

Application

Change to Practice Application

Name, Letterhead and/or Share/Ownership/Partnership Structure

FOR OFFICE USE ONLY

Applicant Name: _____ AAA ID#: _____

Approved by: _____ Date: _____
Registrar

Change to Practice Application

The Change of Practice Application (the 'Application') facilitates AAA registered/licensed firms, corporations and joint firms (the 'Practice') with the ability to inform The Alberta Association of Architects ('AAA') of changes to the practice in accordance with the *Architects Act* and General Regulations.

Date

AAA #

Select Practice Type:

- ☐ Firm (FM) – Registered Architect (RA) or Licensed Interior Design (LID)
- ☐ Corporation – Architect (AC) or Interior Design (IDC)
- ☐ Non-practising corporation (NPC)
- ☐ Joint firm (AEC) – Architect/Engineering

CURRENT Name of Practice (as registered with the AAA)

Change to Practice Process

Upon the Registrar's approval of the Application, the proposed changes will be brought forward to Council for approval. Upon Council approval, the applicable practice changes will be amended in the AAA's register. The Practice will be issued a letter, amended certificate and corporate stamp (if applicable) by the Registrar confirming Council's approval of the change to practice. Please note, corporations requesting a name change will appear before the Council twice to facilitate granting of preliminary approval and final approval. Please see sections 9 and 10 of this application for additional details.

Purpose of Application: (select ALL that apply)

- ☐ Change of name and letterhead approval
- ☐ Change of share/ownership/partnership structure and letterhead approval ('Practice Structure')

NOTE: A revised letterhead must accompany all amendments to practising firms and corporations.

Application Checklist:

The application MUST include:

- ☐ Completed principal's certificate
- ☐ *For Corporations Only:* A registered document from Corporate Registries that indicates the current directors/shareholders and their share percentages
- ☐ Sample letterhead (not required for non-practising corporations)
- ☐ Applicable administrative fee

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Changes to Corporate Name, MUST ALSO include:

- ☐ Original corporation stamp issued to the corporation (for practising corporations) **or**
- ☐ Declaration regarding lost or destroyed emblems of registration
- ☐ DRAFT Certificate of amendment and registration of restated articles (including AAA required clauses)
- ☐ DRAFT Registration statement/notice of directors

Contact Information:

Practice address: _____
(Street) (City) (Province) (Postal Code)

Contact person: _____ Tel: _____ Email: _____

NOTE: All Practices must inform the Registrar in writing of any changes to contact information immediately.

Locations:

List each location registered/licensed with the AAA (only 1 application/fee is required per practice):

1. Jurisdiction: _____ AAA #: _____ 3. Jurisdiction: _____ AAA #: _____

2. Jurisdiction: _____ AAA #: _____ 4. Jurisdiction: _____ AAA #: _____

NOTE: If a firm/corporation wishes to establish a practice in more than one office location in Alberta (i.e. the firm has an office in both Edmonton and Calgary);

1. each office is required to be registered/licensed with the AAA (regardless of the collaboration, prime or sub consultant role) prior to any work of any type take place on an Alberta project (General Regulations, Part 2);
2. the Practice must contain the same ownership/corporate structure (shareholders, directors, partners, etc.) for each location (otherwise it will be considered a separate entity);
3. the Practice must indicate the individual(s) who will be responsible for the direct personal supervision, direction and control of the practice of architecture and/or interior design at each location/office; and
4. the Practice will be issued a new registration number and stamp (corporations only) for each location, and separate and distinct administration records will be established.

(Please review Registration Bulletin RB02-2013: *Branch Office Policy* for additional details)

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Practice Structure Requirements:

Architectural Corporations- Majority (a minimum of 51%) ownership of corporations must be vested in:

1. One or more Alberta RAs, or
2. One or more architect-held corporations, or
3. A combination of RAs and registered architect corporations, or
4. Not less than 50% ownership of the above if any remaining voting shares are vested in either LIDs or professional engineers, or both. (NOTE: if engineers will be beneficial shareholders, an application for a Joint Firm must be complete in lieu of the Corporation Permit to Practise Application), and
5. A majority of the directors and officers of the corporation are RAs.

