



ANNUAL GENERAL MEETING (AGM)

APRIL 15, 2011

SALON 8 & 9
THE SHAW CONFERENCE CENTRE
9797 JASPER AVENUE, EDMONTON, ALBERTA

MINUTES

ORDER OF BUSINESS

CALL TO ORDER AND REMARKS BY THE PRESIDENT

President Doug Ramsey called the meeting to order at 1:11 p.m. and welcomed members to the 105th Annual General Meeting of The Alberta Association of Architects.

1. Minute of Silence for Deceased Members

Doug Ramsey asked the membership to join together for a Minute of Silence for the following members of the profession who have passed away since the last Annual General Meeting:

Joseph Hugh Donahue, October 17, 2010, Life Member
Christopher Mark Hunter, November 7, 2010, Registered Architect
Norman Dobell, November 11, 2010, Retired Member
James P. Ayres, March 14, 2011, Retired Member

2. Introduction of Distinguished Guests, Past Presidents, Council Members and Staff Members

Doug Ramsey introduced the following distinguished guests:

Hon. Minister Thomas Lukaszuk, Alberta Employment and Immigration
Mayor Stephen Mandel, The City of Edmonton
Linda Sloan, Councillor, Ward 1, The City of Edmonton
Ben Henderson, Councillor, Ward 8, the City of Edmonton
Diane Dagleish, Assistant Deputy Minister, Alberta Infrastructure
Adrian Pritchard, Manager, Professions & Occupations, AB Employment and Immigration
Barbara Bruce, Executive Director, Consulting Architects of Alberta
Dr. Nancy Pollock-Ellwand, Professor and Dean, University of Calgary
Ken Pilip, Interim CEO, Consulting Architects of Alberta (CEA)
Art Washut, Past President, Consulting Architects of Alberta(CEA)
Barry Cavanaugh, CEO, The Association of Science and Engineering Technology Professionals of Alberta (ASET)

Doug Ramsey thanked all the distinguished guests for attending the Annual General Meeting.

Doug Ramsey then recognized the following Past Presidents that were in attendance.

**Craig Webber; Barbara Shipman; Richard Lindseth; Brian Oakley; Arthur Ferrari;
Jane Pendergast; Fraser Brinsmead; Jack Jamieson and Katherine Wagner.**

Doug Ramsey then recognized the following 2010-2011 Council members:

Craig Webber, Immediate Past President
Scott Pickles, Vice President
Carol Mannas, Treasurer and LID Representative
Christopher Babits, Chair, Complaint Review Committee
Mark Chambers, Chair, Professional Development
Marie Fontaine, Chair, Policy Committee (Sent her regrets)
Henry Howard, Vice Chair, Registration Committee
Neil Mackenzie, Chair, Practice Review Board
Ron Wickman, Chair, Communications
Peter Streith, Councillor, International Relations Committee
Denis Noel, Councillor, Public Representative
Dr. Branko Kolarevic, Representative, EVDS, U of C
Helen Evans Warren, Representative, Dept's of Interior Design., MR
Paul Horsman, Intern Representative
Deeter Schurig, Student Representative – University of Calgary
Alanna Dunn, Student Representative – Mount Royal University
Dianne Johnstone, Executive Director

Doug Ramsey then recognized the following individuals and thanked them for their service over the past year:

Robert Bennett Registrar
Laura Delfs, Legal Consultant
Barry Johns, Interim Director of Practice from May to October 2010
David Murray the Chair of the Registration Committee

Doug Ramsey then recognized the following AAA staff members:

Dianne Johnstone, Executive Director
Darlene Gislason, Membership Manager
Alistair Henning, Communications Manager
Kathy Saunderson, Professional Development Coordinator
Cressida Raffin, Events and Marketing Coordinator
Diane Duddy, Registration Assistant
Yasmin Tejpar, Accounting Assistant
Helen Wong, Accountant

ITEM 1 ADOPTION OF THE ANNUAL GENERAL MEETING AGENDA

Doug Ramsey stated that the Annual General Meeting Agenda was posted on the AAA website in accordance to the Bylaws and that copies were distributed at the registration table outside Salons 8 & 9.

