



NATIONAL ASSEMBLY

FIRST SESSION

THIRTY-SIXTH LEGISLATURE

Bill 203

(Private)

An Act respecting Les Soeurs du Bon-Pasteur de Québec

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Passage in principle 18 June 1999

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Assented to 19 June 1999

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Bill 203

(Private)

AN ACT RESPECTING LES SOEURS DU BON-PASTEUR DE QUÉBEC

WHEREAS Les Soeurs du Bon-Pasteur de Québec was constituted as a legal person by the Act to incorporate the Asylum of the Good Shepherd of Quebec (S.C. 1854-1855, chapter 233), amended by the Act to amend the Act to incorporate the Asylum of the Good Shepherd of Quebec (S.C. 1864, chapter 149), by the Act to amend the charter of the Asylum of the Good Shepherd of Quebec (1927, chapter 106) and by the Act respecting l'Asile du Bon-Pasteur de Québec (1956-57, chapter 157);

Whereas that legal person is a creditor of Marché Central Métropolitain inc., a company governed by the Companies Act (R.S.Q., chapter C-38);

Whereas that legal person considers it necessary to perform certain acts in order to protect its assets including its rights as creditor of Marché Central Métropolitain inc.;

Whereas there is some doubt as to the legal person's capacity to perform certain acts mentioned in this Act;

Whereas it is expedient to clarify the legal person's powers in that respect without taking a position on the legal person's capacity;

Whereas that legal person also wishes to harmonize the Act governing it with the provisions of the Civil Code of Québec;

Whereas it is expedient that its charter be amended accordingly;

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS:

1. Section 4 of the Act to incorporate the Asylum of the Good Shepherd of Quebec (S.C. 1854-1855, chapter 233), replaced by section 3 of the Act respecting l'Asile du Bon-Pasteur de Québec (1956-57, chapter 157), is amended

(1) by replacing "the rights, privileges and powers of ordinary corporations and especially the following" in the second sentence by " , in particular, the powers";

(2) by replacing paragraphs *e*, *f* and *g* by the following paragraphs:

“(e) to hypothecate its property or encumber it with another charge to secure the payment of its loans or the performance of its obligations ;

“(f) to issue bonds or other titles of indebtedness or securities and sell, exchange or hypothecate the same ;

“(g) notwithstanding the provisions of the Civil Code of Québec, to grant a hypothec, even a floating hypothec, on a universality of property, movable or immovable, present or future, corporeal or incorporeal, in accordance with section 34 of the Special Corporate Powers Act (R.S.Q., chapter P-16);” ;

(3) by striking out “moveable and immoveable” in paragraph *j* ;

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

“(r) notwithstanding any provision, to make any investment in any legal person, trust or other entity which may, in any manner, in the carrying out of its operations, directly or indirectly, acquire, administer, operate or exercise, as the case may be, any property held by, or right to a claim against, Marché Central Métropolitain inc., a company governed by the Companies Act (R.S.Q., chapter C-38), or its predecessors or successors, as well as any other property ;

“(s) to maintain any investment referred to in paragraph *r* or any property replacing it or received or issued in its respect, in particular, as a result of any reorganization, winding-up or amalgamation or any exchange, conversion or other transformation ;

“(t) to alienate any property, to bind itself in any manner or to perform any other necessary or useful act in respect of or for the purpose of making or maintaining any investment referred to in paragraphs *r* and *s* ;

“(u) to alienate any property, to bind itself in any manner or to perform any other necessary or useful act in respect of or for the purpose of constituting or controlling, as the case may be, any entity referred to in paragraph *r*, in particular in respect of or in favour of such an entity.”

2. Section 3 of the Act to incorporate the Asylum of the Good Shepherd of Quebec (S.C. 1854-1855, chapter 233), section 1 of the Act to amend the Act to incorporate the Asylum of the Good Shepherd of Quebec (S.C. 1864-1865, chapter 149) and sections 1 to 19 of the Act respecting l’Asile du Bon-Pasteur de Québec (1956-57, chapter 157) are amended by replacing “corporation”, wherever it appears, by “legal person”.

3. Section 5 of the Act respecting l’Asile du Bon-Pasteur de Québec (1956-57, chapter 157) is amended

(a) by replacing “officiers” in the French text of paragraph *a* by “dirigeants”, and by replacing “servants” in that paragraph by “employees” ;

(b) by replacing “officiers” in the French text of paragraph *b* by “dirigeants”.

4. Sections 2 and 14 of the said Act are amended by replacing “corporate seat” by “head office”, and the French text of section 10 is amended by replacing “siège social” by “siège”.

5. Sections 7, 10 and 18 of the said Act are amended by replacing “corporate name” by “name”.

6. Section 13 of the said Act is amended by replacing “corporations” by “legal persons”.

7. This Act comes into force on 19 June 1999.

