



Terms and Conditions for Authorized Access to the Vector Institute

The Vector Institute is excited to have you join the community! To get you going we need you to take a few minutes to read through and understand what is expected of a Vector community member.

Access Cards (If Applicable)

All building Access FOBs are authorized by and are the property of Vector Institute. No person shall knowingly possess an unauthorized Access FOB for the Vector Institute. Use of an Access FOB by anyone other than the authorized holder is prohibited.

As an authorized Access FOB holder, you agree to the following:

- Picking up your Access FOB from an Office Services staff member at the front desk on the 11th floor of the Schwartz Reisman Innovation Campus.
- Maintaining the Access FOB issued to you in a safe and secure manner.
- Reporting lost or stolen Access FOB immediately (within 24 hours of discovery) to services@vectorinstitute.ai.
- Paying a replacement fee of \$25.00 plus tax should your FOB be lost, stolen, or damaged.

Prohibition of Photography and Audio/Video Recording

In an effort to protect the confidentiality of work at the Vector Institute and privacy of the individuals working here, unauthorized photography and audio or video recording, as well as the posting of photographs or recordings on social media, are prohibited. To be clear, this does not prevent you from acting in a manner for the mutual aid and protection of yourself and/or individuals and where no overriding interest of the Vector Institute is present.

Policies

The Vector Institute is committed to an environment of mutual respect and civility, and a safe workplace that is free from discrimination and harassment. As such, you are bound by the following statutes:

- *Ontario Human Rights Code* (<http://www.ohrc.on.ca/en/ontario-human-rights-code>)
- *Occupational Health and Safety Act and Regulations* (<https://www.ontario.ca/laws/statute/90o01>)

You are also required to adhere to all applicable laws and the Vector Institute's policies as they are developed, including without loss of generality:

- Code of Conduct
- Workplace Violence Policy
- Workplace Harassment Policy
- Workplace Health and Safety Policy
- Accessibility Policy and Multi-Year Plan
- Diversity and Inclusion Policy
- Drug and Alcohol-Free Workplace Policy
- Appropriate use of Information Communication Technology Policy
- Intellectual Property Policy

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The Vector Institute's policies may be clarified, amended, supplemented, or deleted at any time, at the discretion of the Institute and all such changes will be posted to the [website](#) and premises as soon as possible. You are aware that the above list is not exhaustive, that these and all the Vector Institute's policies can be found on the [website](#) and premises and you must familiarize yourself with them. By reading and agreeing to these terms and conditions, you agree to be bound by them while undertaking work in respect of the Vector Institute.

Code of Conduct

1. Application

This Policy applies to all individuals (“Individuals”) employed and/or engaged by Vector Institute (“Corporation”), including permanent and temporary employees, faculty members, research scientists, service providers, and volunteers.

2. Purpose

The successful operation of the Corporation will be built upon the principles of fair dealing and ethical conduct of all Individuals. The Corporation is committed to maintaining the highest ethical standards in both its research and business operations. Its reputation for integrity and excellence requires observance of the spirit and letter of applicable laws and regulations, as well as regard for the highest standards of conduct and personal integrity.

The Corporation is committed to:

- Providing an environment in which all persons are treated with respect and dignity;
- Fair employment practices, recognizing the value of training and development for employees; and
- Taking every reasonable precaution to provide a safe and healthy work environment.

Research developed in the normal course of activities at the Corporation is not addressed by this Code; however, all of the Vector Institute’s research, intellectual property, and products, including research, reference implementations, collaborations and projects, and other commercialization activities, must be in compliance with applicable legislation and regulations or, in the absence of applicable legislation, industry best practices such as [Vector’s AI Trust and Safety Principles](#).

3. Principles of Ethics

Each Individual shall conduct him or herself with integrity, in an ethical and professional manner, and in accordance with this Code, at all times. Without limiting the generality of this obligation, each Individual shall:

- Act honestly and uphold the highest ethical standards to ensure the integrity, objectivity, and impartiality of the Corporation;
- Perform his or her duties and conduct him or herself in a prudent, open and transparent manner, and in a manner that is respectful and courteous to other persons, and free from discrimination and harassment;
- Ensure his or her actions on behalf of the Corporation are impartial and objective and that choices are made on the basis of merit;
- Respect the rights, property and privileges of the Corporation, other Individuals, clients and visitors;
- Use the Corporation’s assets in a responsible and lawful manner when properly authorized to do so, including protecting assets and information from theft, fraud, destruction, vandalism and neglect; and

- Comply with all other policies of the Corporation that apply to the Individual and/or circumstance, including the policies described below.

4. General Provisions/Policies/Guidelines

4.1. Conflict of Interest

Individuals must exercise care to avoid potential, apparent, and actual conflicts of interest. Individuals must abide by the Board Conflict of Interest Policy.

4.2. Confidentiality of Information

Individuals are responsible for ensuring the confidentiality of information that is obtained in the course of their work or association with the Corporation and must adhere to the Board Confidentiality Policy.

4.3. Communications

External communications with the public or media relating to Vector's official corporate positions on contentious issues in the public domain and government positions are the responsibility of the Corporation, and only those authorized to speak on behalf of the Corporation may address these issues. The Board Chair or designate, the CEO, COO/CFO, Director, Communications & Engagement and other senior leaders of the Corporation are authorized spokespersons for the Corporation in this regard. The Corporation must comply with the communications protocol as set out in the Transfer Payment Agreement with the Ontario Ministry of Economic Development, Job Creation and Trade, and any other applicable agreements or law.

4.4. Intellectual Property

Adoption and commercialization of AI technologies is a key part of the Corporation's mandate. Individuals must abide by the Corporation's Intellectual Property Policy.

4.5. Personal Benefit and Assisting Third Parties

Individuals should not make personal use of, or benefit from the Corporation's assets, including electronic communications systems (including the internet, intranet, extranet, email, telephones, and mobile devices). They should not assist third parties in their dealing with the Corporation where this would result in preferential treatment to or create an advantage for any person or organization.

4.6. Workplace Harassment and Diversity

In accordance with the Corporations Workplace Harassment Policy, Workplace Violence Policy and additional related policies and programs, discrimination and harassment of any kind is strictly prohibited. The Corporation complies with all applicable law, including the Ontario *Human Rights Code* and *Occupational Health and Safety Act*. Every Individual has a right to freedom from discrimination and harassment. The Corporation is committed to providing a workplace in which all individuals are treated with dignity and respect.

The Corporation does not discriminate in hiring or at any time throughout the working relationship, and does not tolerate discrimination, harassment, or reprisal for raising related concerns. The Corporation takes allegations regarding violations of human rights or workplace safety seriously. Individuals must ensure that their behaviour and

conduct in their role with the Corporation is free from harassment and discrimination towards other persons. Individuals are required to immediately report to the CEO, COO/CFO, and/or Manager, Human Resources, any incidents of discriminatory or harassing conduct within the workplace that they witness or become aware of and co-operate with any investigations. Any such allegations will be appropriately addressed by the Corporation.

Workplace harassment means engaging in a course of vexatious comment or conduct against a worker in a workplace that is known or ought reasonably to be known to be unwelcome, and includes workplace sexual harassment: workplace harassment because of sex, sexual orientation, gender identity or gender expression, or making a sexual solicitation or advance where the person making the solicitation or advance is in a position to confer, grant or deny a benefit or advancement to the worker and the person knows or ought reasonably to know that the solicitation or advance is unwelcome.

The Corporation also does not tolerate workplace violence, which means the exercise of physical force by a person against a worker, in a workplace, that causes or could cause physical injury to the worker; an attempt to exercise physical force against a worker, in a workplace, that could cause physical injury to the worker; or a statement or behaviour that it is reasonable for a worker to interpret as a threat to exercise physical force against the worker, in a workplace, that could cause physical injury to the worker.

5. Compliance

Compliance with this Code is a condition of service with the Corporation. Individuals must report to the CEO, COO/CFO, and/or Manager, Human Resources, any violations of this Code that they witness or become aware of and cooperate with any investigations. There will be no reprisal against any Individual making such a report or raising questions or concerns about any matter related to the Code as long as that Individual is acting in good faith. Any alleged breach of the Code will be fairly and thoroughly investigated in a manner that respects all of the parties involved. Depending on the severity of the case, any established violation can and may result in immediate disciplinary action up to and including dismissal for just cause.

Individuals must adhere to this Code upon ceasing their relationship with the Corporation insofar as the principles and rules of conduct remain applicable.

6. Implementation of Code

- Responsibility for implementation of this Code rests with the CEO of the Corporation (or his/her delegate).
- Individuals are responsible for knowing, understanding and complying with this Code, and related and programs. If an Individual is in doubt as to the acceptability of any actions, this must be discussed with the Corporation.
- Contractor agreements will include a provision requiring them to comply with this Code.
- This Code will be published electronically and available to all individuals employed and/or engaged by the Corporation.