MOTION NO. 2011-01

Moved by Scott Pickles and seconded by Ron Wickman:

“That the members of the AAA approve the April 15, 2011 Annual General Meeting Agenda as presented.”

CARRIED

ITEM 2 ADOPTION OF THE ANNUAL GENERAL MEETING MINUTES

MOTION NO. 2011-02

Moved by Carol Mannas and seconded by Denzil Lobo:

“That the members of the AAA approve the April 16, 2010 Annual General Meeting minutes as presented.”

CARRIED

ITEM 3 PRESIDENT’S REPORT

Doug Ramsey stated that as President of the Alberta Association of Architects, it was his pleasure to present the Annual Report on the activities of the Association for the 2010-2011 Council Year. He informed the members that the 2010 Annual Report is posted on the AAA website along with the audited financial statements, in accordance with the AAA bylaws. Doug then presented the following 2010 overview:

Dianne Johnstone joined the Association as the new Executive Director in March 2010 and new measures were put in place by Council to enable more effective leadership of the Association.

Council decided to take a different approach to Think Tank which was held from June 3-5, 2010. Council used the three-day retreat to explore how the Association could operate more effectively and to develop a clear set of achievable goals for the upcoming year. They reviewed the Association’s governance structure in the context of duties and responsibilities of Directors of Not-For-Profit Organizations.

The roles, responsibilities and accountability of Council Members were discussed as being akin to Directors with the added responsibility of upholding the Architects Act and Regulations. The roles, responsibilities and accountability of the Executive Director and Duggan House staff were also put in context of a Not-For-Profit-Organization. Council identified and made distinctions between governance and operational issues.

Council made improvements to the governance structure to ensure that all Council members are engaged and accountable to the membership and the Architects Act. Council felt that the structure comprising the various VP portfolios actively engaged only seven Councillors with portfolio responsibilities, leaving four Councillors without active portfolios. It became apparent that there were stewardship gaps that needed to be addressed by actively engaging the entire Council including leadership for the Practice Review Board.

Structural changes were made to ensure responsible governance vis-a-vis the Architects Act and related General Regulations and the Association itself. In this way, all the Councillors will be engaged and accountable to the membership. The new Council structure is flatter and less hierarchical. The Executive Committee continues to be comprised of the President, Past President, Vice President, Treasurer and Executive Director, with other Council members serving as Chair or Vice Chair of Standing or Operating Committees.

During Think Tank, Council also reviewed the challenges and issues faced by the Association and its members. To address them, a 3-Year Rolling Strategic Plan was developed along with the business plan to support the goals. Council intends that the

The Strategic Plan be reviewed each year at Think Tank to determine what has been accomplished, confirm strategic goals for the upcoming year and maintain a three-year planning horizon. The five key goals established were:

- Strengthen Governance
- Strengthen Administrative Support
- Grow the Membership
- Communications/Outreach
- Increase Member Competence

Doug Ramsey stated that these goals were used to prioritize Council business and meeting agendas so that initiatives and issues under each goal were moved forward and tracked throughout the year. As a part of the governance structure, Council is developing performance measures and assessment tools so that Councillors can assess their own personal performance.

The Staff Retreat was held on July 7, 2010. It is a companion to Think Tank and allowed Duggan House staff and the Executive Director to discuss and review the new Council governance and structure and the 3-year rolling Strategic Plan.

Duggan House staff developed their individual work plans for the next three years to support and achieve the strategic goals. This approach brings focus and alignment to our shared work and encourages the most effective use of Duggan House resources. Dianne Johnstone, Executive Director, has been working this year to build a team at Duggan House to deliver the Business Plan and achieve the Association's Goals.

