

SUPERIOR COURT

CANADA
PROVINCE OF QUEBEC
DISTRICT OF ROBERVAL

COURT FILE NUMBER: 155-17-000078-176

DATE: September 5, 2019

UNDER THE CHAIRMANSHIP OF: THE HONOURABLE JACQUES G. BOUCHARD, s.c.j.

CAROLE ROMAIN
JOHANNE NAULT
CLAUDETTE LYRETTE
FERNAND CHALIFOUX
GILLES BÉRUBÉ
JOSÉE BÉRUBÉ
DANIELLE LANDREVILLE
LOUISE ST-AMOUR

Plaintiffs

v .

**ROGER CASTONGUAY
RITA CAYER
LYNE CLÉMENT
GINETTE TREMBLAY
DENIS BOULIANE
NORMAND ASSELIN
SYLVAIN GRAVEL
DANIELLE BÉCARD**

Defendants

And

**NATIVE ALLIANCE OF QUEBEC INC.
GÉRARD COULOMBE
LUCIE VEILLEUX
MAURICE GIRARD
GUY ROY
JULIEN CLOUTIER
PIERRE PATRY
LILIANE DUCHARME
CHRISTINE JUNEAU
JEAN MORISSETTE
NATALE SCRENCI**

Respondents

JUDGEMENT

(Application for Judicial Review)

[1] In this appeal, the appellants seek to have the 2017 and 2018 annual meetings of the Native Alliance of Québec Inc, annulled, and, consequently, the election of the President Grand Chief and some of its Directors annulled as well.

[2] These proceedings also seek to void all assemblies, regulations and resolutions made by the board of directors since November 2017.

[3] In order to lighten the text, physical persons being either of the parties will be identified simply by their surname and the following abbreviations will be used: NAQ for "Native Alliance of Québec Inc.", AGM for "Annual General Meeting" ¹, EGM for "Extraordinary General Meeting" and BD for "Board of Directors" and PGC for "President Grand Chief"

CONTEXT

[4] The NAQ is a non-profit corporation governed by Part III of the *Companies Act*, which seeks to defend and promote the interests of indigenous peoples living off reserve.

¹ The terms Special General Meeting and Extraordinary General Meeting have been used interchangeably in the exhibits and the proceedings, though the precise term to designate this same thing is Extraordinary General

[5] The approximately 30,000 members of the NAQ² are grouped into local communities which are each linked to one of the five administrative regions³.

[6] September 26, 2017, Judge Martin Bédard, s.c.j., (Bedard Decision)⁴, ruled on a dispute involving many of the parties herein. It is important to reproduce some of these conclusions as they mark the beginning of this debate, namely:

[249] **NAMES JEAN-CLAUDE DESNOYERS** as interim Director of the NAQ, until a new Board of Directors of the NAQ is named after a general election is held, as per the orders of the Court;

[250] **IMPARTS** to JEAN-CLAUDE DESNOYERS all of the powers and attributions of the GCP [*sic*] of the NAQ for the duration of his mandate;

[251] **ORDERS** that for the duration of his mandate, JEAN-CLAUDE DESNOYERS receive and benefit from all the advantages granted to the GCP [*sic*] pursuant to the regulations;

[252] **ORDERS** that a general election be held, covering the PGC as well as all of the Director 1 and 2 positions and for all of the regions, this election shall be held during a special AGM convened for this purpose, prior to the 31st day of December, 2017;

[253] **DECLARES** that the electoral committee will only have, for the purpose of the next election, a power of recommendation with regards to the opportunity to elect one or the other of the candidates meeting the formal legal requirements;

[254] **DECLARES**, in these circumstances, that this order is enforceable notwithstanding any appeal relating to the nomination of the Interim Director and to the holding of general elections by December 31, 2017;

[7] Regrettably, Jean-Claude Desnoyers refused to act as Interim Director and no one brought the matter back before the court to request a replacement.

[8] Rather, Mr. Claude Boisvert, Independent Auditor for the NAQ, designated by “the Permanency” to act as Interim Director, replacing Mr. Desnoyers⁵.

[9] Despite this, Castonguay, then vice-president of the NAQ, convenes an AGM and prepares an agenda⁶. His convocation notice reads as follows:

² this number is the one provided by counsel for the NAQ in their pleadings.

³ P-2, art. 6.01.