(General Regulations, Section 12)

Interior Design Corporations- Majority (a minimum of 51%) ownership of corporations must be vested in:

1. One or more LIDs, or
2. One or more LID-held corporations, or
3. A combination of LID and LID-held corporations, or
4. Not less than 50% ownership of the above if any remaining voting shares is vested in RAs, and
5. A majority of the directors and officers of the corporation are LIDs.

(General Regulations, Section 13)

Non-member shareholders must be of good character and satisfactory to AAA Council. (No additional information is required at the time of application submission).

Proposed Practice Structure:

Is the Practice changing the share/ownership/partnership structure? ☐ Yes ☐ No

The NEW practice structure is EFFECTIVE as of: _____ (DD/MM/YY)

☐ The NEW Practice Structure is in compliance with the *Architects Act* & Regulations.

☐ *For Corporations:* A registered document from Corporate Registries that indicates the current directors/shareholders and their share percentages.

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Principal's Certificate: (Add supplemental sheets as required)

Confirming the Practice's principals/shareholders/partners and conditions of practice (*Architects Act*, s. 25 and the General Regulation, ss. 11(2) (b) and 29.)

I, _____, as Principal of _____
(the "Practice") hereby confirm on behalf of the Practice that:

a. The INDIVIDUAL (persons) principals/shareholders/partners of the Practice are:

Individual's Name	Position	AAA #	Share %	Voting/Non-Voting
1. _____	_____	_____	_____	_____
2. _____	_____	_____	_____	_____
3. _____	_____	_____	_____	_____
4. _____	_____	_____	_____	_____
5. _____	_____	_____	_____	_____
6. _____	_____	_____	_____	_____
7. _____	_____	_____	_____	_____
8. _____	_____	_____	_____	_____

b. The CORPORATE (company) principals/shareholders/partners of the Practice are (if applicable):

1. Corporation's Name:	AAA #	Share %	Voting/Non-Voting
_____	_____	_____	_____

Shareholding/responsible RAs/LIDs of the corporation:

2. Corporation's Name:	AAA #	Share %	Voting/Non-Voting
_____	_____	_____	_____

Shareholding/responsible RAs/LIDs of the corporation:

_____	_____	_____	_____
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c. The majority interest in the Practice is held by RAs/LIDs (minimum 51%);

d. The Practice will engage in the practice of architecture/interior design under the direct personal supervision, direction and control of the following RAs/LIDs: (note the RAs/LIDs for this location):

e. The Registrar will be advised in writing of any change to the principals/shareholders/partners of the Practice forthwith after the change occurs.

f. The Practice will engage in the practise of architecture/interior design only in its approved name pursuant to the General Regulation and not otherwise.

g. The Practice will not make changes to its letterhead or business card until the change has been approved by the Council.

Dated this ____ day of _____, 20____ Signature of principal _____

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Name Change: (if applicable)

If changing name, proposed new name of practice¹

NOTE: ¹The Practice name **MUST FIRST be approved by the Council** (*Architects Act*, s. 25(1)) and must not be self-laudatory or misleading to the public. The name **MUST include** the applicable derivative of the word "Architecture" or "Licensed Interior Design". Plural use of the name may only occur if the Practice consists of two or more voting shareholders who are RAs or LIDs. (General Regulations, s. 27, 28).

Corporation Name Change:

Preliminary Approval

☐ A copy of the DRAFT Articles of Amendment **MUST** accompany this application for approval by Council.

The Articles of Incorporation/Amendment, for BOTH Alberta registrations **AND** extra-provincial registrations **MUST** include the following clauses (General Regulation, Section 10):

RESTRICTIONS ON SHARE TRANSFERS:

- (i) No transfer of shares may take place without the approval of the board of directors of the corporation.
- (ii) No transfer of shares may take place which would contravene any regulation made under the *Architects Act*, Alberta.

RESTRICTIONS ON BUSINESS:

- (iii) No business will be carried on which would contravene any regulation made under the *Architects Act*, Alberta.

OTHER PROVISIONS:

- (iv) No director or officer may be appointed if the appointment would contravene any regulation made under the *Architects Act*, Alberta.
- (v) No Bylaw may be enacted in contravention of the *Architects Act*, Alberta or any regulation or bylaw enacted under the *Architects Act*, Alberta.

NOTE: Please MARK and FLAG the required AAA clauses within the articles.

Upon the Registrar's approval of the Application, the proposed changes will be brought forward to Council for granting of preliminary approval. Upon approval, the preliminary approval letter will be forwarded to the corporation to enable registration of amendments at Alberta Corporate Registries.