7. Amendment

This Policy may be amended by the Board.

Last Updated: November 13,2023

Policy Approval Date: June 12, 2017

Policy Approved By: Board of Directors

Workplace Violence Policy

1. Statement of Commitment

Vector Institute (“the Corporation”) is committed to providing and maintaining a workplace that is free from violence. Any act of workplace violence is unacceptable conduct that will not be tolerated. No one shall subject any worker to workplace violence or allow or create conditions that support workplace violence. The Corporation therefore requires all persons to exercise behaviour that facilitates the creation of a working environment that is respectful and conducive to the achievement of excellence.

Workplace violence is prohibited by Canadian legislation, including Ontario’s *Occupational Health and Safety Act* (the “*OHS*A”). The Corporation will take every precaution reasonable in the circumstances to protect workers. This includes protecting workers from the hazard of workplace violence.

The Corporation encourages the reporting of all incidents of workplace violence, regardless of who the offender may be. Any breaches of this policy will be addressed in a manner appropriate to the circumstances, and may result in discipline up to and including termination of employment for cause.

2. Purpose of this Policy

The purpose of this Workplace Violence Policy (the “Policy”) is to maintain a workplace that is free from acts and threats of violence. The Policy is a clear statement of the Corporation’s commitment to act promptly against any incident of violence or threat of violence and to create an environment where violence will not be tolerated. The objectives of the Policy are to:

- demonstrate and promote the commitment of the Corporation to protect the dignity and rights of its employees;
- alert and educate employees to the fact that violence is prohibited under the laws of Canada;
- confirm that the Corporation cannot condone behaviour that is likely to undermine the safety, security or productivity of any of its employees;
- demonstrate the Corporation’s commitment to protect employees from workplace violence;
- address violence from all possible sources (customers/clients, management, employees, strangers, domestic partners); and
- outline the roles and responsibilities of the workplace parties in supporting the Policy and Workplace Violence Program.

3. Scope

This policy applies to workers, which is broadly defined in the *OHS*A to include “a person who performs work or supplies services for monetary compensation.” This definition of workers includes all employees (permanent, temporary, part-time, full time), faculty, research scientists, secondees, students/trainees, and service providers. The Policy also applies to Board members and volunteers.

4. Definitions

4.1. Workplace violence

Workplace Violence is defined in the *OHS*A as follows:

- the exercise of physical force by a person against a worker, in a workplace, that causes or could cause physical injury to the worker,
- an attempt to exercise physical force against a worker, in a workplace, that could cause physical injury to the worker,
- a statement or behaviour that it is reasonable for a worker to interpret as a threat to exercise physical force against the worker, in a workplace, that could cause physical injury to the worker.

4.2. Workplace Locations

The Policy will be enforced on the Corporation's premises and locations, where workers work, and where activities related to the business of the Corporation take place. These include:

- activities within offices, lunch rooms, and other Corporation property;
- events associated with the Corporation, including outside activities;
- work situations outside of Corporation-operated premises, including external work assignments, work-related conferences, and training sessions; and
- activities in other locations where violence or threats of violence may have a subsequent impact on the work relationship or environment.

5. Information

5.1. Information and Instruction with Respect to Workplace Violence

The Corporation will provide individuals with information and instruction that is appropriate for them on the contents of the Policy and program with respect to workplace violence.

The information provided to individuals may include personal information related to a risk of workplace violence from a person with a history of violent behaviour if,

- (i) the individual can be expected to encounter that person in the course of his or her work; and
- (ii) the risk of workplace violence is likely to expose the individual to physical injury.

The Corporation will not disclose more personal information than is reasonably necessary to protect the individual from physical injury.

5.2. Domestic Violence

If the Corporation becomes aware or ought reasonably to be aware that domestic violence is likely to expose an individual to physical injury in the workplace, the Corporation will take every reasonable precaution to protect that person. It is the responsibility of the individual in a relationship with the potential for domestic violence, which may affect the workplace, to inform the corporation, through the CEO, COO/CFO or Manager, Human Resources of the threat.

5.3. Assessment of the Risks of Workplace Violence

The Corporation will assess the risks of workplace violence that may arise from the nature of the workplace, the type of work, or the conditions of work.

The Corporation will reassess the risks of workplace violence as often as necessary to ensure that this Policy and the related program continue to protect individuals from workplace violence.

The assessments and reassessments will take into account:

- (i) circumstances that would be common to similar workplaces;
- (ii) circumstances specific to the workplace; and
- (iii) any other elements prescribed by law.

The assessment and reassessment of risk of workplace violence will also take into account:

- (i) the existence of potential risks due to interactions with the public, employees and customers/clients;
and
- (ii) the Corporation's safety plans.

The Corporation shall advise its Health and Safety Representative of the results of assessments and reassessments, and provide a copy, if the assessment or reassessment is in writing.

The Health and Safety Representative will communicate with Management regarding identification of risks and mitigate any risks identified.

6. Workplace Violence Program

The Corporation will develop and maintain a program to implement this Policy. Without limiting the generality of the paragraph above, the program will:

- (a) include measures and procedures to control the risks identified in the assessment described above as likely to expose a worker to physical injury;
- (b) include measures and procedures for summoning immediate assistance when workplace violence occurs or is likely to occur;
- (c) include measures and procedures for workers to report incidents of workplace violence to the employer or management;
- (d) set out how the Corporation will investigate and deal with incidents or complaints of workplace violence; and
- (e) include any elements prescribed by law.

7. Responsibilities

7.1. Duties of Management

Management will advise individuals employed and/or engaged by the Corporation of the existence of any potential or actual danger to health or safety of the individual of which management is aware, including personal information subject to the provisions above.

Management will take every precaution reasonable in the circumstances to protect employees and other individuals.

Management will comply with all other duties applicable to it under the *OHSA*.

7.2. Duties of Employees and other individuals

The individual will advise the CEO, COO/CFO or Director, Human Resources & Corporate Services of any incident or risk of workplace violence of which they are aware.

8. Penalties

An employee who subjects another employee to workplace violence (including threats of workplace violence) may be subject to disciplinary action up to and including termination of his/her employment for cause. Other individuals who subject any employee or other individual to workplace violence will be subject to penalties that are appropriate in view of their relationship to the Corporation.

9. Reprisal

This Policy prohibits reprisals against individuals, acting in good faith, who report incidents of workplace violence or act as witnesses. The Corporation will take all reasonable and practical measures to prevent reprisals, threats of reprisal, or further violence. Reprisal is defined as any act of retaliation, either direct or indirect and includes confronting a complainant or witness about the fact that they have complained or given evidence. Reprisal is a serious violation of this Policy and should be reported immediately.

Any employee who engages in reprisal will be subject to disciplinary action, up to and including termination of employment for cause. Other individuals will be subject to penalties that are appropriate in view of their relationship to the Corporation.

10. Distribution of the Policy

This Policy will be posted at a conspicuous place in the workplace. This Policy will be provided to all workers, volunteers and board members and will be sent out to new hires. All workers and volunteers will be asked to sign to confirm that they have read and understood the policy.

11. Amendment

This Policy will be reviewed as often as is necessary, but at least annually. This Policy may be amended by the Board.

Last Updated: November 22, 2023

Policy Approval Date: December 6, 2017

Policy Approved By: Board of Directors

Workplace Harassment Policy

1. Purpose

The purpose of the Corporation's Workplace Harassment Policy (the Policy) is to reinforce Vector Institute's (the "Corporation") commitment to provide a work environment in which all workers are treated with respect and dignity, and a workplace that is free from discrimination and harassment. Workplace harassment will not be tolerated from any person in the workplace (including management, workers, and members of the public).

It is the policy of the Corporation to address incidents of harassment and discrimination with seriousness and sensitivity. Any employee of the Corporation found to be in violation of this Policy may be disciplined up to and including the termination of their employment for cause, depending upon the circumstances involved. Other individuals who subject any employee or other individual to workplace harassment will be subject to penalties that are appropriate in view of their relationship to the Corporation.

2. Scope

This policy applies to "workers", which is broadly defined in the *Occupational Health and Safety Act* (the "OHS") to include "a person who performs work or supplies services for monetary compensation." This definition includes all employees (permanent, temporary, part-time, full time), faculty, research scientists, secondees, students/trainees, and service providers. The policy also applies to Board members and volunteers.

The Policy applies to harassment and/or discrimination in any aspect of employment, including, but not limited to, recruitment, promotion, receipt of benefits, dismissal, layoff, performance evaluation, and working conditions. All workers must be treated equally regardless of their race, ancestry, place of origin, colour, ethnic origin, citizenship, creed, sex, sexual orientation, gender identity, gender expression, age, record of offences, marital status, family status, disability, or any other prohibited ground of discrimination.

3. Policy

Workplace harassment and workplace sexual harassment are unacceptable and are prohibited at the Corporation. Harassment and sexual harassment are against the law, and all workers have a responsibility to conduct themselves accordingly.

