



NATIONAL ASSEMBLY OF QUÉBEC

SECOND SESSION

FORTY-SECOND LEGISLATURE

Bill 4

**An Act to reinforce the governance of
state-owned enterprises and to
amend other legislative provisions**

Introduction

**Introduced by
Mr. Eric Girard
Minister of Finance**

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EXPLANATORY NOTES

This bill amends the Act respecting the governance of state-owned enterprises and makes several such enterprises subject to it. The bill establishes, in particular,

(1) the rules relating to the appointment of members of the board of directors, the duration and renewal of their term of office, their remuneration and their continuation in office at the expiry of their term;

(2) the requirement that the composition of the board of directors tend towards gender parity and include at least one member who is 35 years of age or under at the time of appointment;

(3) the validity of acts, documents and decisions of the board of directors even though certain requirements relating to the composition of the board are not met;

(4) the disclosure of conflict of interest situations involving the chair of the board of directors of a state-owned enterprise;

(5) the powers and responsibilities of the person who replaces the chair of the board of directors when the chair is absent or unable to act; and

(6) the information that must be included in the annual management report of state-owned enterprises regarding, in particular, the members of the board of directors and the officers of each enterprise and of any wholly-owned subsidiary of the enterprise.

The bill amends most of the constituting Acts of state-owned enterprises, including those of the Caisse de dépôt et placement du Québec and of Hydro-Québec, to allow consistent and extensive application of the governance rules set out in the Act respecting the governance of state-owned enterprises, in some cases by modifying the composition of the board of directors so as to comply with the required proportion of independent members.

Under the bill, the power to appoint an external auditor that is provided for in certain constituting Acts of state-owned enterprises may be exercised on special conditions without a prior public call for tenders.

The bill amends the Act respecting the Société de développement des entreprises culturelles to take into consideration changes in the areas of activities related to its mission.

The Act respecting the Société de financement des infrastructures locales du Québec is also amended, mainly to specify the constitution of the Société's board of directors, and to confer on the Minister of Finance the power to appoint all members of that board.

The Act respecting the Société des alcools du Québec is also amended to provide, in particular, that its investment and operating budget is now sent to the Minister of Finance rather than to the Conseil du trésor.

Lastly, the bill contains transitional and consequential provisions required for its application.

LEGISLATION AMENDED BY THIS BILL:

- Tax Administration Act (chapter A-6.002);
- Act respecting the Agence du revenu du Québec (chapter A-7.003);
- Act respecting parental insurance (chapter A-29.011);
- Building Act (chapter B-1.1);
- Act respecting Bibliothèque et Archives nationales du Québec (chapter B-1.2);
- Act respecting the Caisse de dépôt et placement du Québec (chapter C-2);
- Act respecting the national capital commission (chapter C-33.1);
- Act respecting the Conseil des arts et des lettres du Québec (chapter C-57.02);
- Act respecting the conservation and development of wildlife (chapter C-61.1);
- Act respecting the Conservatoire de musique et d'art dramatique du Québec (chapter C-62.1);

- Act respecting the Fonds d'aide aux actions collectives (chapter F-3.2.0.1.1);
- Act respecting the governance of state-owned enterprises (chapter G-1.02);
- Act respecting Héma-Québec and the biovigilance committee (chapter H-1.1);
- Hydro-Québec Act (chapter H-5);
- Public Infrastructure Act (chapter I-8.3);
- Act respecting the Institut national d'excellence en santé et en services sociaux (chapter I-13.03);
- Act respecting Institut national de santé publique du Québec (chapter I-13.1.1);
- Act respecting Investissement Québec (chapter I-16.0.1);
- Act respecting La Financière agricole du Québec (chapter L-0.1);
- Act respecting the Ministère de l'Enseignement supérieur, de la Recherche, de la Science et de la Technologie (chapter M-15.1.0.1);
- Act respecting the Ministère des Finances (chapter M-24.01);
- National Museums Act (chapter M-44);
- Act to establish the Office Québec-Monde pour la jeunesse (chapter O-5.2);
- Police Act (chapter P-13.1);
- Act respecting the Régie de l'assurance maladie du Québec (chapter R-5);
- Act respecting labour relations, vocational training and workforce management in the construction industry (chapter R-20);
- Act respecting Retraite Québec (chapter R-26.3);
- Fire Safety Act (chapter S-3.4);
- Act respecting pre-hospital emergency services (chapter S-6.2);

- Act respecting the Société d’habitation du Québec (chapter S-8);
- Act respecting the Société de développement des entreprises culturelles (chapter S-10.002);
- Act respecting the Société de développement et de mise en valeur du Parc olympique (chapter S-10.2);
- Act respecting the Société de financement des infrastructures locales du Québec (chapter S-11.0102);
- Act respecting the Société de l’assurance automobile du Québec (chapter S-11.011);
- Act respecting the Société de la Place des Arts de Montréal (chapter S-11.03);
- Act respecting the Société de télédiffusion du Québec (chapter S-12.01);
- Act respecting the Société des alcools du Québec (chapter S-13);
- Act respecting the Société des établissements de plein air du Québec (chapter S-13.01);
- Act respecting the Société des loteries du Québec (chapter S-13.1);
- Act respecting the Société des Traversiers du Québec (chapter S-14);
- Act respecting the Société du Centre des congrès de Québec (chapter S-14.001);
- Act respecting the Société du Grand Théâtre de Québec (chapter S-14.01);
- Act respecting the Société du Palais des congrès de Montréal (chapter S-14.1);
- Act respecting the Société du parc industriel et portuaire de Bécancour (chapter S-16.001);
- Act respecting the Société du Plan Nord (chapter S-16.011);
- Act respecting the Société québécoise d’information juridique (chapter S-20);

– Act respecting the Société québécoise de récupération et de recyclage (chapter S-22.01).

REGULATION AMENDED BY THIS BILL:

– Regulation respecting applications for assistance for a class action (chapter F-3.2.0.1.1, r. 1).

Bill 4

AN ACT TO REINFORCE THE GOVERNANCE OF STATE-OWNED ENTERPRISES AND TO AMEND OTHER LEGISLATIVE PROVISIONS

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS:

ACT RESPECTING THE GOVERNANCE OF STATE-OWNED ENTERPRISES

1. Section 2 of the Act respecting the governance of state-owned enterprises (chapter G-1.02) is amended by replacing “enterprises and agencies” by “enterprises”.

2. Section 3 of the Act is amended

(1) by replacing “of an enterprise referred to in section 2 means the president and chief executive officer, who is the most senior officer of the enterprise, or any person with management responsibilities who reports directly to the president and chief executive officer” in the definition of “officer” by “means the most senior officer of an enterprise or any person with management responsibilities who reports directly to the most senior officer”;

(2) by striking out the definition of “enterprise” and by inserting the following definitions in alphabetical order:

““enterprise” means a state-owned enterprise listed in Schedule I;

““president and chief executive officer” means the person who acts as the most senior officer of the enterprise;

““state-owned enterprise” means a legal person administered by a board of directors the majority of whose members are appointed by the Government, except legal persons qualified as budget-funded bodies, institutions in the health and social services network and institutions in the education network, including the Université du Québec and its constituent universities;”.

3. The Act is amended by inserting the following sections before section 4 in Division I of Chapter II:

“3.1. The members of an enterprise’s board of directors, other than the board chair and the president and chief executive officer, are appointed by the

Government, taking into consideration the expertise and experience profiles approved by the board. Board members are appointed for a term of up to four years.

“3.2. The chair of an enterprise’s board of directors is appointed by the Government. The chair is appointed for a term of up to five years.

“3.3. The president and chief executive officer of an enterprise is appointed by the Government, on the recommendation of the board of directors, taking into consideration the expertise and experience profile approved by the board. The president and chief executive officer is appointed for a term of up to five years.

If the board of directors does not recommend a candidate for the position of president and chief executive officer within a reasonable time, the Government may appoint the president and chief executive officer after notifying the board members.

“3.4. The Government determines the remuneration, employee benefits and other conditions of employment of an enterprise’s president and chief executive officer.

The other members of the board of directors are remunerated by the enterprise on the conditions and to the extent determined by the Government.

Board members are also entitled to the reimbursement of expenses incurred in the exercise of their functions, on the conditions and to the extent determined by the Government.

“3.5. The composition of the board of directors must tend towards gender parity.

The condition prescribed in the first paragraph is met if the proportion of women or men is between 40% and 60% of the total number of women and men sitting on the board.

“3.6. The board of directors must include at least one member who is 35 years of age or under at the time of appointment.”

4. Section 8 of the Act is amended by inserting “or because the requirements prescribed in sections 3.5 and 3.6 are temporarily not met, by reason, for example, of the departure of a director before the expiry of the director’s term of office” at the end.

5. Section 9 of the Act is amended by inserting “or, in the case of the chair, to the Minister and the person designated under section 13” after “chair of the board” in the second paragraph.

6. The Act is amended by inserting the following section after section 11:

“11.1. At the expiry of their term, board members remain in office until they are reappointed or replaced.”

7. Section 12 of the Act is amended

(1) by inserting “mandat du” before “président” in the second paragraph in the French text;

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

“Despite the first paragraph, the term of the president and chief executive officer is renewable.”

8. Section 13 of the Act is amended by adding the following paragraph at the end:

“When replacing the chair of the board, the person so designated exercises the same responsibilities and has the same powers as the chair.”

9. Section 15 of the Act is amended

(1) by replacing “annual report” in paragraph 2 by “annual management report”;

(2) by replacing “comité de vérification” in paragraph 9 in the French text by “comité d’audit”;

(3) by replacing “La Financière agricole du Québec, Investissement Québec, the Régie de l’assurance maladie du Québec” in paragraph 15 by “the Agence du revenu du Québec, La Financière agricole du Québec, Investissement Québec, the Régie de l’assurance maladie du Québec, Retraite Québec”.

10. Section 19, the heading of Division III of Chapter III and section 23 of the Act are amended by replacing “comité de vérification” in the French text by “comité d’audit”.

11. Section 24 of the Act is amended

(1) by replacing “comité de vérification” in the introductory clause in the French text by “comité d’audit”;

(2) by replacing “de vérification interne” in paragraph 1 in the French text by “d’audit interne”;

(3) by replacing “le vérificateur interne” in paragraph 5 in the French text by “l’auditeur interne”;

(4) by replacing “le vérificateur externe” in paragraph 6 in the French text by “l’auditeur externe”.

12. Section 25 of the Act is amended by replacing “comité de vérification” in the French text by “comité d’audit”.

13. Section 26 of the Act is amended

(1) by replacing “la vérification interne” and “comité de vérification” in the first paragraph in the French text by “l’audit interne” and “comité d’audit”, respectively;

(2) by replacing “la vérification interne” in the second paragraph in the French text by “l’audit interne”.

14. Section 27 of the Act is amended by replacing “, and making recommendations to the board regarding the remuneration of the president and chief executive officer” in paragraph 3 by “and, where, despite section 3.4, the enterprise’s constituting Act confers on the board the responsibility for setting the remuneration of the president and chief executive officer, making recommendations to the board in that respect”.

15. Section 33 of the Act is repealed.

16. Section 34 of the Act is replaced by the following section:

“34. An enterprise that is not subject to Chapter II of the Public Administration Act (chapter A-6.01) must establish a strategic plan that includes, with the necessary modifications, the elements provided for in the first paragraph of section 9 of that Act. The strategic plan is established for the time and in accordance with the form and content determined by the Conseil du trésor under the second paragraph of that section. The plan must also be reviewed at the intervals determined by the Conseil du trésor.”

17. Section 35 of the Act is amended by inserting “, then tabled by the Minister in the National Assembly” at the end.

18. Section 36 of the Act is amended, in the first paragraph,

(1) by replacing “annual report” in the introductory clause by “annual management report”;

(2) by replacing “comité de vérification” in subparagraph 2 in the French text by “comité d’audit”.

19. Section 38 of the Act is amended by replacing “annual report” in the introductory clause by “annual management report”.

20. Section 39 of the Act is replaced by the following sections:

“39. The annual management report of an enterprise must include

(1) the remuneration and benefits paid to each member of the board of directors and to each director of every wholly-owned subsidiary of the enterprise;

(2) the elements below paid or granted, on one hand, to the five officers who are, on that basis, the most highly remunerated officers of the enterprise and, on the other hand, to any person with management responsibilities who does not report directly to the most senior officer if, taking into consideration those elements, that person is more highly remunerated than one of those officers:

(a) the basic remuneration;

(b) the variable pay, where applicable;

(c) the signing bonus, where applicable;

(d) other benefits, including those related to group insurance, the use of a vehicle or pension plans, as applicable; and

(e) the severance pay, where applicable;

(3) the elements referred to in paragraph 2, paid or granted to the five officers who are, on that basis, the most highly remunerated officers of each wholly-owned subsidiary of the enterprise;

(4) the fees paid to the external auditor under the contract for the audit of the financial statements; and

(5) any other element or information determined by the Minister responsible for the administration of this Act.

“39.1. Where a person was an officer in the enterprise for part of the period covered by the annual management report, the elements referred to in paragraph 2 of section 39 and the annualized value of the elements referred to in subparagraphs *a* and *c* to *e* of that paragraph must be disclosed in that report with regard to that person if the total of the annualized value of those elements and the variable pay places the person among the five most highly remunerated officers of the enterprise. In such a case, the information disclosed in the annual report will concern more than five of the enterprise’s officers.

“39.2. For the purposes of this division, severance pay whose payment is deferred is deemed paid by the enterprise or by the wholly-owned subsidiary at the time of the officer’s departure.”