The entity is required to register with Alberta Corporate Registries through an authorized Registry Agent within 45 days of the receipt of the preliminary approval letter. A listing of registry agents is available at www.servicealberta.ca.

Final Approval

Upon receipt of the preliminary approval letter from the AAA and filing of the applicable documents with Alberta Corporate Registries, copies of the following **FILED** documents **MUST** be forwarded to the AAA for final approval by Council:

- ☐ **FILED** Certificate of Amendment and Registration of Restated Articles (including AAA required clauses)
- ☐ **FILED** Registration Statement/Notice of Directors

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Following Council's final approval of the Application, the Registrar will issue a final package to the corporation which will include the following:

- Permit to practise;
- Corporation stamp* (practising corporations ONLY);
- Final registration documents (final approval letter, invoice, bulletins, etc.)

Return of Corporate Stamp:

Upon request by a corporation to change the name of their existing Practice registered with the AAA, the Practice must surrender to the Registrar the corporate stamp issued by the Registrar to the Corporation upon registration (*Architects Act*, s 24(2)).

If the corporate stamp has been lost or destroyed, the attached 'Declaration: Regarding Lost or Destroyed Emblems of Registration' must be submitted in its place. (Attached - see Page #7)

Firm Name Change:

Upon the Registrar's approval of the Application, the proposed changes will be brought forward to Council for approval. Upon Council approval, the applicable firm changes will be amended in the Register of Firms.

The Registrar will issue a final package to the firm, which includes the following:

- Licence to practise
- Final registration documents (firm approval letter, invoice, bulletins, etc.)

Declaration Re: Lost Emblems: (for Corporation NAME changes ONLY, if applicable)

DECLARATION:
REGARDING LOST OR DESTROYED EMBLEMS OF REGISTRATION

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Declarations: (to be completed by an AAA registered/licensed principal)

Consent to Disclosure – Professional Regulatory Bodies

I hereby provide consent to the AAA to disclose to the professional regulatory bodies governing architecture in each jurisdiction in Canada, any present and future information respecting the Practice's registration with the AAA. This includes, but is not limited to, particulars of the Practice's registration status, member dues/fees, details of practice review or discipline proceedings and contact information (address, telephone number and email address), provided always that such disclosure is conducted for purposes relative to national professional registration/licensure and in accordance with the AAA privacy policy.

Name of principal (please print)

Signature

Appointment of Additional Administrator *Optional

In order to facilitate timely and efficient administration of the Practice's membership activity:

I, hereby appoint _____, to act as an additional administrator of the Practice's membership with the AAA until instructed otherwise by written request.

I authorize the AAA to provide the above named individual with information pertaining to the Practice's registration and annual dues payables/receivables and to act on instruction from this individual as it pertains to the Practice's membership.

I understand that by notifying the AAA in writing, I may rescind this individual's authorization or change the named authorized person at any time.

Name of principal (please print)

Signature

Content Certification

I certify that the information contained within this application, including all appendices, are accurate and complete and acknowledge any and all responsibilities to be carried henceforth, effective this _____ day of _____, 20_____.

Name of principal (please print)

Signature

Letterhead and Business Card:

All active Practices MUST submit for approval prior to use and to facilitate approval of the application:

ONE copy of the proposed letterhead and ONE copy of the proposed business card.

The letterhead and business card MUST include the Practice name with principal registered architects, licensed interior designers and professional engineers (joint firms only) identified as:

“Jane Doe, Architect, AAA”, “John Doe, Licensed Interior Designer, AAA”, “June Doe, P. Eng.”

All principals must be included on the letterhead. All additional individuals appearing on the letterhead must list their role within the Practice after their name.

Future amendments to letterhead/business cards must be submitted for approval prior to use.

Fees & Dues:

The Fees and Dues Schedule, including payment methods, can be found on the [AAA website](#).

NOTE: Full payment of annual dues are payable at the time of registration. Annual dues are payable on or before December 15 each year for the following calendar year.

Please direct your application via post to the address above or via email to:

Registration1@aaa.ab.ca (for last names beginning with A-L)
Registration2@aaa.ab.ca (for last names beginning with M-Z)

Inquiries should be directed to the appropriate email above or to 780.432.0224.

Postal applications can be sent to the address listed on our [Contacts](#) page.