4. Definitions

4.1. Workplace Harassment

Workplace Harassment is defined in the *OHS* as follows:

- a) engaging in a course of vexatious comment or conduct against a worker in a workplace that is known or ought reasonably to be known to be unwelcome, or
- b) workplace sexual harassment (defined below).

Reasonable action taken by the employer relating to the management and direction of workers or the workplace is not workplace harassment. The normal exercise of supervisory responsibilities, including scheduling, training, evaluation counseling and discipline when warranted, does not constitute workplace harassment.

While harassment is usually based on an ongoing pattern of conduct, in some instances a single incident can be sufficiently serious to constitute harassment.

The Ontario *Human Rights Code* (the “Code”) defines “harassment” the same way, and provides that “every person who is an employee has a right to freedom from harassment in the workplace by the employer or agent of the employer or by another employee because of race, ancestry, place of origin, colour, ethnic origin, citizenship, creed, sexual orientation, gender identity, gender expression, age, record of offences, marital status, family status or disability.”

4.2. Workplace Sexual Harassment

Workplace sexual harassment means:

- a) engaging in a course of vexatious comment or conduct against a worker in a workplace because of sex, sexual orientation, gender identity or gender expression, where the course of comment or conduct is known or ought reasonably to be known to be unwelcome, or
- b) making a sexual solicitation or advance where the person making the solicitation or advance is in a position to confer, grant or deny a benefit or advancement to the worker and the person knows or ought reasonably to know that the solicitation or advance is unwelcome.

The *Code* also expressly prohibits “harassment in the workplace because of sex, sexual orientation, gender identity or gender expression by his or her employer or agent of the employer or by another employee.”

4.3. Examples of Workplace Harassment

Examples of workplace harassment include, but are not limited to:

- Workplace bullying or aggressive behaviour, which includes making rude, degrading or offensive remarks, discrediting a person, spreading rumours, ridiculing him or her, humiliating a person, calling into question their convictions or their private life, or shouting abuse.
- Sexual or racial harassment, or harassing someone based on any ground prohibited by human rights legislation, including race, ancestry, place of origin, colour, ethnic origin, citizenship, creed, sexual orientation, gender identity, gender expression, age, record of offences, marital status, family status or disability.
- Refusing to speak to or work with someone or treating that person differently because of their race, ancestry, place of origin, colour, ethnic origin, citizenship, creed, sexual orientation, gender identity, gender expression, age, record of offences, marital status, family status or disability.

5. Workplace Locations

The Policy will be enforced on the Corporation’s premises and where activities related to the business of the Corporation take place. These include:

- activities within offices, lunch rooms and other Corporation property;
- events associated with the Corporation and including outside activities; or
- work situations outside of Corporation-operated premises, including external work assignments, work-related conferences, and training sessions.

6. Roles & Responsibilities

6.1. Duties of Management

Management will provide all workers with information and instruction that is appropriate in the circumstances regarding the contents of this Policy and the Corporation’s Workplace Harassment Program.

Management will also ensure that:

- (a) an investigation is conducted into incidents and complaints of workplace harassment that is appropriate in the circumstances; and
- (b) the worker who has allegedly experienced workplace harassment and the alleged harasser, if they are a worker of the Corporation, are informed in writing of the results of the investigation and of any corrective action that has been taken or that will be taken as a result of the investigation.

6.2. Duties of Workers

To ensure that the Policy is adhered to, all workers are expected to:

- Treat everyone in the workplace with dignity and in a manner that is respectful and free of intimidation and harassment.
- Make changes to their own behaviour where they become aware that there is a potential for such behaviour to harm, intimidate, threaten or cause offence to others.
- Refuse to accept harassing behaviour from others, regardless of whether that behaviour originates from management or co-workers, family members, or a member of the public.
- Intervene and/or report instances of inappropriate behaviour on the part of others which could amount to workplace harassment.
- Be supportive of others who are victims of workplace harassment.
- Cooperate fully with a workplace harassment investigation.
- Preserve evidence related to instances of alleged workplace harassment, documenting dates, times and the names of any witnesses.

7. Reporting Workplace Harassment

All workers must remain vigilant about harassment. Any workers who are aware of, or have cause to be concerned about, workplace harassment or sexual harassment should report such incidents to Director, Human Resources & Corporate Services, the COO/CFO or the CEO of the Corporation. Reports can be made either verbally or in writing. Reports should be made as soon as reasonably possible given the circumstances of the incident.

The Corporation will investigate and deal with all complaints or incidents of workplace harassment in a fair, respectful and timely manner. Information provided about an incident or about a complaint will not be disclosed except as necessary to protect workers, to investigate the complaint or incident, to take corrective action or as otherwise required by law.

All workers are expected to adhere to this Policy and will be held responsible by the Corporation for not following it. Workers will not be penalized or disciplined for reporting an incident in good faith, or for participating in an investigation involving workplace harassment.

The Corporation will treat any report of harassment or discrimination as a serious matter and will respond in a timely fashion.

8. Privacy and Confidentiality

The Corporation is committed to maintaining the privacy and confidentiality of information obtained about an incident or complaint of workplace harassment, including individual identifying information, unless disclosure is necessary for the purposes of investigating or taking corrective action, or unless disclosure is otherwise required by law.

9. Reprisal, False and Unsubstantiated Complaints

No disciplinary action or reprisal can be made against a complainant who acts in good faith and exercises his or her rights under this Policy and under the law, even if the complaint turns out to be false, impossible to verify or if the behaviour complained does not amount to harassment or discrimination. However, a false accusation made by a person who knows it to be false represents a contravention of this Policy and may be subject to disciplinary action up to and including termination of employment for cause, or other penalties that are appropriate in view of the individual's relationship to the Corporation.

Any employee who engages in reprisal will be subject to disciplinary action, up to and including termination of employment for cause (i.e., without notice or payment in lieu of notice or any other severance payment whatsoever). Other individuals will be subject to penalties that are appropriate in view of their relationship to the Corporation.

10. Workplace Harassment Program

The Corporation will develop and maintain a program to implement this Policy. Without limiting the generality of that obligation, the program will:

- (a) include measures and procedures for workers to report incidents of workplace harassment to their manager or the employer;
- (b) include measures and procedures for workers to report incidents of workplace harassment to a person other than the employer or manager, if the employer or manager is the alleged harasser;
- (c) set out how incidents or complaints of workplace harassment will be investigated and dealt with;
- (d) set out how information obtained about an incident or complaint of workplace harassment, including identifying information about any individuals involved, will not be disclosed unless the disclosure is necessary for the purposes of investigating or taking corrective action with respect to the incident or complaint, or is otherwise required by law; and
- (e) set out how a worker who has allegedly experienced workplace harassment and the alleged harasser, if they are a worker of the employer, will be informed of the results of the investigation and of any corrective action that has been taken or that will be taken as a result of the investigation.

The workplace harassment program shall be reviewed as often as necessary, but at least annually, to ensure that it adequately implements this Policy.

11. Distribution of the Policy

This Policy will be posted at a conspicuous place in the workplace. This Policy will be provided to all workers, volunteers and board members and will be sent out to new hires. All workers, and volunteers will be asked to sign to confirm that they have read and understood the policy.

12. Amendment

This Policy will be reviewed as often as is necessary, but at least annually. This Policy may be amended by the Board.

Last Updated: November 13, 2023

Policy Approval Date: December 6, 2017

Policy Approved By: Board of Directors

Workplace Health and Safety Policy

1. Purpose of this Policy

The purpose of this Health and Safety Policy (“the Policy”) is to provide an overview of Vector Institute’s (“the Corporation”) commitment to providing a safe and healthy workplace and to protecting the health, safety, and wellbeing of its workers. The policy is set in accordance with the requirements of the *Occupational Health and Safety Act* (the “*OHS*A”) and outlines the expectations of the Corporation’s employees and management relating to workplace health and safety.

2. Scope

This policy applies to workers, which is broadly defined in the *OHS*A to include “a person who performs work or supplies services for monetary compensation.” This definition of workers includes all employees (permanent, temporary, part-time, and full-time), faculty, research scientists, secondees, volunteers, students/trainees, and service providers. The Policy also applies to Board members.

3. Definitions

3.1. Workplace Harassment

Workplace harassment is defined in the *OHS*A as follows:

- a) engaging in a course of vexatious comment or conduct against a worker in a workplace that is known or ought reasonably to be known to be unwelcome, or
- b) workplace sexual harassment (defined below).

Reasonable action taken by the employer relating to the management and direction of workers or the workplace is not workplace harassment. The normal exercise of supervisory responsibilities, including scheduling, training, evaluation counseling and discipline when warranted, does not constitute workplace harassment.

While harassment is usually based on an ongoing pattern of conduct, in some instances a single incident can be sufficiently serious to constitute harassment.

