



## DEFINITIONS SCHEDULE

Unless otherwise specified in a By-Law or policy of the College, the following terms in a By-Law or policy of the College shall have the following meanings:

1. “**academic staff member**” means a person who is employed by the College as a teacher, counsellor or librarian, and includes a person employed full time, sessional, partial-load or part time;
2. “**Actual Conflict of Interest**” means a situation where a Governor has a private or personal interest that is connected to the Governor’s duties and responsibilities as a Governor to the extent that it influences the exercise of these duties and responsibilities;
3. “**administrative staff member**” means a person who is employed by the College and who is not an academic staff member, a support staff member or a student and includes a person employed full-time or part-time;
4. “**Audit and Risk Committee**” means a Standing Committee established to assist the Board in fulfilling the Board’s oversight responsibilities with respect to the financial matters of the College;
5. “**Board**” means the board of Governors of the College;
6. “**By-Law**” means By-Law 1 – General Governance and the appendices attached thereto (as amended from time to time), including:
  - a. Appendix 1 of the By-Law – Election of Internal Governors;
  - b. Appendix 2 of the By-Law – Program Advisory Committees; and
  - c. Appendix 3 of the By-Law – Loyalist College Council;and all other by-laws of the College in effect from time to time;
7. “**CEC**” means the College Employer Council;
8. “**Chair**” means the chair of the Board;
9. “**College**” means The Loyalist College of Applied Arts and Technology;
10. “**conflict of interest**” means a situation where a Governor’s private or personal interest supersedes or competes with that Governor’s duties and responsibilities as a member of a Board and includes an Actual Conflict of Interest, a Perceived Conflict of Interest and a Potential Conflict of Interest;

11. “**constituency**” means any one of the following four (4) groups of persons: the group of persons which includes all academic staff members, the group of persons which includes all administrative staff members, the group of persons which includes all students and the group of persons which includes all support staff members;
12. “**Council**” means the Loyalist College Council established in accordance with the *OCAAT Act* and the “Governance and Accountability Framework” Policy Directive, the mandate, composition, membership and structure of which is established in Appendix 3 of the By-Law;
13. “**Electoral Officer**” means the executive assistant to the Board, as further described in Appendix 1 of the By-Law;
14. “**employee**” means an academic staff member, administrative staff member or support staff member;
15. “**Executive and Governance Committee**” means a Standing Committee established to assist the Board in connection with the annual search for new Board nominees and in carrying on the affairs of the College;
16. “**External Governor**” means a Governor who is not an Internal Governor or the President;
17. “**ex officio**” means “by virtue of office” and includes all rights, responsibilities, and power to vote unless otherwise specified;
18. “**Governor**” means a member of the Board;
19. “**Grounds**” means the alleged grounds of removal of a Governor;
20. “**in-camera session**” means the part of a meeting concerning such confidential matters which may be held in-camera;
21. “**Internal Governor**” means a Governor elected from among the students, the academic staff members, the administrative staff members and the support staff members;
22. “**LGIC**” means the Lieutenant Governor in Council;
23. “**Minister**” means the Minister of Colleges, Universities, Research Excellence and Security or such other member of the Executive Council to whom the administration of the *OCAAT Act* may be assigned under the *Executive Council Act*;
24. “**Ministry**” means the Ministry of Colleges, Universities, Research Excellence and Security or any successor ministry that administers the *OCAAT Act*;
25. “**OCAAT Act**” means the *Ontario Colleges of Applied Arts and Technology Act, 2002*, as amended from time to time;
26. “**Officer**” means an officer of the College;
27. “**ONCA**” means the *Ontario Not-for-Profit Corporations Act, 2010*, as amended from time to time;

28. **“Past Chair”** means the past Chair of the Board;
29. **“Perceived Conflict of Interest”** means a situation where reasonably well-informed individuals could properly have a reasonable belief that a Governor has an Actual Conflict of Interest, even where that is not the case in fact;
30. **“person”** means an individual, firm, trust, partnership, limited partnership, company or corporation (with or without share capital), joint venture, sole proprietorship, governmental authority or any entity of any kind;
31. **“Policy Directives”** means the Minister’s binding policy directives issued under section 4 of the *OCAAT Act*;
32. **“Potential Conflict of Interest”** means a situation where a Governor has a private or personal interest that could influence the performance of the Governor’s duties or responsibilities, provided that the Governor has not yet exercised that duty or responsibility;
33. **“President”** means the individual holding the office of president of the College;
34. **“Program Advisory Committee”** means a program advisory committee for the program of instruction as set out in Appendix 2 of the By-Law;
35. **“program of instruction”** means a group of related courses leading to a diploma, certificate or other document awarded by the Board;
36. **“Regulation”** means Ontario Regulation 34/03 made under the *OCAAT Act*;
37. **“Standing Committee”** means a permanent committee of the Board;
38. **“Secretary”** means the secretary of the Board;
39. **“student”** means a person who is enrolled in a course or program of instruction in the College, and includes a person enrolled on a full-time or a part-time basis and a person enrolled in a “post-secondary” or “adult-training” program;
40. **“Student Governor”** means the Internal Governor elected by the students;
41. **“support staff member”** means a person who is employed by the College as a member of the office, clerical, technical, health care, maintenance, building service, shipping, transportation, cafeteria or nursery staff, and includes a person employed full-time or part-time;
42. **“telephonic or electronic means”** means any means that uses the telephone or any other electronic or other technological means to transmit information or data, including telephone calls, voice mail, fax, email, an automated touch-tone telephone system, computer or computer networks;
43. **“Treasurer”** means the treasurer of the Board; and
44. **“Vice-Chair”** means any vice-chair of the Board.