⁴ P-4.

⁵ P-11

⁶ P-12.

Dear delegates,

Please be advised that the Annual General Assembly of the members of the Native Assembly of Québec will be held on November 18 and 19, 2017, commencing at 9am, in the Abraham-Martin room at Chateau Laurier Hotel in Quebec, which is located at 1220, Georges-V Place West, Quebec (Quebec) G1R 588.

You will find attached a preliminary agenda to give you an overview of the work that awaits you. Please note, however, that the agenda could change between now and the date of the meeting.

[10] A few days later, a formal demand letter was sent to Castonguay, summoning him to cancel his efforts to hold an AGM on November 18th and 19th, 2017⁷.

[11] Apparently, no one followed up on this letter.

[12] On November 17, 2017, a meeting of the Board of Directors is held without 3 of its members being invited, (Lyrette, Romain and Nault, three of the plaintiffs, herein). Curiously, Bédard, according to her own testimony, just “happened to be there” even though she was not a Board member. Natale Screnci, a lawyer introduced to the Board of Directors by Bédard, having previously provided her and her spouse with legal advice on other matters, is also present. He was retained to review the internal governance regulations. Two of the three members of the electoral committee are also present (St Onge, one of the plaintiffs herein, was not invited).

[13] During this Director’s meeting, several amendments to the internal governance⁸ regulations⁸ are proposed by Mr. Screnci and accepted by the Board members. More particularly, one of the major amendments allowed Bédard, who was otherwise ineligible because she did not have the required five-year seniority, to run for the position of PGC. Furthermore, the duration of the term is expanded from two years to four years.

[14] The new internal governance regulations were then ratified by the AGM⁹ in an unusual context, to say the least, on which we will come back to further below.

[15] Summarily, in addition to requesting the cancellation of the Board of Director meeting as well as the 2017 and 2018 AGM’s, the plaintiffs submit that Bédard usurps the function of PGC and that there can be no valid resolution, decision or election which can ensue, after November 2017. They add that Cayer, Veilleux, Clément, Girard, Asselin and Roy cannot claim to have been properly re-elected in September 2018, in light of the illegalities committed¹⁰.

⁷ P-6.

⁸ P-2.

⁹ P-3, art. 9.2 and 9.5.

¹⁰ Application for judicial review modified on April 16, 2019, par 271

[16] The Defendants candidly affirm that “although some difficulties, incomprehension and errors have potentially arisen in October and November 2017” this does not justify the intervention of this court, given that none of the actions or deeds committed amounts to an abuse of authority, fraud or injustice amounting to fraud¹¹.

ISSUE

[17] The case at bar raises the following question:

In light of the evidence submitted, should the assemblies, regulations and resolutions of the AGM and the Board of Directors meetings of the NAQ since November 2017 be annulled, and, if so, what is the appropriate remedy?

ANALYSIS AND REASONS FOR JUDGEMENT

[18] Par 34 of the C.c.p. states the following:

34. The Superior Court is vested with a general power of judicial review over all courts in Québec other than the Court of Appeal, over public bodies, over legal persons established in the public interest or for a private interest, and over partnerships and associations and other groups not endowed with juridical personality.

This power cannot be exercised in cases excluded by law or declared by law to be under the exclusive purview of those courts, persons, bodies or groups, except where there is lack or excess of jurisdiction.

A matter is brought before the Court by means of an application for judicial review.

[19] According to author Paul Martel, members (of a not-for-profit corporation) can apply to the Superior Court to prohibit or annul actions of the corporation, where those acts are prejudicial to them¹².

[20] In the *Udeco Inc.* decision¹³, the Supreme Court of Canada explains the circumstances in which the superintending and reforming power conferred to the Superior Court must be used:

The superintending and reforming power of the Superior Court over bodies politic and corporate, established by art. 33 of the Code of Civil Procedure, has always applied to abuse of authority and fraud, or in the expression often used, injustice amounting to fraud.

¹¹ Application for judicial review modified on April 16, 2019, par 271

¹² Paul MARTEL, *La corporation sans but lucratif au Québec*, Montréal, Wilson & Lafleur Martel, 1987, loose-leaf edition, p.8-29.

¹³ PGQ c. Udeco Inc., [1984] 2 R.C.S. 502, p.519.

