative or an independent partnership is liable.”.

411. This Act is amended by inserting, after section 258, the following section :

“258.1.The Fonds d’indemnisation des services financiers shall be constituted of dues paid by firms, independent representatives or independent partnerships pursuant to section 278 as well as of amounts recovered under section 277.”.

412. Sections 259 to 273 of this Act are repealed.

413. Section 274 of this Act is replaced by the following :

“274. The amounts constituting the Fonds d’indemnisation des services financiers are administered by the Agency. The Agency shall keep separate books regarding such amounts and the costs of its administration and of its operation pursuant to this title shall be defrayed from the amounts constituting the Fund.

The assets of the Fund are not part of the assets of the Agency and may not be used for the execution of the Agency’s obligations.

“274.1.The Agency, in accordance with the rules determined by regulation, shall rule on the admissibility of claims submitted to it and shall decide on the amount indemnities to pay.”.

414. Section 275 of this Act is replaced with the following :

“275. The Agency may obtain from a syndic any information or any document necessary for the pursuit of its functions.”.

415. Section 276 of this Act is amended by replacing, in the first line, the words “The fund” with the words “The Agency”.

416. Section 277 of this Act is amended :

1° by replacing, in the first line, the words “The fund” with the words “The Agency”;

2° by adding, at the end, the following sentence :

“The amounts so recovered shall be paid into the fund.”.

417. Section 278 of this Act is amended :

1° by replacing the words “The fund” with the words “The Agency”;

2° by eliminating the third paragraph.

418. Section 279 of this Act is amended by replacing the words “made by” with the words “of the amounts constituting”.

419. Sections 280 to 283 of this Act are repealed.

420. Section 292 of this Act is repealed.

421. Section 294 of this Act is amended by eliminating the second paragraph.

422. Section 295 of this Act is amended:

1° by replacing, in the first line of the first paragraph, the words “The secretary of the Bureau” with the words “The chamber”;

2° by replacing the second paragraph with the following:

“The chamber shall then forward a list of the candidates declared elected to the Minister and to the Agency which shall publish the list in its information bulletin.”.

423. Section 296 of this Act is amended by eliminating the second paragraph.

424. Section 297 of this Act is amended by eliminating the second paragraph.

425. Section 300 of this Act is amended by eliminating, in the third line of the second paragraph, the following: “held by the secretary of the Bureau”.

426. Section 312 of this Act is amended by inserting, after the first paragraph, the following:

The chambers shall exercise, as self-regulating bodies covered in titled III of the Act respecting the Agence nationale d’encadrement du secteur financier (*report here the year and number of the chapter of this Act*), the functions and powers stipulated in this chapter, in chapter III of this title and in chapters I and II of title VI of this Act.

They shall also exercise, regarding their contributors, the regulatory power stipulated in section 202.1.”.

427. Section 313 of this Act is amended:

1° by eliminating sub-paragraphs 1° and 2° of the first paragraph ;

2° by replacing the second paragraph with the following :

“Section 217 shall not apply to a regulation made under the first paragraph.”.

428. Section 315 of this Act is amended by adding, at the end, the following paragraph :

“Section 217 shall not apply to a regulation made under the second paragraph.”.

429. Section 320 of this Act is replaced by the following :

“320. A chamber shall determine, by regulation, the amount of the annual dues its contributors must pay to it.

This regulation shall be submitted to the contributors for approval.

Section 217 shall not apply to a regulation made under the first paragraph.

“320.1.A representative must pay the chamber the dues determined pursuant to section 320.”.

430. Sections 321 and 322 of this Act are repealed.

431. Section 325 of this Act is amended :

1° by replacing, in the third line, the words “the Bureau” with the words “the Agency” ;

2° by eliminating the second paragraph.

432. This Act is amended by inserting, after section 325, the following :

“325.1.The auditor shall have access to all the books, registers, accounts and other accounting records of the chamber and the as well as the supporting documents. A person with custody of such documents must facilitate the auditor’s examination of them.

He may require the members, mandataries and employees of the chamber to provide the information and documents necessary for the pursuit of his mandate.

“325.2.At the Agency’s request, the auditor shall also audit the quality and operation of the systems and procedures implemented by the chamber to ensure that the acquisition and use of its resources are carried out with due regard for economy and efficiency.

“325.3. The auditor may require that board of directors hold a meeting on any question relating to his mandate.”.

433. Section 327 of this Act is amended by eliminating the second paragraph.

434. Section 328 of this Act is amended by eliminating the second paragraph.

435. Section 329 of this Act is amended by eliminating, in the first line, the words “and of the co-syndic”.

436. Section 330 of this Act is replaced with the following :

“330. The syndic of the Chambre de la sécurité financière shall exercise his functions regarding representatives in insurance of persons, group insurance representatives, financial planners and securities representatives.

The syndic of the Chambre de l’assurance de dommages shall exercise his functions regarding damage insurance agents, damage insurance brokers and claims adjusters.

A syndic shall have jurisdiction regarding a representative authorized to act in more than one discipline when one of these lie within his jurisdiction.”.

437. Section 331 of this Act is amended by eliminating the second paragraph.

438. Section 332 of this Act is amended :

1° by eliminating, in the first line of the first paragraph, the words “or co-syndic”;

2° by eliminating, in the second paragraph, the words “or co-syndic”.

439. Section 333 of this Act is amended by eliminating, in the first line the second paragraph, the words “or co-syndic”.

440. Section 334 of this Act is amended by eliminating, in the first line, “, co-syndic”.

441. Section 335 of this Act is replaced with the following :

“335. The syndics may exchange personal information among them and with the Agency to detect or reprimand any violation of this Act or its regulations.

They may also obtain any information from the Agency regarding the Fonds d'indemnisation des services financiers.”.

442. Section 336 of this Act is replaced with the following :

“**336.** When a syndic receives a complaint, he shall advise the Agency thereof as well as another syndic who has jurisdiction regarding the representative.”.

443. Section 337 of this Act is amended by eliminating, in the second line, the words “or the co-syndic.”

444. Section 338 of this Act is amended by eliminating, in the first line, the words “and the co-syndic”.

445. Section 339 of this Act is amended by eliminating, at the end of the last line, the words “or by the co-syndic”.

446. Section 343 of this Act is amended by eliminating, in the first and second lines, “, a co-syndic”.

447. Section 344 of this Act is amended :

1° by eliminating, in the first line of the first paragraph, the word “or the co-syndic”;

2° by replacing, at the end of the second paragraph, the words “by the Bureau or by the Commission” with the words “the Agency”.

448. Section 345 of this Act is amended by eliminating the words “or the co-syndic”.

449. Section 347 of this Act is amended by replacing the first paragraph with the following :

“A syndic shall notify in writing a person who requested that an investigation be held of its decision not to file a complaint, giving the reasons for the decision and shall advise him of the possibility of seeking the opinion of the Agency’s review committee.”.

450. Sections 348 to 350 of this Act are amended by eliminating the words “or the co-syndic” and “or co-syndic” as the case may be.

451. Section 351 of this Act is replaced with the following :

“**351.** The syndics shall submit a report of their activities to the chambers and to the Agency in the manner determined by the Agency.”.

452. This Act is hereby amended by inserting, after section 351, the following :

“TITLE VI

“REVIEW COMMITTEE”

351.1. A review committee is hereby established within the Agency.

The purpose of this committee is to give each person who requests from it and who asked the syndic of one of the Chambers to conduct an investigation, an opinion concerning the syndic’s or assistant’s decision not to file a complaint.

This committee shall be made up of the members appointed by the Agency, whose number it shall determine.

At least two of the persons that it appoints shall be chosen from among the persons whose names appear on a list that the Agency may draw up for such purpose. The persons appointed in accordance with this paragraph shall be entitled, insofar as and under the conditions determined by the Government, to an attendance allowance and to the reimbursement of reasonable expenses which they incurred in the performance of this duty. This allowance and this reimbursement shall be paid by the Agency.

The committee shall sit with three persons, at least one of whom shall be chosen in accordance with the fourth paragraph.

If the number of persons appointed so permits, the committee can sit in divisions of three persons, at least one of whom shall be chosen in accordance with the fourth paragraph.

“351.2. The person who asked the syndic to conduct an inquiry may, within 30 days following the date of receipt of the syndic’s or assistant’s decision not to file a complaint before the discipline committee, request the opinion of the review committee.

Within 90 days following the date of receipt of the request for an opinion referred to in the first paragraph, the review committee shall render its decision in writing after having examined the entire matter and the evidence, which the syndic or assistant shall transmit to the committee, and after having heard the syndic or assistant as well as the person who requested the inquiry.

“351.3. The review committee may in its opinion :

(1) conclude that there is no reason to file a complaint before the discipline committee ;

(2) ask the syndic or assistant to complete his inquiry ;

(3) conclude that there is reason to file a complaint before the discipline committee and suggest the name of a person who, acting in the capacity of a syndic, can file a complaint.”.

453. Section 379 of this Act is amended by deleting, in the first and second lines of the first paragraph, the words “with respect to a representative, except a representative authorized to act in the securities field”;

454. Section 380 of this Act is repealed.

455. Section 381 of this Act is amended by deleting, in the second line, the following: “or, as the case may be, the Commission”.

456. Section 382 of this Act is amended:

1) by replacing, in the first line of the first paragraph, “under section 379 or 380” by “under section 379”;

2) by deleting the second and third paragraphs.

457. Section 383 of this Act is amended by deleting, in the second line, “or, as the case may be, to the Commission”.

458. Section 384 of this Act is repealed.

459. Chapters I and II of Title VII of this Act, including sections 385 to 402, are repealed.

460. Section 419 of this Act is repealed.

461. Section 449 of this Act is amended:

1) by replacing, in the introductory sentence of the first paragraph, the words “The Bureau” with the words “The Agency”;

2) by deleting the second paragraph.

462. Section 454 of this Act is amended by replacing in the first and second lines, the words “The Bureau, or a panel of three of its members established for the purpose” with the words “The Agency”.

463. Section 456 is amended by replacing, in the first and second lines of the first paragraph, the words “the Bureau or by a panel of its members” with the words “the Agency”.

464. This Act is amended by inserting, after section 467, the following section:

“467.1. Every person who acts as a mortgage broker or purports to be one without being the holder of a mortgage broker’s licence or without being a partner or an employee of a holder of such a licence is guilty of an offence.”.

465. Section 468 of this Act is amended by inserting after the words “firm” “, of a mortgage broker”.

466. Section 483 of this Act is amended :

- 1) by inserting, in the first line, after what follows : “director,” , “partner,” ;
- 2) by inserting, in the second line, after the words “legal person”, the words “or a partnership”.
- 3) by inserting, in the third line, after the words “legal person”, the words “or this partnership”.

