

Annual General Meeting Minutes

Meeting Date: May 13, 2016

Location: Fairmont Banff Springs Hotel – Van Horne A

Time: 4:45 – 5:30 pm

ITEM #	ORDER OF BUSINESS	ACTION
	<p>CALL TO ORDER</p> <p>President and Chair, Peter Osborne, declared quorum and called the 2016 Annual General Meeting (AGM) to order at 4:55 p.m.</p>	
	<p>MINUTE OF SILENCE</p> <p>Peter Osborne asked the members to join together for a minute of silence in memory of the members of the profession who have passed away since the last AGM.</p>	
	<p>INTRODUCTIONS OF DISTINGUISHED GUESTS, PAST PRESIDENTS, ADMINISTRATION, AND COUNCIL</p> <p>Peter Osborne welcomed the following distinguished guests:</p> <ul style="list-style-type: none"> • Andrew Sharman, Assistant Deputy Minister of Alberta Infrastructure, Health and Government Facilities Division • From the Consulting Architects of Alberta: Linus Murphy, Chair of the Board of Directors and Jayne Jeneroux, Executive Director • From the Edmonton Construction Association: John McNichol, Executive Director and Geoff Lilge, Director of Corporate Developments • From the Interior Designers of Alberta: Corey Riley, President and Kelly VanderHooft, Past President <p>Peter Osborne invited Andrew Sharman to the podium to say a few words. Mr. Sharman brought greetings on behalf of Alberta Infrastructure.</p> <p>Peter Osborne asked the following groups to stand and be recognized by the members:</p> <ul style="list-style-type: none"> • Past Presidents in attendance • Administration staff of the Alberta Association of Architects in attendance • Council 2015-2016 – thanked all Council members for their outstanding contribution made on behalf of the association during this past council year and noted that it was a pleasure to collaborate with all on Council. <p>Peter Osborne, on behalf of the AAA members, recognized and thanked the following individuals for their commitment and efforts over the past year: Robert Bennett, Registrar; David Murray, Chair of the Registration Committee; and Len Rodrigues, Randy Krebes, and Chris Kourouniotis for their participation on the Practice Advisory Committee.</p>	

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1	<p>ADOPTION OF THE AGENDA</p> <p>Peter called for a motion:</p> <p>Move that the members of the Alberta Association of Architects approve the Annual General Meeting Agenda dated May 13, 2016, as presented.</p> <p>Moved by Henry Howard Seconded by Elizabeth Songer</p> <p>CARRIED</p> <p>There were no questions or comments from the floor.</p>	
2	<p>ADOPTION OF JUNE 5, 2015 AGM MINUTES</p> <p>Peter called for a motion:</p> <p>Move that the members of the Alberta Association of Architects approve the June 5, 2015, Annual General Meeting Minutes as presented.</p> <p>Moved by Darryl Rewniak Seconded by Brian Oakley</p> <p>CARRIED</p> <p>There were no questions or comments from the floor.</p>	
3	<p>PRESIDENT'S REPORT</p> <p>Peter Osborne presented the President's report. He acknowledged the members of Council with whom he has served. He commented on the three-year strategic plan and the four key goals: organizational excellence, strengthening the profession, enhancing member engagement, and fostering a wider understanding of the role and value of the professions in Alberta.</p> <p>Peter also thanked AAA administration on behalf of Council and the AAA membership for their work over the past year towards. He recognized Executive Director Barbara Bruce for increasing the effectiveness of operations.</p> <p>Peter further noted the work being done to refine terms of reference and existing policies. In particular, he commented how Kurtis Nishiyama, the Intern Architect representative on Council, championed updating the Leave Policy to include interns. Yet to come is an update to the Branch Policy to better reflect the realities of current modes of practice.</p> <p>The Legislation Review was noted as ongoing work, under the leadership of Patti Swanson and the Legislation Committee. In the past year, Council made an important decision to support mandatory professional liability insurance. This decision was made in consultation with our task force, industry partners and the membership. It was not easy or without debate. Professional liability insurance is a cornerstone to the changes proposed to the Architects Act and our profession's responsibility for the safety of the public.</p>	