[21] With the general power of judicial review vested in it relating to the NAQ as provided for in the legislation, legal doctrine and jurisprudence, the Court is therefore more particularly called upon to verify the legality of the procedures leading to the elections of Bédard and the Directors in the process under appeal.

[22] It should be emphasized that the purpose intended by Justice Bédard consisted in the establishment of a “serious democratic process”¹⁴. On this fundamental premise, he appoints Mr. Desnoyers for his neutrality and his knowledge of the inner workings of the NAQ¹⁵. In addition, he orders elections to be held during the course of the “Special AGM, convened for this purpose, prior to December 31, 2017”¹⁶.

[23] These orders have the advantage of being clear and simple. Nevertheless, the evidence demonstrates quite convincingly that they were not followed.

[24] These are not minor irregularities or good faith, inconsequential errors as the Defendants submit they are. Rather, we are dealing with a completely flawed corporate democratic process.

Interim Direction

[25] Justice Bédard appoints Mr. Desnoyers, who refuses the appointment. Rather than applying to the Court to provide for a replacement as was required by the evidence, “the permanence” assumed a power that is not found anywhere in the legislation or in the NAQ’s internal governing regulations, and unilaterally designated Claude Boisvert to occupy this delicate function, without consultation and in a highly litigious context, must we remember - Justice Bédard refers to it as a saga.

[26] Claude Boisvert testifies without reluctance and with sincerity. He is the external auditor for the NAQ since 2015. In examination, he is asked who replaced Mr. Desnoyers as interim PGC. His response is stunning: “no one”. He was simply asked to be present for the 2017 AGM in case he was needed... It was Mrs. Bédard who contacted him to this end. He was never involved in the convocation, the preparation of the agenda, or in any other aspect of the 2017 AGM. He had nothing to do with the appointment of Mr. Screnci as to the amendments to the corporate governance regulations. He had no knowledge of the NAQ’S wishes in this regard. He has no recollection of seeing the Bédard decision.

[27] In brief, he took no action as Interim Director and declares that, in any event, he could not have agreed to place himself in such a position of conflict of interest!

¹⁴ P-4, par. 2015.

¹⁵ P-4, par. 232-233.

¹⁶ P-4, par. 252.

[28] From the outset, it is easy to conclude that neither Mr. Desnoyers, nor Mr. Boisvert who would have replaced him without even knowing it..., exercised any powers or attributes of the PGC to lead the “serious democratic process” ordered by Justice Bédard in order to end the saga in the case at Bar.

[29] From this starting point, without a captain, the ship drifts off-course. Everything that follows can only happen in the deepest illegality.

Convening Notice

[30] It was the Interim Director who was to convene an EGM and consequently prepare an agenda, which should have been limited to the simple holding of a general election covering the positions of PGC as well as all Directors 1 and 2 for all regions.¹⁷

[31] Rather, it was Castonguay who performed this task, and it is unknown how he attributed this power to himself.

[32] He prepares and attaches to the convocation notice an agenda for an AGM covering a plethora of items that have nothing to do with what was provided for in the Bédard judgement¹⁸. In addition, he specifies that this is only a preliminary agenda... which could change prior to the date of the meeting...

[33] It goes without saying that such a way of acting blatantly contravenes all the rules that can possibly exist in this subject matter.

November 17, 2017 Meeting

[34] Some members of the Board of Directors met on the eve of the 2017 AGM. Apparently, no convocation notice was delivered to Lyrette, Romain and Nault, who should have received one in the same way as those who were present. These three Directors had no knowledge of the project to amend the internal governing regulations assigned to Mr. Screnci by Bédard.

[35] We now understand that the purpose of this meeting was to amend the corporate governance regulations in such a way as to allow Bédard to become eligible for the position of PGC which was to be elected the next day. It is clear that this issue was not at all contemplated in the Bédard judgement. This meeting, held in the absence of the Interim Director occurred in the most completely illegal manner.

¹⁷P-4, par. 252.

¹⁸P-12.

The holding of an AGM on November 18 and 19, 2017

[36] The Statement of Claim P-6 requested the annulment of this Annual General Meeting by condemning unlawful motives. It was not distributed to the members present herein.

[37] During the AGM, members were invited to adopt the corporate governance regulations which were amended the night before, during the aforementioned Board of Directors meeting.

