

Félix Turgeon, LL.B., LL.M.

Director, Legal and Contractual
Affairs

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LANGUAGES

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French: mother tongue
English: daily use
Spanish: basic knowledge
Italian: basic knowledge

PROFILE

Lawyer with more than 15 years of professional experience in business law, particularly in the energy and infrastructure sector.

EDUCATION

Master of Laws, International Law and International Policy 2009
Université du Québec à Montréal, Montréal

Career training 2002
École du Barreau du Québec, Montréal

Bachelor of Laws 2000
Université de Montréal

PROFESSIONAL EXPERIENCE

Director, Legal and Contractual Affairs

Gaz Métro – Montréal 2017–Present

REPRESENTATIVE MANDATE IN CORPORATE AND TRANSACTIONAL LAW:

- Reviewed and negotiated a USD 17 million stock purchase agreement and ancillary agreements for the purchase (closed in April 2017) of a solar energy producer operating across the USA

MANAGEMENT MANDATES:

- Ensures that legal support is provided in relation to all Gaz Métro's commercial activities (sales, marketing, procurement, government relations, customer relations, etc.) and development projects (network extensions, wind projects, projects to use natural gas as fuel, renewable natural gas, etc.)
- As a senior manager, provides advice and guidance on various corporate initiatives, such as the realisation of the 2018-2023 strategic plan and the development or update of various corporate policies (goods and services procurement, information security, information management, etc.)
- Manages three (3) senior legal counsels, two (2) legal counsels and two (2) legal assistants

Head, Legal and Contractual Affairs

Gaz Métro – Montréal 2014–2017

REPRESENTATIVE MANDATES IN BUSINESS AND CONSTRUCTION LAW:

- Drafted, reviewed and negotiated an engineering, procurement and construction contract ("EPC" contract) for the expansion of Gaz Métro's LSR plant (for a nearly \$120-million project)
- Drafted, reviewed and negotiated liquefied natural gas (LNG) sales and purchase contracts with clients in and outside Québec (for example: National Grid and Stornoway Diamonds)
- Reviewed and negotiated the contracts (turbine supply, construction, etc.) for the submission of bids in response to the 2013-01 request for proposals for 450 MW of wind power launched by Hydro-Québec

REPRESENTATIVE MANDATE IN CORPORATE AND TRANSACTIONAL LAW:

- ✦ Draft, review and negotiate a shareholder agreement, a partnership agreement and ancillary agreements with a large Québec crown corporation for a nearly \$120-million joint investment in a limited partnership

MANAGEMENT MANDATES:

- ✦ Manage four (4) legal counsels and one (1) legal secretary
- ✦ Within the Legal Affairs and Claims Department, provide legal support to commercial activities (sales, marketing, procurement, government relations, etc.) and to Gaz Métro development projects (network extensions, wind power projects, projects to use natural gas as fuel, etc.)

**Senior Legal Counsel, Commercial Activities and Major Projects
Gaz Métro – Montréal**

2009–2013

REPRESENTATIVE MANDATES IN BUSINESS AND CONSTRUCTION LAW:

- ✦ Drafted, reviewed and negotiated construction and operation contracts for the Seigneurie de Beauré wind farms (340 MW)
- ✦ Reviewed and negotiated the agreements required to finance the Seigneurie de Beauré wind farms (nearly \$1 billion)
- ✦ Analyzed and interpreted electricity supply contracts and interconnection agreements reached with Hydro-Québec
- ✦ Drafted, reviewed and negotiated several types of gas supply contracts (GasEDI, NAESB, transportation agreements, storage contracts, etc.)
- ✦ Reviewed and negotiated engineering, procurement and construction management service contracts to make natural gas available in the Côte-Nord

REPRESENTATIVE MANDATES IN CORPORATE AND TRANSACTIONAL LAW:

- ✦ Reviewed and negotiated agreements to constitute project companies for the Seigneurie de Beauré wind farms
- ✦ Drafted and reviewed a share purchase and sale agreement and ancillary documents, and completed the transaction entirely in-house

**Legal Counsel
SNC-Lavalin Inc. – Montréal**

2005–2009

REPRESENTATIVE MANDATES IN BUSINESS AND CONSTRUCTION LAW:

- ✦ Reviewed and negotiated an engineering, procurement and construction contract for a 400-MW combined cycle thermal power station in Tunisia
- ✦ Reviewed and negotiated contracts for a seawater desalination plant in Algeria (sale and purchase of water, engineering, procurement and construction, operation and maintenance, financing, etc.)

REPRESENTATIVE MANDATES IN CORPORATE AND TRANSACTIONAL LAW:

- ✦ Actively participated in due diligence for acquisitions, and drafted and negotiated draft letters of intent and share purchase agreements
- ✦ Drafted and negotiated different types of joint venture contracts

REPRESENTATIVE MANDATE IN LITIGATION MANAGEMENT:

- ✦ Oversaw the representation of the interests of SNC-Lavalin's European subsidiaries

Félix Turgeon, Me

Director, Legal and Contractual
Affairs

Legal Counsel

Gaz Métro – Montréal

2002–2005

REPRESENTATIVE MANDATES IN LITIGATION AND ADMINISTRATIVE LAW:

- Represented Gaz Métro before the Régie de l'énergie
- Co-drafted the draft document on Gaz Métro's Conditions of Service and negotiated it with the stakeholders authorized by the Régie de l'énergie
- Represented Gaz Métro in the Superior Court and the Court of Québec in approximately 200 litigation cases, mainly in extracontractual civil liability

Legal Intern

International Fund for Agricultural Development – Rome, Italy

2001–2002

- Reviewed and negotiated loan agreements between the IFAD and various developing countries (including Egypt and Mauritania) to finance agricultural development projects

PROFESSIONAL ASSOCIATION

Member of the Bar of Québec

2002–present

SOCIAL AND PROFESSIONAL COMMITMENTS

Director

Syndicate of co-owners, Condos de la gare (21 condo units)

Since 2015

Corporate Secretary

Fondation Le Petit Prince, Rabeau school, St-Lambert

2015–2016

Member

City of Saint-Lambert's municipal council committee on recreation, culture, community life and youth

2014–2015

Director and President

Syndicate of co-owners, Jardins St-Joseph Phase VII (14 condo units)

2008–2010

Corporate Secretary

Hochelaga school advocacy committee

2004–2005

Member

Conseil permanent de la jeunesse du Québec

2001–2004

Academic Representative

Board of Directors, Association des étudiants en droit de l'Université de Montréal

1997–1998

Chairman

General students association, Cégep François-Xavier-Garneau

1996–1997