

SCHEDULE A

DEFINITIONS

The definitions herein apply to all By-laws and Regulations of the Corporation

*** Any definition included in the Act, supersedes a definition herein ***

**** The Board of Directors will rule and determine the definition to be used in any situation requiring interpretation, and recourse by the Board will first be to the meaning set out in The Concise Oxford Dictionary, Seventh Edition, (1982), or later editions. ****

"advisory committee" an Ad Hoc Committee, containing past Presidents and former Board of Directors if still currently active Members of the Corporation.

"agent" one who acts for another in a manner which legally binds the principal for whom one acts.

"appendix" (appendices).... an addition to something.

"by-law" a permanent Rule made by the Corporation under authority and procedures granted under the Corporations Act, R.S.O. 1990, Chapter C.38, and which can only be amended by specific procedures set out in the Act and the By-laws.

"casting vote" one vote cast by a designated Member, (usually the Chair), to determine the final outcome without all previous voters, voting again. The word is usually linked to "second", as the designated Member never votes in the first instance of voting, if that Member has a "second or casting" vote.

"charter" the written grant by the Crown, through the Minister of Consumer and Commercial Relations, Province of Ontario, under authority granted by the Corporations Act, R.S.O. 1990, Chapter C.38, allowing the Minister to incorporate a company.

"company" a body of persons assembled for a common purpose and/or object.

"constitution" the body of fundamental principles according to which an organization is governed, and therefore consists of the Charter, By-laws and Regulations.

"contradict" to deny a statement or act contrary to the intent or meaning of a statement.

"corporation" a company which has been granted or given legal status by grant of Charter, such process being called incorporation.

"delegate" to "send another as a representative".

"delineate" to set out in detail or show by description.

"derogate" detract, or take away part of something, or to deviate.

"dilatory" tending to, or designed to cause delay.

"division" one of several larger parts in which an organization is divided; in a Corporation, a division may be described in two ways: the division is "operating as" (o/a); or "carrying on business as" (c.o.b.) the division.

"dues" the sum payable for membership, and being a fixed definite charge for all Members of one class.

"entity" a thing that has a real existence; therefore a legal entity is a thing which is recognized in law to be in existence.

"extraordinary resolution" is a motion approved by three quarters (3/4) of the voters voting.

"fees" the charge fixed for services, privileges, involvements or compensation for a particular act or service not necessarily applicable to all Members in the same class.

"house" Decentralized Association as set out under By-law No. 4, Membership Rights and Voting.

- “hypothecate”** To pledge (property) as security or collateral for a debt without transfer of title or possession.
- "individual"** a single Member, or human being, of a class.
- "jurisdiction"** legal authority over a territory, or legal authority to administer a geographical territory.
- "legislature"** refers to a body which is empowered to make laws or rules; in the instance of a Corporation this refers to the Board of Directors.
- "objects"** a thing aimed at, or the end purpose.
- "party"** each of two (2) or more persons.
- "otherwise"** in another manner or way, under other circumstances.
- "recommendation"** to speak, write, suggest or advise a course of action, or treatment of a situation.
- "redundant"** excessive as to being something that can be omitted without loss of meaning or significance.
- "registered"** to set down a name, fact, etc., formally in writing to record same.
- "regulation"** a prescribed Rule approved by the Board to carry out an administrative function under a By-law.
- "repugnant"** contradictory to, incompatible with, or offering resistance to, something.
- "resign"** to relinquish, surrender, hand over, or give up office by choice or otherwise before the normal time is completed.
- "resolution"** a motion or proposal has been approved by the majority of voters, and is now a corporate resolve or a formal expression of opinion or intention of the Board.
- "retires"** to withdraw, or cease acting, on completion of the normal time of serving.
- "sanction"** a "reward for obedience", or a "penalty for disobedience" when attached to any Law, By-law, Rule, Regulation, or consideration of a standard of conduct of the Corporation herein.
- "schedule"** is an approved list of intended events or times as planned or as required.
- "special resolution"** is a motion approved by two thirds (2/3) of the voters voting.
- "zone"** an Association as set out under By-law No. 4, Membership Rights and Voting.