[38] An attentive review of the execution of the meeting while this issue was being addressed allows a certain amount of doubt as to its members having been properly informed about this important subject.

[39] More particularly, the amendment which resulted in the eligibility of Bédard's nomination to the position of PGC was not laid out to the members.

[40] Incidentally, this issue should never have been dealt with if an EGM had been held, in accordance with the Bédard decision, which, let's remember, was to only deal with the elections, without amending existing regulations.

[41] In summary, the absence of a neutral Interim Director appointed by the court, a convocation notice accompanied by an agenda contrary to the Bédard decision which ordered an EGM rather than an AGM, and covering a multitude of inappropriate items, a meeting of the Board held illegally on the eve of the AGM without properly informing all of the members, as well as the presentation of illegal nominees in important elected positions by means of illegally adopted internal governing regulations, all of these elements constitute sufficient findings to justify the intervention of the court.

Appropriate Remedy

[42] The Court endorses these words of Justice Bédard:

[219] Unquestionably, the court cannot flatly void, lock, stock and barrel, all of the decisions taken by the NAQ's Board of Directors during the litigious administration period and do so retroactively. This would not be in the NAQ's best interests.

[220] To do this would leave the NAQ in such limbo that it would be nearly impossible to arise from. This is not recommended.

[43] Furthermore, the time that has passed has made it such that certain decisions have been made to resolve the daily activities of the NAQ, contracts have been signed, meetings have been held and resolutions have been passed, all of which was done without being able to verify its compliance. Voiding everything, lock, stock and barrel, as requested by the plaintiffs would risk placing the NAQ in a particularly perilous judicial position.

[44] The meticulous analysis of the actions of illegally elected people will be much more effectively performed by elected officials who will have all of the latitude and legitimacy to make better decisions in the best interests of the NAQ.

[45] From now until the time when the NAQ can hold elections that comply with the law and its constitution, it is compelling that preference be given to an Interim PGC with full powers to be able to direct its destiny, as opposed to the person who has been illegally occupying the position for already too long now. In fact, recognizing the serious prejudice that could occur if this judgement were to be appealed, it is necessary to order the provisional execution order requested.

[46] The NAQ proposed to appoint the Respondent Gérard Coulombe, whose credibility the Court has had the opportunity to assess during his testimony.

[47] He is a former Mayor, a neutral and experienced person, who has previously been a member of the Board of Directors. Additionally, he has previously stated his interest by applying for the position of PGC. He is very familiar with the inner workings of the organisation.

[48] The Plaintiffs do not oppose this proposition. The Defendants have not submitted any serious objections in his regard. This suggestion will therefore be retained.

FOR THESE REASONS, THIS COURT:

[49] **DECLARES** to be illegal, void and of no effect the meeting of the Board of Directors of the NAQ held on November 1, 2017 to approve the 2016-2017 financial statements for the NAQ and for 131274 Association Canada Inc. and **DECLARES** as a result, that all of the resolutions that were adopted thereat are illegal, void and of no effect;

[50] **DECLARES** to be illegal, void and of no effect the meeting of the Board of Directors of the NAQ which was held on November 17, 2017 during which were adopted some amendments to the internal governance regulations of the NAQ and **DECLARES** consequently, that all of the resolutions and/or regulations that were adopted thereat are illegal, void and of no effect;

[51] **DECLARES** to be illegal, void and of no effect the Annual General Meeting of the NAQ which was called on October 10, 2017 and held on November 18 and 19th, 2017 and **DECLARES** consequently that all resolutions and/or regulations having been adopted thereat to be illegal, void, and of no effect and that all elections held thereat be voided;

As a result of the illegality of all of these meetings and their elections:

[52] **DECLARES** that in compliance with article 6.01 of its internal governance regulation (P-2), the affairs of the Native Alliance of Quebec are administered by a board composed of eleven (11) directors, that is to say, the Grand Chief President and ten (10) directors originating from the NAQ regions at the rate of two (2) directors for each of the five (5) regions;

[53] **DECLARES** that the composition of the Board of Directors of the Native Alliance of Quebec, as of September 26th, 2017, will be determined by the Quebec Court of Appeal in court file number 500-09-027166-172;