467. Section 484 of this Act is repealed.

468. Sections 492 and 493 of this Act are replaced by the following :

“492. Proceedings for an offence under any of sections 461 to 483 may be instituted by the Agency.

When the Agency has taken charge of the prosecution, the fine imposed to punish the offence belongs to the Agency.”.

469. Section 494 of this Act is amended by replacing, in the first line of the second paragraph, the words “of the Bureau or of the Commission” with the words “of the Agency”.

470. This Act is amended by inserting after section 494, the following :

“TITLE IX.1

“REGULATORY POWERS OF THE GOVERNMENT

“494.1. The Government may, by regulation :

- (1) determine the policy that firms shall adopt pursuant to section 103 or elements of this policy ;
- (2) determine the policy that independent representatives shall adopt pursuant to section 103 or elements of this policy ;
- (3) determine the policy that independent partnerships shall adopt pursuant to section 103 or elements of this policy.”.

471. Section 542 of this Act is amended by adding, at the end, “, pursuant to the provisions stipulated in Title II.1”.

472. Section 553 of this Act is amended :

(1) by deleting, in the first line of the first paragraph, “Notwithstanding section 96,”;

(2) by inserting, in the second line of the first paragraph, after the words “immovable hypothec” the words “on behalf of a firm”;

(3) by replacing, in the second line of the second paragraph, the words “the Bureau” with the words “the Agency”.

473. Section 559 of this Act is amended by replacing, in the first line, the words “The Fonds d’indemnisation des services financiers” with the words “The Agency”.

474. Section 560 of this Act is amended by replacing, in the third and fourth lines of the first paragraph, the words “the Fonds d’indemnisation des services financiers” with the words “the Agency”.

475. Section 561 of this Act is replaced by the following :

“561. The Government may, from 1 October 2004, authorize the Agency to integrate in the Fonds d’indemnisation des services financiers the amounts from the three separate funds referred to in section 558.”.

476. Section 563 of this Act is repealed.

477. Section 566 of this Act is amended :

1) by replacing, in the first line of the first paragraph, the words “The Bureau” with the words “The Agency”;

2) by replacing, in the second paragraph, “117 to 127” by “117, 119, 121 to 124, 126 and 127”.

478. This Act is amended by inserting, after section 580, the following section :

580.1. The Agence nationale d’encadrement du secteur financier is responsible for the administration of this Act.”.

479. Sections 13, 19, 22, 29, 41, 44, 46, 57, 71 to 73, 74, 76, 78, 79, 88, 93, 104 to 108, 112, 115, 117, 122, 123, 126 to 128, 130 to 132, 139, 144, 185, 186, 190, 197, 199, 206, 208 to 213, 215, 216, 218 to 220, 222, 229, 231, 232, 234 to 236, 239 to 243, 249, 286, 300, 314, 317, 318, 326, 346, 368 to 370,

413, 414, 416 to 418, 422, 423, 428, 432, 440, 443, 445, 447, 450 to 452, 455, 457 to 462, 465, 474, 476, 535, 539, 540, 545, 549, 554 and 567 of this Act, amended by Chapter 29 of the Statutes of 2000 and by Chapter 9 of the Statutes of 2001, are amended by replacing, everywhere they are found, the words “the Bureau” with the words “the Agency”, by making the necessary adaptations.

480. Sections 53 to 55, 98, 99, 214 and 319 of this Act, amended by Chapter 29 of the Statutes of 2000 and by Chapter 9 of the Statutes 2001, are amended by replacing, everywhere they are found, the words “the Commission” with the words “the Agency”, by making the necessary adaptations.

ROMAN CATHOLIC BISHOPS ACT

481. Sections 2.2, 3, 6, 13, 17 and 19 of the Roman Catholic Bishops Act (R.S.Q., Chapter E-17) are amended by replacing, everywhere they are found, the words “Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

482. This Act is amended by adding, after section 21, the following sections :

“**22.** The enterprise registrar is responsible for the administration of this Act.

“**23.** The Minister of Industry and Trade is responsible for the application of this Act.”.

ACT RESPECTING NASDAQ STOCK EXCHANGE ACTIVITIES IN QUÉBEC

483. Section 2 of the Act respecting Nasdaq Stock Exchange activities in Québec (R.S.Q., Chapter E-20.01) is amended by replacing, in the third and fourth lines, “169 of the Securities Act (Chapter V-1.1) to carry on business in Québec” with “56 of the Agence nationale d’encadrement du secteur financier (*report here the year and number of the chapter of this Act*)” and is authorized to carry on its stock exchange activities under the meaning of section 169 of the Securities Act (Chapter V-1.1)”.

484. Section 5 of this Act is amended by replacing, in the third line of the second paragraph, “26 of section 231” with “32 of section 231.1”.

485. Section 6 of this Act is amended by replacing, in the third and fourth lines, the words “the Commission des valeurs mobilières du Québec” with the words “the Agence nationale d’encadrement du secteur financier” and, in the fifth line the words “Securities Act (Chapter V-1.1)” with the words “Act respecting the Agence nationale d’encadrement du secteur financier”.

486. Section 7 of this Act is amended :

(1) by replacing, in the first, second and third lines of the first paragraph, “the Commission des valeurs mobilières du Québec under sections 177 to 181 of the Securities Act (Chapter V-1.1)” with the words “the Agence nationale d’encadrement du secteur financier under in articles 69 to 75 of the Act respecting the Agence nationale d’encadrement du secteur financier (*report here the year and number of the chapter of this Act*)”;

(2) by replacing, in the sixth line of the first paragraph and the first line of the second paragraph, the words “the Commission” with the words “the Agency”;

(3) by replacing, in the third and fourth lines of the second paragraph, “180.1 and following the Securities Act” by “73 and following the Act respecting the Agence nationale d’encadrement du secteur financier”;

487. Section 8 of this Act is amended :

(1) by replacing, in the second line, the words “the Commission des valeurs mobilières du Québec” with the words “the Agence nationale d’encadrement du secteur financier”;

(2) by inserting in the third line, after the words “as a” the words “stock exchange and”;

(3) by adding, at the end “and of the Act respecting the Agence nationale d’encadrement du secteur financier (*report here the year and number of the chapter of this Act*)”.

ACT RESPECTING FABRIQUES

488. Sections 2, 11, 16 and 21 of the Act respecting Fabriques (R.S.Q., Chapter F-1) are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

489. This Act is amended by adding, after section 74, the following sections :

“**75.** The enterprise registrar is responsible for the administration of this Act.

“**76.** The Minister of Industry and Commerce is responsible for the application of this Act.”

ACT TO ESTABLISH FONDACTION, LE FONDS DE DÉVELOPPEMENT OF THE CONFÉDÉRATION DES SYNDICATS NATIONAUX POUR LA COOPÉRATION ET L'EMPLOI

490. Section 7 of the Act to establish Fondation, le Fonds de développement of the Confédération des syndicats nationaux pour la coopération et l'emploi (R.S.Q., Chapter F-3.1.2) is amended by replacing, in the third line of the second paragraph, the words “the Inspector General of Financial Institutions” with the words “the enterprise registrar”.

491. Section 21 of this Act is amended by inserting, in the first line of subparagraph (3) of the fourth paragraph, after the word “bank”, the words “or a foreign authorized bank appearing in Schedules I, II and III of the Bank Act”; (R.S.C. (1985), Chapter B-1.01)”.

492. Section 37 of this Act is amended :

(1) by replacing, in the second line of the first paragraph, the words “the Commission des valeurs mobilières du Québec” with the words “the Agence nationale d'encadrement du secteur financier”;

(2) by replacing, in the first line of the third paragraph, the words “The Commission” with the words “The Agency”.

ACT TO ESTABLISH THE FONDS DE SOLIDARITÉ DES TRAVAILLEURS DU QUÉBEC (F.T.Q.)

493. Section 6 of the Act to establish the Fonds de solidarité des travailleurs du Québec (F.T.Q.) (R.S.Q., Chapter F-3.2.1) is amended by replacing, in the third and fourth lines of the second paragraph, the words “the Inspector General of Financial Institutions” with the words “the enterprise registrar”.

494. Section 16 of this Act is amended by inserting, in the first line of subparagraph (3) of the fourth paragraph, after the word “bank”, the words “or a foreign authorized bank appearing in Schedules I, II and III of the Bank Act” (R.S.C. (1985), Chapter B-1.01)”;

495. Section 29 of this Act is amended by replacing, in the second line of the second paragraph, the words “the Commission des valeurs mobilières du Québec” with the words “the Agence nationale d'encadrement du secteur financier”.

496. Section 30 of this Act is amended :

(1) by replacing, in the second line of the first paragraph, the words “the Commission des valeurs mobilières du Québec” with the words “the Agence nationale d'encadrement du secteur financier”;

(2) by replacing, in the first line of the third paragraph, the words “The Commission” with the words “The Agency”.

TAXATION ACT

497. Section 1 of the Taxation Act (R.S.Q., Chapter I-3) is amended, by adding, in subparagraph (i) of subsection (b) of the definition of “registered securities broker”, after the words “has obtained” the words “of the Agence nationale d’encadrement du secteur financier,”.

498. Section 895 of this Act is amended, by adding, in the second line of subparagraph (d), after the words “the promoter” the words “to the Agence nationale d’encadrement du secteur financier,”.

499. Section 897 of this Act is amended, by adding, in the fourth line, after the words “un tel prospectus”, the words “to the Agence nationale d’encadrement du secteur financier,”.

500. Sections 346.2, 998, 999.0.1 and 1175.1 of this Act are amended by replacing, everywhere they appear, the words “Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”, by making the necessary adaptations.

501. Sections 726.4.7.2, 965.1, 965.6.23.1, 965.7, 965.9.2, 965.9.7.0.2, 965.9.7.1, 965.9.7.2, 965.9.7.3, 965.24.2, 965.28, 965.28.1, 965.28.2, 965.31.5, 979.1, 1029.8.36.95, 1049.2.8 et 1049.2.9 of this Act are amended by replacing, everywhere they appear, the words “the Commission des valeurs mobilières du Québec” or “Commission” with the words “the Agence nationale d’encadrement du secteur financier,” by making the necessary adaptations.

ACT RESPECTING THE DISCLOSURE OF THE COMPENSATION RECEIVED BY THE EXECUTIVE OFFICERS OF CERTAIN LEGAL PERSONS

502. Section 3 of the Act respecting the disclosure of the compensation received by the executive officers of certain legal persons (R.S.Q., Chapter I-8.01) is amended by deleting the second paragraph.