21. Section 43 of the Act is amended

(1) in the first paragraph,

(a) by replacing subparagraph 2 by the following subparagraph:

“(2) that the composition of the boards of directors of the enterprises tend towards gender parity, in accordance with section 3.5;”;

(b) by striking out subparagraph 3;

(2) by striking out “and bodies” in the second paragraph.

22. Schedule I to the Act is amended

(1) by striking out “AND AGENCIES” in the heading;

(2) by inserting the following enterprises in alphabetical order: “Agence du revenu du Québec”, “Bibliothèque et Archives nationales du Québec”, “Commission de la capitale nationale du Québec”, “Commission de la construction du Québec”, “Conseil de gestion de l’assurance parentale”, “Conservatoire de musique et d’art dramatique du Québec”, “Corporation d’urgences-santé”, “École nationale de police du Québec”, “École nationale des pompiers du Québec”, “Fondation de la faune du Québec”, “Fonds de recherche du Québec—Nature et technologies”, “Fonds de recherche du Québec—Santé”, “Fonds de recherche du Québec—Société et culture”, “Héma-Québec”, “Institut national de santé publique du Québec”, “Institut national d’excellence en santé et en services sociaux”, “Musée d’Art contemporain de Montréal”, “Musée de la Civilisation”, “Musée national des beaux-arts du Québec”, “Office Québec-Monde pour la jeunesse”, “Régie du bâtiment du Québec”, “Société du parc industriel et portuaire de Bécancour” and “Société québécoise d’information juridique”.

TAX ADMINISTRATION ACT

23. Section 94.9 of the Tax Administration Act (chapter A-6.002) is amended by replacing “management report” in the third paragraph by “annual management report”.

ACT RESPECTING THE AGENCE DU REVENU DU QUÉBEC

24. Section 9 of the Act respecting the Agence du revenu du Québec (chapter A-7.003) is amended

(1) by inserting “appointed by the Government” in the first paragraph after “15 members”;

(2) by striking out the second paragraph.

- 25.** Sections 11 to 13 of the Act are repealed.
- 26.** Section 14 of the Act is amended
- (1) by replacing “eight” in the first paragraph by “six”;
 - (2) by replacing “four” in the second paragraph by “three”.
- 27.** Sections 15, 16 and 18 to 20 of the Act are repealed.
- 28.** Section 21 of the Act is amended by striking out the last sentence of the second paragraph.
- 29.** Section 25 of the Act is amended by inserting “or, in the case of the chair, to the Minister and the person designated under section 13 of the Act respecting the governance of state-owned enterprises (chapter G-1.02)” after “chair of the board” in the second paragraph.
- 30.** Section 26 of the Act is amended
- (1) by striking out the first paragraph;
 - (2) in the second paragraph,
 - (a) by striking out “For those purposes,” in the introductory clause;
 - (b) by striking out “adopting the strategic plan and” in subparagraph 1;
 - (c) by striking out subparagraphs 2, 4 to 8 and 13.
- 31.** Sections 27, 28, 30 and 33 of the Act are repealed.
- 32.** Section 34 of the Act is amended
- (1) by replacing the first paragraph by the following paragraph:

“The Government appoints the number of vice-presidents it determines to assist the president and chief executive officer.”;
 - (2) by replacing “Ils” at the beginning of the third paragraph in the French text by “Le président-directeur général et les vice-présidents”.
- 33.** Section 35 of the Act is amended by striking out “of the president and chief executive officer and”.
- 34.** Section 36 of the Act is repealed.
- 35.** The heading of Chapter V of the Act is amended by striking out “STRATEGIC PLAN AND”.

36. Sections 70 and 71 of the Act are repealed.

37. Section 72 of the Act is amended by striking out “également” in the first paragraph in the French text.

38. Section 75 of the Act is amended

(1) by replacing “a management report” in the first paragraph by “an annual management report”;

(2) by replacing “management report” in the second paragraph by “annual management report”;

(3) by striking out the third paragraph.

39. Section 76 of the Act is amended by replacing “management report” by “annual management report”.

ACT RESPECTING PARENTAL INSURANCE

40. Section 94 of the Act respecting parental insurance (chapter A-29.011) is amended by replacing the first paragraph by the following paragraph:

“The affairs of the Conseil de gestion shall be administered by a board of directors composed of the following members appointed by the Government:

(1) the chair of the board of directors;

(2) the president and chief executive officer;

(3) four members from the employer community, appointed after consultation with the bodies representing employers;

(4) three members from the labour sector, appointed after consultation with the labour unions representing workers;

(5) one member from the non-unionized sector, appointed after consultation with bodies representing non-union workers and bodies representing women; and

(6) one member from the labour sector whose income is derived from a business or corresponds to the member’s eligible remuneration.”

41. Section 95 of the Act is repealed.

42. Section 96 of the Act is replaced by the following section:

“**96.** The office of president and chief executive officer is a full-time position.”

- 43.** Section 97 of the Act is repealed.
- 44.** Section 98 of the Act is amended by replacing “set out in section 94,” in the first paragraph by “of appointment to the board”.
- 45.** Section 99 of the Act is repealed.
- 46.** Section 100 of the Act is amended by striking out the second paragraph.
- 47.** Division II.1 of Chapter VI of the Act, comprising sections 110.1 to 110.3, is repealed.
- 48.** Section 117 of the Act is amended by replacing “a management report on” in the first paragraph by “an annual management report showing, among other things,”.
- 49.** Section 118 of the Act is amended by replacing “management report and” by “annual management report and the”.

BUILDING ACT

50. Section 90 of the Building Act (chapter B-1.1) is amended by replacing “including a president and chief executive officer” by “appointed by the Government, including a chair of the board of directors and a president and chief executive officer”.

51. Section 91 of the Act is amended

- (1) by striking out the first paragraph;
- (2) in the second paragraph,
 - (a) by replacing subparagraph 1 by the following subparagraph:
“(1) one chosen from among persons identified as building contractors;”;
 - (b) by replacing “one” in subparagraph 2 by “three”;
 - (c) by replacing “two chosen from among persons identified with consumer associations or persons” in subparagraph 3 by “three chosen from among persons”;
 - (d) by striking out subparagraph 4;
 - (e) by replacing “two” in subparagraph 5 by “one”;
 - (f) by replacing “two” in subparagraph 6 by “three”;

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

“The Government shall designate the chair of the board from among the members of the board appointed in accordance with the first paragraph.”

52. Sections 91.1 to 91.3 of the Act are repealed.

53. Section 91.4 of the Act is replaced by the following section:

“**91.4.** The president and chief executive officer shall, among other things, see that the decisions of the board of directors are carried out.”

54. Section 93 of the Act is amended by inserting “the chair of the board or” after “other than” in the third paragraph.

55. Section 96 of the Act is amended

(1) by striking out “the president and chief executive officer and” in the first paragraph;

(2) by striking out the second paragraph;

(3) by inserting “and section 3.4 of the Act respecting the governance of state-owned enterprises (chapter G-1.02)” after “this section” in the third paragraph.

56. Section 100 of the Act is amended by striking out the last sentence of the second paragraph.

57. Section 101 of the Act is amended by replacing the first paragraph by the following paragraph:

“The Board shall adopt internal by-laws. The by-laws must, among other things, provide for the establishment of the committees referred to in section 19 of the Act respecting the governance of state-owned enterprises (chapter G-1.02).”

58. Section 149 of the Act is amended

(1) by replacing “un autre vérificateur” in the first paragraph in the French text by “un autre auditeur”;

(2) by replacing “du vérificateur désigné” in the second paragraph in the French text by “de l’auditeur désigné” and by replacing “activities report” in that paragraph by “annual management report”.

ACT RESPECTING BIBLIOTHÈQUE ET ARCHIVES NATIONALES
DU QUÉBEC

59. Section 4 of the Act respecting Bibliothèque et Archives nationales du Québec (chapter B-1.2) is amended by striking out “, appointed in accordance with the rules set out in this division”.

60. Section 4.1 of the Act is amended, in the first paragraph,

(1) by striking out subparagraph 3;

(2) by striking out “, such as the book, film or music industry” in subparagraph 4;

(3) by replacing “three” in subparagraph 5 by “four”.

61. Sections 4.2 and 4.3 of the Act are repealed.

62. Section 4.4 of the Act is amended

(1) by striking out the first paragraph;

(2) by replacing “Un d’entre eux” in the second paragraph in the French text by “Un membre du conseil d’administration”.

63. Sections 4.5 to 6 and 8 to 13.1 of the Act are repealed.

64. Section 13.2 of the Act is replaced by the following section:

“**13.2.** In addition to the committees it must establish under the Act respecting the governance of state-owned enterprises (chapter G-1.02), the board of directors must establish a users’ committee.

Subject to the provisions of this Act, the board shall determine the composition of that committee, its functions, duties and powers, the rules governing the administration of its affairs and any other measure useful for its operation.”

65. Sections 13.3 to 13.5 of the Act are repealed.

66. Section 13.7 of the Act is amended by striking out the third paragraph.

67. Sections 13.10, 13.11 and 13.13 of the Act are repealed.

68. Section 25 of the Act is replaced by the following section:

“**25.** The strategic plan of Bibliothèque et Archives nationales must take into consideration the policy directions and objectives given by the Minister and include any element determined by the Minister.

The plan must be submitted on or before the date set by the Minister.”

69. Section 27 of the Act is amended

(1) by replacing “a report on its activities” in the first paragraph by “an annual management report”;

(2) in the second paragraph,

(a) by inserting “, among other things,” after “contain”;

(b) by replacing “particularly as regards” by “including that related to”;

(3) by striking out the third paragraph.

70. Sections 29.1 and 29.2 of the Act are repealed.

ACT RESPECTING THE CAISSE DE DEPÔT ET PLACEMENT
DU QUÉBEC

71. Section 5 of the Act respecting the Caisse de dépôt et placement du Québec (chapter C-2) is amended

(1) by replacing “five years” in the first paragraph by “four years”;

(2) by replacing “may be renewed for up to a combined total of ten years” in the second paragraph by “may be renewed twice for service in that capacity only, for a consecutive or non-consecutive term”.

72. Section 5.1 of the Act is amended by replacing “renewable term of up to five years” in the second paragraph by “term of up to five years which may be renewed twice, consecutively or otherwise, for service in that capacity”.

73. The Act is amended by inserting the following sections after section 5.3:

“5.3.1. The composition of the board of directors must tend towards gender parity.

The condition prescribed in the first paragraph is met if the proportion of women or men is between 40% and 60% of the total number of women and men sitting on the board.

“5.3.2. The board of directors must include at least one member who is 35 years of age or under at the time of appointment.”

74. Section 5.5 of the Act is replaced by the following sections:

“5.5. At least two-thirds of the members of the board of directors, including the chair, must qualify as independent directors in the opinion of the Government.

Board members qualify as independent directors if they have no direct or indirect relationships or interests, for example of a financial, commercial, professional or philanthropic nature, which are likely to interfere with the quality of their decisions as regards the interests of the Fund.

The following are deemed not to be independent directors:

(1) a person who is in the employ of the Fund, or of one of its wholly-owned subsidiaries, or has been in such employ in the three years preceding appointment to office;

(2) a person who is in the employ of the Government or a government agency within the meaning of section 4 of the Auditor General Act (chapter V-5.01); or

(3) a person whose immediate family member is a senior officer of the Fund or one of its wholly-owned subsidiaries.

“5.5.1. For a board member having the status of independent director, the sole fact of being in a limited and specific conflict of interest situation does not disqualify the board member as an independent director.

“5.5.2. No act or document of the Fund or decision of its board of directors is invalid because less than two-thirds of the board members are independent directors, or because the requirements prescribed in sections 5.3.1 and 5.3.2 are temporarily not met, in particular by reason of a director’s departure before the expiry of the director’s term.”

75. Section 5.6 of the Act is amended by replacing “Independent members” by “In addition to the president and chief executive officer, board members other than the chair”.

76. The Act is amended by inserting the following section after section 5.7:

“5.7.1. The chair of the board of directors shall assess the performance of the other board members according to criteria established by the board.”

77. Section 5.9 of the Act is replaced by the following section:

“5.9. The board of directors shall designate the chair of one of the committees established under section 13.3 to act as a replacement when the chair of the board is absent or unable to act.

When replacing the chair of the board, the person so designated exercises the same responsibilities and has the same powers as the chair of the board.”

78. Section 5.12 of the Act is amended by inserting the following sentence after the second sentence in the first paragraph: “The president and chief executive officer shall propose strategic directions to the board of directors.”

79. Section 13.1 of the Act is amended

(1) by inserting the following paragraph after paragraph 7:

“(7.1) approve rules pertaining to the Fund’s governance;”;

(2) by replacing “vérificateur” in paragraph 9 in the French text by “auditeur”;

(3) by adding the following paragraphs at the end:

“(11) approve the expertise and experience profiles required for appointment of members to the board as a whole;

“(12) approve the criteria for assessing the performance of the board;

“(13) approve the criteria for assessing members of the board of directors and those applicable to the president and chief executive officer;

“(14) approve the succession planning program for officers appointed by the Fund; and

“(15) adopt measures to assess the effectiveness and performance of the Fund, including benchmarking against similar enterprises; the measures are to be carried out every three years by an independent firm.”

80. Section 13.2 of the Act is amended by replacing “comité de vérification” in the third paragraph in the French text by “comité d’audit”.

81. The Act is amended by inserting the following section after section 13.2:

“13.2.1. The board of directors shall make sure that initiation and ongoing training programs for board members are implemented.”

