

The *Corporation Permit to Practise Application* (the 'Application') facilitates the registration of new and extra-provincially registered architectural and licensed interior design corporations with The Alberta Association of Architects ('AAA').

**Legal Name of Practice\***

**Date**

\*The corporation name must **FIRST** be approved by the Council **PRIOR** to registration at Alberta Corporate Registries (*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 corporation consists of two or more voting shareholders who are Registered Architects or Licensed Interior Designers. (General Regulation, ss. 27, 28). (see this Application and/or the *Act* and Regulations for additional requirements)

**1 - PROPOSED ENTITY:**

1.1 **Practise of the Corporation:**  Architecture  Licensed Interior Design

1.2 **The Corporation will be:**  Practising

1.3 **Is the Corporation registering an additional location in Alberta (Branch Office – 'BO')?**  Yes  No

If yes, state the Alberta jurisdiction(s) of registration: \_\_\_\_\_

NOTE: Corporations with more than one physical location in Alberta must register each location (in accordance with the Licensing Requirements for Multiple Offices Practices Policy of December 8, 2011 and the Branch Office Policy of September 2013).

1.4 **Is the Corporation registering extra-provincially (i.e. the entity is currently incorporated/registered in a jurisdiction outside of Alberta)?**  Yes  No

If yes, state the jurisdiction(s) of registration: \_\_\_\_\_

**2 - APPLICATION CHECKLIST:**

- Reinstatement Information/Attachments (if applicable)
- Draft Articles of Incorporation/Amendment (including AAA required clauses)
- Draft Notice of Directors/Statement of Registration
- Draft Notice of Address/Notice of Attorney
- Sample Letterhead and Business Card (not required for Non-Practising Corporations)
- Payment in Full

**NOTE:**

1. Please send **ONLY** the requested documents;
2. This application must be of **CURRENT** year (see bottom right footer below);
3. Failure to complete and/or include all documentation will result in processing delays.

**FOR OFFICE USE ONLY**

Application Approved:  Yes  No

Registrar: \_\_\_\_\_  
Signature

AAA ID#: \_\_\_\_\_

Date of Approval: \_\_\_\_\_

### 3 – IDENTIFICATION:

**Corporation Address:** \_\_\_\_\_  
(Street) (City) (Province) (Postal Code)

Tel: \_\_\_\_\_ Email: \_\_\_\_\_

Contact Person: \_\_\_\_\_ Position: \_\_\_\_\_

Tel: \_\_\_\_\_ Email: \_\_\_\_\_

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

### 4 - RE-REGISTRATION/REINSTATEMENT:

**4.1 Has the Corporation been previously registered with the AAA?**  Yes  No If yes, ID#: \_\_\_\_\_

If yes, provide all amendments to the corporation since the previous registration (share information, name, etc.).

**4.2 Reason for Membership Cancellation:** \_\_\_\_\_

**4.3 Reason for Requesting Reinstatement:** \_\_\_\_\_

### 5 - LETTERHEAD AND BUSINESS CARD: *(for PRACTISING corporations ONLY)*

**5.1** All proposed PRACTISING Corporations MUST submit for approval prior to use and to facilitate approval of the application:

- **ONE copy of the proposed letterhead,**
- **ONE copy of the proposed business card.**

**5.2** The letterhead and business card MUST include the Corporation name with ALL principal architects and licensed interior designers identified as:

**“Jane Doe, Architect, AAA” or “John Doe, Licensed Interior Designer, AAA”.**

- All additional designations must follow AFTER ‘AAA’.
- All principals must be included on the letterhead. All additional individuals appearing on the letterhead must list their role within the Corporation after their name.

