

# **Research Nova Scotia Corporation Act**

CHAPTER 6 OF THE ACTS OF 2018

*as amended by*

2025, c. 3, ss. 13-19



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CHAPTER 6 OF THE ACTS OF 2018  
amended 2025, c. 3, ss. 13-19

**An Act to Establish  
the Research Nova Scotia Corporation**

**Table of Contents**

(The table of contents is not part of the statute)

	Section
Short title.....	1
Interpretation.....	2
Act binds Crown.....	3
Supervision of Act.....	4
Corporation	
Research Nova Scotia Corporation established.....	5
Not a crown corporation.....	6
Objects of corporation.....	7
Report to Minister.....	8
Annual grant.....	9
Board of Directors.....	10
Composition of Board.....	11
Chair and Vice-chair.....	12
Quorum.....	13
Remuneration and reimbursement.....	14
No personal liability.....	15
Not-for-profit and no share in surpluses.....	16
Chief Executive Officer.....	17
Officers, employees and specialists.....	18
Salary and benefits determined by Board.....	19
Corporation's powers to carry out objects.....	20
Companies Act and agreements with governments.....	21
Fiscal year.....	22
Accounting system.....	23
Auditor.....	24
By-laws.....	25
Research Opportunities Fund	
Research Opportunities Fund.....	26
Restriction on expenditures.....	27
Distribution of funds.....	28
Corporation's operating costs not paid out of fund.....	29
Surplus funds.....	30
Fund not available for obligations of Province.....	31
Fund not public money.....	32
Power to invest Fund and to borrow.....	33
Regulations	
Regulations.....	34
Transitional	
Transition plan.....	35
Effective date	
Effective date.....	36

**Short title**

**1** This Act may be cited as the *Research Nova Scotia Corporation Act*.  
2018, c. 6, s. 1.

**Interpretation**

- 2** In this Act,
- (a) “Board” means the Board of Directors of the Corporation;
  - (b) “Corporation” means the Research Nova Scotia Corporation;
  - (c) “director” means a member of the Board;
  - (d) “Fund” means the Research Opportunities Fund;
  - (e) “Minister” means the Minister of Advanced Education;
  - (f) “Health Research Foundation” means the Nova Scotia Health Research Foundation as defined in the *Health Research Foundation Act*;
  - (g) “Research and Innovation Trust” means the Nova Scotia Research and Innovation Trust established March 29, 2001, by a Trust Agreement between the Province and Royal Trust Corporation;
  - (h) “public servant” means a person employed in the public service of the Province. 2018, c. 6, s. 2; 2025, c. 3, s. 13.

**Act binds Crown**

**3** This Act binds His Majesty in right of the Province. 2018, c. 6, s. 3.

**Supervision of Act**

**4** The Minister has the general supervision and management of this Act. 2018, c. 6, s. 4.

## CORPORATION

**Research Nova Scotia Corporation established**

**5** There is hereby established a body corporate to be known as the Research Nova Scotia Corporation. 2018, c. 6, s. 5.

**Not a crown corporation**

**6** Notwithstanding Section 71 of the *Finance Act*, the Corporation is not and may not be designated as a crown corporation under the *Finance Act* or otherwise. 2018, c. 6, s. 6.

**Objects of Corporation**

- 7** (1) The objects of the Corporation are to
- (a) support, organize and co-ordinate the funding of research to support and advance key provincial research priorities determined by the Minister under subsection (3);
  - (b) increase the research capacity of the Province; and
  - (c) support the research community within the Province.

(2) The Corporation shall develop and implement a strategic plan to increase the research capacity of the Province, support the research community within the Province and align research funded by the Corporation with the key research priorities determined under subsection (3).

(3) The Minister, in the Minister's sole discretion, may, from time to time, determine the key research priorities of the Province.

(4) For greater certainty, a determination under subsection (3) is not a regulation within the meaning of the *Regulations Act*. 2025, c. 3, s. 14.

#### **Report to Minister**

8 (1) The Corporation shall submit to the Minister every six months a report, in the form and including such content as may be prescribed by the regulations, advising of the status of its ongoing research projects and providing a financial forecast in accordance with the regulations for the following six months.

(2) Notwithstanding subsection (1), the Corporation shall provide the Minister with such additional information and reporting as the Minister may require, in the manner specified by the Minister, respecting the Corporation, its operations, finances and the status of ongoing research projects. 2018, c. 6, s. 8; 2025, c. 3, s. 15.