503. Section 6 of this Act is amended by replacing, in the first line, the words “A body responsible for the administration of this Act” with the words “The Agence nationale d’encadrement du secteur financier”.

504. Section 7 of this Act, amended by section 99 of Chapter 38 of the Statutes of 2001, is replaced with the following :

“**7.** The Agence nationale d’encadrement du secteur financier is responsible for the administration of this Act.”

It may, in this respect, exercise the powers conferred on it by the Securities Act.”

ACT RESPECTING THE INSPECTOR GENERAL OF FINANCIAL INSTITUTIONS

505. The title of the Act respecting the Inspector General of Financial Institutions (R.S.Q., Chapter I-11.1) is amended by the following :

“An Act respecting the enterprise registrar”.

506. Section 1 of this Act is amended :

(1) by replacing the first paragraph with the following :

“An enterprise registrar is charged with fulfilling the duties and exercising the powers conferred to it by the Companies Act (Chapter C-38), the Real Estate Brokerage Act (Chapter C-73.1), the Winding-up Act (Chapter L-4), the Act respecting the special powers of legal persons (Chapter P-16) and the Act respecting the legal publicity of sole proprietorships, partnerships and legal persons (Chapter P-45).”;

(2) by deleting, in the second paragraph, the words “supervise and inspect financial institutions and”.

507. Section 8 of this Act is amended :

(1) by replacing, in the first line of the first paragraph, the words “The Inspector General” with the words “The enterprise registrar” ;

(2) by deleting the second paragraph.

508. Section 18 of this Act is amended by replacing, in the second line, the words “the inspector” with the words “the enterprise registrar”.

509. Section 26 of this Act is amended :

(1) by replacing, in the first line of the first paragraph, the words “The Inspector General” with the words “The enterprise registrar” ;

(2) by deleting, in the second line of the first paragraph, the words “as a shareholder”.

510. Section 27 of this Act is repealed.

511. Section 28 of this Act is repealed.

512. Section 32 of this Act is amended by replacing “in sections 14 and 28” with “in section 14”.

513. Sections 36 to 41 of this Act are repealed.

514. Section 42 of this Act is replaced with the following :

“**42.** The registrar is authorized to use any document or means of identification already prepared with the name of Inspector General of Financial Institutions until he replaces them by documents or means of identification prepared with his name.”.

515. Section 44 of this Act is amended :

(1) by replacing, in the second line of the first paragraph, the expressions “Minister of Financial Institutions and Cooperatives”, “Superintendent of Insurance” with the “expression “Inspector General of Financial Institutions” or “Inspector General”;

(2) by replacing the second paragraph with the following :

“The by-law passed for applying this section may take effect as of any date not earlier than (*indicate here the date of coming into force of section 506*).”.

516. Section 45 of this Act is replaced with the following :

“**45.** In any order, order in council, proclamation, contract or document, the expressions “Inspector General of Financial Institutions” and “Inspector General” designate the enterprise registrar with respect to the duties or powers that are entrusted to him or, if the Government decides otherwise, any other person or organization he designates.

An order of the Government made pursuant to the first paragraph may have effect from any date not earlier than (*indicate here the date of coming into force of section 506*).”

517. Section 46 of this Act is amended by deleting “for the fiscal years 1982-1983 and 1983-1984 out of the consolidated income fund and, for subsequent years,”.

518. Section 55 of this Act is repealed.

519. Section 275 is amended by replacing the words “of Finance” with the words “of Industry and Commerce”.

520. Sections 2 to 7, 9, 9.1, 10 to 14, 16, 17, 20 to 25, 29 to 31, 34, 35 and 43 are amended by replacing, everywhere they appear, the words “Inspector General of Financial Institutions” or “Inspector General” with the words “enterprise registrar”.

ACT RESPECTING THE INSTITUT DE LA STATISTIQUE DU QUÉBEC

521. Section 39 of the Act respecting the Institut de la statistique du Québec (R.S.Q., Chapter I-13.011), amended by section 660 of Chapter 29 of the Statutes of 2000, is further amended by inserting, in the second line of subparagraph (1), after the word “bank”, the words “or a foreign authorized bank appearing in Schedules I, II and III of the Bank Act” (R.S.C. (1985), Chapter B-1.01)”.

THE EDUCATION ACT FOR CREE, INUIT AND NASKAPI NATIVE PERSONS

522. Section 233 of the Education Act for Cree, Inuit and Naskapi Native Persons (R.S.Q., Chapter I-14) is amended by replacing, in the second line of the third paragraph, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”.

WINDING-UP ACT

523. Sections 9, 17, 18, 19, 25.1, 32 and 32.1 of the Winding-up Act (R.S.Q., Chapter L-4) are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar,” by making the necessary adaptations.

524. This Act is amended by adding, after section 33, the following sections :

“**34.** The enterprise registrar is responsible for the administration of this Act.”

“**35.** The Minister of Industry and Commerce is responsible for the application of this Act.”

ACT RESPECTING THE MINISTÈRE DE LA CULTURE ET DES COMMUNICATIONS

525. Section 18 of the Act respecting the ministère de la culture et des communications (R.S.Q., Chapter M-17.1) is amended, by replacing, in the second and third lines of the first paragraph, the words “to the Inspector General of Financial Institutions” with the words “to the enterprise registrar”.

526. Section 38 of this Act is amended by replacing, in the first line, the words “the Inspector General of Financial Institutions” with the words “the enterprise registrar”.

ACT RESPECTING THE SPECIAL POWERS OF LEGAL PERSONS

527. Sections 5, 7, 14, 17, 19, 20, 24 and 53 of the Act respecting the special powers of legal persons (R.S.Q., Chapter P-16) are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

528. Section 54 of this Act is amended by replacing the words “Minister of Finance” with the words “Minister of Industry and Commerce”.

PUBLIC PROTECTOR ACT

529. Section 15 of the Public Protector Act (R.S.Q., Chapter P-32) is amended by replacing of subparagraph (5) with the following :

(5) the Agence nationale d’encadrement du secteur financier.”.

CONSUMER PROTECTION ACT

530. Section 321 of the Consumer Protection Act (R.S.Q., Chapter P-40.1) is amended by replacing, in the last line, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”.

ACT RESPECTING THE LEGAL PUBLICITY OF SOLE PROPRIETORSHIPS, PARTNERSHIPS AND LEGAL PERSONS

531. Sections 8, 9, 10, 15, 16, 18, 19, 20, 21, 22, 23, 24, 25, 26, 29, 31, 32, 38, 39, 41, 42, 43, 47, 48, 49, 50, 51, 52, 53, 54, 55, 56, 63, 64, 65, 66, 67, 68, 69, 70, 71, 72, 73, 73.1, 74, 75, 76, 77, 78, 79, 80, 81, 83, 85, 86, 87, 88, 89, 90, 91, 92, 96, 98, 110, 517, 519, 520, 521, 527, 533, 534 and 538 of the Act respecting the legal publicity of sole proprietorships, partnerships and legal persons (R.S.Q., Chapter P-45), amended by Chapters 20 and 34 of the Statutes of 2001, are further amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

532. Section 539 of this Act is replaced with the following :

“**539.** The Minister of Industry and Commerce is responsible for the application of this Act.”

533. Schedule 1 of this Act is amended by inserting, after “Cooperatives Act (Chapter C-67.2), “Act respecting financial services cooperatives (Chapter C-67.3).

ACT RESPECTING THE CIVIL SERVICE SUPERANNUATION PLAN

534. Schedule C of the Act respecting the Civil Service Superannuation Plan (R.S.Q., Chapter 8.2) is amended :

- (1) by deleting the words “the Commission des valeurs mobilières”;
- (2) by adding the words “The Agence nationale d’encadrement du secteur financier”, in alphabetical order.

ACT RESPECTING THE GOVERNMENT AND PUBLIC EMPLOYEES RETIREMENT PLAN

535. Schedule I of the Act respecting the Government and Public Employees’ Retirement Plan (R.S.Q., Chapter R-10), amended by Treasury Board rulings no. 196698 dated 26 June 2001, 196963 dated 21 August 2001, 197036 and 197037 dated 11 September 2001, 197300, 197301, 197302 and 197303 dated 20 November 2001, 197373 and 197375 dated 4 December 2001 and 197464 dated 18 December 2001 and 198080 dated 16 April 2002 as well as by section 361 of Chapter 31 of the Statutes of 2001 is further amended :

- (1) by inserting, in subparagraph (1) and in alphabetical order, the following mention :

“The Agence nationale d’encadrement du secteur financier, with regard to employees transferred from the Commission des valeurs mobilières du Québec, from the Inspector General of Financial Institutions and from the Régie de l’assurance-dépôts du Québec for application of the Act respecting the Agence nationale d’encadrement du secteur financier (*indicate here the year and Chapter number of this Act*)”;

- (2) by deleting, in subparagraph (1), the following mention: “the Commission des valeurs mobilières du Québec”.

ACT RESPECTING HEALTH SERVICES AND SOCIAL SERVICES

536. Sections 318, 321, 322, 328, 331, 333, 451.14, 533 and 548 of the Act respecting health services and social services (R.S.Q., Chapter S-4.2), amended by Chapters 24, 43, 60 and 78 of the Statutes of 2001, are further amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

ACT RESPECTING HEALTH SERVICES AND SOCIAL SERVICES FOR CREE NATIVE PERSONS

537. Sections 64, 66 to 67 and 119 to 121 of the Act respecting health services and social services for Cree Native persons (R.S.Q., Chapter S-5) are

amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” with the words “the enterprise registrar”, by making the necessary adaptations.

538. Section 134 of the Act respecting health services and social services for Cree Native persons (R.S.Q., **Chapter S-5**) is amended by replacing, in the second and third lines of the fourth paragraph, the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier for application of the Deposit Insurance Act (R.S.Q., Chapter A-26)”.

ACT RESPECTING THE SOCIÉTÉ DES LOTERIES DU QUÉBEC

539. Section 18 of the Act respecting the Société des Loteries du Québec (R.S.Q., Chapter S-13.1) is amended by inserting, in the first line, after the word “bank”, the words “or a foreign authorized bank appearing in Schedules I, II and III of the Bank Act” (R.S.C. (1985), Chapter B-1.01)”.

(2) by replacing, in the second line, the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier for applying the Deposit Insurance Act (R.S.Q., Chapter A-26)”.