82. Section 13.3 of the Act is amended

(1) by replacing paragraph 1 in the French text by the following paragraph:

“1° un comité d’audit;”;

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

“(4) an investment and risk management committee.”

83. Section 13.4 of the Act is amended

(1) by replacing “The audit committee, the human resources committee and the governance and ethics committee” in the first paragraph by “The committees established under section 13.3”;

(2) in the second paragraph,

(a) by replacing “comité de vérification” in the French text by “comité d’audit”;

(b) by adding the following sentence at the end: “At least one member of that committee must be a member of the professional order of accountants mentioned in the Professional Code (chapter C-26).”

84. Section 13.8 of the Act is amended

(1) by replacing “comité de vérification” in the introductory clause in the French text by “comité d’audit”;

(2) by striking out paragraph 2;

(3) in paragraph 5, by replacing “le vérificateur” in the French text by “l’auditeur” and by replacing “1 to 3” by “1 and 3”;

(4) by replacing “le vérificateur” in paragraph 6 in the French text by “l’auditeur”;

(5) by replacing “plan de vérification” in paragraph 7 in the French text by “plan d’audit”;

(6) by replacing “le vérificateur externe” in paragraph 8 in the French text by “l’auditeur externe”.

85. Section 13.9 of the Act is amended by replacing “comité de vérification” in the French text by “comité d’audit”;

86. The Act is amended by inserting the following section after section 13.9:

“13.9.1. The internal audit department operates under the authority of the audit committee.”

87. Section 13.10 of the Act is amended

(1) by replacing “independent members” in paragraph 2 by “the other board members except the chair of the board”;

(2) by inserting the following paragraph after paragraph 2:

“(2.1) proposing criteria for evaluating the president and chief executive officer and making recommendations to the board in that regard;”;

(3) by adding the following at the end:

“(4) establishing a succession planning program for officers appointed by the Fund.

The human resources committee must produce a report on remuneration annually; the report must disclose the remuneration of the chief executive officer and the five most highly remunerated officers who assume or have assumed management responsibilities in the Fund and the remuneration of the five most highly remunerated officers from among the Fund’s wholly-owned subsidiaries, except those referred to in section 37.1.

For the purposes of the report, the disclosure of the remuneration covers, for each person concerned, the signing bonus, the paid or granted severance pay and the person’s remuneration, including variable pay with co-invested amounts, and the other benefits, including those related to group insurance, the use of a vehicle and pension plans.

For the purposes of the second and third paragraphs, a severance pay whose payment is deferred is deemed paid by the Fund or its wholly-owned subsidiary at the time of the officer’s departure.”

88. Section 13.11 of the Act is amended

(1) by inserting “and a code of ethics for the conduct of the operations of the Fund” at the end of paragraph 1;

(2) by adding the following at the end:

“(5) developing expertise and experience profiles to be used in appointing members of the board of directors, except the chair and the president and chief executive officer; the profiles must include management experience that is relevant to the position;

“(6) formulating criteria for evaluating the members of the board;

“(7) formulating criteria for assessing the performance of the board; and

“(8) developing initiation and ongoing training programs for board members.

The committee conducts the assessment referred to in subparagraph 7 of the first paragraph in accordance with the criteria approved by the board of directors.”

89. The Act is amended by inserting the following section after section 13.11:

“**13.12.** The functions of the investment and risk management committee include

(1) making sure that a risk identification and management process is put in place;

(2) examining the risk management guidelines and policies;

(3) examining the investment policies, standards and procedures, including the investment policies for specialized portfolios; and

(4) examining the investment strategies and proposed transactions.”

90. Section 15.1 of the Act is repealed.

91. Section 15.2 of the Act is replaced by the following section:

“**15.2.** The Act respecting the Government and Public Employees Retirement Plan (chapter R-10) applies to the officers and other employees of the Fund.”

92. Section 46 of the Act is amended

(1) by replacing “comité de verification” in paragraph *j* in the French text by “comité d’audit”;

(2) by replacing “report of the human resources committee on the remuneration of the chief executive officer and the five most highly remunerated officers reporting directly to the chief executive officer of the Fund and its wholly-owned subsidiaries” in paragraph *k* by “human resources committee’s report on remuneration referred to in the second paragraph of section 13.10”;

(3) by adding the following paragraphs at the end:

“(m) the report of the investment and risk management committee on the discharge of its mandate;

“(n) the results obtained from the implementation of the benchmarking measures adopted by the board of directors; and

“(o) the fees paid to the external auditor under the contract to audit the financial statements.”

93. The Act is amended by inserting the following sections after section 46:

“**46.1.** The Fund’s annual report shall also contain a section pertaining to the Fund’s governance, including the following information concerning the members of the board of directors:

(1) the dates of appointment and expiry of term of each board member, and whether they have independent member status;

(2) the identification of any other board of directors on which a member sits;

(3) a summary of the expertise and experience profile of each member of the board of directors and a statement of the board members’ attendance at board and committee meetings;

(4) the rules of professional conduct applicable to members of the board of directors; and

(5) the remuneration and benefits paid to each member of the board of directors.

“**46.2.** The Fund shall make public the rules of ethics and professional conduct applicable to the employees.”

94. Section 48 of the Act is amended by replacing “vérificateur externe” in the first paragraph in the French text by “auditeur externe”.

95. Section 51.1 of the Act is amended by inserting the following paragraph after the first paragraph:

“The report shall contain an assessment of the effectiveness and performance of the Fund, including benchmarking measures.”

ACT RESPECTING THE NATIONAL CAPITAL COMMISSION

96. Section 5 of the Act respecting the national capital commission (chapter C-33.1) is amended

(1) by inserting “and a president and chief executive officer” after “including a chairman” in the first paragraph;

(2) by inserting “of the board” after “chairman” in the second paragraph.

97. Sections 6 to 8 of the Act are repealed.

98. The Act is amended by inserting the following sections after section 8:

“8.1. The president and chief executive officer shall be responsible for the management of the Commission within the scope of its by-laws and policies.

The office of president and chief executive officer is a full-time position.

“8.2. If the president and chief executive officer is absent or unable to act, the board of directors may designate a member of the Commission’s personnel to temporarily exercise the functions of that position.”

99. Section 11 of the Act is amended

(1) in the first paragraph,

(a) by replacing “chairman” by “president and chief executive officer”;

(b) by inserting “or, in the case of the chairman, to the Minister and the person designated under section 9” after “writing to the chairman”;

(2) by replacing “chairman” in the second paragraph by “president and chief executive officer”.

100. Section 12 of the Act is amended by inserting “of the board” after “chairman” in subparagraph 1 of the second paragraph.

101. Section 24 of the Act is amended

(1) by replacing “chairman or” in the first paragraph by “chairman of the board of directors, by the president and chief executive officer or”;

(2) by replacing “chairman” at the end of the second paragraph by “president and chief executive officer”.

102. Section 25 of the Act is amended by inserting “of the board” after “chairman”.

103. Section 27 of the Act is amended

(1) by replacing “report of activities” in the first paragraph by “annual management report”;

(2) by replacing “chairman” in the second paragraph by “president and chief executive officer”.

ACT RESPECTING THE CONSEIL DES ARTS ET DES LETTRES
DU QUÉBEC

104. Section 5 of the Act respecting the Conseil des arts et des lettres du Québec (chapter C-57.02) is replaced by the following section:

“**5.** The council is administered by a board of directors composed of 15 members appointed by the Government, including the chair of the board and the president and chief executive officer.

Board members, other than the chair and the president and chief executive officer, are appointed after consultation with bodies that the Minister considers representative of the artistic and literary communities. The majority of the board members must come from the cultural fields in which the council is competent to act. At least three of the members must come from various regions of Québec other than the Montréal and Capitale-Nationale regions.”

105. Section 5.1 of the Act is repealed.

106. Section 5.2 of the Act is replaced by the following section:

“**5.2.** The office of president and chief executive officer is a full-time position.”

107. Section 5.3 of the Act is repealed.

108. Sections 5.5 to 8 of the Act are repealed.

ACT RESPECTING THE CONSERVATION AND DEVELOPMENT
OF WILDLIFE

109. Sections 134 to 136 of the Act respecting the conservation and development of wildlife (chapter C-61.1) are repealed.

110. Section 138 of the Act is replaced by the following section:

“**138.** The office of president and chief executive officer is a full-time position.”

111. Sections 139 and 142 of the Act are repealed.

112. Section 143 of the Act is amended by striking out the third paragraph.

113. Section 144.1 of the Act is repealed.

114. Section 146 of the Act is amended by replacing “three-year plan of its activities” in the first paragraph by “strategic plan”.

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

115. Section 15 of the Act respecting the Conservatoire de musique et d'art dramatique du Québec (chapter C-62.1) is amended

(1) by replacing “17” in the introductory clause by “15”;

(2) by replacing “and one principal of a Conservatoire institution providing instruction in dramatic art, elected, respectively, by a majority of the votes cast by their peers” in paragraph 5 by “or in dramatic art, elected by a majority of the votes cast by his peers”;

(3) by replacing “and one teacher from a Conservatoire institution providing instruction in dramatic art, elected, respectively, by a majority of the votes cast by their peers” in paragraph 6 by “or in dramatic art, elected by a majority of the votes cast by his peers”.

116. Section 16 of the Act is repealed.

117. Section 17 of the Act is amended

(1) by striking out the first paragraph;

(2) by replacing “eight members” in the second paragraph by “seven members of the board of directors”.

118. Sections 18 and 19 of the Act are repealed.

119. Section 20 of the Act is amended

(1) by striking out the first paragraph;

(2) by replacing “the board members referred to in paragraphs 3 and 5” and “a teacher referred to in paragraph 6” in the second paragraph by “the principal referred to in paragraph 5” and “the teacher referred to in paragraph 6”, respectively.

120. Sections 21 and 22 of the Act are repealed.

121. Section 24 of the Act is replaced by the following section:

“24. The academic director may not have a direct or indirect interest in a body, enterprise or association that places his personal interests in conflict with the Conservatoire’s interests. If such an interest devolves to the academic director, including by succession or gift, it must be renounced or disposed of with dispatch.”

122. Sections 26 to 28 of the Act are repealed.

123. Section 29 of the Act is amended by striking out the first and second paragraphs.

124. Sections 30 to 36 of the Act are repealed.

125. Section 38 of the Act is amended by striking out the third paragraph.

126. Sections 39.2, 39.3 and 39.5 of the Act are repealed.

127. The heading of Chapter IV of the Act is amended by striking out “PLANNING,”.

128. Section 51.1 of the Act is replaced by the following section:

“**51.1.** The strategic plan of the Conservatoire must take into consideration the policy directions and objectives given by the Minister and contain, among other things, any element determined by the Minister.

The plan must be submitted on or before the date set by the Minister.”

129. Section 59 of the Act is amended

(1) by replacing “a report of its activities” in the second paragraph by “an annual management report”;

(2) by striking out the third paragraph.

130. Sections 65.1 and 65.2 of the Act are repealed.

ACT RESPECTING THE FONDS D’AIDE AUX ACTIONS COLLECTIVES

131. Section 8 of the Act respecting the Fonds d’aide aux actions collectives (chapter F-3.2.0.1.1) is amended

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

“The Fonds shall be composed of three members, including a president, appointed for terms of not more than three years by the Government, after consultation with the Barreau du Québec and the Commission des services juridiques.”;

(2) by replacing “administrators” in the second paragraph by “members”.

132. Section 12 of the Act is amended

(1) by replacing “An administrator” in the second paragraph by “A member”;

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

“However, if such an interest results solely from the fact that the member is part of the group on behalf of which an application for assistance is made to the Fonds, the member may participate in the decision but must declare his interest.”

133. The Act is amended by replacing all occurrences of “administrator” and “administrators” by “member” and “members”, respectively, with the necessary modifications.

ACT RESPECTING HÉMA-QUÉBEC AND THE BIOVIGILANCE COMMITTEE

134. Section 7 of the Act respecting Héma-Québec and the biovigilance committee (chapter H-1.1) is amended

(1) by inserting “appointed by the Government, including the chair of the board and the president and chief executive officer” after “members” in the first paragraph;

(2) by replacing “Eleven of these members are identified with the following categories” in the introductory clause of the second paragraph by “Ten of those members other than the chair of the board and the president and chief executive officer are identified with the following categories”;

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

“There must be at least one but not more than three of the members referred to in the second paragraph per category. They are appointed after consultation with the persons or sectors in that category.”;

(4) by striking out the fifth paragraph.

135. Section 9 of the Act is repealed.

136. Section 10 of the Act is amended by striking out the first paragraph.

137. Section 11 of the Act is repealed.

138. Section 12 of the Act is amended by striking out the second paragraph.

139. Section 14 of the Act is replaced by the following section:

“**14.** The office of president and chief executive officer is a full-time position.”

140. Section 16 of the Act is amended by striking out the second paragraph.

HYDRO-QUÉBEC ACT

141. The Hydro-Québec Act (chapter H-5) is amended by inserting the following sections after section 4:

“**4.0.0.1.** The composition of the board of directors must tend towards gender parity.

The condition prescribed in the first paragraph is met if the proportion of women or men is between 40% and 60% of the total number of women and men sitting on the board.

“**4.0.0.2.** The board of directors must include at least one member who is 35 years of age or under at the time of appointment.”

142. Section 4.0.10 of the Act is amended by inserting “or because the requirements prescribed in sections 4.0.0.1 and 4.0.0.2 are temporarily not met, in particular by reason of the departure of a director before the expiry of his term” at the end.