#### **Annual grant**

9 (1) The Minister may, to the extent authorized by the Legislature and subject to the approval of the Treasury and Policy Board, annually grant funds to the Corporation for its operation.

(2) A grant under subsection (1) is subject to such terms and conditions as the Minister may determine. 2018, c. 6, s. 9; 2025, c. 3, s. 16.

#### **Board of Directors**

10 The management and control of the affairs of the Corporation is vested in a Board of Directors and the Board may, subject to this Act, the regulations and the by-laws of the Corporation, exercise the powers of the Corporation. 2018, c. 6, s. 10.

#### **Composition of Board**

11 (1) The Board consists of not fewer than 10 nor more than 12 directors, of whom

- (a) three directors are appointed by the Minister; and
- (b) seven to nine directors are appointed in accordance with the by-laws of the Corporation.

(2) Notwithstanding subsection (1), the Governor in Council shall appoint the initial directors for such terms as the Governor in Council determines.

(3) Each director, other than a director appointed under clause (1)(a), remains in office, notwithstanding the expiry of the director's term, until a director is appointed in the director's place.

(4) A member of the House of Assembly or the Executive Council or a person who has been a member of the House of Assembly or the Executive Council within the last three years is not eligible to be a director.

(5) An employee of the Corporation is not eligible to be a director.

(6) No director, other than a director appointed under clause (1)(a) or three of the directors appointed pursuant to subsection (2), may be a public servant.

(7) A person may not be appointed under clause (1)(a) unless that person is a public servant at the time of appointment.

(8) A director appointed under clause (1)(a) may resign the director's office by providing written notice to the Board.

- (9) A resignation under subsection (8) is effective on the later of
- (a) the date the resignation is received by the Board; or
  - (b) the date specified in the notice. 2018, c. 6, s. 11; 2025, c. 3, s. 17.

#### **Chair and Vice-chair**

12 (1) The Board may appoint or, by by-law, provide for the appointment of, a director as its Chair and a director as its Vice-chair and set the terms of the Chair and Vice-chair.

(2) Notwithstanding subsection (1), the Governor in Council shall appoint the initial Chair and Vice-chair for such terms as the Governor in Council determines. 2018, c. 6, s. 12.

#### **Quorum**

13 A majority of the directors constitutes a quorum. 2018, c. 6, s. 13.

#### **Remuneration and reimbursement**

14 (1) A director, who is not a public servant, may be paid such remuneration as the Board determines.

(2) A director must be reimbursed for reasonable expenses necessarily incurred in the performance of the director's duties. 2018, c. 6, s. 14.

#### **No personal liability**

15 A director or an employee of the Corporation is not personally liable for anything done or omitted to be done or for any neglect or default in

- (a) the bona fide exercise or purported exercise of a power conferred upon that director or employee pursuant to this Act or the regulations; or
- (b) the bona fide performance of a duty under this Act or the regulations. 2018, c. 6, s. 15.

**Not-for-profit and no share in surpluses**

- 16** (1) The Corporation shall operate on a not-for-profit basis.
- (2) No officer, director or employee of the Corporation may share in any operating surpluses of the Corporation. 2018, c. 6, s. 16.

**Chief Executive Officer**

- 17** (1) The Board shall appoint a Chief Executive Officer of the Corporation.
- (2) The Chief Executive Officer of the Corporation shall be paid such remuneration as the Board determines and be reimbursed for reasonable expenses necessarily incurred in the performance of the duties of the Chief Executive Officer.
- (3) Subject to the control and direction of the Board, the Chief Executive Officer has charge of the conduct of the business of the Corporation. 2018, c. 6, s. 17.

**Officers, employees and specialists**

- 18** (1) The Corporation may employ such other officers and employees as are necessary for the proper conduct and management of the affairs of the Corporation.
- (2) The Corporation may engage the services of professional persons, technical persons and experts upon such terms and conditions as the Board determines. 2018, c. 6, s. 18.

**Salary and benefits determined by Board**

- 19** The officers and employees of the Corporation shall be paid such salary and receive such benefits as are determined by the Board. 2018, c. 6, s. 19.

**Corporation's powers to carry out objects**

- 20** Subject to this Act and the regulations, the Corporation has all of the capacity, rights, powers and privileges of a natural person necessary to carry out its objects in accordance with this Act. 2018, c. 6, s. 20.

**Companies Act and agreements with governments**

- 21** (1) The *Companies Act* and the *Finance Act* do not apply to the Corporation except as provided by the regulations.
- (2) The Corporation may, in pursuit of its objects, enter into an agreement with a government, or a department, agency or body of a government, or with an international organization, or a body of such an organization. 2018, c. 6, s. 21.