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3	<p>PRESIDENT'S REPORT (cont'd)</p> <p>In regards to member support, Peter noted the return of the Director of Practice position to AAA administration. The work of Barry Johns, Director of Practice, and the entire Practice Advisory Committee was praised as an important part of our regulatory authority on the practice of architecture and interior design in Alberta. The goal is to make the association more relevant to the day-to-day practice of our membership.</p> <p>In regards to the practice of interior design and the needs of our Licensed Interior Design members, Peter told the members about the work being done by the LID Task Force that he has co-chaired with Council Member Jane Lawson. Consultation has taken place with the Interior Designers of Alberta (IDA) and the Interior Designers of Canada (IDC) to find solutions that would allow the AAA's interior design members to enjoy the same national presence, access to resources and ability to shape their profession that the architect members do. Clarity for clients and authorities having jurisdiction will ensure the public's interests are served and that public safety is not compromised. The goal is to have the AAA be recognized nationally as the association that represents Alberta architects and interior designers.</p> <p>Peter encouraged Council and administration to continue to find new and exciting ways to bring relevancy to the day-to-day practice of our members. He challenged the membership to become involved and active in the business of the association.</p> <p>Finally, he expressed his appreciation for the honour of serving as President, but gave a nod to incoming President Patti Swanson whom he felt would guide the organization well.</p>	
4	<p>REGISTRAR'S REPORT</p> <p>Robert Bennett presented the Registrar's report:</p> <p>He commented on the continuing growth of the AAA membership during 2015, although it has been somewhat less pronounced than in the recent past.</p> <p>He provided some detailed figures including:</p> <ul style="list-style-type: none"> • The modest increase of 3% in the number of registered architects to 1134 • The same number of licensed interior designers of 70 at year end • An increase of 4.7% in the number of intern architects and 2.5% of intern interior designers <p>He commented on how the membership in those categories, numbering 374 and 41 respectively, are still substantial compared to the number of registered and licensed practitioners.</p> <p>The number of retired members has increased by 11%, now standing at 70 at year end. When all categories of memberships are considered, the AAA has grown by approximately 4.7% to 1821 during 2015.</p> <p>The detail figures for newly registered members in Alberta during 2015 are as follows:</p> <ul style="list-style-type: none"> • 44 through completion of internship (first registration) • 71 through reciprocity (Canadian Professionals) • 7 through inter-recognition (US Professionals) • 2 through the Broadly Experienced Foreign-trained Architect Program • 2 through reinstatement (previously registered with AAA) 	

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4	<p>REGISTRAR'S REPORT – cont'd</p> <p>Robert noted that in an increased effort to maintain both uniformity and compliance with the Architects Act and General Regulation, the AAA continues to review and approve new practices and revisions to existing practices.</p> <p>The AAA records at year end reflected a total of 621 firms and corporations, of which 256 (41.3%) are located outside Alberta.</p> <p>The association continues in efforts to standardize and simplify the registration process for architects and licensed interior designers and their practices. In conjunction with the ongoing Legislation Review, some small but useful changes governing the process of registering firms and corporations have been proposed, holding the promise of reduced complexity, if implemented.</p> <p>As Registrar, Robert expressed his confidence in the thorough procedures and record keeping which attends the registration of registered architects, licensed interior designers, and practices at the AAA. He expressed his gratitude to the staff at Duggan House who continue to be on top of the considerable administrative challenges posed by the registration process and who contribute purposefully to the regulation of the practice of architecture and interior design within our mandate to protect the Alberta public.</p>	
5	<p>TREASURER'S REPORT</p> <p>Treasurer John Harrop reported that the AAA continued its record of strong financial performance in 2015. The Auditor's Report was clean and provides the requisite third party oversight for our internal financial management and for our stakeholders. John extended Council's thanks to the administration team of Duggan House for their careful management of our finances and for the development of the financial statements.</p> <p>John went on to highlight some specific points in the financial statements including:</p> <ul style="list-style-type: none"> • In 2015 operational revenues exceeded expenses by over \$300K due to healthy membership, two successful professional development events and prudent management by Council and staff. The cash position remained strong at the end of 2015 and the AAA was able to transfer \$478K to designated funds: <ul style="list-style-type: none"> ○ Most of this (\$400K) went to the Legal Contingency Fund topping it up to the Council goal of \$1.5M. It is an important fund to provide for legal and other costs arising from challenges to the profession and professional conduct disciplinary matters. ○ \$50K was used to top up the Financial Stabilization Fund to \$550K. ○ \$28K was used to increase the Duggan House Maintenance and Historic Fund to \$100K. • The Balance Sheet (in the not-for-profit world called the "Statement of Financial Position") is now very strong, allowing AAA to not only weather the current economic climate, but look at ways of providing better services to the members in 2016. <p>John noted that it has been an honour to serve as the AAA Treasurer for the last two years. He explained that his work commitments have prevented him from considering another term on Council, however he expressed confidence that he leaves knowing Council and the administration at Duggan House are dedicated to maintaining the goals of ensuring a long-term financial stability for the AAA in the years to come.</p>	