ACT RESPECTING THE SOCIÉTÉ NATIONALE DU CHEVAL DE COURSE

540. Section 17 of the Act respecting the Société nationale du cheval de course (R.S.Q., Chapter S-18.2.0.1) is amended by replacing, in the first two lines of the second paragraph, the words “to the Inspector General of Financial Institutions” with the words “to the enterprise registrar”.

ACT RESPECTING FARMERS’ AND DAIRYMEN’S ASSOCIATIONS

541. Sections 4, 5.3, 5.5, 5.8 and 5.10 of the Act respecting farmers’ and dairymen’s associations (R.S.Q., Chapter S-23) are amended by replacing, everywhere they appear, the words “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

ACT RESPECTING MIXED ENTERPRISE COMPANIES IN THE MUNICIPAL SECTOR

542. Section 17 of the Act respecting mixed enterprise companies in the municipal sector (R.S.Q., Chapter S-25.01) is amended by replacing, in the first line of the first paragraph, the words “the Inspector General of Financial Institutions” with the words “the enterprise registrar”.

ACT RESPECTING THE SOCIÉTÉS D'ENTRAIDE ÉCONOMIQUE

543. Section 112 of the Act respecting the sociétés d'entraide économique (R.S.Q., Chapter S-25.1) is amended by replacing, in the first line of subparagraph (1), the words “bank, a savings bank”, with the words “bank appearing in Schedules I and II of the Bank Act (R.S.C. (1985), Chapter B-1.01) registered with the Canada Deposit Insurance Corporation;”

544. Sections 37, 40, 41, 91, 101 to 104, 108, 110, 111, 113, 116, 118, 121, 122, 125, 131, 133 to 135, 137, 144, 145, 147, 149 to 153, 155, 157, 158, 160, 161, 169, 170, 175, 190, 192, and 202 of this Act are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the Agence nationale d'encadrement du secteur financier”, by making the necessary adaptations.

HORTICULTURAL SOCIETIES ACT

545. Sections 3.1 and 10.1 of the Horticultural Societies Act (R.S.Q., Chapter S-27) are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

LOI SUR LES SOCIÉTÉS DE FIDUCIE ET LES SOCIÉTÉS D'ÉPARGNE

546. Section 2 of the Act respecting trust companies and savings companies (R.S.Q., Chapter S-29.01) is amended by replacing, in the third and fourth lines of the first paragraph, the words “the Régie de l'assurance-dépôts du Québec” with the words “the Agence nationale d'encadrement du secteur financier for application of the Deposit Insurance Act (L.R.Q. Chapter A-26)”.

547. Section 3 of this Act, amended by section 722 of Chapter 29 of the Statutes of 2000, is further amended by replacing, in the fourth line of the second paragraph, the words, “Division I of the Bank Act (Revised Statutes of Canada (1985), Chapter B-1) or Québec Savings Banks Act (Revised Statutes of Canada (1970), Chapter B-4)” with the words “and the bank or the foreign authorized bank appearing in Schedules I, II and III of the Bank Act” (R.S.C. (1985), Chapter B-1.01)”;

548. Section 13 of this Act is amended:

(1) by replacing the first paragraph with the following:

“The applicants shall transmit to the Agence nationale d'encadrement du secteur financier a notice signed by them indicating their wish to be incorporated as a trust company or a savings, company, accompanied with the fees prescribed by regulation of the Government under this Act..

The Agency transmits this notice to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities.”;

(2) by replacing, in the first and second lines of the second paragraph, the words “the Inspector General of Financial Institutions” with the words “the Agency”.

549. Section 15 of this Act is amended :

(1) by inserting, in the second line of subparagraph (2), after the word “bank” the words “or a foreign authorized bank appearing in Schedules I, II and III of the Bank Act”.;

(2) by replacing, in the second and third lines of subparagraph (2), the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier for application of the Deposit Insurance Act”.

550. Section 16 of this Act is amended :

(1) by replacing, in the first and second lines, the words “the Inspector General” with the words “the Agency”;

(2) by replacing the second paragraph with the following :

“The Agency transmits the letters patent to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities.”.

551. Section 18 of this Act is amended :

(1) by replacing, in the second line of the first paragraph, the words “the Inspector General” with the words “the Agency”;

(2) by replacing the first sentence of the second paragraph with the following :

“The Agency shall deposit the letters patent and a notice indicating their date of taking effect to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities.”.

552. Section 19 of this Act is amended :

(1) by replacing, in the third line of the first paragraph, the words “the Inspector General” with the words “the Agency”;

(2) by replacing subparagraph (2) with the following :

“(2) a notice giving a summary account of the internal by-law has been sent to the Agency, accompanied by the fees prescribed by a regulation of the

Government under this Act, which has transmitted them to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities, no less than one week prior to the introduction of the petition.”.

553. Section 24 of this Act is amended by replacing the first sentence with the following: “The company shall send a notice of the internal by-law to the Agency which transmits it to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities.”.

554. Section 30 of this Act is replaced with the following :

“**30.** The Agency transmits the letters patent to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities.”.

555. Section 37 of this Act is amended by replacing, in the second line, the words “the Inspector General who deposit it in the register” with the words “the Agency who transmits it to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities”.

556. Section 43 of this Act is replaced with the following :

“**43.** The Agency transmits the letters patent to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities.”.

557. Section 50 of this Act is replaced with the following :

“**50.** The company shall send a notice of the internal by-law to the Agency accompanied by the fees prescribed by a regulation of the Government under this Act, which has it appear for four consecutive weeks in a daily newspaper published in the locality of the head office of the company. The Agency sends the notice to the register of sole proprietorships, partnerships and legal entities.”.

558. Section 56 of this Act is replaced with the following :

“**56.** The Agency shall transmit the letters patent to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities.”.

559. Section 97 of this Act is replaced with the following :

“**97.** Every Québec company shall give notice to the Agency of the resignation of a director within 10 days of the resignation by filing, where applicable, a copy of the declaration stipulated in section 96. The Agency shall send the notice and the copy of the declaration to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities.”.

560. Section 102 is amended:

(1) by replacing, in the third line of the first paragraph, the words “the Inspector General” with the words “the Agency”;

(2) by replacing the second paragraph with the following:

“The Agency shall register the notice in the register of trust companies and savings companies.”.

561. Section 125 of this Act is amended:

(1) by replacing, in the second and third lines of subparagraph (1), the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier for application of the Deposit Insurance Act”;

(2) by replacing, in the third line of subparagraph (4) the words “the Inspector General” with the words “the Agency”.

562. This Act is amended by inserting, after section 153, the following chapter:

“CHAPTER XI.1

“STUDY OF COMPLAINTS AND DISPUTE RESOLUTION

“153.1. Any company must adopt a policy dealing with:

(1) a study of complaints lodged and claims filed by people with an interest in a product or service they have provided;

(2) dispute resolution with regard to a product or service they have provided.

“153.2. Any company shall annually send to the Agency, within two months of the closing date of the fiscal year of the company or at any other date the former may determine, a report as of that date regarding the policy specified in section 153.1.

In particular, this report indicates the number and nature of the complaints lodged by people dissatisfied with their study or the outcome of that study.

“153.3. The Agency may, when it deems appropriate, give written instructions to a company regarding the policy specified in section 153.1

Before exercising the power provided for under the first paragraph, the Agency must notify the company of its intent and give it the opportunity to present its observations.

“153.4. The company sends the Agency a copy of its file regarding a complaint lodged by a person who is dissatisfied with its study or the outcome of that study.

The Agency shall examine the complaint file and may, in cases where it deems appropriate, act as mediator if the concerned parties so agree.

“153.5. The Agency may, with the authorization of the Government, conclude with any organization or legal entity an agreement for examining the complaints lodged by people dissatisfied with their study or the outcome of that study.

Such an agreement may also provide for, in cases where it deems it appropriate, the organization or the legal entity to act as mediator if the concerned parties so agree.”

563. Section 155 of this Act is amended :

(1) by replacing subparagraph 3.(1) with the following :

“3.(1) a notice of the agreement is transmitted to the Agency, accompanied by the fees prescribed by a regulation, which transmits them to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities.”.

(2) by replacing, in the second and third lines of subparagraph (7), the words “the Inspector General” with the words “the Agency”.

564. Section 163 of this Act is amended :

(1) by replacing, in the first and second lines of the first paragraph, the words “the Inspector General” with the words “the Agency”;

(2) by replacing, in the third and fourth lines of the first paragraph, the words “the Inspector General who shall deposit it in the register” by “the Agency who shall send it to the enterprise registrar, for deposit in the register of sole proprietorships, partnerships and legal entities,”.

565. Section 169.1 of this Act is amended :

(1) by replacing, in the first line of the first paragraph, with the words “The Inspector General” the words “The Agency”;

(2) by replacing the words “and shall deposit the notice in the register” with the words “and shall send such notice to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities”;

(3) by replacing, in the first line of the second paragraph, with the words “The Inspector General shall send” with the words “The Agency shall send”.

566. Section 169.2 of this Act is amended:

- (1) by replacing the first sentence of the first paragraph with the following: “The Agency shall dissolve the company by drawing up an act of dissolution and transmitting it to the enterprise registrar for deposit it in the register of sole proprietorships, partnerships and legal entities.”;
- (2) by replacing, in the first line of the second paragraph, with the words “the Inspector General” the words “the Agency”;
- (3) by replacing, in the third line of the second paragraph, the words “that he shall deposit in the register” with “that it sends to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities”.

567. Section 172 of this Act is amended by replacing, in the fifth line of the fourth paragraph, the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier for application of the Deposit Insurance Act”.

568. Section 177 of this Act is amended by replacing, in the fourth paragraph, the words “the Régie de l’assurance-dépôts du Québec” with the words “The Agence nationale d’encadrement du secteur financier for application of the Deposit Insurance Act”.

569. Section 194 of this Act is amended:

- (1) by inserting, in the second line, after the word “bank”, the words “or a foreign authorized bank appearing in Schedules I, II and III of the Bank Act”““;
- (2) by replacing, in the third and fourth lines, the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier for application of the Deposit Insurance Act”.

570. Section 203 of this Act is amended:

- (1) by inserting, in the second line of subparagraph (5) of the first paragraph, after the word “bank”, the words “appearing in Schedules I, II and III of the Bank Act and registered with the Canada Deposit Insurance Corporation”;
- (2) by replacing, in the subparagraph (6) of the first paragraph, the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier for application of the Deposit Insurance Act”.

571. Section 216 of this Act is amended:

(1) by replacing, in the second line, the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier for application of the Deposit Insurance Act”;

(2) by deleting, in the third line, after the word “bank” the words “outside Canada”.