[54] As for Danielle Bédard, Pierre Patry, Lucie Vielleux, Maurice Girard, Guy Roy et Julien Cloutier, **DECLARES**, in all claims and independently of the Quebec Court of Appeal Judgement, that they have usurped their functions as Directors of the Native Alliance of Quebec since November 18th and 19, 2017, and **DISPOSESS** them of those functions;

[55] **DECLARES** to be illegal, void and of no effect the Annual General Meeting of the NAQ which was convened in August 2018 and held on September 8 and 9, 2018 and **DECLARES** consequently, that all of the resolutions and/or regulations adopted thereat to be illegal, void and of no effect, and that all the election held there at are as well;

[56] **ORDERS** that an Extraordinary General Meeting of the members of the Native Alliance of Quebec be held for the sole purpose of holding general elections for all elected positions provided for in Regulation P-2, that is to say:

President Grand Chief (1 position - article 9.05 of Regulation P-2)

Directors 1 and 2 for each of the five regions of the NAQ (10 positions - article 6.05.03 of Regulation P-2)

Electoral Committee (3 positions - article 10.01 of Regulation P-2)

Internal Auditor (1 position - article 5.01 e) of Regulation P-2)

[57] **ORDERS** that this Extraordinary General Meeting be held at the latest on January 31, 2020, unless authorized otherwise by the Court;

Given the nullity of the elections held in November 2017 and in September 2018, and given the appeal in court file number 500-09-027166-172:

[58] **APPOINTS** Mr. Gérard Coulombe as Interim Director of the NAQ until the elections ordered herein are held;

[59] **DECLARES** that as Interim Director, Mr. Coulombe will have all the powers of the Board of Directors as to the management of day-to-day affairs of the NAQ as well as with regards to the organization and convocation of the Extraordinary Meeting as ordered;

[60] **DECLARES** that as Interim Director, Mr. Coulombe will be entitled to compensation equivalent to the base salary of the President Grand Chief of the NAQ and to the reimbursement of his expenses and travel expenses upon presentation of supporting documents to the Advisory Committee, which will be discussed further below;

[61] **DECLARES** that all of the NAQ's cheques must necessarily be signed by Mr. Gérard Coulombe as Interim Director and by a member of the Advisory Committee, which shall be described below, except in cases where he is the personal beneficiary of the cheque, in which case, the cheque shall be signed by two of the members of the said Committee;

[62] **FORM** an Advisory Committee composed of two individuals per region, with whom the Interim Director can consult, as needed and which will be dissolved once the elections ordered herein are held;

[63] **APPOINTS** the following individuals on the said Advisory Committee:

Region 1 :	Rita Cayer Johanne Nault
Region 2 :	Claudette Lyrette Carole Romain
Region 3 :	Denis Bouliane Lyne Clément
Region 4 :	Roger Castonguay Normand Asselin
Region 5 :	Ginette Tremblay Claudie Gagnon

[64] **ORDERS** to be published on the website of the NAQ, on its Facebook page and on its Facebook group, within 30 days of this order, a communication preapproved by Mr. Maurice Dussault, with the purpose of informing members of the NAQ of the following:

Of this judgement and of its conclusions;

Of the possibility of submitting an application for the positions of President Grand Chief and Director 1 and 2 in the timelines outlined in the order;

Of the possibility of submitting an application for the other elected positions when the meeting is held as ordered;

Of the criteria to meet and of the documents to be provided for each of the positions;

Of the procedures for transmission and reception of nominations to the office of Mr. Maurice Dussault.

[65] **EXTENDS** the deadline provided in article 9.02 of Regulation P-2 for the submission of applications for the position of President Grand Chief to forty-five (45) days from the publication of this notice;

[66] **EXTENDS** the deadline provided in article 6.05.01 of Regulation P-2 for the submission of applications for the positions of Director 1 and 2 to forty-five (45) days from the date of publication of this notice;

[67] **DECLARES** that the Interim Director and the member of the Advisory Committee are not prevented from submitting their applications to an elected position as a result of their appointment;

Given the absence of an electoral committee:

[68] **ENTRUSTS** in Mr. Maurice Dussault, in cooperation with the Interim Director and the Advisory Committee, the care of determining if the candidates have provided the required documents and met the following eligibility criteria. :

For the President Grand Chief, the criteria in article 9.02 paragraph 2, being:

- a) Having been a member of the NAQ for a minimum of five (5) years;
- b) Be at least eighteen (18) years old;
- c) Not be insolvable, or incapable of caring for themselves or of administering their personal affairs;
- d) Not having a criminal record and never have been convicted of theft, fraud, misappropriation of funds or any other criminal statutory or regulatory infraction related to fraud or dishonesty and to be able to demonstrate this by providing proof by way of a document to this effect issued by a recognized police authority.