Council reviewed the Association Bylaws and the proposed revisions to update and clarify sections and changes required as a result of the new governance structure of Council. One important clarification was the criteria of what is meant by a "Member in Good Standing". On October 14, 2010 a Special Members Meeting was held and the Bylaw amendments were passed by the membership.

As one of this year's strategic initiatives, Council approved a plan to address the Duggan House facility issues. Duggan House currently does not meet the current building code; there is only one means of egress from the second floor and the building is not barrier-free. The operations of the Association also have outgrown the building, and space is at a premium.

Over the past 30 years, historic Duggan House has become the symbolic home of the Association. Despite the options to relocate, past Councils and the current Council recognize the asset we have. Council passed a motion on June 5, 2010 to move forward on the previously approved design of Burgess Bredo Architect Ltd., with some modifications, for renovation to the property, with a budget of \$900,000. A more in-depth presentation on the renovations was discussed during the Member Forum.

In 2010 the AAA maintained its strong commitment to education. Not only to our student members, who enjoyed unprecedented close ties between the Association and this province's teaching institutions, the University of Calgary and Mount Royal University. But also to our members by fulfilling mandatory continuing education programs like our Architects Acts course and by meeting the Association's minimum continuing education hours goals to ensure that we will always keep pace with the forefront of the national, and international, architectural and interior design professions.

Due to it being the 1st year with a mandatory Continuing Education program and no process in place, there was a steep learning curve for Council and staff. The unfortunate outcome was that the Association had to cancel the membership of fourteen individuals. Administration fees were assessed from \$750 to \$5,000.

Doug Ramsey stated that April 30, 2011 is the end date on compliance with the Con Ed Program for 2010 and stressed that it is important as professionals that each and every one of us takes responsibility to comply and to know, as professionals, what is required of us to be a member in good standing. Non-compliance is very costly and at the end of the day comes out of all of our dues. As of April 12, 2011, 460 members have not completed their total learning hours for 2010 or the mandatory Architects Act Course. Council has stated that there is no tolerance for non-compliance.

The AAA continues to be active on national issues, initiatives and task forces. Dianne Johnstone and I attended the Canadian Architectural Licensing Authorities (CALA) Meetings and RAIC Round Tables in Saskatoon in June 2010; and Scott Pickles participated in the Annual CALA Meetings and RAIC Round Tables in Halifax in October 2010. Doug noted that Alberta also serves on the Intern Architect Program Task Force, the International Relations Committee, the CACB Standing Committee, and participates when needed on the Broadly Experienced Foreign Architects (BEFA) Task Force.

In closing, Doug Ramsey stated that the Complaint Review Committee had a quiet year even though they had an added role of being responsible for the follow-up on member cancellations and the Practice Review Board completed a lot of extra work this year on Practice Bulletins. He thanked Council, Committee volunteers and Duggan staff for their support over the past year.

ITEM 4 REPORT FROM THE REGISTRAR

Robert Bennett, Registrar, stated that early in 2010, the Association accepted the resignation of the Association's long-standing Registrar, Len Rodrigues, whose wise counsel and experience has been missed. He stated that with the able assistance of the Duggan House staff, all of the registration functions have continued to be successfully addressed throughout the year.

Robert stated that efforts continue to be made to streamline and simplify the various aspects involved in processing new registrations of individual Architects and Licensed Interior Designers, and their modes of practice. He noted that we continue also to monitor existing practice entities, in an effort to maintain both uniformity, and compliance with the Architects Act and General Regulations and that conformity with the Mandatory Continuing Education requirements have been given particular attention.

It was noted that throughout the year, we have continued to receive enquiries and applications from both firms and individuals from outside the province, from the rest of Canada and the U.S. These applications have been processed under existing Reciprocity and Inter-Recognition agreements, and most have been able to be registered. There has also been an increased number of Visiting Project Architect applications processed during 2010. Over the past year, a national initiative has also been launched to develop processes regarding the registration of Broadly Experience Foreign Architects (BEFA). The AAA will continue to participate in the pilot project on this initiative during 2011.