143. Section 5 of the Act is amended by adding the following paragraph at the end:

“When replacing the chair of the board of directors, the person so designated exercises the same responsibilities and has the same powers as the chair of the board.”

144. Section 7.2 of the Act is amended

(1) by replacing “annual report” in paragraph 2 by “annual management report”;

(2) by replacing “comité de vérification” in paragraph 9 in the French text by “comité d’audit”.

145. Section 7.6 of the Act is amended by replacing subparagraph 2 of the first paragraph in the French text by the following subparagraph:

“2° un comité d’audit;”.

146. Section 7.10 of the Act is amended by replacing “comité de vérification” in the first paragraph in the French text by “comité d’audit”.

147. Section 7.11 of the Act is amended, in the French text,

(1) by replacing “comité de vérification” in the introductory clause by “comité d’audit”;

(2) by replacing “plan annuel de vérification interne” in paragraph 1 by “plan annuel d’audit interne”;

(3) by replacing “le vérificateur interne” in paragraph 5 by “l’auditeur interne”;

(4) by replacing “le vérificateur externe” in paragraph 6 by “l’auditeur externe”.

148. Section 7.12 of the Act is amended by replacing “comité de vérification” in the French text by “comité d’audit”.

149. Section 7.13 of the Act is amended, in the French text,

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

“Les activités d’audit interne s’exercent sous l’autorité du comité d’audit.”;

(2) by replacing “la vérification interne” in the second paragraph by “l’audit interne”.

150. Section 11.6 of the Act is amended by inserting “renewable” after “appointed for a” in the second paragraph.

151. Section 11.13 of the Act is amended by inserting “, then tabled by the Minister in the National Assembly” at the end.

152. Section 19 of the Act is amended by inserting “or, in the case of the chair, to the Minister and the person designated under section 5” after “board of directors” in the second paragraph.

153. The heading of Division II.6 of the Act is amended by inserting “MANAGEMENT” after “ANNUAL”.

154. Section 20.1 of the Act is amended, in the first paragraph,

(1) by replacing “annual report” in the introductory clause by “annual management report”;

(2) by replacing “comité de vérification” in subparagraph 2 in the French text by “comité d’audit”.

155. Section 20.3 of the Act is amended by replacing “annual report” in the introductory clause by “annual management report”.

156. Section 20.4 of the Act is replaced by the following sections:

“20.4. The annual management report of the Company must state, among other things,

(1) the remuneration and benefits paid to each member of the board of directors and to each director of every wholly-owned subsidiary of the Company;

(2) the elements below paid or granted, on one hand, to the five officers who are, on that basis, the most highly remunerated officers of the Company and, on the other hand, to any person with management responsibilities who does not report directly to the most senior officer if, taking into consideration those elements, that person is more highly remunerated than one of those officers:

(a) the basic remuneration;

(b) the variable pay, where applicable;

(c) the signing bonus, where applicable;

(d) other benefits, including those related to group insurance, the use of a vehicle, or pension plans, as applicable; and

(e) the severance pay, where applicable;

(3) the elements referred to in paragraph 2, paid or granted to the five officers who are, on that basis, the most highly remunerated officers of each wholly-owned subsidiary of the Company;

(4) the fees paid to the external auditor under the contract for the audit of the financial statements; and

(5) any other element or information determined by the Minister.

“20.5. Where a person was an officer in the Company for part of the period covered by the annual management report, the elements referred to in paragraph 2 of section 20.4 and the annualized value of the elements referred to in subparagraphs *a* and *c* to *e* of that paragraph must be disclosed in that report with regard to that person if the total of the annualized value of those elements and of the paid variable pay places the person among the five most highly remunerated officers of the Company. In such a case, the information disclosed in the annual report will concern more than five of the Company’s officers.

“20.6. For the purposes of this division, severance pay whose payment is deferred is deemed paid by the Company or by the wholly-owned subsidiary at the time of the officer’s departure.”

157. The heading of Division II.7 of the Act is replaced by the following heading in the French text:

“AUDIT”.

158. Section 21.5 of the Act is amended

(1) by replacing “vérificateur externe” in the French text by “auditeur externe” and by replacing “annual report” by “annual management report”;

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

“Despite the Act respecting contracting by public bodies (chapter C-65.1), the power to appoint the external auditor provided for in the first paragraph may be exercised on special conditions without a prior public call for tenders.”

159. Section 61.2 of the Act is amended by inserting the following paragraph after the first paragraph:

“The report shall contain an assessment of the effectiveness and performance of the Company, including benchmarking measures.”

PUBLIC INFRASTRUCTURE ACT

160. Section 62 of the Public Infrastructure Act (chapter I-8.3) is amended by striking out the third paragraph.

161. Section 63 of the Act is repealed.

162. Section 64 of the Act is amended

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

“The Government appoints the number of vice-presidents it determines to assist the president and chief executive officer.”;

(2) by replacing “Ils” in the third paragraph in the French text by “Le président-directeur général et les vice-présidents”.

163. Section 65 of the Act is amended by striking out “the president and chief executive officer and”.

164. Section 67 of the Act is amended by striking out the first and second paragraphs.

165. Section 68 of the Act is amended by striking out “the board members and”.

166. Section 71 of the Act is repealed.

167. Section 72 of the Act is amended by striking out the last sentence of the second paragraph.

168. Section 90 of the Act is amended

(1) by replacing “activity report” in the first paragraph by “annual management report”;

(2) by replacing “activity report must contain” in the second paragraph by “annual management report must contain, in particular.”

ACT RESPECTING THE INSTITUT NATIONAL D’EXCELLENCE EN SANTÉ ET EN SERVICES SOCIAUX

169. Sections 16 to 19 of the Act respecting the Institut national d’excellence en santé et en services sociaux (chapter I-13.03) are repealed.

170. The Act is amended by striking out the following heading before section 20:

“§1. — *Members of the board*”.

171. Section 20 of the Act is amended

(1) by striking out “and based on the expertise and experience profiles adopted by the board” in the first paragraph;

(2) by striking out the second paragraph.

172. Section 21 of the Act is amended by striking out the first and second paragraphs.

173. Section 22 of the Act is repealed.

174. Subdivision 2 of Division I of Chapter III of the Act, comprising sections 23 to 27, is repealed.

175. The Act is amended by striking out the following heading before section 28:

“§3. — *President and chief executive officer*”.

176. Section 28 of the Act is replaced by the following section:

“**28.** The office of president and chief executive officer is a full-time position.”

177. Sections 29, 31 and 32 of the Act are repealed.

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

“**33.** The functions of the board of directors include

- (1) adopting the three-year plan of activities and its annual updates;
- (2) adopting the code of ethics applicable to outside experts the board calls upon in the exercise of its functions;
- (3) making sure the governance and ethics committee, the human resources committee and the other committees exercise their functions properly; and
- (4) adopting measures to evaluate the institute’s effectiveness, efficiency and performance.”

179. Sections 35 and 36 of the Act are repealed.

180. Division III of Chapter III of the Act, comprising sections 38 and 39, is repealed.

181. Section 45 of the Act is amended by striking out “and an account of the attendance of the members of the board of directors at board meetings and of their remuneration, if applicable” in the second paragraph.

ACT RESPECTING INSTITUT NATIONAL DE SANTÉ PUBLIQUE DU QUÉBEC

182. Section 9 of the Act respecting Institut national de santé publique du Québec (chapter I-13.1.1) is replaced by the following section:

“**9.** The affairs of the Institute are administered by a board of directors composed of 15 members appointed by the Government, including the chair of the board and the president and chief executive officer.”

183. Sections 10 to 12 of the Act are repealed.

184. Section 13 of the Act is amended by striking out “and the attention of the chief executive officer must, except with the authorization of the Government, be devoted exclusively to the affairs of the institute and the duties of chief executive officer” in the first paragraph.

185. Sections 14 and 15 of the Act are repealed.

186. Section 16 of the Act is amended

- (1) by striking out “or, where applicable, the vice-chair of the board” in the first paragraph;
- (2) by striking out the second paragraph.

ACT RESPECTING INVESTISSEMENT QUÉBEC

187. Sections 37 to 39 and 41 of the Act respecting Investissement Québec (chapter I-16.0.1) are repealed.

188. Section 42 of the Act is amended by striking out the first and second paragraphs.

189. Section 43 of the Act is repealed.

190. Section 45 of the Act is amended by striking out the last sentence of the second paragraph.

191. Section 54 of the Act is amended by replacing “comité de vérification” in the second paragraph in the French text by “comité d’audit”.

192. Section 69 of the Act is amended

(1) by striking out “, according to the form, content and timetable determined by the Government,” in the first paragraph;

(2) by replacing “The Minister submits the strategic plan to the Government for approval,” in the second paragraph by “The strategic plan is submitted to the Government for approval,”.

193. Section 77 of the Act is amended

(1) by replacing “vérificateur externe” in the first paragraph in the French text by “auditeur externe” and by replacing “report of its activities” by “annual management report”;

(2) by replacing “la vérification” and “le vérificateur externe” in the second paragraph in the French text by “l’audit” and “l’auditeur externe”, respectively;

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

“The power to appoint the external auditor provided for in this section may, despite the Act respecting contracting by public bodies (chapter C-65.1), be exercised under special conditions without being preceded by a public call for tenders.”

ACT RESPECTING LA FINANCIÈRE AGRICOLE DU QUÉBEC

194. Section 6 of the Act respecting La Financière agricole du Québec (chapter L-0.1) is amended

(1) by striking out the last sentence of the first paragraph;

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

“The Government shall appoint the members of the board of directors, other than the Deputy Minister of Agriculture, Fisheries and Food. Three of the members are appointed from among the persons identified by the association certified under the Farm Producers Act (chapter P-28).”

195. Sections 6.2 to 6.4 of the Act are repealed.

196. Section 6.5 of the Act is replaced by the following section:

“**6.5.** The office of president and chief executive officer is a full-time position.”

197. Sections 6.6, 9 and 47 of the Act are repealed.

ACT RESPECTING THE MINISTÈRE DE L'ENSEIGNEMENT
SUPÉRIEUR, DE LA RECHERCHE, DE LA SCIENCE ET DE
LA TECHNOLOGIE

198. Section 25 of the Act respecting the Ministère de l'Enseignement supérieur, de la Recherche, de la Science et de la Technologie (chapter M-15.1.0.1) is amended by inserting “the chair of the board,” after “including” in the first paragraph.

199. Section 26 of the Act is amended by replacing the first sentence of the third paragraph by the following sentence: “The chief scientist acts as president and chief executive officer of each fund.”

200. Sections 28 and 29 of the Act are repealed.

201. Section 30 of the Act is replaced by the following section:

“**30.** The scientific director is appointed for a term of not more than five years.

The members of the board of directors, other than the chief scientist, the chair of the board and the scientific director, are appointed for terms of not more than three years.”

202. Section 31 of the Act is amended

(1) by striking out the first paragraph;

(2) by striking out “; the appointment of the other members may be renewed only once” in the second paragraph.

203. Section 32 of the Act is amended by replacing “in accordance with the mode of appointment prescribed in section 25, 26, 27 or 28, as applicable” in the first paragraph by “in accordance with the rules of appointment provided with regard to the board member to be replaced”.

204. Sections 34 and 35 of the Act are repealed.

205. Section 36 of the Act is amended by striking out the third paragraph.

206. Section 42 of the Act is amended

(1) by striking out the first paragraph;

(2) by replacing “plan” in the second paragraph by “strategic plan established by each fund”;

(3) by striking out the third paragraph.

207. Section 48 of the Act is amended

(1) by striking out the first paragraph;

(2) by replacing “Each fund must adopt” in the second paragraph by “A fund must establish”.

208. Section 58 of the Act is amended

(1) by replacing “a report of its activities” in the first paragraph by “an annual management report”;

(2) in the second paragraph,

(a) by inserting “, among other things,” after “contain”;

(b) by replacing “three-year plan approved under section 42” by “strategic plan”.

209. Section 60 of the Act is amended by replacing “annual report” in the second paragraph by “annual management report”.

ACT RESPECTING THE MINISTÈRE DES FINANCES

210. Section 4.1 of the Act respecting the Ministère des Finances (chapter M-24.01) is amended by replacing “legal persons the majority of whose members or directors are appointed by the Government, except legal persons qualified as budget-funded bodies, institutions in the health and social services network and institutions in the education network, including Université

du Québec and its constituent universities” in the third paragraph by “those referred to in the definition provided for in section 3 of the Act respecting the governance of state-owned enterprises (chapter G-1.02)”.

NATIONAL MUSEUMS ACT

211. Section 7 of the National Museums Act (chapter M-44) is amended by striking out the second paragraph.

212. Sections 8 and 9 of the Act are repealed.

213. Section 10 of the Act is replaced by the following section:

“**10.** Appointments of members of the board of directors must be representative of Québec society, including by ensuring the presence of persons from a variety of communities.”

214. Section 11 of the Act is amended by striking out the first and second paragraphs.

215. Sections 12 to 14 and 16, subdivisions 1 and 2 of Division II of Chapter III, comprising sections 17 to 22, and sections 22.1, 22.3 and 22.4 of the Act are repealed.

216. Section 22.5 of the Act is amended by replacing the first paragraph by the following paragraph:

“The board of directors may establish committees, in particular to advise it on the acquisition of property.”

217. Section 22.6 of the Act is amended by replacing “Committee members” by “Members of committees established under section 22.5 who are not members of the board of directors”.

218. Section 22.8 of the Act is amended by striking out the third paragraph.

219. Sections 22.11, 22.12 and 22.14 of the Act are repealed.

220. Section 31 of the Act is replaced by the following section:

“**31.** The strategic plan that a museum shall establish must, in particular, take into consideration the policy directions and objectives given by the Minister and include any element that the Minister determines.