For Directors 1 and 2, the criteria in article 6.05.01 paragraph 2, being:

- a) Be at least eighteen (18) years old;
- b) Having been a member of the NAQ for at least two (2) years;
- c) Having a membership associated to an affiliated community, forming part of the region in which they wish to apply for;
- d) Not having resigned from the Board of Directors of the NAQ in the past Five (5) years;

- e) Not be insolvable, or incapable of caring for themselves or of administering their personal affairs;
- f) Not having a criminal record in the past twenty (20) years nor having been convicted of theft, fraud, and misappropriation of funds or any other criminal statutory or regulatory infraction related to fraud or dishonesty and to be able to demonstrate this by providing proof by way of a document to this effect issued by a recognized police authority.

As to the other eligibility criteria under Internal Governance Regulation P-2, **DECLARES** that their application is suspended for the purposes of the general elections as ordered;

[69] **RESTRICT** the breadth of article 5.01.1O of Regulation P-2 for the purposes of the ordered meeting so as to prevent the submission of applications from the floor for the positions of President Grand Chief and Directors 1 and 2.;

[70] **ALLOW** Mr. Maurice Dussault to submit to the Court, prior to the ordered meeting, any difficulty that may arise in relation to the eligibility of any candidate and as to any other issue;

[71] In line with article 5.02.01 of Regulation P-2, **DECLARES** that the individuals who will have the right to vote and to participate in the debates during the Ordered meeting will be those who participated as Directors or delegates from regions 1 to 5 at the meeting of November 7 and 8, 2015, a list of whom can be found in the minutes of the meeting produced as exhibit P-96, all of which, independently of the title under which these individuals participated in the meeting, that is to say:

FOR REGION 1

1. Mrs. Johanne Nault
2. Mrs. Rita Cayer
3. Mr. Pierre Patry
4. Mr. Patrick Prévost Sr.
5. Mrs. Suzanne Patry
6. Mrs. Claire Roy
7. Mr. Jean-Pierre Lehoux
8. Mr. Yvon L'Heureux
9. Mme Diane Chevalier
10. Mr. Bernard Chevalier
11. Mr. Gilles L'Heureux
12. Mr. Denis Larche
13. Mr. André Lemire
14. Mrs. Manon Legault
15. Mrs. Micheline Marleau
16. Mrs. Natacha Paradis
17. Mr. Laurent Roy

FOR REGION 2

1. Mrs. Claudette Lyrette
2. Mrs. Carole Romain
3. Mr. Yvon Charbonneau
4. Mr. Jean-Pierre Beauchamp
5. Mrs. Ghislaine Drolet
6. Mrs. Danielle Landreville
7. Mrs. Constance St-Pierre
8. Mrs. Monique Renaud
9. Mr. Omer Larivière
10. Mr. Gérard Coulombe
11. Mr. Gaston Paradis
12. Mr. Claude Prévost
13. Mrs. Georgette Lance Paquette
14. Mrs. Isabelle Croteau
15. Mrs. Anne Francoeur Paquin
16. Mrs. Karen Gleason
17. Mr. Gamet Paquette

FOR REGION 3

1. Mr. Denis Bouliane
2. Mrs. Lyne Clément
3. Mr. Sylvain Dansereau
4. Mr. Serge Paquette
5. Mr. Stéphane Derooy
6. Mr. Richard Lapointe
7. Mrs. Francine Picard
8. Mrs. Nancy Dion
9. Mr. Émile Pelletier
10. Mr. Jean-Pierre Martin
11. Mr. Julien Cloutier
12. Mr. Yves Cadorette
13. Mr. Robert Christofferson
14. Mr. Luc Clément
15. Mr. Christian Fréchette
16. Mrs. Suzanne Moisan
17. Mrs. Linda Couture