3.2. Workplace Sexual Harassment

Workplace sexual harassment is defined in the *OHS*A as follows:

- a) engaging in a course of vexatious comment or conduct against a worker in a workplace because of sex, sexual orientation, gender identity, or gender expression, where the course of comment or conduct is known or ought reasonably to be known to be unwelcome, or
- b) making a sexual solicitation or advance where the person making the solicitation or advance is in a position to confer, grant, or deny a benefit or advancement to the worker and the person knows or ought reasonably to know that the solicitation or advance is unwelcome.

3.3. Workplace violence

Workplace violence is defined in the *OHS*A as follows:

- a) the exercise of physical force by a person against a worker, in a workplace, that causes or could cause physical injury to the worker,
- b) an attempt to exercise physical force against a worker, in a workplace, that could cause physical injury to the worker, or
- c) a statement or behaviour that it is reasonable for a worker to interpret as a threat to exercise physical force against the worker, in a workplace, that could cause physical injury to the worker.

3.4. Workplace Locations

The Policy will be enforced on the Corporation's premises and locations, where workers perform Corporation work, and where activities related to the business of the Corporation take place. Where workers perform Corporation work outside the Corporation's premises and where activities related to the business of the Corporation take place outside the Corporation's premises, the health and safety policies of the host organization will also apply.

4. Principles

To provide a safe and healthy work environment, the Corporation has put the following principles in place:

- The Corporation strives to create a safe and healthy workplace for all, with protection from accident, injury, occupational illness, violence, and harassment.
- The Corporation will take every precaution reasonable in the circumstances for the protection of its workers.
- Acts of violence or harassment in the workplace will not be tolerated.
- Every individual is responsible for working in a manner that does not pose a health and safety risk to himself/herself or others; for maintaining a safe and healthy workplace environment; and for reporting any unsafe working conditions and acts, and any contraventions of the *OHS*A.

5. Content

5.1. Training

The Corporation will develop, maintain, and administer a mandatory health and safety training program. It will provide information, instruction, and training as required on duties and rights under the *OHS*A; the roles of the Ministry of Labour, Workplace Safety and Insurance Board, and Joint Health and Safety Committee; common workplace hazards; occupational illness; safe workplace practices; and control procedures for safety in the workplace. All workers are required to complete this training as soon as practicable. The Corporation will maintain a record of the training completed by workers.

5.2. Joint Health and Safety Committee

In accordance with the *OHS*A, the Corporation will establish and support a trained and competent Joint Health and Safety Committee ("JHSC"). The JHSC is composed of at least two persons, with both management and non-management workers. At least half of the JHSC's members are non-managerial, and selected by the workers they represent. The JHSC is co-chaired by one management representative and one non-management representative. At least one management representative and one non-management representative are to receive and maintain certification from the Ministry of Labour's Chief Prevention Officer, by completing the Ministry's initial and refresher training requirements.

The JHSC's mandate is to consider and raise awareness of health and safety issues in the workplace, and to make recommendations to the Corporation's leadership to address those issues. JHSC members inspect the workplace on a regular basis to ensure that no undue safety concerns exist in the workplace, and report on any deficiencies and accidents at regular meetings. Workers are required to report any actual or potentially unsafe or harmful conditions to the JHSC without delay.

5.3. Assessment

The JHSC will assess the risks of accident, injury, occupational illness, violence, and harassment at the workplace. The JHSC will reassess these risks as often as necessary to ensure that this Policy and the related programs continue to protect individuals from risks of accident, injury, occupational illness, violence and harassment.

The JHSC will communicate with the Corporation's leadership regarding identification of risks and mitigate any risks identified.

5.4. Programs

The Corporation will develop and implement programs and procedures for the prevention of accidents, injuries and occupational illness in the workplace. It will develop programs and procedures to prevent violence and harassment as set out in the Workplace Harassment and Workplace Violence Policies. It will also develop and maintain a program to implement this Health and Safety Policy.

6. Responsibilities

6.1. Duties of Management

Management will take every precaution reasonable in the circumstances to protect all workers, including from risks of accident, injury, occupational illness, violence and harassment. Management will advise workers of any and all health and safety rules that apply to the performance of their function, and will provide information, instruction, and supervision to workers to protect their health and safety. Management is responsible for ensuring that all equipment is safe and in good working order, and that workers follow established safe work practices and procedures. Management will also fulfil all its additional obligations under the *OHSA* and also has a responsibility to ensure compliance with this Policy and the *OHSA*.

6.2. Duties of Employees

All workers have some responsibility for ensuring health and safety in the workplace. Workers will work safely and in compliance with the *OHSA*. Workers are responsible for reporting unsafe working conditions and or contraventions of the *OHSA* to the CEO, COO/CFO, Director, Human Resources & Corporate Services, or the JHSC, as soon as possible.

7. Penalties

Any employee found to be violating this policy will be held accountable and may be subject to discipline up to and including dismissal. Other individuals who violate this policy will be subject to penalties that are appropriate in view of their relationship to the Corporation.

8. Distribution of the Policy

This Policy will be posted in a conspicuous location. It will be provided to all workers and board members and will be sent out to new hires.

9. Amendment

This Policy will be reviewed as often as is necessary, but at least annually. This Policy may be amended by the Board.

Last Updated: November 13, 2023

Policy Approval Date: March 27, 2017

Policy Approved By: Board of Directors

Accessibility Policy and Multi-Year Plan

1. Statement of Commitment

Vector Institute (the “Corporation”) is committed to meeting the accessibility needs of people with disabilities in a timely manner and will do so by preventing and removing barriers to accessibility and meeting accessibility requirements under the *Accessibility for Ontarians with Disabilities Act, 2005* (the “AODA”). In that regard, the Corporation has established this Accessibility Policy and Multi-Year Plan to meet its obligations under Regulation 191/11, “Integrated Accessibility Standards” (“Regulation”) under the AODA.

The Corporation strives at all times to provide services in a way that respects the dignity and independence of people with disabilities. The Corporation’s vision for accessibility is to give people with disabilities, visible or invisible, the same opportunity as others to obtain and benefit from services offered by the Corporation. The Corporation’s goal is to make reasonable efforts to provide services in such a way that the key principles of independence, dignity, integration, and equality of opportunity for persons with disabilities are respected.

2. Scope

This policy applies to all individuals employed and/or engaged by the Corporation, or those who participate in developing the Corporation’s policies, practices, and procedures governing the provision of goods, services, or facilities to the public and every other person who deals with members of the public or other third parties on behalf of the Corporation. This includes permanent and temporary employees, secondees, faculty members, research scientists, service providers, Board members, and volunteers who interact with the Corporation’s current and prospective employees, volunteers, agents, customers, clients, suppliers, and any other users of the Corporation’s services. The Employment Standards set out in section 6 apply as indicated in that section.

3. Training

The Corporation provides in-person accessibility training required by the Regulation to all employees who are employed by the Vector Institute including those individuals who participate in developing the Corporation’s policies. Other individuals (e.g., researchers, interns, faculty, secondees, volunteers) will also receive training as required.

Training materials have been developed with content made publicly available by Access Forward and the Ontario Human Rights Commission and include the following:

- An introduction to the *Accessibility for Ontarians with Disabilities Act, 2005*
- Information on the standards and requirements in the Regulation
- The *Ontario Human Rights Code*
- Understanding the duty to accommodate
- Applying human rights principles
- Compliance and enforcement

These are the training materials that the Corporation uses. Materials will be updated as needed.

Training will be provided as soon as practicable and as often as necessary. If any changes are made to this policy or the requirements, training will be provided to include those changes. The Corporation maintains a record of the dates when training was provided and the number and names of individuals to whom it was provided.

4. Information and Communications Standards

The Corporation is committed to making its information and communications accessible to persons with disabilities.

Feedback Processes

The Corporation will ensure that its processes for receiving and responding to feedback are accessible to persons with disabilities by providing or arranging for the provision of accessible formats and communications support upon request.

Feedback may be provided:

- by voicemail at 647-313-1875;
- by email at media@vectorinstitute.ai;
- by mail to 108 College St., Suite W1140, Toronto, ON, M5G 0C6; and/or
- in person, by arranging an appointment.

Feedback will be routed to the Director, Marketing & Communications, or in the case of voicemails, to the Office Services Manager, who will assess and direct feedback (if required) to the appropriate member of Vector's staff, which may include other members of the Communications & Engagement or Office Services Teams, the Chief Operations and Finance Officer, or Director, Human Resources & Corporate Services.

The Corporation will acknowledge and respond to all accessibility related enquiries within five (5) business days.

Accessible Formats and Communication Supports

The Corporation will, upon request, provide or arrange for accessible formats and communication supports for persons with disabilities in accordance with the Regulation as follows:

- i. In a timely manner that takes into account the person's accessibility needs due to a disability;
- ii. At a cost that is no more than the regular cost charged to other persons;
- iii. In consultation with the person making the request to determine suitability of an accessible format or communication support;
- iv. The Corporation will notify the public about the availability of accessible formats and communications support.