The plan must be submitted to the Minister not later than the date set by the Minister.”

221. Section 33 of the Act is amended

(1) by replacing “a report of its activities” in the first paragraph by “an annual management report”;

(2) by replacing “report of activities” in the second paragraph by “annual management report”;

(3) by striking out the third paragraph.

222. Sections 38.1 and 38.2 of the Act are repealed.

ACT TO ESTABLISH THE OFFICE QUÉBEC-MONDE POUR
LA JEUNESSE

223. Section 8 of the Act to establish the Office Québec-Monde pour la jeunesse (chapter O-5.2) is amended, in the second paragraph,

(1) by inserting “, in particular,” after “must” in the introductory clause;

(2) by striking out subparagraphs 1 and 3.

224. Section 9 of the Act is amended

(1) by striking out the first paragraph;

(2) by striking out “However,” in the second paragraph.

225. Section 10 of the Act is amended

(1) by striking out the first and second paragraphs;

(2) by inserting “of directors” after “board” in the third paragraph.

226. Section 11 of the Act is replaced by the following section:

“**11.** The chair of the board of directors assumes, in particular, any responsibility assigned by the board.”

227. Section 12 of the Act is repealed.

228. Section 13 of the Act is replaced by the following section:

“**13.** The president and chief executive officer exercises the functions of office on a full-time basis and assumes, in particular, any responsibility assigned by the Minister.”

229. Sections 15 and 16 of the Act are repealed.

230. Section 17 of the Act is amended by striking out the last sentence of the second paragraph.

POLICE ACT

231. Section 18 of the Police Act (chapter P-13.1) is replaced by the following section:

“**18.** The board of directors of the school shall be composed of 15 members appointed by the Government, including the chair of the board and the executive director of the school.”

232. Sections 19 to 21 of the Act are repealed.

233. Section 22 of the Act is amended by striking out “or vice-chair” and the last sentence in the second paragraph.

234. Section 23 of the Act is amended by replacing “an executive director for a term not exceeding five years and, where required, assistant executive directors” in the first paragraph by “, where required, assistant executive directors for terms not exceeding five years”.

235. Section 27 of the Act is amended

(1) by inserting the following paragraph after paragraph 1:

“(1.1) to determine the functions and powers of the chair and the executive director, in addition to those provided for in the Act respecting the governance of state-owned enterprises (chapter G-1.02);”;

(2) by striking out “the chair and vice-chair of the governing board and of the executive director,” in paragraph 2.

ACT RESPECTING THE RÉGIE DE L'ASSURANCE MALADIE DU QUÉBEC

236. Section 7 of the Act respecting the Régie de l'assurance maladie du Québec (chapter R-5) is replaced by the following section:

“**7.** The Board is administered by a board of directors composed of 15 members appointed by the Government, including the chair of the board and the president and chief executive officer.

The board members, other than the chair of the board and the president and chief executive officer, include the following:

(1) three appointed from among professionals in the field of health within the meaning of the Health Insurance Act (chapter A-29), including one general

practitioner and one medical specialist, after consultation with the professional order of each class of health professionals that has entered into an agreement under that Act;

(2) one appointed from among the president and executive directors of an institution referred to in the Act respecting health services and social services (chapter S-4.2); and

(3) nine who are independent members, including three users of the health sector and persons from the various fields of activity meeting the expertise and experience profiles approved by the board.”

237. Section 7.0.1 of the Act is replaced by the following section:

“**7.0.1.** The term of a member of the board of directors ends when the member loses the qualifications required for appointment.”

238. Sections 7.0.2 to 7.0.4 and 7.0.8 of the Act are repealed.

239. Section 7.1 of the Act is amended by striking out “the president and chief executive officer and”.

240. Section 7.2 of the Act is repealed.

241. Section 25 of the Act is amended by replacing “a report of its activities” in the first paragraph by “an annual management report”.

ACT RESPECTING LABOUR RELATIONS, VOCATIONAL TRAINING AND WORKFORCE MANAGEMENT IN THE CONSTRUCTION INDUSTRY

242. Section 3.2 of the Act respecting labour relations, vocational training and workforce management in the construction industry (chapter R-20) is replaced by the following section:

“**3.2.** The affairs of the Commission are administered by a board of directors composed of 15 members appointed by the Government, including the chairman of the board and the president and chief executive officer.

The board members, other than the chairman of the board and the president and chief executive officer, include the following:

(1) five members, including at least three who are independent members, appointed after consultation with the employers’ association and the contractors’ associations;

(2) five members, including at least three who are independent members, appointed after consultation with the representative associations; and

(3) three independent members.”

243. Sections 3.3, 3.5 and 3.6 of the Act are repealed.

244. Section 3.7 of the Act is amended

(1) by striking out the first, second and third paragraphs;

(2) by replacing “of this section” in the fourth paragraph by “of section 3.4 of the Act respecting the governance of state-owned enterprises (chapter G-1.02)”.

245. Section 3.8 of the Act is amended

(1) by replacing “chairman” in the first paragraph by “president and chief executive officer”;

(2) by replacing “Every member of the board of directors, other than the chairman,” and “to the chairman in writing and” in the third paragraph by “Every other member of the board of directors” and “in writing to the chairman of the board of directors or, in the chairman’s case, to the Minister and the person designated under section 13 of the Act respecting the governance of state-owned enterprises (chapter G-1.02) and, where applicable,”, respectively.

246. Section 3.9 of the Act is amended by striking out the second paragraph.

247. Subdivision 1.1 of Division I of Chapter II of the Act, comprising sections 3.13 to 3.18, is repealed.

248. Section 5 of the Act is amended by replacing “chairman” in the third paragraph by “president and chief executive officer”.

249. Section 6 of the Act is amended by replacing both occurrences of “chairman” by “president and chief executive officer”.

250. Section 15.4 of the Act is amended

(1) by replacing “chairman of the Commission, in the chairman’s capacity as chief executive officer of the Commission” and “The chairman of the Commission” in the first paragraph by “president and chief executive officer” and “The latter”, respectively;

(2) by replacing “chairman of the Commission” in the second paragraph by “president and chief executive officer”.

251. Section 18.4 of the Act is amended by replacing “the chairman of the Commission from among the personnel of the Commission” in the first paragraph by “the president and chief executive officer from among the latter’s personnel”.

252. Section 18.14.4 of the Act is amended by replacing “chair of the Commission or by a person the chair” in the first paragraph by “president and chief executive officer or by a person the latter”.

ACT RESPECTING RETRAITE QUÉBEC

253. Section 11 of the Act respecting Retraite Québec (chapter R-26.3) is amended

- (1) by striking out the last sentence of the first paragraph;
- (2) by replacing the second paragraph by the following paragraph:

“The members of the board of directors, other than the chair of the board and the president and chief executive officer, include

(1) two members appointed after consultation, for one of them, with the unions and associations referred to in subparagraph 1 of the first paragraph of section 164 of the Act respecting the Government and Public Employees Retirement Plan (chapter R-10) and, for the other, with the associations referred to in subparagraph 1 of the first paragraph of section 196.3 of the Act respecting the Pension Plan of Management Personnel (chapter R-12.1);

(2) one member appointed after consultation with the associations that are the most representative of the pensioners under the pension plans administered by Retraite Québec under section 4, unless a different consultation process is determined by the Government;

(3) eight members appointed as follows after consultation with bodies the Minister considers representative of the following sectors and persons:

- (a) four for the business sector;
- (b) two for the labour sector;
- (c) one for the socio-economic sector; and
- (d) one for retired persons.”

254. Section 12 of the Act is amended by replacing “In addition to being required to comply with the independence rules prescribed by the Act respecting the governance of state-owned enterprises (chapter G-1.02), an independent member may not” by “An independent member of the board of directors may not, in particular,”.

255. Sections 15, 21, 23 and 24 of the Act are repealed.

256. Section 25 of the Act is amended by replacing “for the remainder of the term of office in accordance with the rules of appointment provided in this Act” in the first paragraph by “in accordance with the rules of appointment to the board”.

257. Section 27 of the Act is amended by replacing the introductory clause by “The responsibilities of the board of directors include”.

258. Section 28 of the Act is amended by striking out the last sentence of the second paragraph.

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

“33. The board of directors establishes, among other things, an investment policy committee and a client services committee.

Those committees must be chaired by an independent member and the president and chief executive officer cannot be a committee member.”

260. Section 36 of the Act is amended

(1) by replacing the introductory clause of the first paragraph by “The functions of the audit committee include”;

(2) by replacing “comité de vérification” in the second paragraph in the French text by “comité d’audit”.

261. Section 46 of the Act is amended by striking out “the president and chief executive officer and”.

262. Section 68 of the Act is amended by replacing “prepared under section 24 of the Public Administration Act (chapter A-6.01)” in the first paragraph by “prepared, in particular, under the provisions of Chapter VI of the Act respecting the governance of state-owned enterprises (chapter G-1.02)”.

FIRE SAFETY ACT

263. Section 62 of the Fire Safety Act (chapter S-3.4) is replaced by the following section:

“62. The board of directors of the school shall be composed of 13 members appointed by the Government, including the chair of the board and the director general of the school.”

264. Sections 63 to 65 of the Act are repealed.

265. Section 66 of the Act is amended by striking out “or vice-chair” and the last sentence in the second paragraph.

266. Section 67 of the Act is amended by replacing “a director general for a term not exceeding five years and, where required, assistant director generals” in the first paragraph by “, where required, assistant director generals for terms not exceeding five years”.

267. Section 71 of the Act is amended

(1) by inserting the following paragraph after paragraph 1:

“(1.1) to determine the functions and powers of the chair and the director general, other than those provided for in the Act respecting the governance of state-owned enterprises (chapter G-1.02);”;

(2) by striking out “the chair and vice-chair of the governing board and of the director general,” in paragraph 2.

ACT RESPECTING PRE-HOSPITAL EMERGENCY SERVICES

268. Section 91 of the Act respecting pre-hospital emergency services (chapter S-6.2) is replaced by the following section:

“**91.** The Corporation is administered by a board of directors of 12 members appointed by the Government. The board is composed of the following members:

- (1) the president and chief executive officer;
- (2) the chair of the board of directors;
- (3) one member appointed from among the president and chief executive officers of local institutions;
- (4) one member appointed from among the physicians in charge of a local emergency room or who direct or coordinate such an emergency room’s activities;
- (5) one member appointed from among the Corporation’s employees;
- (6) one member appointed from among the persons having used the Corporation’s services during the 48 months preceding their appointment;
- (7) one member with experience in the local municipal sector;
- (8) one member with experience in the local business sector;
- (9) one member with expertise in emergency measures and civil protection;
- (10) one member with expertise in auditing;

- (11) one member with expertise in governance and risk management; and
- (12) one member with expertise in human resources management.”

269. Section 92 of the Act is repealed.

270. Section 93 of the Act is replaced by the following section:

“**93.** The term of office of a member of the board of directors ends when the member loses the qualifications required for appointment.”

271. Sections 94 and 95 of the Act are repealed.

272. Section 96 of the Act is replaced by the following section:

“**96.** The functions of the president and chief executive officer shall be exercised on a full-time basis.”

273. Section 97 of the Act is amended by replacing “director general is unable” and “functions of the director general while the director general” by “president and chief executive officer is unable” and “functions of that office while the president and chief executive officer”, respectively.

274. Section 98 of the Act is amended by replacing both occurrences of “director general” by “president and chief executive officer”.

275. Section 105 of the Act is repealed.

ACT RESPECTING THE SOCIÉTÉ D’HABITATION DU QUÉBEC

276. Section 6 of the Act respecting the Société d’habitation du Québec (chapter S-8) is amended

(1) by inserting “appointed by the Government” after “members” in the first paragraph;

(2) by striking out the second paragraph.

277. Sections 6.0.1 to 7 of the Act are repealed.

278. Section 13 of the Act is replaced by the following section:

“**13.** The office of president and chief executive officer is a full-time position.”

279. Section 13.0.1 of the Act is repealed.

280. Section 25 of the Act is amended by replacing “annual report” by “annual management report”.

ACT RESPECTING THE SOCIÉTÉ DE DÉVELOPPEMENT DES
ENTREPRISES CULTURELLES

281. Section 5 of the Act respecting the Société de développement des entreprises culturelles (chapter S-10.002) is replaced by the following section:

“**5.** The Société is administered by a board of directors composed of 15 members appointed by the Government, including the chair of the board and the president and chief executive officer.

The members of the board, other than the chair and the president and chief executive officer, are appointed after consultation with bodies considered by the Minister to be representative of the sectors concerned by the activities of the Société. Four of those members include

- (1) one person active in the audiovisual industry;
- (2) one person active in the music or entertainment industries;
- (3) one person active in the book or publishing industries; and
- (4) one person active in the field of fine crafts or in the art market.”

282. Section 5.1 of the Act is repealed.

283. Section 5.2 of the Act is replaced by the following section:

“**5.2.** The office of president and chief executive officer is a full-time position.”

284. Sections 5.3, 5.5, 7 and 11 of the Act are repealed.

285. Section 12 of the Act is amended by replacing “to the fields of the cinema and of television production and the other to the fields of sound recording, variety shows, books, specialized publishing and fine crafts.” in the first paragraph by “to the audiovisual industry and the other to the music, entertainment, book and publishing industries, fine crafts and the art market.”