572. Section 226 of this Act is amended :

(1) by replacing, in the first line of the second paragraph, the words “Inspector General” with the word “Agency”.

(2) by adding, at the end, the following paragraphs :

“The representative ensures that the policy discussed in section 153.1 is applied and that a response is given to the requests for information.

The company shall facilitate access, at its head office and at any business location, to the information and documents he deems useful for the accomplishment of his duties.”.

573. Section 227 of this Act is amended :

(1) by replacing, everywhere they appear, the words “Inspector General” with the word “Agency”;

(2) by replacing subparagraph (3) of the first paragraph with the following :

“(3) adheres to sound and prudent commercial and financial practices, particularly as regards commercial practices;”.

574. Section 234 of this Act is amended :

(1) by replacing, in the second line of the first paragraph, the words “the Inspector General” with the words “the Agency”;

(2) by replacing the second paragraph with the following :

“Where of its own initiative, the Agency assigns a name to a Québec company, it shall produce supplementary letters patent in duplicate and send one copy to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities”.

575. Section 236 of this Act is amended :

(1) by replacing, in the second line of the first paragraph, the words “the Inspector General” with the words “the Agency”;

(2) by replacing the second paragraph with the following :

“The Agency shall change the licence accordingly and send a notice of name change to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities.”.

576. Section 242 of this Act is amended :

(1) by replacing, in the first line of the first and second paragraphs, the words “The Inspector General” with the words “The Agency”;

(2) by inserting, in the second line of the first and second paragraphs after the words “*du Québec*”, the words “and in the Bulletin of the Agency”.

577. Section 244 of this Act is amended :

(1) by replacing, everywhere they appear, the words “Inspector General” with the word “Agency”;

(2) by replacing, in the subparagraph (3), the words “sound commercial and financial practices” with the words “adheres to sound and prudent commercial and financial practices, particularly as regards commercial practices”.

578. The heading of Division IV of Chapter XVI of this Act is replaced with the following :

“ANNUAL STATEMENT FOR THE AGENCY”.

579. Section 293 of this Act is amended :

(1) by replacing, in the third line of the first paragraph and, in the first and third lines of the third paragraph, the words “the Inspector General” with the words “the Agency”;

(2) by adding, at the end, the following paragraph :

“The Agency transmit to the enterprise registrar the information referred to in the second paragraph”.

580. Section 295 of this Act is amended by replacing, in subparagraph (4), the words “sound financial practices” with the words “sound and prudent management practices”.

581. The heading of Division VI of Chapter XVI of this Act is replaced with the following :

“REPORT OF THE AGENCY”

582. Section 313 of this Act is replaced with the following :

“313. The Agency must, no later than 31 July of each year, submit to the Minister a report on the financial position of the companies. Such report shall include all the information that the Agency deems appropriate.”.

583. Section 314 of this Act is replaced with the following :

“314. The Minister shall table the report on the Agency on the state of affairs of companies in Québec before the National Assembly within 30 days of its receipt or, if it is not sitting, within 30 days of the resumption of its proceedings.”.

584. This Act is amended by replacing the heading of Division VII of Chapter XVI with the following :

**“GUIDELINES AND ORDERS OF THE AGENCY NATIONALE
D’ENCADREMENT DU SECTEUR FINANCIER”.**

585. This Act is amended by inserting, after the heading of Division VII of Chapter XVI, the following sections :

“314.1. The Agency may, after consulting with the Minister, give guidelines applicable to companies.

The guidelines are not by-laws. They are indicative of the exercise of the discretionary powers conferred by this Act onto the Agency by this Act concerning :

- (1) a sufficient amount of capital ;
- (2) a sufficient amount of liquid assets ;
- (3) the policy that companies must adopt in compliance with section 153.1 ;
- (4) all other sound and prudent management practices, especially with regard to those consistent with commercial practices.

“314.2. A company that does not comply with the guidelines is presumed, for the application of sections 328 and 337 to 349, to not adhere to sound and prudent management practices.”.

586. Section 315 of this Act is amended :

(1) by replacing, everywhere they appear and by making the necessary adaptations, the words “Inspector General” with the word “Agency” ;

(2) by replacing, in the second line of the first paragraph, the words “does not adhere to sound financial practices” with the words “does not adhere to sound and prudent management practices”.

587. Section 333 of this Act is amended by inserting, in the first line, after the word “bank”, the words “or a foreign authorized bank appearing in Schedules I, II and III of the Bank Act”.

588. Section 351 of this Act is amended :

(1) by replacing, everywhere they appear and by making the necessary adaptations, the words “Inspector General” with the word “Agency” ;

(2) by adding, at the end, the following subparagraph :

“(35) the policy that companies must adopt in compliance with section 153.1 or elements of such policy.”.

589. Section 396 of this Act is repealed.

590. Sections 14, 25, 28, 38 to 41, 51, 52, 54, 67, 71, 75, 77, 96, 98, 108, 118, 119, 121 to 123, 130, 133, 137, 148, 149, 156, 164 to 167, 169, 192, 195 to 199, 210 to 212, 214, 222, 228, 233, 235, 237, 238, 240, 241, 243 to 248, 251, 264, 265, 270, 271, 276, 280, 285, 286, 296 to 298, 302 to 310, 312, 316 to 329, 331, 335 to 337, 339, 341, 344 to 346, 356, 361, 382, 385, 388 to 395, 401, 406 and 407 of this Act are amended by replacing, everywhere they appear, the words “Inspector General of Financial Institutions” with the words “Agence nationale d’encadrement du secteur financier” and the words “Inspector General” with the word “Agency”, by making the necessary adaptations.

LOAN AND INVESTMENT SOCIETIES ACT

591. The Loan and Investment Societies Act (R.S.Q., Chapter S-30) is repealed.

NATIONAL BENEFIT SOCIETY ACT

592. Section 1.2 of the National Benefit Society Act (R.S.Q., Chapter S-31) is amended by replacing the words “The Inspector General of Financial Institutions” with the words “The enterprise registrar”.

593. This Act is amended by adding, after section 6, the following sections :

“**7.** The enterprise registrar is responsible for the administration of this Act.

“**8.** The Minister of Industry and Commerce is responsible for the application of this Act.”.

ACT RESPECTING SOCIETIES FOR THE PREVENTION OF CRUELTY TO ANIMALS

594. Sections 1 and 1.2 of the Act respecting societies for the prevention of cruelty to animals (R.S.Q., Chapter S-32) are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

595. This Act is amended by adding, after section 3, the following sections :

“**4.** The enterprise registrar is responsible for the administration of this Act.

“**5.** The Minister of Industry and Commerce is responsible for the application of this Act.”.

PROFESSIONAL SYNDICATES ACT

596. Section 9 of the Professional Syndicates Act (R.S.Q., Chapter S-40) is amended, by replacing, in the last line of subparagraph (1) of the second paragraph, the words “the Inspector General” with the words “the Agence nationale d’encadrement du secteur financier”.

597. Section 20 of this Act is amended by replacing, in the first line of the second paragraph, the words “the Inspector General” with the words “the Agence nationale d’encadrement du secteur financier”.

598. Sections 1, 10, 11 and 26 of this Act are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” or “the Inspector General” with the words “the enterprise registrar”, by making the necessary adaptations.

599. This Act is amended by adding, after section 29, the following sections :

“**30.** The enterprise registrar is responsible for the administration of this Act.

“**31.** The Minister of Industry and Commerce is responsible for the application of this Act.”.

ACT RESPECTING THE QUÉBEC SALES TAX

600. Section 1 of the Act respecting the Québec sales tax (R.S.Q., Chapter T-0.1) is amended by replacing, in subparagraph (7), under the definition of “designated financial institution”, the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier”.

601. Section 519 of this Act is amended by replacing, in the second and third lines, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”.

SECURITIES ACT

602. Section 3 of the Securities Act (R.S.Q., Chapter V-1.1), amended by section 674 of Chapter 29 of the Statutes of 2000 and by section 3 of Chapter 38 of the Statutes of 2001, is further amended :

(1) by replacing, in subparagraph (9), the words “bank governed by the Bank Act (Revised Statutes of Canada (1985), Chapter B-1) or by the Quebec Savings Bank Act (Revised Statutes of Canada (1970), Chapter B-4)” with the words “and the bank or the foreign authorized bank appearing in Schedules I, II and III of the Bank Act” (R.S.C. (1985), Chapter B-1.01)” and registered with the Canada Deposit Insurance Corporation”.

(2) by replacing, in the first and second lines of subparagraph (14), the words “a bank constituted under the Bank Act or by the Quebec Savings Bank Act” with the words “a bank appearing in Schedules I and II of the Bank Act (R.S.C. (1985), Chapter B-1.01) registered with the Canada Deposit Insurance Corporation”.

603. Section 44 of this Act, amended by section 675 of Chapter 29 of the Statutes of 2000, is further amended :

(1) by replacing subparagraph (2) with the following :

“(2) a bank or a foreign authorized bank appearing in Schedules I, II and III of the Bank Act”;

(2) by replacing subparagraph (4) with the following :

“(4) a financial services cooperative within the meaning of the Act respecting financial services cooperatives (R.S.Q., Chapter C-67.3).”.

(3) by replacing, in the first line of subparagraph (12), the words “the Commission” with the words “the Agency”.

604. Section 154 of this Act, amended by section 677 of Chapter 29 of the Statutes of 2000, is further amended :

(1) by replacing, in the first line of subparagraph (1), the words “a bank constituted under the Bank Act (Revised Statutes of Canada (1985), Chapter B-1) or by the Quebec Savings Bank Act (Revised Statutes of Canada (1970), Chapter B-4), the Caisse centrale Desjardins du Québec, established under the Act respecting the Mouvement des caisses Desjardins (1989, Chapter 113), a savings and credit union, a federation or a confederation within the meaning of the Savings and Credit Union Act (Chapter C-4.1)” with the words “a bank

or a foreign authorized bank appearing in Schedules I, II and III of the Bank Act, the Caisse centrale Desjardins du Québec, a financial services cooperative governed by the Act respecting financial services cooperatives (R.S.Q., Chapter C-67.3)”;

(2) by replacing, in the first line and second lines of subparagraph (2), the words “a bank constituted under the Bank Act or by the Quebec Savings Bank Act, the Caisse centrale Desjardins du Québec, established under the Act respecting the Mouvement des caisses Desjardins (1989, Chapter 113), a savings and credit union, a federation or a confederation within the meaning of the Savings and Credit Union Act (Chapter C-4.1)” with the words “a bank or a foreign authorized bank appearing in Schedules I, II and III of the Bank Act, the Caisse centrale Desjardins du Québec, a financial services cooperative governed by the Act respecting financial services cooperatives (R.S.Q., Chapter C-67.3)”;

(3) by replacing, in the first and second lines of subparagraph (3), the words “bank constituted under the Act respecting banks and banking”, with the words “bank or an authorized foreign bank appearing in Schedules I, II and III of the Bank Act”;

605. Section 156 of this Act, amended by section 678 of Chapter 29 of the Statutes of 2000, is further amended by replacing subparagraph (4) with the following:

“(4) a bank or a foreign authorized bank appearing in Schedules I, II and III of the Bank Act”;

606. The heading of Chapter III of Title V of this Act is amended by replacing the words: “THE COMMISSION” with the words “THE AGENCY”.