Unconvertible Information or Communications

If the Corporation determines that information or communications are unconvertible, the Corporation will provide the person requesting the information or communication with,

- a. an explanation as to why the information or communications are unconvertible; and
- b. a summary of the unconvertible information or communications.

Information or communications are unconvertible if:

- a. it is not technically feasible to convert the information or communications; or
- b. the technology to convert the information or communications is not readily available.

Website Accessibility

The Vector Institute website and all web content conforms with the World Wide Web Consortium Web Content Accessibility Guidelines (WCAG) 2.0 initially at Level A and increasing to Level AA.

Effective January 1, 2021 internet websites and web content posted after January 1, 2012 need to conform with WCAG 2.0 Level AA, as required by the Regulation.

5. Customer Standards

Guiding Principles and Scope

The Corporation is committed to excellence in serving all customers, including persons with disabilities, and will use reasonable efforts to ensure that its policies, practices, and procedures are consistent with the following principles:

- a) The Corporation's services (e.g., events, seminars, workshops, courses) and facilities are provided in a manner that respects the dignity and independence of persons with disabilities;
- b) The provision of the Corporation's services and facilities to persons with disabilities and others are integrated to the extent possible, unless an alternate measure is necessary, whether temporarily or on a permanent basis, to enable a person with a disability to obtain, use or benefit from the services;
- c) Persons with disabilities are given an opportunity equal to that given to others to obtain, use, or benefit from the Corporation's services; and
- d) The Corporation communicates with persons with disabilities in a manner that takes into account their disabilities.

To ensure the best possible customer service, the Corporation encourages open two-way communication and expects persons with disabilities to communicate their need for accommodation or assistance if it is not readily apparent how that need can be met.

Communication, Support Persons, Service Animals and Assistive Devices

The Corporation is committed to communicating with persons with disabilities in ways that take into account the person's disability. The Corporation will work with persons with disabilities to provide alternative communication formats that will meet their needs as promptly as feasible, to provide information to customers in an alternative format that will meet their needs in a timely fashion, and, if telephone or other used forms of communication are not suitable for a customer's needs, to provide alternative forms of communication, to the extent required by law.

People with disabilities may use their own personal assistive devices, service animals (as defined by the Customer Service Standards in the Regulation) or be accompanied by support persons (as defined by the Customer Service Standards in the Regulation) while obtaining any service provided by the Corporation. Service animals are permitted on the parts of our premises that are open to the public or other third parties, unless excluded by law.

The Corporation may require a person with a disability to be accompanied by a support person, but only if, after consulting with the person with a disability and considering the available evidence, the Corporation determines that the support person is necessary to protect the health and safety of the person with the disability or of others on the premises, and there is no other reasonable way to protect the health or safety of the person with the disability or others on the premises.

Customer Service Training

As set out above, the Corporation provides training in accordance with the Regulation.

The training includes instruction on:

- The purposes of the *Accessibility for Ontarians with Disabilities Act, 2005* and the requirements of the Customer Service Standards;
- How to interact and communicate with people with various types of disabilities;
- How to interact with persons with disabilities who use an assistive device or the assistance of a guide dog or other service animal or the assistance of a support person;
- How to use any equipment or devices that may be available on the Corporation's premises or that may otherwise be provided by the Corporation that may help with the provision of the Corporation's services to a person with a disability;
- What to do if a person with a particular type of disability is having difficulty accessing the Corporation's services; and
- The Corporation's current policies, practices, and procedures relating to the Customer Service Standards and providing goods, services, or facilities to persons with disabilities.

Notice of Temporary Disruptions

The Corporation will provide notice in the event of a planned or unexpected disruption to services for facilities used by persons with disabilities. Such notices will include information about the reason for the disruption, how long the disruption is expected to last, and a description of any alternative services or facilities, if available. Such notice will be provided via email or another accessible format as required.

6. Employment Standards

The Corporation will comply with the requirements of the Employment Standards in the Regulation. The Employment Standards apply in respect of employees, and not volunteers or other non-paid individuals.

Recruitment

The Corporation is committed to fair and accessible employment practices that attract and retain employees with disabilities. This includes providing accessibility across all stages of the employment cycle.

The Corporation will notify all applicants about the availability of accommodations for persons with disabilities in its recruitment processes. Where applicants are individually selected to participate in an assessment or selection process, they will be notified that accommodations for this process are available upon request.

If a selected applicant requests accommodation, the Corporation will consult with the applicant and provide or arrange for a suitable accommodation, taking into account the individual's needs.

When a successful applicant requests an accommodation, the Corporation will consult with the applicant and provide for the provision of suitable accommodation in a manner that takes into account the applicant's accessibility needs.

Employee Notification

The Corporation shall inform its employees of its policies used to support employees with disabilities, including but not limited to, policies on the provision of job accommodations that take into account an employee's accessibility needs due to a disability.

Such information will be provided as follows:

- i. To new employees as soon as practicable after they begin their employment;
- ii. To existing employees whenever there is a change to existing policies on the provision of job accommodations that take into account an employee's accessibility needs due to a disability.

Accessible Formats and Communication Supports

Upon request by an employee with a disability, the Corporation will consult with the employee to provide or arrange for the provision of accessible formats and communication supports for:

- i. Information that is needed in order to perform the employee's job; and
- ii. Information that is generally available to employees in the workplace.

Such requests should be made to the Manager, Human Resources, and the Corporation will consult with the employee making the request in determining the suitability of an accessible format or communication support.

Individual Accommodation Plans (IAP)

The Corporation has developed a written *Individual Accommodation Plan Process* for developing a documented individual accommodation plan for employees with a disability. The process includes the following elements:

1. The manner in which an employee requesting accommodation can participate in the development of the individual accommodation plan.
2. The means by which the employee is assessed on an individual basis.
3. The manner in which the employer can request an evaluation by an outside medical or other expert, at the employer's expense, to assist the employer in determining if accommodation can be achieved and, if so, how accommodation can be achieved.
4. The steps taken to protect the privacy of the employee's personal information.
5. The frequency with which the individual accommodation plan will be reviewed and updated and the manner in which it will be done.
6. The means of providing the individual accommodation plan in a format that takes into account the employee's accessibility needs due to disability.
7. If an individual accommodation plan is denied, the reasons for the denial will be provided to the employee.

If requested, individual accommodation plans will include any information regarding accessible formats and communication supports provided, and if required, will include individualized workplace emergency response information. They will also identify any other accommodation to be provided.

Return to Work

The Corporation has in place a *Return to Work Process* for employees who have been absent from work due to a disability and require disability-related accommodation in order to return to work. The process is documented and outlines the steps that the Corporation will take to facilitate the return to work. Individual accommodation plans will be used in the return to work process as appropriate.

Performance Management, Career Development and Advancement and Redeployment

Performance management processes related to assessing and improving employee performance, productivity and effectiveness will take into account the accessibility needs of employees with disabilities, as well as individual accommodation plans.

The Corporation will take into account the accessibility needs of its employees with disabilities as well as any individual accommodation plans when providing career development and advancement opportunities to its employees.

If the Corporation has the need to reassign employees to other departments or jobs within the organization as a result of job elimination, the Corporation will take into account the accessibility needs of employees with disabilities as well as individual accommodation plans.

Workplace Emergency Response Information

The Corporation shall provide individualized workplace emergency response information to employees who have a disability, if the disability is such that the individualized information is necessary and the employer is aware of the need for accommodation due to the employee's disability.

If the employee who receives individual workplace emergency response information requires assistance, and with the employee's consent, the Corporation shall provide the workplace emergency information to a person designated by the Corporation to provide assistance to the employee. This will be done as soon as practicable after becoming aware of the need for accommodation due to the employee's disability.

7. Design of Public Spaces

The Vector Institute office space at 108 College St., Suite W1140 is an accessible space. The Corporation will comply with the design of public space requirements in any future renovation to the extent required by the Regulation and will maintain public spaces in accordance with the Regulation.

8. Posting/Availability

This policy and plan are available to the public on the Corporation's website and will be provided in an accessible format upon request. The Corporation will take the disability of any person requesting an accessible format or communications support into account when determining the appropriate format or support to provide.

9. Questions

For requests for this information in an accessible format and questions about the Corporation’s accessibility policy, please contact media@vectorinstitute.ai and/or the Director, Human Resources & Corporate Services, or Chief Operations and Finance Officer.

Last Updated: January 8, 2024

Policy Approval Date: December 6, 2017

Policy Approved By: Board of Directors

Diversity and Inclusion Policy

1. Purpose

The purpose of this policy is to express Vector Institute's ("the Corporation's") commitment to a diverse and inclusive workplace. This Policy sets out that commitment and outlines a high-level strategy for implementation.