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5	<p>TREASURER'S REPORT – cont'd</p> <p>John Harrop made the following motions:</p> <p>As Treasurer, I move that the members of the Alberta Association of Architects accept the Audited Financial Statements of 2015 as presented.</p> <p>Seconded by: Jane Lawson CARRIED</p> <p>There were no questions or comments from the floor.</p> <p>As Treasurer, I move that the members of The Alberta Association of Architects appoint Collins Barrow Edmonton LLP as auditor for 2016.</p> <p>Seconded by: Don Davidson CARRIED</p> <p>There were no questions or comments from the floor.</p>	
6	<p>AMENDMENT TO BYLAWS TO ALLOW FOR E-VOTING</p> <p>Peter stated that current AAA Bylaws make no reference to electronic (online) voting systems as they were either not developed at the time the bylaws were last updated, or not readily available. For many years, council elections have been implemented using a three-envelope paper delivery system. Going forward, AAA will have an option of using secure, electronic systems as well as continuing to provide members with paper-voting options should any members prefer.</p> <p>A notice had been sent to members on April 26, 2016 advising that they would be asked to vote at the AGM on this bylaw amendment.</p> <p>Peter called for a motion:</p> <p>Move that the members of the Alberta Association of Architects approve the changes to the bylaws to enable electronic voting for all matters, as presented.</p> <p>Questions from the floor:</p> <ul style="list-style-type: none"> • Is there a cost associated to an e-voting system? <ul style="list-style-type: none"> ○ Response: Any costs associated to the system that AAA eventually selects will be included in the budget. • Do we know other associations similar to the AAA who use e-voting? <ul style="list-style-type: none"> ○ Response: ASET and APEGA use e-voting systems. • Do any other of the CALA members use e-voting systems? <ul style="list-style-type: none"> ○ Response: Deferred to Barbara Bruce, Executive Director to determine if any other CALA members use an e-voting system. <p>Moved by Keesa Hutchinson Seconded by Brian Oakley CARRIED</p>	

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7	<p>2016-2017 COUNCIL ELECTION</p> <p>Peter Osborne began by thanking the 2015 / 2016 Nominating Committee members: Don Davidson, Donna Assaly, and Christopher Babits</p> <p>The slate was presented to the membership in accordance with our bylaws. Peter announced that the following individuals have been appointed to the 2016-2017 Council by acclamation.</p> <ul style="list-style-type: none"> • Janette Gescher, Architect • Coben Christiansen, Architect • Dean Russell, Architect • Greg Beck, Architect <p>There are also ex-officio members who are appointed by the University of Calgary and Mount Royal University. New to Council this year are:</p> <ul style="list-style-type: none"> • Jason Johnson, U of C Faculty Representative • Logan Armstrong, U of C Student Representative <p>The new Intern Architect Representative to Council is Erin Chartrand.</p> <p>Peter presented to AAA members the 2016-2017 Council.</p>																									
8	<p>RETIRING COUNCILLOR PRESENTATION</p> <p>Peter Osborne stated that he had the honour of working with a number of highly competent members on Council this past year and acknowledged the retiring councillors from the 2015-2016 AAA Council and presented them with a certificate.</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20%;">Don Davidson</td> <td style="width: 20%;">2015 – 2016</td> <td style="width: 60%;"> <ul style="list-style-type: none"> • Immediate Past President • Chair, Nominations Committee </td> </tr> <tr> <td></td> <td>2014 – 2015</td> <td> <ul style="list-style-type: none"> • President </td> </tr> <tr> <td></td> <td>2013 – 2014</td> <td> <ul style="list-style-type: none"> • Vice-President </td> </tr> <tr> <td></td> <td>2012 – 2013</td> <td> <ul style="list-style-type: none"> • Councillor • Chair, Complaints Review Committee </td> </tr> <tr> <td>John Harrop</td> <td>2015 – 2016</td> <td> <ul style="list-style-type: none"> • Treasurer </td> </tr> <tr> <td></td> <td>2014 – 2015</td> <td> <ul style="list-style-type: none"> • Treasurer </td> </tr> <tr> <td>Walker McKinley (absent)</td> <td>2015 – 2016</td> <td> <ul style="list-style-type: none"> • Councillor </td> </tr> <tr> <td></td> <td>2014 – 2015</td> <td> <ul style="list-style-type: none"> • Councillor • Chair, Communications Advisory Committee </td> </tr> </table> <p>Peter also called upon the following ex-officio members of Council whose terms were completed this year. Certificates were presented to those in attendance.</p> <ul style="list-style-type: none"> • Kurtis Nishiyama, Intern Representative 2014 – 2015 • David Monteyne, EVDS University of Calgary Representative 2014 – 2016 • Najj Akbar, Student Representative University of Calgary 2015 – 2016 	Don Davidson	2015 – 2016	<ul style="list-style-type: none"> • Immediate Past President • Chair, Nominations Committee 		2014 – 2015	<ul style="list-style-type: none"> • President 		2013 – 2014	<ul style="list-style-type: none"> • Vice-President 		2012 – 2013	<ul style="list-style-type: none"> • Councillor • Chair, Complaints Review Committee 	John Harrop	2015 – 2016	<ul style="list-style-type: none"> • Treasurer 		2014 – 2015	<ul style="list-style-type: none"> • Treasurer 	Walker McKinley (absent)	2015 – 2016	<ul style="list-style-type: none"> • Councillor 		2014 – 2015	<ul style="list-style-type: none"> • Councillor • Chair, Communications Advisory Committee 	
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9	<p>PRESENTATION OF THE PRESIDENT'S MEDALLION</p> <p>Peter Osborne stated it was his pleasure to announce that Patti Swanson, Vice President, would become the 2016-2017 President. He then made a formal introduction of Patti Swanson to the members. Peter removed the President's medallion and placed it around Patti's neck.</p>																									