**Fiscal year**

- 22** The fiscal year of the Corporation is from April 1st to March 31st in the following year. 2018, c. 6, s. 22.

**Accounting system**

**23** The Corporation shall establish and maintain an accounting system in accordance with generally accepted accounting principles. 2018, c. 6, s. 23.

**Auditor**

**24** The Board shall appoint an auditor for the Corporation and the auditor shall annually audit and prepare a report on the Fund and other accounts of the Corporation. 2018, c. 6, s. 24.

**By-laws**

- 25** The Board may make by-laws respecting
- (a) the appointment of directors and their terms of office other than the directors referred to in clause 11(1)(a);
  - (b) the appointment of a Chair and Vice-chair;
  - (c) the conduct of proceedings of the Board;
  - (d) the establishment of a code of ethics and conflict of interest policy for directors, officers and employees of the Corporation;
  - (e) the establishment of committees of the Board and advisory bodies;
  - (f) the management of the Corporation. 2018, c. 6, s. 25.

**RESEARCH OPPORTUNITIES FUND****Research Opportunities Fund**

- 26** (1) There is hereby established the Research Opportunities Fund.
- (2) The Fund consists of
- (a) *repealed 2025, c. 3, s. 18.*
  - (b) any contributions received by way of grant, gift, donation or bequest; and
  - (c) the investment income of the Fund.
- (3) Subject to the approval of the Treasury and Policy Board, the Minister may make a grant to the Fund and may make the grant subject to such terms and conditions as the Minister may determine.
- (4) The Fund is vested in the Corporation and must be kept segregated from any other assets or funds of the Corporation. 2018, c. 6, s. 26; 2025, c. 3, s. 18.

**Restriction on expenditures**

**27** Only expenditures permitted under this Act may be made from the Fund. 2018, c. 6, s. 27.

**Distribution of funds**

**28** The Corporation shall select successful applicants for research funding and distribute money from the Fund in accordance with the by-laws of the Corporation. 2018, c. 6, s. 28.

**Corporation's operating costs not paid out of fund**

**29** No costs of the Corporation's operations may be paid out of the Fund. 2018, c. 6, s. 29.

**Surplus funds**

**30** Any surplus in the Fund must be retained in the Fund. 2018, c. 6, s. 30.

**Fund not available for obligations of Province**

**31** The Fund is not available to meet any future, current or past general obligations of His Majesty in right of the Province. 2018, c. 6, s. 31.

**Fund not public money**

**32** Nothing in this Act makes the Fund, or is to be construed to cause the Fund to be considered public money subject to appropriation by the Legislature or required to be deposited into the General Revenue Fund of the Province. 2018, c. 6, s. 32.

**Power to invest Fund and to borrow**

**33** The Corporation may

- (a) invest money in the Fund according to investment and lending policies, standards and procedures that are approved from time to time by the Board; and
- (b) borrow from any financial institution, by way of overdraft or otherwise, any sums the Board considers necessary to properly carry out the Corporation's objects. 2018, c. 6, s. 33.

## REGULATIONS

**Regulations**

- 34 (1)** The Governor in Council may make regulations
- (a) *repealed 2025, c. 3, s. 19.*
  - (b) respecting the extent to which the *Companies Act* and the *Finance Act* apply to the Corporation;
  - (ba) respecting the form and content of the strategic plan of the Corporation;
  - (c) prescribing the content and form of reports made by the Corporation pursuant to Section 8;
  - (d) prescribing additional powers the Corporation may exercise;
  - (da) defining any word or expression used but not defined in this Act;

(e) respecting any matter or thing the Governor in Council considers necessary or advisable to effectively carry out the intent and purpose of this Act.

(2) The exercise by the Governor in Council of the power contained in subsection (1) is a regulation within the meaning of the *Regulations Act*. 2018, c. 6, s. 34; 2025, c. 3, s. 19.

#### TRANSITIONAL

##### **Transition plan**

**35** The Corporation and the Government of Nova Scotia shall enter into a transition plan to address issues relating to the existing commitments of the Research and Innovation Trust and the Health Research Foundation. 2018, c. 6, s. 35.

#### EFFECTIVE DATE

##### **Effective date**

**36** This Act comes into force on such day as the Governor in Council orders and declares by proclamation. 2018, c. 6, s. 36.

Proclaimed - December 4, 2018  
In force - December 4, 2018