607. This Act is amended by inserting, after section 168.1, the following sections:

“**168.1.1.** Every broker and every security advisor must have a policy concerning:

(1) a study of complaints lodged and claims filed by people with an interest in a product or service that was supplied by one of them;

(2) dispute resolution with regard to a product or service that one of them supplied.

“**168.1.2.** Every broker and every security adviser shall forward yearly to the Agency within two months of the end of their fiscal year or on any other date that it may determine, a report at that date concerning their policy provided for in section 168.1.1.

This report shall specifically mention the number and type of complaints made by persons dissatisfied with their study or the outcome of that study.

“163.1.3. Every broker and every security advisor shall forward to the Agency a copy of their file about a complaint made by a person dissatisfied with its study or the outcome of that study.

The Agency will examine the complaint file and if it judges it to be appropriate, it may act as a mediator if the parties agree.”

608. The title VI of this Act, including section 169 to 186, is replaced with the following :

“TITLE VI

“EXCHANGE ACTIVITIES AND SECURITIES COMPENSATION

“169. A legal entity or a company may not perform any exchange or securities compensation activities within Quebec without the Agency’s authorization.

“170. the Agency may authorize the performance of an activity mentioned in section 169 according to the conditions it determines.

In addition, it may decide that the legal entity or the company that performs such an activity be acknowledged as a self-regulatory organization under of Title III of the Act respecting the Agence nationale d’encadrement du secteur financier (indicate the Chapter number and year of assent of this Act).

“171. In case of the operation of an electronic system of securities negotiation, the Agency may authorize the legal entity or the company to perform its activities within Quebec by virtue of a special regime that it will establish concerning the operation of this system of negotiation or register it as a broker.

In order to render a decision in application of this section, the Agency will determine the relevant connecting factors in order to assure the protection of investors.”

609. Section 253 of this Act is amended by inserting, in the second line, after the word “bank” the words “or an authorized foreign bank referred to in Schedules I, II and III of the Bank Act”.

610. The heading of Chapter III of Title IX of this Act is replaced with the following :

“OTHER ATTRIBUTES OF THE AGENCY”

611. The heading of Chapter I of Title X of this Act is replaced with the following :

“GENERAL PROVISIONS”

612. Section 276 of this Act is replaced with the following :

“**276.** The Agence nationale d’encadrement du secteur financier that is created under section 1 of the Act respecting the Agence nationale d’encadrement du secteur financier is responsible for the administration of this Act and exercises the functions and powers specified thereunder.

In addition, the Agency’s mission is to :

- (1) Encourage proper functioning of the securities market ;
- (2) Assure protection of investors against unfair, abusive and fraudulent practices ;
- (3) Regulate the information of security holders and that of the general public concerning persons or legal entities who advertise publicly for savings and for the securities that they issue ;
- (4) Create a framework for the activities of securities professionals and for organizations responsible for assuring the operation of a stock market”.

613. Section 276.1 of this Act is repealed.

614. Section 276.4 of this Act is replaced with the following :

“**276.4.** The Agency may, for the accomplishment of the mission attributed to it under this Act, constitute a contingency reserve or, with the Government’s authorization, a special purpose fund in which it may deposit part of the income generated by virtue of this Act.”

615. Sections 276.5 to 282 of this Act are repealed.

616. Section 283 of this Act, amended by section 78 of Chapter 38 of the Statutes of 2001, is further amended by replacing, in the first line, the following :

“The Commission, one of its members or” by “the Agency, one member”.

617. Section 284 of this Act is amended by replacing, in the third line, the following : “the Commission, its members” with the following : “the Agency, its staff members”.

618. Sections 287 to 291 of this Act are repealed.

619. Section 292 of this Act is amended by replacing, in the first line, the words “The Commission” by the words “The Agency”, and in the second line, the words “its mission” by the words “the mission conferred to it under this Act”.

620. Section 293 of this Act is repealed.

621. This Act is amended by inserting, after section 295.1, the following :

“**295.2.** the Agency may, with the Government’s authorization, conclude an agreement with any organization or legal entity to review the complaints made by persons who are dissatisfied with their outcome.

Such an agreement may also stipulate that the organization or the legal entity may, when deemed appropriate to do so, act as a mediator if the concerned parties agree”.

622. Sections 299 to 301.1 of this Act are repealed.

623. Section 302 of this Act is replaced with the following :

“**302.** the Agency, must no later than July 31 of each year, table with the Minister a report of its activities related to the administration of this Act for the previous year.

The Minister shall table the Agency’s activities report before the National Assembly within 30 days of its receipt, or if the National Assembly is not sitting, within 30 days of the resumption of proceedings.”

624. Section 303 of this Act is replaced with the following :

“**303.** The Agency will provide the Minister with any information and any report on its activities that he requires.”

625. Sections 304 and 305 of this Act are repealed.

626. Section 307 of this Act is amended by replacing, in the first line, the words “The Commission may delegate to one of its members or” the words “The chairperson and chief executive officer may delegate”.

627. Section 308 of this Act, amended by section 84 of Chapter 38 of the Statutes of 2001, is replaced :

“**308.** The chairperson and chief executive officer shall not delegate the power to review his decisions, to decide whether or not to institute in court any proceedings pursuant to this Act, to render a decision according to Title XI, to recommend to the Minister the appointment of a provisional administrator, the liquidation of a person’s property or the liquidation of a company, the power

to impose an administrative penalty under section 273.1, to enact regulations or to provide general instructions. As well, the chairperson and chief executive officer may only delegate to a superintendent the power to undertake an investigation pursuant to section 239 or to render a freeze order pursuant to Title IX.”

628. The heading of Chapter III of Title X of this Act is replaced with the following :

“CONTROL EXERCISED BY THE AGENCY”

629. Section 312.1 of this Act, amended by section 85 of Chapter 38 of the Statutes of 2001, is further amended by replacing, in the first line, the words “of the Commission” by the words “the staff of the Agency”.

630. Section 320.2 of this Act is amended by replacing, in the first line, the words “A member of the Commission” by the words “the Agency or the person exercising delegated power”.

631. Section 322 of this Act is amended :

(1) by replacing, in the third line of the first paragraph, the words “the Commission” by the words “the Review Board created pursuant to section 84 of the Act respecting the Agence nationale d’encadrement du secteur financier” ;

(2) replacing, in the third line of the second paragraph, the figure “170.1” with the following: “58 of the Act respecting the Agence nationale d’encadrement du secteur financier”.

632. Section 323 of this Act is amended by replacing, in the first line, the words “of the Commission” by the words “of the Review Board”, and, in the second and third lines, the words “the Commission” by the words “the Review Board”.

633. Section 323.1 of this Act is amended :

(1) by replacing, in the first line, the following: “of sections 182.1,” with the following: “of section 76 of the Act respecting the Agence nationale d’encadrement du secteur financier and the sections” and by inserting, after the number “321” the words “of this Act” ;

(2) by replacing, in the third line, the figure “170.1” with the following: “of section 59 of the Act respecting the Agence nationale d’encadrement du secteur financier”.

634. The heading of Chapter VII of Title X of this Act is amended by deleting the words “of the Commission”.

635. Section 330.1 of this Act is amended:

(1) by replacing, in the first line of the first paragraph, the words “the Commission” by the words “the Agency”;

(2) by replacing, in the second and third lines of the first paragraph, the words “its costs” by the words “costs related to the administration of this Act”.

636. Section 330.3 of this Act is amended:

(1) by replacing, in the first line of the first paragraph, the words “The president of the Commission” by the words “the Agency”;

(2) by replacing, in the second line of the first paragraph, the words “the Commission” by the words “the Agency concerning the administration of this Act”.

637. Section 330.5 of this Act, amended by section 622 of Chapter 29 of the Statutes of 2000, is further amended by inserting, in the second line, after the word “bank”, the words “or an authorized foreign bank that is indicated in Schedules I, II, and III of the Bank Act”.

638. Sections 330.7 and 330.8 of this Act are repealed.

639. Section 330.9 of this Act is amended:

(1) by replacing the first paragraph with the following:

“The costs incurred by the Agency for the application of Title III of the Act respecting the Agence nationale d’encadrement du secteur financier concerning an activity governed by this Act are to be supported by the recognized self-regulatory organizations that perform such activities”.

(2) by replacing, everywhere they appear in the second and third paragraphs, the words “the Commission” by the words “the Agency”.

640. Section 330.10 of this Act is amended:

(1) by replacing, in the fourth line of the first paragraph, the words “and the” with the following: “,the”;

(2) by replacing, in the seventh line of the first paragraph, the words “are supported by this fund” with the following: “and of section 33 of the Act constituting the Capital régional et coopératif Desjardins (Chapter 36) are to be supported by these legal entities”;

(3) by replacing, in the first line of the second paragraph, the words “the Commission” by the words “the Agency” and, in the second line, the word “fund” by the words “legal entities”.

641. Section 332 of this Act, amended by Chapter 57 of the Statutes of 2001, is further amended by adding, at the end, the following subparagraph:

“(3) To establish the policy that the brokers and security advisors must adopt pursuant to section 168.1.1 or elements of this policy”.