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9	<p>PRESENTATION OF THE PRESIDENT'S MEDALLION – cont'd</p> <p>Patti Swanson, in turn, thanked Peter for his achievements over the past year, placed the silver Past President medallion around Peter's neck, and added that she was honoured to present him with the President's plaque.</p>	
10	<p>INCOMING PRESIDENT'S REPORT</p> <p>Patti Swanson presented the incoming President's report. She noted that she is honored to have been chosen as President and that she looks forward to leading Council in the coming term. She acknowledged all members of the current Council, and those with whom she has had the pleasure to serve with and learn from. She thanked them for their time, expertise, enthusiasm, and energy and said that it was greatly valued and appreciated.</p> <p>Patti went on to note that Council has had a busy year working towards core mandates as well as streamlining policies within Duggan House. Additionally, there continues to be a focus on updating the Architects Act and General Regulation.</p> <p>In addition, she noted that her role as Vice President included the following activities:</p> <ul style="list-style-type: none"> • Serving as Consulting Architects of Alberta (CAA) Board Member in a non-voting capacity. She noted that it allowed her to learn about and participate in the issues the CAA faces. Having both the AAA and the CAA at the same table helps to insure all our members are represented when dealing with the issues of advocacy and the advancement of our profession. • Serving on the AAA Executive Committee whose mandate is to deal with issues that arise between council meetings in addition to internal issues facing Duggan House. • Attending the American Society of Association Executives Symposium, along with President, Peter Osborne and Executive Director, Barbara Bruce. The symposium for "Chief Elected and Chief Executive Officers" was an intense two-day conference focused on how to run a successful board and work effectively as a team. She came away with some great insight and tools on how Council can effectively work to better represent our membership and our profession. <p>Patti finished her comments by saying how she looks forward to the year ahead with enthusiasm. She thanked the hard-working administrative team at Duggan House for their ongoing support and commitment to the AAA.</p> <p>Date and Place of Next Annual General Meeting</p> <p>Patti Swanson announced that the date had not yet been set for the 2017 AAA Annual General Meeting. It will take place in the Spring in Edmonton. Date and venue will be announced at a later date.</p>	
11	<p>ADJOURNMENT</p> <p>With all business of the Annual General Meeting being concluded, Patti Swanson called for a motion for adjournment:</p> <p>Move that the May 13, 2016, Annual General Meeting of the Alberta Association of Architects be adjourned.</p> <p>Moved by Robert Spaetgens</p> <p>Patti Swanson declared the 2016 AGM adjourned.</p>	