286. Section 19 of the Act is amended by replacing “to the cinema and television production, sound recording and variety shows, book and specialized publishing, and fine crafts” in the second paragraph by “to the audiovisual works, music and entertainment, books, publishing, fine crafts and the art market”.

287. Section 21 of the Act is amended

(1) by replacing “the cinema, television production, sound recording, variety shows, books, specialized publishing or fine crafts” in the first paragraph by “audiovisual works, music, entertainment, books, publishing, fine crafts or the art market”;

(2) by replacing “In the fields of the cinema and of television production” in the second paragraph by “In the audiovisual industry”.

288. Section 28 of the Act is replaced by the following section:

“28. A council under the name of “Conseil national de l’audiovisuel” and commissions under the names of “Commission de la musique et du spectacle”, “Commission du livre et de l’édition” and “Commission des métiers d’art et du marché de l’art” are established within the Société.”

289. Section 32 of the Act is amended

(1) by replacing “the fields of the cinema and television production” in the first paragraph by “the audiovisual industry”;

(2) by replacing “the fields of sound recording, variety shows, books, specialized publishing and fine crafts” in the second paragraph by “the fields of music, entertainment, books, publishing, fine crafts and the art market”.

290. Section 36 of the Act is amended by replacing “the fields of the cinema and of television production” by “the audiovisual industry”.

291. Section 42 of the Act is amended

(1) by replacing “a report of its activities” in the first paragraph by “an annual management report”;

(2) by replacing both occurrences of “report” in the second paragraph by “annual management report”.

ACT RESPECTING THE SOCIÉTÉ DE DÉVELOPPEMENT ET DE MISE EN VALEUR DU PARC OLYMPIQUE

292. Section 15 of the Act respecting the Société de développement et de mise en valeur du Parc olympique (chapter S-10.2) is amended by inserting “appointed by the Government” after “members”.

293. Section 16 of the Act is amended by replacing the first and second paragraphs by the following paragraph:

“The members of the board of directors include, other than the chair of the board and the president and chief executive officer, one member appointed

after consultation with Ville de Montréal and the councils of the boroughs adjacent to the Olympic Park and at least two other members appointed after consultation with bodies the Minister considers representative of the sectors concerned by the Société's mission.”

294. Sections 17 and 18 of the Act are repealed.

295. Section 19 of the Act is amended by striking out the first and second paragraphs.

296. Sections 20, 21 and 23 of the Act are repealed.

297. Section 25 of the Act is amended by striking out the last sentence of the second paragraph.

ACT RESPECTING THE SOCIÉTÉ DE FINANCEMENT DES INFRASTRUCTURES LOCALES DU QUÉBEC

298. Section 8 of the Act respecting the Société de financement des infrastructures locales du Québec (chapter S-11.0102) is amended by striking out the second paragraph.

299. Section 12 of the Act is amended by replacing the first paragraph by the following paragraphs:

“The affairs of the Société are administered by a board of directors of seven members, all appointed by the Minister, composed of the following persons:

(1) five members from among the persons holding a position as associate deputy minister or assistant deputy minister in the public service, of which two are from the Ministère des Finances, one from the Ministère des Transports and one from the Ministère des Affaires municipales, des Régions et de l'Occupation du territoire; and

(2) two members from among the members of the council of a municipality appointed after consultation with representatives of the municipal sector, including representatives of the Union des municipalités du Québec and of the Fédération québécoise des municipalités locales et régionales (FQM).

The members referred to in subparagraph 1 of the first paragraph who do not exercise their functions within the Ministère des Finances are appointed on the recommendation of the minister to whom they are responsible.”

300. Section 15 of the Act is amended by replacing “by the Government” in the first paragraph by “in accordance with the rules of appointment to the board”.

ACT RESPECTING THE SOCIÉTÉ DE L'ASSURANCE AUTOMOBILE
DU QUÉBEC

301. Section 7 of the Act respecting the Société de l'assurance automobile du Québec (chapter S-11.011) is amended

(1) by striking out “, and based on the expertise and experience profiles approved by the board” in the introductory clause of the second paragraph;

(2) by striking out the third paragraph.

302. Sections 8, 8.1 and 9 of the Act are repealed.

303. Section 10 of the Act is amended by striking out the first and second paragraphs.

304. Section 10.1 of the Act is repealed.

305. Section 19 of the Act is amended by replacing the third paragraph by the following paragraph:

“The reports of the Société must contain, among other things, any information required by the Minister.”

306. Section 20 of the Act is amended

(1) by replacing “vérificateur externe” in the French text by “auditeur externe”;

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

“The power to appoint the external auditor provided for in the first paragraph may, despite the Act respecting contracting by public bodies (chapter C-65.1), be exercised under special conditions without being preceded by a public call for tenders.”

307. Section 23.0.13.1 of the Act is amended by striking out “Paragraph 5 of section 34 and”.

308. Section 23.0.18 of the Act is amended

(1) by replacing “vérificateur externe” in the first paragraph in the French text by “auditeur externe”;

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

“The power to appoint the external auditor provided for in the first paragraph may, despite the Act respecting contracting by public bodies (chapter C-65.1), be exercised under special conditions without being preceded by a public call for tenders.”

ACT RESPECTING THE SOCIÉTÉ DE LA PLACE DES ARTS DE MONTRÉAL

309. Section 4 of the Act respecting the Société de la Place des Arts de Montréal (chapter S-11.03) is amended

(1) by inserting “appointed by the Government” after “11 members” in the first paragraph;

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

“The board members, other than the chair and the president and chief executive officer, are appointed after consultation with Ville de Montréal and with socio-economic and cultural bodies active throughout Québec or at a regional level.”

310. Section 4.1 of the Act is repealed.

311. Section 4.2 of the Act is replaced by the following section:

“**4.2.** The office of president and chief executive officer is a full-time position.”

312. Sections 4.3, 5 and 7 of the Act are repealed.

313. Section 26 of the Act is amended by replacing “be consistent with” by “take into consideration, in particular,”.

ACT RESPECTING THE SOCIÉTÉ DE TÉLÉDIFFUSION DU QUÉBEC

314. Section 5 of the Act respecting the Société de télédiffusion du Québec (chapter S-12.01) is amended

(1) by striking out “, taking into consideration the expertise and experience profiles approved by the board” in the second paragraph;

(2) by striking out the third paragraph.

315. Section 5.1 of the Act is repealed.

316. Section 5.2 of the Act is replaced by the following section:

“**5.2.** The office of president and chief executive officer is a full-time position.”

317. Sections 5.3, 7 and 12 of the Act are repealed.

318. Section 26 of the Act is amended

(1) by replacing “a report of its activities” in the first paragraph by “an annual management report”;

(2) by inserting “annual management” before “report” in the second paragraph.

ACT RESPECTING THE SOCIÉTÉ DES ALCOOLS DU QUÉBEC

319. Section 7 of the Act respecting the Société des alcools du Québec (chapter S-13) is amended

(1) by inserting “appointed by the Government” after “members” in the first paragraph;

(2) by striking out the second paragraph.

320. Sections 7.2 to 9 of the Act are repealed.

321. Section 12 of the Act is amended by striking out the first and second paragraphs.

322. Section 12.1 of the Act is repealed.

323. Section 23.6 of the Act is amended

(1) by inserting “appointed by the Société” after “members” in the first paragraph;

(2) by striking out the first sentence of the second paragraph;

(3) by striking out the third paragraph.

324. Sections 23.9 and 23.11 of the Act are repealed.

325. Section 23.13 of the Act is amended by striking out the first and second paragraphs.

326. Section 23.14 of the Act is repealed.

327. Section 23.16 of the Act is amended by inserting “sections 3.2 and 3.3,” after “for the purposes of” in paragraph 2.

328. Section 23.41 of the Act is amended by replacing “annual report” in the first paragraph by “annual management report”.

329. Section 23.42 of the Act is amended

(1) by replacing “le vérificateur externe” in the French text by “l’auditeur externe” and by replacing “annual report” by “annual management report”;

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

“The power to appoint the external auditor provided for in the first paragraph may, despite the Act respecting contracting by public bodies (chapter C-65.1), be exercised under special conditions without being preceded by a public call for tenders.”

330. Section 57 of the Act is amended by replacing “Conseil du trésor” by “Minister of Finance”.

331. Section 59 of the Act is amended

(1) by replacing both occurrences of “annual report” in the first paragraph by “annual management report”;

(2) by replacing both occurrences of “annual report” in the second paragraph by “annual management report”.

332. Section 60 of the Act is amended

(1) by replacing “vérificateur externe” in the French text by “auditeur externe” and by replacing “annual report” by “annual management report”;

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

“The power to appoint the external auditor provided for in the first paragraph may, despite the Act respecting contracting by public bodies (chapter C-65.1), be exercised under special conditions without being preceded by a public call for tenders.”

ACT RESPECTING THE SOCIÉTÉ DES ÉTABLISSEMENTS DE PLEIN AIR DU QUÉBEC

333. Section 4 of the Act respecting the Société des établissements de plein air du Québec (chapter S-13.01) is amended

(1) by inserting “appointed by the Government” after “members” in the first paragraph;

(2) by striking out the second paragraph.

334. Section 6 of the Act is repealed.

335. Section 8 of the Act is amended

(1) by striking out the first paragraph;

(2) by replacing “set out in this Act” in the second paragraph by “to the board”.

336. Section 10 of the Act is replaced by the following section:

“**10.** The office of president and chief executive officer is a full-time position.”

337. Sections 10.1 and 11 of the Act are repealed.

ACT RESPECTING THE SOCIÉTÉ DES LOTERIES DU QUÉBEC

338. Section 6.1 of the Act respecting the Société des loteries du Québec (chapter S-13.1) is amended by inserting “appointed by the Government,” after “members”.

339. Sections 6.2, 8 and 9 of the Act are repealed.

340. Section 9.1 of the Act is amended by striking out the first and second paragraphs.

341. Sections 9.2 and 11 of the Act are repealed.

342. Section 15 of the Act is amended

(1) by striking out “by-law of” in the first paragraph;

(2) by striking out “, by by-law,” in the second paragraph.

343. Section 24 of the Act is amended

(1) by replacing “vérificateur externe” in the French text by “auditeur externe” and by replacing “annual report” by “annual management report”;

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

“The power to appoint the external auditor provided for in the first paragraph may, despite the Act respecting contracting by public bodies (chapter C-65.1), be exercised under special conditions without being preceded by a public call for tenders.”

ACT RESPECTING THE SOCIÉTÉ DES TRAVERSIERS DU QUÉBEC

344. Section 6 of the Act respecting the Société des Traversiers du Québec (chapter S-14) is replaced by the following section:

“**6.** The Société is administered by a board of directors composed of nine to eleven members appointed by the Government, including the chair of the board and the president and chief executive officer.”

345. Sections 7 to 8.1.1 of the Act are repealed.

346. Section 9 of the Act is amended by striking out the first paragraph.

347. Section 12 of the Act is amended by striking out the second paragraph.

348. Section 19 of the Act is amended by replacing “report to the Minister of Transport on its activities” in the first paragraph by “submit to the Minister of Transport an annual management report”.

ACT RESPECTING THE SOCIÉTÉ DU CENTRE DES CONGRÈS DE QUÉBEC

349. Section 5 of the Act respecting the Société du Centre des congrès de Québec (chapter S-14.001) is amended

(1) by inserting “appointed by the Government” after “members” in the first paragraph;

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

“At least three members of the board, other than the chair and the president and chief executive officer, are appointed after consultation with bodies representative of the sector.”

350. Section 7 of the Act is repealed.

351. Section 8 of the Act is amended by replacing “appointment rules set out in this Act” in the first paragraph by “rules of appointment to the board”.

352. Sections 9, 9.1 and 11 of the Act are repealed.

353. Section 24 of the Act is amended

(1) by replacing “annual report” in the first paragraph by “annual management report”;

(2) by replacing “annual report” in the second paragraph by “annual management report”.

354. Section 25 of the Act is amended by replacing “annual report” by “annual management report”.

ACT RESPECTING THE SOCIÉTÉ DU GRAND THÉÂTRE DE QUÉBEC

355. Section 4 of the Act respecting the Société du Grand Théâtre de Québec (chapter S-14.01) is amended

(1) by inserting “appointed by the Government” after “members” in the first paragraph;

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

“The board members, other than the chair and the president and chief executive officer, are appointed after consultation with Ville de Québec and with socio-economic and cultural bodies active throughout Québec or at a regional level.”

356. Section 4.1 of the Act is repealed.

357. Section 4.2 of the Act is replaced by the following section:

“**4.2.** The office of president and chief executive officer is a full-time position.”

358. Sections 4.3 and 4.5 to 7 of the Act are repealed.

359. Section 26 of the Act is amended by replacing “be consistent with” by “take into consideration, in particular,”.

ACT RESPECTING THE SOCIÉTÉ DU PALAIS DES CONGRÈS DE MONTRÉAL

360. Section 5 of the Act respecting the Société du Palais des congrès de Montréal (chapter S-14.1) is amended

(1) by inserting “appointed by the Government” after “members” in the first paragraph;

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

“At least three of the members, other than the chair of the board and the president and chief executive officer, are appointed after consultation with bodies representative of the sector.”

361. Section 6 of the Act is repealed.

362. Section 7 of the Act is amended by replacing “appointment rules set out in this Act” in the first paragraph by “rules of appointment to the board”.