2. Commitment to Diversity and Inclusion

Vector recognizes that having a diverse and inclusive organization is essential to the Corporation's ability to further its vision to drive excellence and leadership in Canada's knowledge, creation, and use of artificial intelligence and to improve the lives of Canadians. It is also essential to enable the Corporation to attract the best global talent, focused on research excellence and innovation.

The Corporation is committed to maintaining a working environment which actively promotes and supports human rights. The Corporation's support for diversity is grounded in a commitment to achieving a working environment that is free of discrimination and harassment as defined in the Ontario *Human Rights Code* and where all individuals are treated with respect and dignity. The Corporation continually strives to foster and maintain a diverse and inclusive work environment in which diversity is embraced, and everyone has equal opportunity to succeed.

3. Scope

This policy applies to all employees (permanent, temporary, part-time, and full time), faculty, research scientists, secondees, volunteers and students/interns. The Policy also applies to the Board.

4. Our Plan

The Corporation is taking proactive steps to ensure the inclusion of diverse populations in all areas of the organization. The Corporation is committed to ensuring that individuals feel valued, respected, and supported. The Corporation's strategy with respect to recruitment, retention and advancement to enhance diversity may include:

- Considering diversity and inclusion when assessing organizational needs, goals and risks;
- Communicating diversity and inclusion objectives to all employees, faculty, research scientists, secondees, students and trainees; and
- Reviewing current policies, practices and procedures through a diversity lens, to ensure elimination of barriers and support for inclusion.

5. Responsibilities

The creation of an inclusive workplace requires the work of every member of the Vector community, including employees, faculty, research scientists, secondees, volunteers and students/interns. The commitment to diversity and inclusion must start with management and permeate throughout the Corporation.

Responsibility for spreading the values expressed in this statement rests with the President and CEO, the COO/CFO, and the Director, Human Resources & Corporate Services, and is within the scope of each person's role in the organization.

6. Human Rights Policies

The Corporation has policies in place to prevent violence, harassment and discrimination and to promote inclusion. This statement is to be read in conjunction with these policies.

7. Amendment

This Policy will be reviewed as often as is necessary, but at least annually. This Policy may be amended by the Board.

Last Updated: November 13, 2023

Policy Approval Date: March 27, 2017

Policy Approved By: Board of Directors

Drug and Alcohol-Free Workplace Policy

This Drug and Alcohol-Free Workplace Policy (the “Policy”) applies to all members of the community at the Vector Institute (“Vector”), including employees (permanent, temporary, part-time, and full time), faculty, research scientists, secondees, volunteers, and students/interns. The Policy also applies to the Board.

1. Definitions

For the purposes of this Policy:

- a) A “drug” is any substance (whether natural or synthetic) that, when inhaled, injected, inserted, smoked, consumed, absorbed via a patch on the skin, swallowed, dissolved in the mouth or elsewhere in the body, or otherwise ingested causes a physical, physiological or psychological change in the body that affects or impairs an individual’s ability to function, or reduces an individual’s ability to react or respond to situations. It specifically includes both legal and illegal substances, such as cannabis, and includes all drugs, whether or not medically required, and whether or not used in accordance with a prescription or instructions from a medical practitioner or otherwise.
- b) A drug is “medically required” when it has been lawfully prescribed by, or taken under the advice and supervision of, a regulated health professional (e.g. licensed physician). In the case of cannabis, a drug is “medically required” if a person is authorized to possess cannabis for the person’s own medical purposes in accordance with applicable federal law. Where an individual asserts that a drug is medically required, Vector reserves the right to request verification by way of medical documentation.

2. Principles

This Policy reflects Vector’s expectation that all members of its community be and remain fit for duty while at work. It also reflects Vector’s commitment to assist and accommodate employees who seek supportive rehabilitation for drug or alcohol dependency.

This Policy also reflects Vector’s commitment to the health and safety of all members of its community, by implementing clear expectations regarding impairment due to alcohol or drugs, and the prohibition on the use and possession of alcohol and drugs in the workplace.

3. Usage Restrictions

Every member of the Vector community is responsible for arriving at work fit for duty and conducting him/herself in a safe and lawful manner while working. Whether an individual consumes a drug because it is medically required or for recreational use, it is that individual’s responsibility to ensure that the drug or alcohol does not result in the individual being impaired for work at any time while working.

The following conduct is not permitted on Vector property or during working time, except where specifically authorized by Vector management:

- a) Possessing, consuming, or using alcohol or any drug. This specifically includes but is not limited to cannabis (whether medically required or otherwise).
- b) Distributing, offering, purchasing or selling any drugs, drug paraphernalia or alcohol.

- c) Smoking or holding lighted tobacco or cannabis (whether it is medically required or otherwise), or using an electronic cigarette.
- d) Being unfit for duty because of the use, consumption or impairment by alcohol or drugs of any kind (including a prescription drug).

4. Medical Usage

It is the responsibility of each individual to ensure that if they are consuming alcohol or any drug (including a prescription drug) that they are aware of the effects of that use, and reports such use if required. Any individual who is engaged in the use of alcohol and/or drugs is expected to consult with his/her doctor to ensure that the substance will not impair his/her ability to work, and to report any drug or alcohol use that causes impairment while working.

In the event a drug is medically required, and that drug must be taken during working hours or may cause impairment while working, the individual is required to report such use to Vector Human Resources. Vector will comply with its obligation to accommodate, to the point of undue hardship, individuals with disabilities using medically required drugs.

5. Employee Assistance Program

Vector recognizes that awareness, education programs, early detection, and treatment for those in need are all necessary to maintain a safe and healthy workplace. This Policy respects the dignity and confidentiality of individuals and places a priority on the well-being of employees who have an alcohol or drug dependency. Vector will reasonably assist and accommodate as required employees who voluntarily disclose an alcohol or drug dependency, and support this Policy's implementation with respect for the dignity and confidentiality of individuals.

Vector employees, faculty, and students may use the counseling and treatment services that are available through the Employee Assistance Program (EAP), other licensed facilities, or community support services authorized to provide treatment for alcohol and drug dependencies.

6. Responsibilities

Vector management is expected to:

- a) Communicate this Policy to members of the Vector community.
- b) Comply with its accommodation obligations with respect to individuals who report that they are taking any medically required drugs.
- c) Assist employees with access to Vector's EAP.
- d) Assist with and encourage the use of designated drivers, taxis, and public transit if there is a probability of impaired driving at any after regular working hours, work-related function that may involve the consumption of drugs or alcohol.

Other members of the Vector community are expected to:

- a) Abide by the provisions of this Policy and inform Vector of any suspected violation of this Policy.

- b) Communicate to Vector if they have a drug or alcohol dependency so that it can assess options for reasonable accommodation.
- c) Communicate to Vector if they are using any drugs or alcohol that may cause impairment. If the use of any drugs is medically required, Vector will provide reasonable accommodation as required.
- d) Behave in a socially responsible and reasonable manner at all times at any work-related function.

7. Violations of this Policy

Any employee found to be violating this Policy will be held accountable and may be subject to discipline up to and including dismissal. Other individuals who violate this Policy may be disciplined in a way that is appropriate for their relationship to Vector.

Individuals will not be disciplined for making a voluntary disclosure of a dependency on drugs or alcohol or the use of a medically required drug, unless Vector has already commenced an investigation into a potential violation of this Policy at the time such disclosure is made.

8. Amendments

Vector reserves the right to amend, replace or revoke this Policy at any time. Members of the Vector community will be advised of any future amendments and will be expected to become familiar with and abide by the then-current version of this Policy.

Last Updated: **November 22,2023**

Policy Approval Date: September 26, 2018

Policy Approved By: **Chief Operations and Financial Officer**

Vector Institute Appropriate Use of Information Communications Technology Policy

1. Purpose

Vector provides its technology systems, services, and data (“Technology Assets”; “Information and Communications Technology”/“ICT”) to support its various accountabilities and mandates.

Vector’s Technology Assets must be used in a manner consistent with its status as a not-for-profit corporation, with all related and supporting technology and data governance policies, in accordance with its [Code of Conduct](#), and in compliance with all applicable laws.

The Appropriate Use of ICT Policy outlines requirements and responsibilities of any individual being given access to Vector’s Technology Assets in order to safeguard these assets from either accidental or intentional misuse.

2. Scope

This *Appropriate Use of ICT Policy* (the “Policy”) applies to anyone who is granted permanent or temporary access to Vector’s Technology Assets.

As a user of Vector’s Technology Assets, you may have access to valuable internal and external technology systems, services, and data including sensitive information, which you are expected to use in a responsible, ethical, and legal manner.

Your actions should not adversely affect the ability of others to use these assets or compromise the security and privacy of sensitive information.

This Policy covers all of Vector’s Technology Assets as well as the services that are provided through them, including without limitation e-mail, internet access, wireless network services, telephone, voicemail, and other technologies including social networking channels.

The Policy also applies to personal devices connected to Vector’s network such as a personal laptop, mobile device, or WiFi-enabled device.

