



NATIONAL ASSEMBLY

SECOND SESSION

THIRTY-FIFTH LEGISLATURE

Bill 238

(Private)

**An Act respecting the conversion of L'Entraide
assurance-vie, société de secours mutuels,
into a mutual insurance company**

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Bill 238

(Private)

AN ACT RESPECTING THE CONVERSION OF L'ENTRAIDE ASSURANCE-VIE, SOCIÉTÉ DE SECOURS MUTUELS, INTO A MUTUAL INSURANCE COMPANY

WHEREAS L'Entraide de la Société Saint-Jean-Baptiste de Québec was incorporated as a mutual benefit association on 6 September 1967 by Order in Council 2355 made in accordance with the provisions of the Insurance Act (R.S.Q., 1964, chapter 295);

Whereas under the Act respecting insurance (1974, chapter 70), the corporate name of L'Entraide de la Société Saint-Jean-Baptiste de Québec was changed on 22 October 1977 to that of L'Entraide assurance-vie, société de secours mutuels;

Whereas L'Entraide assurance-vie, société de secours mutuels, wishes to be converted into a mutual insurance company devoted to the pursuit of its activities;

Whereas on 12 June 1996, the directors of L'Entraide assurance-vie, société de secours mutuels, unanimously adopted a resolution approving the proposed conversion of the Association;

Whereas on 14 November 1996, at a special general meeting called for such purpose, the members of L'Entraide assurance-vie, société de secours mutuels, adopted by a majority vote a resolution approving the proposed conversion of the Association;

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS :

CHAPTER I

INTERPRETATION

I. In this Act,

(a) "Act" means the Act respecting insurance (R.S.Q, chapter A-32);

(b) "Mutual Company" means the mutual insurance company resulting from the conversion of L'Entraide assurance-vie, société de secours mutuels; and

(c) “Association” means L’Entraide assurance-vie, société de secours mutuels.

CHAPTER II

CONVERSION

2. The Association is converted into a mutual insurance company governed by the Act.

3. The Mutual Company continues the Association. Under its name, the Mutual Company shall enjoy all the rights and assume all the obligations of the Association, and suits to which the Association is a party may be continued by or against the Mutual Company without continuance of suit.

CHAPTER III

MUTUAL INSURANCE COMPANY

DIVISION I

NAME, HEAD OFFICE AND OBJECT

4. The name of the Mutual Company shall be “L’Entraide assurance-vie, compagnie mutuelle”, and in its English version, “L’Entraide, Mutual Life Insurance Company”.

5. The head office of the Mutual Company shall be situated in the judicial district of Québec.

6. The object of the Mutual Company is to transact the insurance of persons. It may also carry on all activities permitted by the Act.

DIVISION II

ADMINISTRATION

7. The directors and officers of the Association in office before its conversion shall be the first directors and officers of the Mutual Company.

The directors shall remain in office for the unexpired portion of their term unless they resign or their office becomes vacant before the next general meeting.

8. The board of directors shall be composed of not less than seven and not more than fifteen directors.

9. Subject to the provisions of the Act, the by-laws passed by the Association at the special general meeting of the members held on 14 November 1996 shall become, so long as they are not amended, the by-laws of the Mutual Company.

10. This Act comes into force on 1 January 1997.