363. Sections 8, 9 and 11.1 of the Act are repealed.

364. Section 28 of the Act is amended by inserting “management” after “annual”.

ACT RESPECTING THE SOCIÉTÉ DU PARC INDUSTRIEL ET PORTUAIRE DE BÉCANCOUR

365. Section 5 of the Act respecting the Société du parc industriel et portuaire de Bécancour (chapter S-16.001) is amended by replacing “seven members appointed by the Government for a term not exceeding three years” in the first paragraph by “nine members appointed by the Government, including the chair and the president and chief executive officer of the Société”.

366. Section 6 of the Act is replaced by the following section:

“**6.** The duties assumed by the chairman of the board of directors shall include the duties assigned to him by by-law of the Société.”

367. Section 7 of the Act is repealed.

368. Section 8 of the Act is amended

(1) by striking out the first paragraph;

(2) by replacing “by appointment for a specified term, as provided for in section 5” in the second paragraph by “in accordance with the mode of appointment prescribed for the member to be replaced”.

369. Section 11 of the Act is amended by striking out the first paragraph.

370. Sections 12 to 14 and 39 of the Act are repealed.

ACT RESPECTING THE SOCIÉTÉ DU PLAN NORD

371. Section 14 of the Act respecting the Société du Plan Nord (chapter S-16.011) is amended by replacing “, in accordance with the form, content and schedule determined by the Government, a strategic plan setting out the objectives it is pursuing and the priorities it has established in accordance with the Government’s policy directions relating to the Northern Plan” in the first paragraph by “a strategic plan in accordance with section 34 of the Act respecting the governance of state-owned enterprises (chapter G-1.02) setting out, in particular, the objectives it is pursuing and the priorities it has established in accordance with the Government’s policy directions relating to the Northern Plan”.

372. Section 29 of the Act is amended

(1) by inserting “appointed by the Government” after “members” in the first paragraph;

(2) by replacing the fourth and fifth paragraphs by the following paragraph:

“The board members, other than the chair and the president and chief executive officer, are appointed taking into consideration, in particular, their interest in and knowledge of the northern environment.”

373. Section 30 of the Act is replaced by the following section:

“**30.** The chair of the board of directors must reside in the area covered by the Northern Plan.”

374. Section 31 of the Act is repealed.

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

“**33.** The office of president and chief executive officer is a full-time position.”

376. Sections 34 and 36 of the Act are repealed.

377. Section 37 of the Act is amended by striking out the last sentence of the second paragraph.

378. Section 46 of the Act is repealed.

379. Section 48 of the Act is amended by replacing “The Company adopts standards of ethics and professional conduct for its personnel. The standards” by “The standards of ethics and professional conduct applicable to the Company’s personnel”.

ACT RESPECTING THE SOCIÉTÉ QUÉBÉCOISE D’INFORMATION JURIDIQUE

380. Section 2 of the Act respecting the Société québécoise d’information juridique (chapter S-20) is replaced by the following section:

“**2.** The affairs of the company shall be administered by a board of directors composed of thirteen members appointed by the Government, including the chair of the board and the president and chief executive officer.”

381. Section 3 of the Act is replaced by the following section:

“**3.** The members of the company’s board of directors, other than the president and chief executive officer, shall be as follows:

(1) two judges appointed on the recommendation of the chief justices of the courts;

(2) one academic appointed on the recommendation of the deans of the law faculties;

(3) two advocates appointed after consultation with the Barreau du Québec;

(4) one notary appointed after consultation with the Chambre des notaires du Québec;

(5) two public servants from the Ministère de la Justice appointed on the recommendation of the Minister of Justice;

(6) one public servant appointed on the recommendation of the Chair of the Conseil du trésor; and

(7) three other members, including one who is a member of the professional order of accountants.”

382. Sections 4 to 8 of the Act are repealed.

383. Section 9 of the Act is amended

(1) by replacing “The general manager and the other members of the personnel” in the first paragraph by “The members of the personnel”;

(2) by striking out “, including the general manager,” in the second paragraph.

384. The Act is amended by inserting the following section after section 9:

“**9.1.** If the president and chief executive officer is absent or unable to act, the board of directors may designate a member of the company’s personnel to temporarily exercise the functions of that position.”

385. Section 13 of the Act is amended by replacing “approved by the company” and “president, the vice-president or the general manager” by “of the board of directors that it has approved” and “chair of the board or the president and chief executive officer”, respectively.

386. Section 15 of the Act is amended by inserting “of the board of directors” after “member”.

ACT RESPECTING THE SOCIÉTÉ QUÉBÉCOISE DE RÉCUPÉRATION ET DE RECYCLAGE

387. Section 5 of the Act respecting the Société québécoise de récupération et de recyclage (chapter S-22.01) is amended

(1) by inserting “appointed by the Government,” after “members” in the first paragraph;

(2) by replacing the second and third paragraphs by the following paragraph:

“At least three of the board members, other than the chair of the board and the president and chief executive officer, must be representative of or come from different sectors concerned by the activities of the Société.”

388. Section 6 of the Act is repealed.

389. Section 7 of the Act is replaced by the following section:

“**7.** The office of president and chief executive officer is a full-time position.”

390. Sections 7.1 and 8 of the Act are repealed.

391. Section 9 of the Act is amended by replacing “set out in this Act” in the first paragraph by “to the board”.

392. Section 10 of the Act is repealed.

REGULATION RESPECTING APPLICATIONS FOR ASSISTANCE FOR A CLASS ACTION

393. The Regulation respecting applications for assistance for a class action (chapter F-3.2.0.1.1, r. 1) is amended by replacing both occurrences of “an administrator” by “a member”.

OTHER AMENDING PROVISIONS

394. The following provisions are amended by replacing all occurrences of “activity report”, “activities report”, “report of activities”, “report of its activities”, “report of the activities”, “report on its activities”, “annual report”, “report of operations” and “report of its operations” by “annual management report”, with the necessary modifications:

(1) section 120 of the Act respecting parental insurance (chapter A-29.011);

(2) section 147 of the Building Act (chapter B-1.1);

(3) section 29 of the Act respecting Bibliothèque et Archives nationales du Québec (chapter B-1.2);

(4) sections 26 and 29 of the Act respecting the national capital commission (chapter C-33.1);

(5) sections 33 and 35 of the Act respecting the Conseil des arts et des lettres du Québec (chapter C-57.02);

(6) sections 159 to 161 of the Act respecting the conservation and development of wildlife (chapter C-61.1);

(7) section 60 of the Act respecting the Conservatoire de musique et d'art dramatique du Québec (chapter C-62.1);

(8) sections 22 and 23 of the Act respecting Héma-Québec and the biovigilance committee (chapter H-1.1);

(9) section 20 of the Hydro-Québec Act (chapter H-5);

(10) sections 91 and 92 of the Public Infrastructure Act (chapter I-8.3);

(11) sections 25 and 26 of the Act respecting Institut national de santé publique du Québec (chapter I-13.1.1);

(12) sections 23, 35.9, 74 and 76 of the Act respecting Investissement Québec (chapter I-16.0.1);

(13) sections 43 to 45 of the Act respecting La Financière agricole du Québec (chapter L-0.1);

(14) section 37 of the National Museums Act (chapter M-44);

(15) sections 33 and 34 of the Act to establish the Office Québec-Monde pour la jeunesse (chapter O-5.2);

(16) section 46 of the Police Act (chapter P-13.1);

(17) section 9 of the Act respecting labour relations, vocational training and workforce management in the construction industry (chapter R-20);

(18) section 79 of the Fire Safety Act (chapter S-3.4);

(19) section 103 of the Act respecting pre-hospital emergency services (chapter S-6.2);

(20) section 24 of the Act respecting the Société d'habitation du Québec (chapter S-8);

(21) section 44 of the Act respecting the Société de développement des entreprises culturelles (chapter S-10.002);

(22) sections 39 and 40 of the Act respecting the Société de développement et de mise en valeur du Parc olympique (chapter S-10.2);

(23) sections 27, 28 and 31 of the Act respecting the Société de la Place des Arts de Montréal (chapter S-11.03);

(24) section 28 of the Act respecting the Société de télédiffusion du Québec (chapter S-12.01);

(25) sections 33, 34 and 35 of the Act respecting the Société des établissements de plein air du Québec (chapter S-13.01);

(26) section 25 of the Act respecting the Société des loteries du Québec (chapter S-13.1);

(27) section 28 of the Act respecting the Société du Centre des congrès de Québec (chapter S-14.001);

(28) sections 27, 28 and 31 of the Act respecting the Société du Grand Théâtre de Québec (chapter S-14.01);

(29) section 27 of the Act respecting the Société du Palais des congrès de Montréal (chapter S-14.1);

(30) sections 36 to 38 of the Act respecting the Société du parc industriel et portuaire de Bécancour (chapter S-16.001);

(31) sections 67 and 68 of the Act respecting the Société du Plan Nord (chapter S-16.011);

(32) section 16 of the Act respecting the Société québécoise d'information juridique (chapter S-20);

(33) sections 28, 29 and 30 of the Act respecting the Société québécoise de récupération et de recyclage (chapter S-22.01).

395. The following provisions are amended by replacing all occurrences of “president and director general” and “chief executive officer” by “president and chief executive officer”:

(1) sections 104, 105, 115.18, 117 and 118.1 of the Act respecting parental insurance (chapter A-29.011);

(2) sections 133 and 156 of the Act respecting the conservation and development of wildlife (chapter C-61.1);

(3) sections 13, 16, 17 and 42 of the Act respecting Institut national de santé publique du Québec (chapter I-13.1.1).

396. The following provisions are amended by replacing all occurrences of “governing board” and “board of governors” by “board of directors”:

(1) the heading of Division II of Chapter I and section 4 of the Act respecting Bibliothèque et Archives nationales du Québec (chapter B-1.2);

(2) sections 7, 12, 13, 15 to 17, 32, 34 and 54.5 of the Act respecting Héma-Québec and the biovigilance committee (chapter H-1.1);

(3) section 17 of the Act respecting Institut national de santé publique du Québec (chapter I-13.1.1);

(4) sections 14, 22, 25, 26, 29, 30 and 33 of the Police Act (chapter P-13.1);

(5) sections 59, 66 and 70 of the Fire Safety Act (chapter S-3.4).

TRANSITIONAL AND FINAL PROVISIONS

397. Despite any inconsistent provision and subject to sections 399 to 405, the members of the board of directors or, as the case may be, of the governing board or the board of governors of the state-owned enterprises listed in Schedule I to the Act respecting the governance of state-owned enterprises (chapter G-1.02), as amended by section 22 of this Act, including the president and chief executive officer, the president and director general and the chief executive officer or, as the case may be, the director general, the general manager or the executive director, in office on (*insert the date of assent to this Act*) continue in office, for the unexpired portion of their term, until those members are replaced or reappointed.

398. Despite any inconsistent provision, the members of the board of directors of the Caisse de dépôt et placement du Québec, including the president and chief executive officer, in office on (*insert the date of assent to this Act*) continue in office, for the unexpired portion of their term, until those members are replaced or reappointed.

399. The president and director general of the Conseil de gestion de l'assurance parentale in office on (*insert the date of assent to this Act*) continues in office on the same terms, for the unexpired portion of the term, until replaced or reappointed.

The president and director general assumes the office of chair of the board of directors of the Conseil until (*insert the date that is two years after the date of assent to this Act*) or until that office is filled in accordance with section 3.2 of the Act respecting the governance of state-owned enterprises, enacted by section 3 of this Act, whichever occurs first.

400. The director general of the Commission de la capitale nationale du Québec in office on (*insert the date of assent to this Act*) continues in office, on the same terms, as president and chief executive officer of the Commission, for the unexpired portion of the term, until replaced or reappointed.

The director general assumes the office of chairman of the board of directors of the Commission until (*insert the date that is two years after the date of assent to this Act*) or until that office is filled in accordance with section 3.2 of the Act respecting the governance of state-owned enterprises, enacted by section 3 of this Act, whichever occurs first.

401. The chief executive officer of the Commission de la construction du Québec in office on (*insert the date of assent to this Act*) continues in office, on the same terms, as president and chief executive officer of the Commission, for the unexpired portion of the term, until replaced or reappointed.

The chief executive officer assumes the office of chairman of the board of directors of the Commission until (*insert the date that is two years after the date of assent to this Act*) or until that office is filled in accordance with section 3.2 of the Act respecting the governance of state-owned enterprises, enacted by section 3 of this Act, whichever occurs first.

402. The chief executive officer of the Institut national de santé publique du Québec in office on (*insert the date of assent to this Act*) continues in office, on the same terms, for the unexpired portion of the term, until replaced or reappointed.

The chief executive officer assumes the office of chair of the board of directors of the institute until (*insert the date that is two years after the date of assent to this Act*) or until that office is filled in accordance with section 3.2 of the Act respecting the governance of state-owned enterprises, enacted by section 3 of this Act, whichever occurs first.

403. The chief scientist in office on (*insert the date of assent to this Act*) on the board of directors of the Fonds de recherche du Québec—Nature et technologies, the Fonds de recherche du Québec—Santé and the Fonds de recherche du Québec—Société et culture continues in office, on the same terms, for the unexpired portion of the term, until replaced or reappointed.

The chief scientist assumes the office of chair of the board of directors of each of those enterprises until (*insert the date that is two years after the date of assent to this Act*) or until those offices are filled in accordance with section 3.2 of the Act respecting the governance of state-owned enterprises, enacted by section 3 of this Act, whichever occurs first.

404. The director general of the Corporation d'urgences-santé in office on (*insert the date of assent to this Act*) continues in office, on the same terms, as president and chief executive officer of the Corporation, for the unexpired portion of the term, until replaced or reappointed.