FOR REGION 4

1. Mr. Roger Castonguay
2. Mr. Normand Asselin
3. Mrs. Raymonde Leblanc
4. Mrs. Gisèle Hébert
5. Mrs. Réjeanne Lavoie Carrier
6. Mrs. Christine Juneau
7. Mr. Gérard Laprise
8. Mr. Mario Tremblay
9. Mr. Alain Poirier
10. Mr. Camil Lambert
11. Mr. Nelson Bonneau
12. Mrs. Doris Gagnon
13. Mrs. Ginette Lalancette
14. Mr. Lionel Francoeur
15. Mr. Sylvain Ouellette
16. Mr. Guy Garrant
17. Mr. Jean-Yves Harvé

FOR REGION 5

1. Mrs. Ginette Tremblay
2. Mrs. Claudie Gagnon
3. Mr. Bernard Savard
4. Mr. Dany Savard
5. Mrs. Suzanne Cattin
6. Mr. Sylvain Gravel
7. Mr. Denis Bouchard
8. Mr. Maurice Girard
9. Mr. David Dufour
10. Mrs. Solange Gagnon
11. Mrs. Ginette Laprise
12. Mr. Yvon-Marie Gauthier
13. Mr. Mario Maltais
14. Mrs. Marie-May Morin
15. Mr. Yvon Dufour;

[72] **DECLARES** that the list of substitute delegates from a community for the AGM of November 7 and 8, 2015 will be used to designate, as required, the replacement of a delegate who is unable to attend;

[73] **ALLOWS** communities affiliated with region 5 to complete the delegation of their region so that it holds seventeen (17) individuals who are able to vote and to participate in debates like the four other regions, all the while respecting the spirit of article 5.01.01 of internal governance regulations P-2 which they will be able to apply while making necessary adjustments;

[74] Notwithstanding any disposition of the internal governance regulations and any previous election procedure, **DECLARES** that the only people able to vote shall be the eighty-five (85) people previously mentioned, and as to the Directors positions, the seventeen (17) individuals in their respective regions;

[75] **ORDERS** that the Interim Director shall attach the following to the convocation notice for the meeting as ordered:

A copy of this Order;

An agenda to be approved by Mr. Maurice Dussault and limited to the items that are necessary to proceed with elections for all elected positions;

The list of candidates for the positions of President Grand Chief and Directors 1 and 2 (in connection with articles 6.05.02 and 9.03 of Regulation P-2);

A notice indicating that no applications for the position of President Grand Chief or Director 1 or 2 will be received from the floor, notwithstanding the terms of article 5.01.10 of Internal Governance Regulation P-2.

[76] **ORDERS** that the Meeting as ordered be presided by Mr. Maurice Dussault in continuity of the mandate that was conferred to him by the court and at the same hourly rate, or by another individual proposed by him to the Court;

[77] **ORDERS** a secret ballot for the election of President Grand Chief and Directors positions;

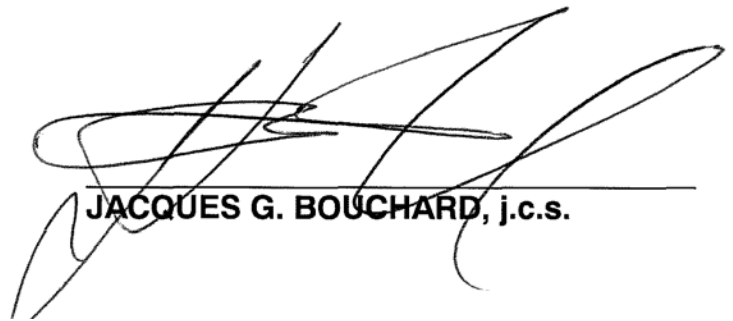
[78] Notwithstanding articles 6.05.03.01 and 9.05.01 of Internal Governance Regulation P-2, **ORDERS** that the counting of votes by secret ballot be made under the supervision of a court bailiff to be chosen by Mr. Maurice Dussault;

[79] **ORDERS** that the voting slips be retained by the bailiff selected for a period of two (2) years following the elections;

[80] **ORDERS** any person having knowledge of this judgement to comply with it;

[81] **ORDERS** the interim execution of this Order notwithstanding any appeal;

[82] **WITH COSTS** to the Plaintiffs and the Respondent Native Alliance of Quebec Inc.



JACQUES G. BOUCHARD, j.c.s.

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Hearing dates: March 4, 5, 6, 7, 8 and April 17, 2019
Area of Law: Civil