3. Policy Principles

Users are responsible for familiarizing themselves with and abiding by policies and regulations regarding the appropriate use of technology assets including Vector’s [Code of Conduct](#), [Workplace Harassment](#), and other related policies.

Ignorance of Vector policies does not negate the requirement to comply with said policies.

Vector is committed to maintaining respect for the core values of freedom of speech, academic freedom, and freedom of research.

While Vector does not censor information on its networks and servers, it will act on allegations regarding the distribution of unlawful material, the use of its Technology Assets to direct abusive, threatening, or harassing communication at any individual or group of individuals, or any other inappropriate use of its Technology Assets.

Access to Vector’s Technology Assets is a privilege, accompanied by a corresponding obligation to behave responsibly. This includes, but is not limited to, the following:

- A. **Privacy:** Vector respects the privacy of electronic files stored or distributed on its servers and networks. However, unless expressly provided otherwise, these files remain the property of Vector and can be accessed and

inspected at any time at the direction of the CEO, COFO, CDO, or CIO. Individuals using Vector's Technology Assets recognize that they have a limited expectation of privacy therein.

Vector has the right, but not the obligation, to audit and inspect usage of its Technology Assets at its discretion for the purposes of oversight for audit and inspection, compliance with terms of use, enforcement of government accountability agreements, and other agreements that Vector may enter into, and compliance with laws and regulations.

Unauthorized access to any Asset user of another individual's electronic information is a violation of this Policy.

- B. Inappropriate use of Technology Assets:** Every user of Vector's Technology Assets must use the Assets in an appropriate manner. Inappropriate use includes, but is not limited to, the following:
- a. Use of Assets for non-Vector related activities, outside of incidental personal use. Incidental personal use may not interfere with Vector's activities, and personal use may not result in additional cost to Vector.
 - b. Use of Assets to operate or advertise a business or other commercial enterprise that has not been authorized in advance by authorized Vector personnel.
 - c. Use of Assets to access, create, publish, process, download, or communicate material, information or content that is illegal (including in violation of the Ontario *Human Rights Code*, copyright, intellectual property or other laws, guidelines or agreements), infringing, privacy invasive, pornographic, obscene, abusive, derogatory, defamatory, offensive, harmful, tortuous, hateful, racially, ethnically or otherwise objectionable, discriminatory, harassing, threatening, or violent in nature. Any activity contravening Vector's [Code of Conduct](#) goes against this Policy.
 - d. Attempting to, or actually violating or infringing, any other person's intellectual property and related rights (including copyright).
 - e. Intentional interference with the normal operation of Assets including, but not limited to spreading malware, rootkits, viruses, using unsecure IT hardware such as data storage devices, flooding the network with messages, sending chain letters or solicitations, excessive streaming or other use of bandwidth, attempting to disable or compromise the security of information, etc.
 - f. Vandalising or attempting to vandalise or damage any Asset.
 - g. Using, publishing, downloading, communicating, uploading or distributing any unlicensed or illegal digital content (including data, code, software, media, etc.) in any manner using Vector Assets.
 - h. Use of Assets to transmit or post any material or content that encourages conduct that constitutes either a criminal offense or gives rise to civil liability.
 - i. Use of Vector Assets to promote specific political opinions, persons, parties, or interests.
 - j. Using, publishing, downloading, communicating, uploading or distributing on any Assets any content, material or information that violates any applicable laws or in a manner that may violate any applicable laws.
 - k. Providing access to Vector Assets to anyone else (students, staff, or guests), unless explicitly authorized, in advance and in writing, by Vector.
 - l. Accessing any other person's professional or personal social media accounts, email, data or personal information using Vector Assets without prior express prior written permission from that person.

C. Confidentiality and unauthorized disclosure of information: You will not at any time, during your affiliation with Vector or afterwards, disclose to any person any confidential information about Vector, its partners, or industry sponsors.

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There may be some exceptions when working on projects with industry sponsors; please consult with your immediate supervisor before engaging in any projects. Any disclosures of confidential information (including personal information kept on laptops or devices) outside the proper course of duty will be treated as a breach of this Policy and any applicable contract.

D. Account Integrity: All staff are responsible for maintaining the integrity of their own Technology Assets, taking reasonable measures to secure their accounts and/or hardware with strong passwords and/or access codes, ensuring software is regularly updated, and any other measures suggested by Vector's scientific or business computing teams, including physical safety and security measures.

Users must implement appropriate safeguards to secure technology assets against theft, damage or unauthorized access. Users shall always ensure that they safeguard confidential information using reasonable measures, at least as stringent as those typically used by the receiving party, to protect personal information.

Users must also comply with all applicable private and data protection legislation and with related privacy policies as then in effect e.g., the privacy policies of an affiliated academic institution. Users may not disclose passwords or account information to any other person.

E. Email/social communication channels: Email use should comply with Vector's applicable policies without compromising current Technology Assets and safety standards. This includes refraining from activities such as sending spam, "junk mail", chain letters, or unsolicited mass distribution of email, or opening harmful or malicious links sent by unknown users.

Individuals must be mindful and must not share any information about: industry sponsors, HR and personnel-related matters, intellectual property, trade secrets, and any other sensitive information.

Communications channels include but are not limited to Slack, web interfaces, Google Groups, and other social media.

F. Internet Activity: Any internet usage should adhere to Vector's policies and practices as well as align with the goal of supporting the administrative, educational, instructional, and research functions of Vector.

Internet access must not be used to visit illegal websites or to download unrelated, inappropriate files that may contravene the [Workplace Harassment](#) or [Workplace Violence](#) policies, or any provision of the Ontario *Human Rights Code*.

Vector's Technology team may audit and inspect a user's internet activity at Vector's discretion, with confidential reports provided to Vector's senior leadership for the purposes of oversight, compliance, and security.

G. Vector Marks: Vector and Vector's licensors own all rights, title, and interest (including intellectual property rights) throughout the world in, to, and associated with Vector Marks.

Vector Marks include the trademarks, service marks, logos and other trade indicia owned by or licensed to Vector. Guests and users do not have and will not acquire any license or right to use any Vector Mark except as expressly permitted under this Policy or as otherwise permitted in writing by Vector.

Under no circumstances can Vector Marks be used in marketing, advertising, publicity, solicitations, news releases or promotions that have been disapproved or not approved by Vector. The use of Vector Marks in either citation or publication does not provide ownership, rights, or title to such Vector Marks.

4. Consequences for non-compliance

Vector considers any violation of this Policy to be a serious offense and reserves the right to restrict access to any and/or all Technology Assets in case of a breach. Access may be returned at Vector's sole discretion.

In the event of a violation, Vector will exercise its rights to take appropriate disciplinary action in its sole discretion. This may include, but may not be limited to:

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- verbal or written warnings;
- rescinding, suspending, and/or restricting access to Technology Assets;
- removal of materials from Vector computer equipment, facilities, and networks;
- removal of Vector computer equipment, facilities, and networks;
- disciplinary action such as suspensions;
- termination of employment or affiliation; and,
- prosecution of charges and reporting a breach to the appropriate regulatory and law enforcement agencies, as well as any affiliated institutions e.g., hospitals and universities. Such agencies and institutions may, in turn, take their own enforcement actions for cross-appointed personnel such as faculty and researchers.

5. Amendment

Vector may amend this Policy, and future amendments will be made as Vector's Technology Assets grow.

Members of the Vector community will be advised of any future amendments and will be expected to become familiar with and abide by the then-current version of this Policy.

6. Approval

This Policy was approved by the Chief Information Officer and Chief Operations Officer on 9 February, 2024.

Last Updated: 5 February, 2024

Policy Approval Date: 9 February, 2024

Policy Approved By: Chief Information Officer and Chief Operations Officer

Intellectual Property Policy

Vector's Vision

The Vector Institute will drive excellence and leadership in Canada's knowledge, creation, and use of artificial intelligence (AI) to foster economic growth and improve the lives of Canadians.

Vector's Mission

- Vector will lead Ontario's efforts to build and sustain AI-based innovation, growth and productivity in Canada by focusing on the transformative potential of deep learning and machine learning.
- Vector, together with its AI partners in other parts of Canada, will work with Canadian industry and public institutions to ensure that they have the people, skills, and resources to be best in class at the use of artificial intelligence.
- Vector will support Canada's innovation clusters in artificial intelligence and focus on helping startups grow to become Canadian-based global leaders.
- Vector will attract the best global talent focused on research excellence; its researchers and academic partners will be part of a vibrant community of innovative problem-solvers, working across disciplines on both curiosity-driven and applied research.

To this end:

Definition of Intellectual Property (IP)

Intellectual Property (IP), as defined by the World Intellectual Property Organization, is a creation of the mind. IP includes inventions, literary and artistic works, designs and symbols, and names and images used in business.

Following widely observed definitions, IP created in whole or in part using Vector resources (including its premises and computing resources), through participating in Vector projects, or in the execution of Vector employment duties is defined to be Vector-created IP.