The director general assumes the office of chair of the board of directors of the Corporation until (*insert the date that is two years after the date of assent to this Act*) or until that office is filled in accordance with section 3.2 of the Act respecting the governance of state-owned enterprises, enacted by section 3 of this Act, whichever occurs first.

405. The president and the other members of the Société québécoise d'information juridique in office on (*insert the date of assent to this Act*) continue in office as chair and as members of the board of directors of the company, respectively, for the unexpired portion of their terms, until they are replaced or reappointed.

The general manager of the company in office on (*insert the date of assent to this Act*) also continues in office on the same terms as president and chief executive officer of the company, for the unexpired portion of the term, until replaced or reappointed.

The provisions of a by-law or a policy adopted by the members of the company that is in force on (*insert the date of assent to this Act*) continue to apply until they are repealed, replaced or amended by the company's board of directors.

406. The state-owned enterprises listed in Schedule I to the Act respecting the governance of state-owned enterprises, as amended by section 22 of this Act, except the Agence du revenu du Québec, Bibliothèque et Archives nationales du Québec, the Conservatoire de musique et d'art dramatique du Québec, the Institut national d'excellence en santé et en services sociaux, the Musée d'Art contemporain de Montréal, the Musée de la Civilisation, the Musée national des beaux-arts du Québec and the Office Québec-Monde pour la jeunesse, have until (*insert the date that is two years after the date of assent to this Act*) to comply with section 3.5 of the Act respecting the governance of state-owned enterprises, enacted by section 3 of this Act.

407. The state-owned enterprises entered in Schedule I to the Act respecting the governance of state-owned enterprises under section 22 of this Act, except the Musée d'Art contemporain de Montréal, the Musée de la Civilisation, the Musée national des beaux-arts du Québec and the Office Québec-Monde pour la jeunesse, have until (*insert the date that is two years after the date of assent to this Act*) to comply with section 3.6 of the Act respecting the governance of state-owned enterprises, enacted by section 3 of this Act.

408. The Caisse de dépôt et placement du Québec has until (*insert the date that is two years after the date of assent to this Act*) to comply with sections 5.3.1 and 5.3.2 of the Act respecting the Caisse de dépôt et placement du Québec (chapter C-2), enacted by section 73 of this Act.

409. Hydro-Québec has until (*insert the date that is two years after the date of assent to this Act*) to comply with sections 4.0.0.1 and 4.0.0.2 of the Hydro-Québec Act (chapter H-5), enacted by section 141 of this Act.

410. For the purposes of section 12 of the Act respecting the governance of state-owned enterprises, the terms of the members of the board of directors, the governing board or the board of governors, as the case may be, of the state-owned enterprises entered in Schedule I to that Act under section 22 of this Act, served or in progress on the date of assent to this Act, are taken into account for their renewal.

411. The state-owned enterprises entered in Schedule I to the Act respecting the governance of state-owned enterprises under section 22 of this Act for which the proportion of members of the board of directors, the governing board or the board of governors, as the case may be, qualifying as independent directors is, on the date of assent to this Act, less than the proportion established in the first paragraph of section 4 of the Act respecting the governance of state-owned enterprises have until (*insert the date that is two years after the date of assent to this Act*) to comply with that requirement.

The same applies to the Conseil des arts et des lettres du Québec, La Financière agricole du Québec, the Régie de l'assurance maladie du Québec, Retraite Québec and the Société de développement des entreprises culturelles.

412. The Government may, in accordance with the Act respecting the governance of state-owned enterprises, determine that a member of the board of directors, the governing board or the board of governors, as the case may be, of an enterprise entered in Schedule I to that Act under section 22 of this Act, in office on (*insert the date of assent to this Act*), has the status of independent director.

413. Despite section 19 of the Act respecting the governance of state-owned enterprises, a member of the board of directors, the governing board or the board of governors, as the case may be, of a state-owned enterprise entered in Schedule I to that Act under section 22 of this Act, in office on (*insert the date of assent to this Act*), may, until (*insert the date that is two years after the date of assent to this Act*), be a member of a committee referred to in section 19 of that Act even though the member does not have the status of independent director.

The same applies to members of the board of directors of the Conseil des arts et des lettres du Québec, La Financière agricole du Québec, the Régie de l'assurance maladie du Québec, Retraite Québec and the Société de développement des entreprises culturelles.

414. The state-owned enterprises entered in Schedule I to the Act respecting the governance of state-owned enterprises under section 22 of this Act, of which none of the members of the board of directors, the governing board or the board of governors, as the case may be, is a member of the professional order of accountants mentioned in the Professional Code (chapter C-26), on (*insert the date of assent to this Act*), have until (*insert the date that is two years after the date of assent to this Act*) to comply with section 23 of the Act respecting the governance of state-owned enterprises.

415. Despite any inconsistent provision, for the purposes of section 34 of the Act respecting the governance of state-owned enterprises, replaced by section 16 of this Act, a state-owned enterprise listed in Schedule I to the Act respecting the governance of state-owned enterprises, as amended by section 22 of this Act, that is not subject to Chapter II of the Public Administration Act (chapter A-6.01) and that has a strategic plan in place on (*insert the date of assent to this Act*) must, not later than on the plan's expiry date, meet the requirements of sections 34 and 35 of the Act respecting the governance of state-owned enterprises in relation to the subsequent strategic plan. If no strategic plan is in place on (*insert the date of assent to this Act*), the enterprise must meet those requirements not later than 31 March 2023.

416. The provisions of the Politique concernant la parité entre les femmes et les hommes au sein des conseils d'administration des sociétés d'État, adopted by Order in Council 1140-2007 dated 19 December 2007 (French only), continue to apply, with the necessary modifications, until they are amended or replaced.

417. Until the coming into force of the first order made under the second and third paragraphs of section 3.4 of the Act respecting the governance of state-owned enterprises, enacted by section 3 of this Act, that applies to a state-owned enterprise governed by any of the following provisions, the following provisions are to be read as if “the other board members”, “the other members of the board”, “the other members of the board of directors”, “board members”, “the other members of the governing board” and “the members of the board of directors”, as the case may be, were replaced by “the members of the board of directors other than the president and chief executive officer”:

(1) the second paragraph of section 99 of the Act respecting parental insurance (chapter A-29.011);

(2) the second paragraph of section 96 of the Building Act (chapter B-1.1);

(3) the second paragraph of section 7 of the Act respecting the national capital commission (chapter C-33.1);

(4) the second paragraph of section 8 of the Act respecting the Conseil des arts et des lettres du Québec (chapter C-57.02);

(5) section 28 of the Act respecting the Conservatoire de musique et d'art dramatique du Québec (chapter C-62.1);

(6) the second paragraph of section 16 of the Act respecting Héma-Québec and the biovigilance committee (chapter H-1.1);

(7) the second paragraph of section 15 of the Act respecting Institut national de santé publique du Québec (chapter I-13.1.1);

(8) the second paragraph of section 9 of the Act respecting La Financière agricole du Québec (chapter L-0.1);

(9) section 16 of the Act to establish the Office Québec-Monde pour la jeunesse (chapter O-5.2);

(10) the second paragraph of section 3.7 of the Act respecting labour relations, vocational training and workforce management in the construction industry (chapter R-20);

(11) section 7 of the Act respecting the Société d'habitation du Québec (chapter S-8);

(12) the second paragraph of section 11 of the Act respecting the Société de développement des entreprises culturelles (chapter S-10.002);

(13) the second paragraph of section 5 of the Act respecting the Société de la Place des Arts de Montréal (chapter S-11.03);

(14) the second paragraph of section 12 of the Act respecting the Société de télédiffusion du Québec (chapter S-12.01);

(15) the second paragraph of section 5 of the Act respecting the Société du Grand Théâtre de Québec (chapter S-14.01);

(16) section 13 of the Act respecting the Société du parc industriel et portuaire de Bécancour (chapter S-16.001);

(17) the second paragraph of section 10 of the Act respecting the Société québécoise de récupération et de recyclage (chapter S-22.01).

418. In addition to the transitional provisions provided for in this Act, the Government may, by a regulation made before (*insert the date that is one year after the date of assent to this Act*), enact any other transitional provision or measure required for the carrying out of this Act.

A regulation made under the first paragraph is not subject to the publication requirement set out in section 8 of the Regulations Act (chapter R-18.1) and comes into force on the date of its publication in the *Gazette officielle du Québec* or on any later date set in the regulation. The regulation may also, if it so provides, have effect from any date not prior to (*insert the date of assent to this Act*).

419. The provisions of this Act come into force on (*insert the date of assent to this Act*), except

(1) the provisions of section 3 insofar as they enact section 3.6 of the Act respecting the governance of state-owned enterprises (chapter G-1.02), which come into force on 7 December 2021;

(2) the provisions of section 3 insofar as they enact the second and third paragraphs of section 3.4 of the Act respecting the governance of state-owned enterprises, which come into force on the date of coming into force of the first order made under those provisions;

(3) the provisions of section 27 insofar as they repeal section 19 of the Act respecting the Agence du revenu du Québec (chapter A-7.003), those of section 45 insofar as they repeal the second paragraph of section 99 of the Act respecting parental insurance (chapter A-29.011), those of section 55 insofar as they repeal the second paragraph of section 96 of the Building Act (chapter B-1.1), those of section 63 insofar as they repeal section 11 of the Act respecting Bibliothèque et Archives nationales du Québec (chapter B-1.2), those of section 97 insofar as they repeal the second paragraph of section 7 of the Act respecting the national capital commission (chapter C-33.1), those of section 108 insofar as they repeal the second paragraph of section 8 of the Act respecting the Conseil des arts et des lettres du Québec (chapter C-57.02), those of section 111 insofar as they repeal the second and third paragraphs of section 139 of the Act respecting the conservation and development of wildlife (chapter C-61.1), those of section 122 insofar as they repeal section 28 of the Act respecting the Conservatoire de musique et d'art dramatique du Québec (chapter C-62.1), those of sections 140, 164 and 173, those of section 185 insofar as they repeal the second paragraph of section 15 of the Act respecting Institut national de santé publique du Québec (chapter I-13.1.1), those of section 187 insofar as they repeal section 41 of the Act respecting Investissement Québec (chapter I-16.0.1), those of section 197 insofar as they repeal the second paragraph of section 9 of the Act respecting La Financière agricole du Québec (chapter L-0.1), those of section 204 insofar as they repeal section 34 of the Act respecting the Ministère de l'Enseignement supérieur, de la Recherche, de la Science et de la Technologie (chapter M-15.1.0.1), those of section 215 insofar as they repeal section 16 of the National Museums Act (chapter M-44), those of section 229 insofar as they repeal section 16 of the Act to establish the Office Québec-Monde pour la jeunesse (chapter O-5.2), those of section 232 insofar as they repeal section 21 of the Police Act (chapter P-13.1), those of section 240, those of paragraph 1 of section 244 insofar as they repeal the second and third paragraphs of section 3.7 of the Act respecting labour relations, vocational training and workforce management in the construction industry (chapter R-20), those of section 255 insofar as they repeal section 23 of the Act respecting Retraite Québec (chapter R-26.3), those of section 264 insofar as they repeal section 65 of the Fire Safety Act (chapter S-3.4), those of section 271 insofar as they repeal section 95 of the Act respecting pre-hospital emergency services (chapter S-6.2), those of section 277 insofar as they repeal section 7 of the Act respecting the Société d'habitation du Québec (chapter S-8), those of section 284 insofar as they repeal the second paragraph of section 11 of the Act respecting the Société de développement des entreprises culturelles (chapter S-10.002), those of section 294 insofar as they repeal section 18 of the Act respecting the Société de développement et de mise en valeur du Parc olympique (chapter S-10.2), those of section 302 insofar as they repeal section 9 of the Act respecting the Société de l'assurance automobile du Québec (chapter S-11.011), those of section 312 insofar as they repeal the second paragraph of section 5 of the Act respecting the Société de la Place des Arts

de Montréal (chapter S-11.03), those of section 317 insofar as they repeal the second paragraph of section 12 of the Act respecting the Société de télédiffusion du Québec (chapter S-12.01), those of section 320 insofar as they repeal section 8 of the Act respecting the Société des alcools du Québec (chapter S-13), those of section 337 insofar as they repeal section 11 of the Act respecting the Société des établissements de plein air du Québec (chapter S-13.01), those of section 341 insofar as they repeal section 11 of the Act respecting the Société des loteries du Québec (chapter S-13.1), those of section 345 insofar as they repeal section 7 of the Act respecting the Société des Traversiers du Québec (chapter S-14), those of section 352 insofar as they repeal section 11 of the Act respecting the Société du Centre des congrès de Québec (chapter S-14.001), those of section 358 insofar as they repeal the second paragraph of section 5 of the Act respecting the Société du Grand Théâtre de Québec (chapter S-14.01), those of section 363 insofar as they repeal section 11.1 of the Act respecting the Société du Palais des congrès de Montréal (chapter S-14.1), those of section 370 insofar as they repeal section 13 of the Act respecting the Société du parc industriel et portuaire de Bécancour (chapter S-16.001), those of section 376 insofar as they repeal section 36 of the Act respecting the Société du Plan Nord (chapter S-16.011), those of section 382 insofar as they repeal section 4 of the Act respecting the Société québécoise d'information juridique (chapter S-20) and those of section 392 insofar as they repeal the second paragraph of section 10 of the Act respecting the Société québécoise de récupération et de recyclage (chapter S-22.01), which come into force on the date of coming into force of the first order made under the second and third paragraphs of section 3.4 of the Act respecting the governance of state-owned enterprises, enacted by section 3 of this Act, to the extent that the provisions of that order apply to the state-owned enterprise.