In closing, Robert Bennett stated that he wished to express his gratitude to the staff at Duggan House, who continue to be on top of the considerable administrative challenges posed by the complex and varied process of the registration of Architects and Licensed Interior Designers, and who contribute purposefully to the regulation of the practice of architecture and interior design within our mandate to protect the Alberta public.

ITEM 5 TREASURER'S REPORT

Carol Mannas, Treasurer, stated that with a conservative budget strategy, excellent accounting principles and a sound investment strategy made it instrumental in achieving a successful financial picture in 2010. She noted that the 2010 Financial Report highlight's Council's dedication to managing a balanced budget and maintaining

financial security for the Association and that the auditor's report provides the necessary third party validation for this process and further reinforces the excellent checks and balances built into the AAA accounting systems. She further noted that this of course is a direct reflection of the diligence and dedication shown by Duggan House staff and expressed her appreciation for their hard work.

Carol Mannas then reviewed the following three observations for 2010:

1. The implementation of the IMIS software system that will provide the association with the ability to manage content and membership interactions. The website will be linked into the new system which will be getting a 'facelift' early in 2011.
2. The commitment to complete the renovation at Duggan House. The project is taking a priority position as it is imperative that Duggan House be renovated in order to house a safe and efficient working environment for all staff and visitors. Emphasis on the design includes full handicap accessibility as well as addressing egress issues.
3. The involvement with the National initiatives, involving CALA, CACB and CExAC, are all important collaborations with other provincial associations in order to continue the national coordination of the profession. Fees to these organizations have been raised reflecting the increased activity level of each organization.

In closing, Carol Mannas stated that we enter 2011 in a strong financial position and we will continue to be committed to the executing meticulous accounting practices and sound investment strategies. She noted that in 2011 and years to come, that all members of Council and Duggan House staff will maintain the direction in implementing many of the programs that are important to the efficient functioning of Duggan House.

Tom Gee, Partner, Peterson Walker Chartered Accountants, provided a general overview of the 2010 audited financial statements and stated that the AAA continues to be in a strong financial position and with a strong ratio of assets to liabilities.

MOTION NO: 2011-03

Moved by Carol Mannas seconded by Christopher Babits:

“That the members of the AAA approve the 2010 Financial Statements as presented.”

CARRIED

MOTION NO: 2011-04

Moved by Craig Webber and seconded by Martin Hodgson:

“That the members of the AAA approve the appointment of Peterson Walker Chartered Accountants as the 2011 Auditor.”

CARRIED

ITEM 6

RATIFICATION OF COUNCIL ACTIONS FOR THE PAST YEAR

Doug Ramsey called for a motion on the ratification of Council's actions over the past year.

MOTION NO: 2011-05

Moved by Craig Webber and seconded by Martin Hodgson:

“That the members of the Alberta Association of Architects ratify the Council's Actions over the past year.”

CARRIED

ITEM 7 **2011 COUNCIL ELECTION RESULTS**

1. Announcement of Newly-elected Councillors

Doug Ramsey thanked the 2011 Nominations Committee members; Craig Webber, Chair; Carol Mannas, Tom Tittermore and Martin Hodgson and the Council election scrutineers; Brian Oakley, Carol Belanger and Jason Said.

Doug Ramsey then announced that the following individuals have been elected to the 2011-2012 Council.

Architects:

Christopher Babits; Stephanie Clancy; Donald Davidson and Neil Mackenzie.

Elected by acclamation:

Beverly Wilson – Licensed Interior Designer Representative

Doug Ramsey welcomed the new members of Council and then thanked the members who allowed their names to stand for the 2011 Council elections.

2. Motion to Destroy the Ballots

Doug Ramsey called for a motion to destroy the ballots for the 2011 Council elections.