642. Section 351 of this Act is repealed.

643. Sections 4, 7, 7.1, 10.2, 10.5, 10.6, 11, 12, 14, 15, 20, 27, 28, 34, 35, 37, 38, 39, 40, 40.1, 46, 47, 48, 48.1, 49, 50, 53, 53.1, 59.1, 64, 66, 67, 68, 68.1, 69, 69.1, 70, 71, 73, 75, 76, 77, 78, 79, 80.1, 82, 84, 85, 96, 103.1, 104, 108, 119, 120, 121, 128, 130, 133, 139, 140, 142, 145, 147, 147.10, 147.11, 147.15, 147.16, 148, 148.1, 149, 151, 151.1, 152, 153, 158, 159, 168.1, 192, 195, 195.1, 197, 199, 210, 210.1, 211, 212, 221, 233, 236, 237, 238, 239, 240, 242, 243, 245, 247, 248, 249, 250, 251, 255, 256, 257, 258, 259.1, 260, 261, 263, 264, 265, 266, 268, 269, 269.1, 269.2, 270, 271, 272, 272.1, 273, 273.1, 273.2, 273.3, 274, 276.2, 276.3, 285, 294 to 298, 302.1, 306, 309 to 312, 313 to 317, 318.1 to 320.1, 321, 324, 325, 328, 329, 330.2, 330.4, 330.6, 331 to 331.2 and 333 to 335 of this Act, amended by Chapter 38 of the Statutes of 2001, are amended, by replacing, everywhere they appear, the words “the Commission des valeurs mobilières du Québec” with the words “the Agence nationale d’encadrement du secteur financier” and the words “the Commission” with the words “the Agency”, by making the necessary adaptations.

ACT RESPECTING THE MOUVEMENT DESJARDINS

644. Section 15 of the Act respecting the Mouvement Desjardins (2000, Chapter 77) is amended:

(1) by replacing, in the second paragraph, “notify within ten days the Inspector General of Financial Institutions. The Inspector General” with “give notice within ten days to the Agence nationale d’encadrement du secteur financier, which shall send it to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities. The Agency”;

(2) by replacing, in the third paragraph, the words “the Inspector General” with the words “The Agency that shall then send it to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities”.

645. Sections 9, 46, 48, 49, 51, 53, 65 et 70 of this Act are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier” with the words “the Agency”, and the words “the Inspector General” with the words “the Agency” by making the necessary adaptations.

ACT RESPECTING TAXI TRANSPORTATION SERVICES

646. Section 135 of the Act respecting taxi transportation services (2001, Chapter 15) is amended by replacing, in the first line of subparagraph (1) of the second paragraph, the words “to the Inspector General of Financial Institutions” with the words “to the enterprise registrar”.

647. Section 138 of this Act is amended by replacing, in subparagraphs (3) and (8), the words “to the Inspector General of Financial Institutions” with the words “to the enterprise registrar”.

ACT RESPECTING PUBLIC TRANSIT COMPANIES

648. Sections 1, 83, 160, 164.1, 167 and 175 of the Act respecting taxi transportation services (2001, Chapter 23) are amended by replacing, everywhere they appear, the words “the Inspector General of Financial Institutions” with the words “the enterprise registrar”.

649. Section 71 of this Act is amended by replacing, in the second paragraph, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier”.

ACT RESPECTING THE PENSION PLAN OF MANAGEMENT PERSONNEL

650. Schedule II of the Act respecting the Pension Plan of Management Personnel (2001, Chapter 31), amended by Treasury Board decisions no. 197299, 197300, 197301, 197302 and 197303 dated 20 November 2001, 197373 and 197375 dated 4 December 2001 and 197464 dated 18 December 2001 and 198080 dated 16 April is further amended:

(1) by inserting, in subparagraph (1) and in alphabetical order, the following mention:

“the Agence nationale d’encadrement du secteur financier, in regard to the employees transferred from the Commission des valeurs mobilières du Québec, the Inspector General of Financial Institutions and the Régie de l’assurance-dépôts du Québec for application of the Act respecting the Agence nationale d’encadrement du secteur financier (*indicate here the year and Chapter number of the Act*)”;

(2) by deleting, in subparagraph (1), the following mention: “the Commission des valeurs mobilières du Québec”.

ACT CONSTITUTING CAPITAL RÉGIONAL ET COOPÉRATIF DESJARDINS

651. Section 20 of the Act constituting Capital régional et coopératif Desjardins (2001, Chapter 36) is amended by replacing subparagraph (3) of the fourth paragraph with the following :

“(3) bills of exchange accepted or certified by a bank appearing in Schedules I, II and III of the Bank Act (R.S.C. (1985), Chapter B-1.01) and registered with the Canada Deposit Insurance Corporation”;

(2) by replacing, in subparagraph (6) of the first paragraph, the words “the Régie de l’assurance-dépôts du Québec” with the words “the Agence nationale d’encadrement du secteur financier for the application of the Deposit Insurance Act” (R.S.Q., Chapter A-26).”.

652. Section 33 of this Act is amended :

(1) by replacing, the second line of the first paragraph, the words “the Commission des valeurs mobilières du Québec” with the words “the Agence nationale d’encadrement du secteur financier”;

(2) by replacing, in the first line of the third paragraph, the words “the Commission” with the words “the Agency”;

653. Section 43 of this Act is amended by replacing, in the third line, the words “the Inspector General of Financial Institutions” with the words “the Agence nationale d’encadrement du secteur financier which shall send a copy to the enterprise registrar for deposit in the register of sole proprietorships, partnerships and legal entities”.

TITLE VII

TRANSITIONAL AND FINAL PROVISIONS

654. The Agence nationale d’encadrement du secteur financier, established by section 1 of this Act, takes the place of the Bureau des services financiers and the Fonds d’indemnisation des services financiers, established by Chapter 37 of the Statutes of 1998. The Agency shall acquire the rights and assume the obligations thereof.

655. The Agence nationale d’encadrement du secteur financier, established by section 1 of this Act, takes the place of the Commission des valeurs mobilières du Québec, established by Chapter 36 of the Statutes of 1997. The Agency shall acquire the rights and assume the obligations thereof.

656. The Agence nationale d’encadrement du secteur financier, established by section 1 of this Act, takes the place of the Régie de l’assurance-dépôts du

Québec, established by Chapter 67 of the Statutes of 1967. The Agency shall acquire the rights and assume the obligations thereof.

657. The Agence nationale d'encadrement du secteur financier, established by section 1 of this Act, takes the place of the Inspector General of Financial Institutions with respect to the duties and powers exercised by the latter under the Acts listed in Schedule 1, as these Acts read on (*indicate the date preceding that of the coming into force of this section*). The Agency shall acquire the rights and assume the obligations thereof

658. The files, records and other documents of the Bureau des services financiers, the Fonds d'indemnisation des services financiers, the Commission des valeurs mobilières du Québec and the Régie de l'assurance-dépôts du Québec shall become the files, records and documents of the Agence nationale d'encadrement du secteur financier.

659. The Government may, insofar as and under the conditions that it determines, transfer to the Agency any file, record or document as well as any property in the possession of the Inspector General of Financial Institutions on (*indicate the date preceding that of the coming into force of this section*) required for the purposes of the exercise by the latter of the duties and powers stipulated in the Acts listed in Schedule 1.

660. Cases pending and all other unfinished business at the Bureau des services financiers, the Fonds d'indemnisation des services financiers, the Commission des valeurs mobilières du Québec and the Régie de l'assurance-dépôts du Québec shall be continued by the Agence nationale d'encadrement du secteur financier.

661. The cases pending and unfinished business at the Inspector General of Financial Institutions with respect to the duties and powers exercised by the latter under the Acts listed in Schedule 1, as these Acts read on (*indicate the date preceding that of the coming into force of this section*) shall be continued by the Agence nationale d'encadrement du secteur financier.

662. The Agence nationale d'encadrement du secteur financier becomes, without resumption of proceedings, a party to all proceedings to which the Bureau des services financiers, the Fonds d'indemnisation des services financiers, the Commission des valeurs mobilières du Québec and the Régie de l'assurance-dépôts du Québec were parties.

663. The Agence nationale d'encadrement du secteur financier shall become, without resumption of proceedings, a party to all proceedings to which the Inspector General of Financial Institutions was a party with respect to the duties and powers exercised by the latter under the Acts listed in Schedule 1, as these Acts read on (*indicate the date preceding that of the coming into force of this section*).

664. The employees of the Bureau des services financiers and the Fonds d'indemnisation des services financiers, established by the Securities Act, in office on (*indicate the date on which this Bill is tabled*) become employees of the Agence nationale d'encadrement du secteur financier without further ado. They shall hold the position and carry out the duties that are assigned to them by the Agency.

665. The employees of the Commission des valeurs mobilières du Québec, established by the Securities Act, in office on (*indicate the date on which this Bill is tabled*) shall become employees of the Agence nationale d'encadrement du secteur financier without further ado. They shall hold the position and carry out the duties that are assigned to them by the Agency, subject to the provisions of a collective agreement.

666. The employees of the Régie de l'assurance-dépôts du Québec, established by the Deposit Insurance Act, in office on (*indicate the date on which this Bill is tabled*) shall become, subject to the conditions of employment applicable to them, employees of the Agence nationale d'encadrement du secteur financier insofar as a decision by the Conseil du trésor providing for their transfer is made before the (*indicate the date that follows by 24 months that of the coming into force of this section*).

667. The employees of the Direction générale de la surveillance et du contrôle, with the exception of the Direction de l'encadrement des pratiques commerciales et du courtage immobilier, of the Inspecteur général des institutions financières, in office on (*indicate the date preceding that of the coming into force of this section*) shall become, subject to the conditions of employment applicable to them, employees of the Agence nationale d'encadrement du secteur financier insofar as a decision by the Conseil du trésor providing for their transfer is made before the (*indicate the date that follows by 24 months that of the coming into force of this section*).

Employees of the other administrative units of the Inspector General of Financial Institutions may also, subject to the conditions of employment applicable to them, become employees of the Agence nationale d'encadrement du secteur financier insofar as a decision by the Conseil du Trésor providing for their transfer is issued before (*indicate the date that follows by 24 months that of the coming into force of this section*).

668. Any employee transferred to the Agence nationale d'encadrement du secteur financier pursuant to sections 666 and 667 can request a transfer to a position in the public service or take part in a promotion competition for such a position in accordance with the Public Service Act (R.S.Q., Chapter F-3.1.1) if, at the date of his transfer to the Agency, he was a permanent public servant at the Inspector General of Financial Institutions or at the Régie de l'assurance-dépôts du Québec.

Section 35 of the Public Service Act shall apply to an employee who takes part in such a promotion competition.

669. When an employee referred to in section 668 applies for a transfer or a promotion competition, he may ask the President of the Conseil du trésor to issue him a notice concerning the classification that he would have in the public service. This notice takes into account the classification that this employee had in the public service on the date of his transfer, as well as the experience and education acquired since he has been in the employ of the Agency.

In the case where an employee is transferred pursuant to section 668, the deputy minister or the head of the agency shall establish a classification for him in accordance with the notice stipulated in the first paragraph.