IP is often created by multiple people in concert. Vector's IP disclosure form will include a complete list of creators and the fractional credit these creators agree is attributable to each. In the event IP is created in part using Vector resources and also created by/at another organization(s) the IP is still Vector created and will be deemed to fall under Vector's IP Policy, or not, as provided for in a signed Affiliation Agreement with the other involved institutions.

Academic research has a long tradition of evaluating claims of novelty, credit worthy ideas, mechanisms and implementations, primarily through a process of scientific review by a set of unconflicted academic peers. This is not the process used by IP law and should not be conflated with concepts of invention, inventor rights, or resolution of disputed claims that are used in business and law.

In this document we are concerned only with concepts used in IP law and business.

Strategy and Principles

IP law is used to protect investments made in order to develop IP. Operating businesses protect their product revenue by blocking other businesses from infringing on their IP rights and by extracting payment and penalties from infringing businesses. However, there are no simple, fast, inexpensive, predictable, unchallengeable tests for the validity of an IP claim or for its infringement. It generally takes a long time and a lot of money to test the validity and infringement of IP claims, and the outcomes cannot be assured.

As a result, businesses seeking IP investment protection do not rely on one or a small number of IP claims; they pursue a portfolio approach, continually investing in business-specific IP claim generation as a component of their business product development.

Accordingly, Vector will educate and advise its research community to follow best practices when seeking protection and commercializing IP.

- Vector's policy is to advance economic development in Canada, Ontario, and the Toronto-Waterloo corridor by facilitating effective IP invention, protection, and commercialization by its research community. Vector's policy emphasizes economic development through the creation of Canadian startups, co-led by the people with the most immediate technical skills and understanding of this new IP, its inventors.
- This policy is intended to help protect inventions developed by Vector Faculty Members, Faculty Affiliates, Research Scientists, Postdoctoral Fellows, Postgraduate Affiliates and student researchers (collectively, Vector researchers).
- Vector's Industry Sponsors, all either Canadian owned or operating significant AI R&D facilities in Canada, enter into agreements with Vector providing benefits of Sponsorship. Sponsorship benefits do not include rights and entitlements to Vector-created IP.
- Sponsors may, however, seek out additional agreements (often called sponsored research) with Vector and specific researchers. These additional agreements govern collaboration and commercialization of IP arising from specific future projects, as mutually agreed by all. Vector's policy is to negotiate additional agreements that favour Canadian economic development and Canadian institutions.
- Clarity in IP practices is paramount. Vector's IP practices and policies utilize strong language to offer its researchers and partners a strong platform for their rights and privileges in the exploitation of Vector-created IP. Vector will also provide education and resources on an ongoing basis to promote clarity and best practices with respect to Vector's IP practices and policies.
- Vector will help its researchers on the commercialization pathway through:
 - Education sessions delivered by internal and external experts covering topics from IP (e.g., protection, defense, strategy, and maximization), contracts, sponsored research agreements to topics such as how to find product market fit, building a team, and other relevant business-specific programming.
 - Introductions and exposure to appropriate commercialization resources that support entrepreneurs and startup development.
 - Facilitated sessions with successful startup founders and VCs that provide linkages to experienced entrepreneurial communities.
- Vector encourages and assists its researchers to use Vector-created IP to provide advantages for Canadian businesses who engage in Research & Development (R&D) and prosper in Canada.

- Vector will control Vector-created IP initially and provide a clear pathway to entrepreneur ownership. This will ensure rigour and effective processes are employed in the documentation, licencing, and management of Vector-created IP, providing clarity for Vector-created IP usage, licensing, and ownership.
- Vector and its researchers are affiliated with multiple institutions and universities that have varied IP and commercialization policies. As such, Vector's IP policy shall not inappropriately incent researchers to disadvantage their home academic institutions.
- Because the University of Toronto is the primary affiliated university with the most co-employed researchers, it is this policy's intention that a Vector researcher commercializing IP according Vector's policies receive the same proportion of commercialization proceeds as a researcher commercializing IP through the University of Toronto would receive under its Inventions Policy.

Policy on Intellectual Property (IP)

- The world's IP protection laws favour the first inventor to file for protection. Accordingly, the best protection for IP is achieved by prompt disclosure and registration. Vector researchers will cooperate in promptly disclosing and registering Vector-created IP as may be requested.
- Vector researchers will remain free to publish.
- Vector-created IP shall be initially owned by Vector to ensure rigour and effective process. Vector shall establish and control the exclusive right to register, commercialize, and use Vector-created IP.
- The benefits derived by exploitation of Vector-created IP will be achieved through licenses that may contain payments of royalties, equity, or other mechanisms as appropriate.
- When this policy grants entitlement to a decision or action to inventors, the decision cannot be made without agreement from a subset of inventors whose attributed creation credit forms a simple majority (>50%). In the event agreement cannot be reached all inventing parties will agree to binding arbitration.
- Vector researchers are entitled to a Preferred Access license to Vector-created IP in which they are majority originators and when the Vector-created IP license is used for the purpose of establishing a new startup company co-founded by said researcher(s).
- Preferred Access is an option to obtain a worldwide royalty free exclusive license. This license will be convertible to an irrevocable assignment (i.e., ownership) to the company once \$1,500,000 of investment has been raised or \$2,000,000 dollars of revenue has been recognized by reputable auditors.
- Before a license to Vector-created IP has been irrevocably assigned, Vector reserves the right to review business plans and milestones of startup companies at periodic intervals (e.g., annually), to ensure the company is contributing to the Canadian AI ecosystem .
- For 6 months from the date of disclosure, inventors of Vector-created IP will have an option to exercise a Preferred Access license to this IP. If the option period expires with the option to license unexercised or the inventors decline in writing to commercialize the Vector-created IP invented, Vector may seek potential licensors of the Vector-created IP for commercial purposes on a royalty-bearing or other financial arrangement basis (i.e., equity, upfront lump sum payment, or other).
- Companies that either suspend operations, lose eligibility, or fail to qualify for irrevocable assignment within 10 years, are deemed to be not contributing to the Canadian AI ecosystem and could, at Vector's discretion, lose access to Vector-created IP.

- Startup companies, co-founded by Vector researchers and having exercised preferred access license to Vector-created IP, shall provide Vector with two equity warrants¹, the second of which is designed as an incentive for the startup to remain in Canada.
 - The first warrant entitles Vector to obtain, at zero price to Vector, 2.5% of the equity of the company. The number of shares obtained by this warrant's exercise is determined at the time of irrevocable assignment. This first warrant shall be executed at the time of the irrevocable assignment.
 - The second warrant entitles Vector to obtain, also at zero price to Vector, an additional 2.5% of the equity of the company (where the number of shares obtained by the exercise of this warrant is also determined at the time of the irrevocable assignment). However, the second warrant cannot be executed while the startup company is a Canadian Controlled Private Company with annual revenues of less than \$50,000,000.
- Vector researchers are entitled to a non-exclusive royalty free license to use all Vector-created IP in and for their research.

Policy on Commercialization

- To make decisions relating to day-to-day commercialization activities, Vector's CEO shall be assisted by a committee of Vector researchers, and the CEO shall also consult with and consider representations made by the researcher(s) who invented (i.e., were identified in the disclosure of) the Vector-created IP in question.
- Vector may, acting reasonably, impose other terms and conditions, and the terms will generally be Fair, Reasonable and Non-Discriminatory (FRAND).
- In order to encourage Vector researchers that are not interested in creating startup companies to engage in commercialization activities, when licensing Vector-created IP to other firms, net revenues (i.e., after costs) from licensing will be shared with the researchers who invented the Vector-created IP on a 60% [inventor(s)] /40% [Vector] or 75% [inventor(s)]/25% [Vector] basis, according to inventors' preference. The 60/40 split pertains to Vector leading and funding the patenting and licensing process and the 75/25 pertains to the inventor(s) leading and funding the patenting and licensing efforts.

Assistance to Researchers for Commercialization and Contracted Research

- Vector shall provide its researchers with reasonable support required for the commercialization of Vector-created IP, the formation of startup companies, the conduct of contract research and contracting for other external activities of the researchers.

Policy on Contracted Research and External Activities

- Vector encourages researchers to conduct research funded by the private sector and other partners as approved by the CEO; resources may be allocated from within Vector to assist Vector researchers to negotiate appropriate agreements. The form and substance of all such agreements shall be acceptable to the CEO in light of Vector's vision and mission.
- It is expected that this policy will prevail in any academic research interaction between Vector researchers and others, unless Vector has agreed to other provisions in an affiliation agreement.

Other

¹ A warrant entitles the holder to buy the underlying stock at a predetermined price.

- In order to effectively commercialize different types of Vector-created IP, the CEO may provide for different licensing terms and conditions for each type of IP created.
- This policy is subject to change.

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Policy Approved By: Board of Directors