MOTION NO. 2011-06

Moved by Craig Webber and seconded by Karel Pokorny :

“That the members of The Alberta Association of Architects approve that the ballots for the 2011 Council election be destroyed.”

CARRIED

ITEM 8 **Retiring Councillor’s Presentation**

Doug Ramsey thanked the retiring Council members once again for their contributions over the past years and noted that the formal presentation was conducted during the member lunch.

ITEM 9 **Presentation of the President’s Medallion and Plaque**

Doug Ramsey stated that it was a pleasure to announce that Scott Pickles, Vice President would become the 2011 President and then made a formal introduction of Scott to the members.

The presentation of the President’s plaque was then conducted. In closing, Doug Ramsey thanked the members, Council, and the Duggan House staff for their support throughout his term as President.

ITEM 10 **Incoming President Remarks**

Scott Pickles, Incoming President, stated that the 2010 – 2011 term provided Council with the opportunity to implement and incorporate the updated Architects Act and General Regulations by the Government of Alberta. He noted that starting as early as Think Tank 2010, Council has been able to perform a detailed assessment of the regulations, and requirements of the AAA in order to align our organizational structural and refine our various processes. As part of the review, Council agreed on the institution of a three-year business planning process to ensure greater continuity of goals for current and future Councils and that we believe that this initiative will improve the effectiveness of Council by ensuring that goals are set which support our legislated requirement as outlined in the Architects Act, and more closely reflect Council assigned responsibilities of our governing structure.

Scott Pickles stated that over the past year, Council refined the general positions on Council by revising the Vice President of Practice portfolio. While historically the Vice President Practice oversaw the Practice Review Board, the Complaint Review Committee the Registrar and the Registration Committee, it was determined that Council needed to assigned councilors specifically to the AAA Standing Committees (our core business) to serve either as Chair or Vice-Chair. Positioning Councilors within these committees allows Council a greater understanding of issues affecting the Profession and to be proactive on emerging practice and registration issues. As a result this year became a transitional year for the Standing Committee Chairs and the Vice President position.

Scott referenced the Annual Reports regarding the Standing Committees for details on the scope of work that they have accomplished during this past year, and the great work that they will continue over the next Council term. He stated that on a national perspective, the AAA has remained an active participant in a number of initiatives that will influence the architectural profession in Alberta. In particular he noted the national harmonization of Continuing Education and the Broadly Experienced Foreign Trained Architects (BEFA) and Provincially the participation in the strengthening discussions with the Consulting Architects of Alberta on their work on business advocacy.

In closing, Scott Pickles expressed his appreciation to the AAA volunteers that give their time and talents to ensure that the various Standing Committees, Task Forces, and appointments are functioning to meet their mandates and to advance the numerous programs and initiatives we as an Association undertake. He noted that while often not receiving the full credit for the tireless hours serving their colleagues, the Association would suffer without the dedication of the many volunteers.

Scott then acknowledged the members of the Practice Review Board; those that have participated within the Complaint Review Committee and the Registration Committee; Neil McKenzie, Christopher Babits, David Murray and Henry Howard for their leadership, initiative and service during the transition of the Vice President Practice role; and the members of the current AAA Council and those who he had the pleasure to serve with.

ITEM 11

CLOSING REMARKS

Doug Ramsey thanked the members and special guests for attending the Annual General Meeting and reminded the members that following the Annual General meeting was the Key Note Speaker, Tye Farrow and the Member Forum.

ITEM 12

DATE AND PLACE OF NEXT MEETING

Doug Ramsey noted that the next Annual General Meeting will be held on April 27, 2012 in Banff, Alberta.

ITEM 13

ADJOURNMENT

Doug Ramsey called for a motion of Adjournment.

MOTION 2011-08

Moved by Ron Wickman and seconded by Henry Howard:

“That the April 15, 2011 Annual General Meeting of the Alberta Association of Architects be adjourned at 1:50 p.m.”