In the case where an employee is promoted pursuant to section 668, his classification takes into account the criteria stipulated in the first paragraph.

670. In the event of the partial or full discontinuance of the activities of the Agence nationale d'encadrement du secteur financier or if there is a lack of work, the employee referred to in section 668 is entitled to be put on availability in the public service at the classification that he had prior to the date of his transfer.

In this case, the President of the Conseil du trésor shall issue him, where applicable, a classification taking into account the criteria stipulated in the first paragraph of section 669.

671. A person referred to in section 665 or in section 667 who refuses, pursuant to the conditions of employment applicable to him, to be transferred to the Agence nationale d'encadrement du secteur financier, shall be assigned thereto until such time as the President of the Conseil du trésor can place him in accordance with section 100 of the Public Service Act. The same is true for the person put on availability under section 670, who shall remain in the employ of the Agency.

672. Sections 16 to 21 of Chapter 36 of the Statutes of 1997 continue to apply to the employees of the Commission des valeurs mobilières du Québec who are transferred to the Agence nationale d'encadrement du secteur financier, with the necessary adaptations.

673. The employees of the Bureau des services financiers, the Fonds d'indemnisation des services financiers, the Inspecteur général des institutions financières, the Régie de l'assurance-dépôts du Québec and the Commission des valeurs mobilières du Québec transferred to the Agence nationale d'encadrement du secteur financier pursuant to this Act cannot be laid off or discharged by sole reason of the establishment of the Agency, before (*indicate the date that follows by 24 months that of the coming into force of sections 664 to 667 of this Act*).

674. A person or a partnership that, on (*indicate the date that precedes the date of the coming into force section 319*), is the holder of a broker's certificate

or a real estate agent's certificate issued by the Association des courtiers et agents immobiliers du Québec under the Real Estate Brokerage Act (R.S.Q., Chapter 73.1) is entitled to the issue, upon request, of a mortgage broker's licence.

675. At the time of issue of the first licence to a person or a partnership referred to in section 674, the Agency shall grant a reduction in the fees payable, calculated on a monthly basis, to take into account the fees that this person or this partnership has already paid for the period after that of the taking of effect of this licence.

676. The Fonds d'indemnisation du courtage immobilier shall be placed in charge of every claim ensuing from actions taken by real estate brokers and real estate agents that occurred prior to (*indicate the date of the coming into force of section 367*), with respect to brokerage activities related to loans secured by real estate mortgage.

The sums required for the payment of claims deemed admissible shall be taken from the Fund.

677. The amount of the annual dues determined by the regulation issued pursuant to section 320 of the Act respecting the distribution of financial products and services, which must be paid for each representative, as said section read prior to being replaced by section 429 of this Act, is the amount that a contributor must pay pursuant to said section 320, until this regulation is amended or replaced.

678. The syndic may file a complaint before the discipline committee with respect to a violation of the provisions of the Act respecting the distribution of financial products and services or its regulations committed before (*indicate the date of the coming into force of this section*) by a securities representative.

679. For the application of sections 285.27 to 285.31, 325.1, 325.0.1 to 325.0.3, 358, 378, 387 and 420 of the Act respecting Insurance as they read on (*indicate the date of the coming into force of this section*), the words "Agence nationale d'encadrement du secteur financier" or "Agency" shall designate the Inspector General of Financial Institutions until the date of the coming into force of section 1 of this Act.

680. For the application of sections 131.1 to 131.5, 258 and 599 of the Act respecting financial services cooperatives as they read on (*indicate the date of the coming into force of this section*), the words "Agence nationale d'encadrement du secteur financier" or "Agency" shall designate the Inspector General of Financial Institutions until the date of the coming into force of section 1 of this Act.

681. For the application of sections 103 to 103.2, 146, 223, 189.1 and 494.1 of the Act respecting the distribution of financial products and services as they read on (*indicate the date of the coming into force of this section*), the

words “Agence nationale d’encadrement du secteur financier” or “Agency” shall designate the Bureau des services financiers until the date of the coming into force of section 1 of this Act.

682. For the application of sections 153.1 to 153.5, 226, 227, 244, 295, 314.1, 314.2, 315 and 351 of the Act respecting trust companies and savings companies as they read on (*indicate the date of the coming into force of this section*), the words “Agence nationale d’encadrement du secteur financier” or “Agency” shall designate the Inspecteur général des institutions until the date of the coming into force of section 1 of this Act.

683. For the application of sections 168.1.1 to 168.1.3 and 295.2 of the Securities Act as they read on (*indicate the date of the coming into force of this section*), the words “Agence nationale d’encadrement du secteur financier” or “Agency” shall designate the Commission des valeurs mobilières du Québec until the date of the coming into force of section 1 of this Act.

684. Titles V to VI of the Act respecting the distribution of financial products and services shall cease to have effect with respect to a Chamber whose recognition as a recognized self-regulatory organization is revoked by the Agency under section 82 of the Act respecting the Agence nationale d’encadrement du secteur financier. On the date of the revocation of its recognition, the Chamber shall continue its existence under Part III of the Companies Act (R.S.Q., Chapter C-38).

685. A corporation, an institution or a loan and investment company that is the holder of a licence issued under the Loan and Investment Societies Act (R.S.Q., Chapter S-30) before (*indicate the date preceding the date of the coming into force of section 591*) shall be required to sell or otherwise dispose of, within ten years following the date of acquisition, any immovable that it acquired either by sale by court order or by deed from the borrower or subsequent possessor in payment of a loan, or under any agreement with the borrower or the subsequent possessor, such that the latter no longer retains any other interest except as security.

At the request of a corporation, an institution or a company, the Agence nationale d’encadrement du secteur financier may grant any additional time period deemed necessary to protect the interests of the latter.

686. A stock exchange or securities clearing-house recognized as a self-regulatory organization under Title VI of the Securities Act (R.S.Q., Chapter V-1.1) or another Act on (*indicate the date of the coming into force of this section*), shall be authorized to continue the exercise of its activity in Québec in accordance with the stipulated conditions.

Sections 65 to 78 of this Act apply to a self-regulatory organization recognized by the Commission before (*indicate the date preceding the date of the coming into force of this section*).

687. The terms of the Inspector General of Financial Institutions, of the Deputy Inspector General, of the members of the Commission des valeurs mobilières du Québec, of the members of the board of the Bureau des services financiers and of the directors of the Régie de l'assurance-dépôts du Québec, end on (indicate here the date on the coming into force of this section). Those who held a position in the public service at the time of their nomination are transferred back into the public service at such conditions as applied to them at the time of their nomination. As for the others, they are entitled only to the compensations provided for in their employment contract.

688. The Government may, by regulation passed before (*indicate the date that follows 24 months after the date on which this Act is assented to*), adopt any other transitional provision or measure useful for the application of this Act.

A regulation issued under the first paragraph shall not be subject to the publication obligation stipulated in section 8 of the Regulations Act (Chapter R-18.1) and shall enter into force on the date of its publication in the *Gazette officielle du Québec* or at any later date established therein. The regulation may also, if it makes provision therefor, apply effective from any date not before (*indicate the date on which this Act is assented to*).

689. The Government may, by order in council issued before (*indicate the date that follows by 24 months the date on which this Act is assented to*), amend any provision of an Act to allow for the transfer to the Agence nationale d'encadrement du secteur financier of the duties and powers related to the supervision of the financial sector which this Act seeks to ensure.

Sections 654 to 673 apply to any transfer to the Agence nationale d'encadrement du secteur financier of the duties and powers specified in section 689.

[[690. The sums required for the application of this Act during the 2002-2003 fiscal year shall be taken from the Consolidated Revenue Fund, insofar as determined by the Government.]]

691. The Minister of Finance is responsible for the application of this Act.

692. Order in Council no. 117-96 dated 29 January 1996 is hereby repealed.

693. The provisions of this Act shall enter into force on the date or the dates set by the Government.

SCHEDULE 1
(section 7)

DEPOSIT INSURANCE ACT (R.S.Q., Chapter A-26)

AN ACT RESPECTING INSURANCE (R.S.Q., Chapter A-32)

**AN ACT RESPECTING THE CAISSES D'ENTRAIDE
ÉCONOMIQUE (R.S.Q., Chapter C-3)**

**AN ACT RESPECTING CERTAIN CAISSES D'ENTRAIDE
ÉCONOMIQUE (R.S.Q., Chapter C-3.1)**

**AN ACT RESPECTING FINANCIAL SERVICES COOPERATIVES
(R.S.Q., Chapter C-67.3)**

**AN ACT RESPECTING THE DISTRIBUTION OF FINANCIAL
PRODUCTS AND SERVICES (R.S.Q., Chapter D-9.2)**

**AN ACT RESPECTING THE DISCLOSURE OF THE
COMPENSATION RECEIVED BY THE EXECUTIVE OFFICERS
OF CERTAIN LEGAL PERSONS (R.S.Q., Chapter I-8.01)**

**AN ACT RESPECTING THE SOCIÉTÉS D'ENTRAIDE
ÉCONOMIQUE (R.S.Q., Chapter S-25.1)**

**AN ACT RESPECTING TRUST COMPANIES AND SAVINGS
COMPANIES (R.S.Q., Chapter S-29.01)**

SECURITIES ACT (R.S.Q., Chapter V-1.1)

**AN ACT RESPECTING THE MOVEMENT DESJARDINS (2000,
Chapter 77)**

**TITLE VII OF THE AUTOMOBILE INSURANCE ACT (R.S.Q.,
Chapter A-25)**

SCHEDULE 2
(section 105)

BUREAU DES SERVICES FINANCIERS

CHAMBRE DE L'ASSURANCE DE DOMMAGES

CHAMBRE DE LA SÉCURITÉ FINANCIÈRE

COMMISSION DES VALEURS MOBILIÈRES DU QUÉBEC

FONDS D'INDEMNISATION DES SERVICES FINANCIERS

THE INSPECTOR GENERAL OF FINANCIAL INSTITUTIONS

INSTITUT QUÉBÉCOIS DE PLANIFICATION FINANCIÈRE

RÉGIE DE L'ASSURANCE-DÉPÔTS DU QUÉBEC

SCHEDULE 3
(Section 124)

BUREAU DES SERVICES FINANCIERS

COMMISSION DES VALEURS MOBILIÈRES DU QUÉBEC

FONDS D'INDEMNISATION DES SERVICES FINANCIERS

THE INSPECTOR GENERAL OF FINANCIAL INSTITUTIONS

RÉGIE DE L'ASSURANCE-DÉPÔTS DU QUÉBEC