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

### 6 – OWNERSHIP REQUIREMENTS:

**6.1 Architect Corporations:**

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

- A. One or more Alberta registered architects, or
- B. One or more architect-held corporations, or
- C. A combination of registered architects and architect-held corporations, or
- D. Not less than 50% ownership of the above if any remaining voting shares is vested in either licensed interior designers or professional engineers, or both. (NOTE: if engineers will be beneficial shareholders, an application for a Joint Firm must be completed in lieu of this Corporation Permit to Practice Application), **AND**
- E. **A majority of the directors and officers of the corporation are registered architects.**

*(General Regulations, Section 12)*

**6.2 Interior Design Corporations:**

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

- A. One or more licensed interior designers, or
- B. One or more licensed interior designer-held corporations, or
- C. A combination of licensed interior designers and licensed interior designer-held corporations, or
- F. Not less than 50% ownership of the above if any remaining voting shares is vested in registered architects, **AND**
- G. **A majority of the directors and officers of the corporation are licensed interior designers.**

*(General Regulations, Section 13)*

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

**7 – PRINCIPAL’S CERTIFICATE: (attach supplemental sheets as required)**

## PRINCIPAL’S CERTIFICATE:

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 following:

a) The **INDIVIDUAL** (persons) Principals/Shareholders/Partners of the Practice are:

Individual’s Name:	Position (Director/Officer)	AAA #	Share %	Voting/Non-Voting
1. _____	_____	_____	_____	_____
2. _____	_____	_____	_____	_____
3. _____	_____	_____	_____	_____
4. _____	_____	_____	_____	_____
5. _____	_____	_____	_____	_____

b) *If Applicable:* The **CORPORATE** (company) Principals/Shareholders/Partners of the Practice are:

1. Corporation’s Name:	AAA #	Share %	Voting/Non-Voting
Architect(s)/Licensed Interior Designer(s) of the Corporation:	AAA #		
i. _____	_____		
ii. _____	_____		
2. Corporation’s Name:	AAA #	Share %	Voting/Non-Voting
Architect(s)/Licensed Interior Designer(s) of the Corporation:	AAA #		
i. _____	_____		
ii. _____	_____		
3. Corporation’s Name:	AAA #	Share %	Voting/Non-Voting
Architect(s)/Licensed Interior Designer(s) of the Corporation:	AAA #		
i. _____	_____		
ii. _____	_____		

- c) The majority interest in the Practice is held by Registered Architects/Licensed Interior Designers (minimum 51%);
- d) The Practice will engage in the practice of Architecture/Licensed Interior Design under the direct personal supervision, direction and control of the following Registered Architects/Licensed Interior Designers: (note the responsible architect(s)/licensed interior designer(s) 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 practice of Architecture/Licensed 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** \_\_\_\_\_

## 8 – PRELIMINARY APPROVAL:

### 8.1 **For Alberta Incorporations:**

The following **DRAFT** documentation (available at [www.servicealberta.ca](http://www.servicealberta.ca)) **MUST** accompany the application for approval by Council **PRIOR** to filing at Alberta Corporate Registries:

- DRAFT Articles of Incorporation (including AAA required clauses)
- DRAFT Notice of Directors
- DRAFT Notice of Address

### **For Extra-Provincial Registrations:**

The following documentation **MUST** accompany the application for approval by Council **PRIOR** to filing at Alberta Corporate Registries:

- Certificate of Incorporation
- DRAFT Articles of Amendment/Restated Articles of Reorganization (including AAA required clauses)
- Current registered document that indicates all shareholders, directors and the corporation's address.

**NOTE: Please send ONLY the requested documents for review by the AAA.**

## 9 – ARTICLES OF INCORPORATION/AMENDMENT:

9.1 The **Articles of Incorporation/Amendment, etc.** 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.**

## 10 – APPROVAL PROCESS:

10.1 Upon the Registrar's approval of the Corporation Application, Corporate documents, letterhead and business card, the proposed entity will be brought forward to Council for granting of "Preliminary Approval".

10.2 Upon Council approval, the "Preliminary Approval Letter" will be forwarded to the proposed corporation to enable registration at Alberta Corporate Registries.

NOTE: 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](http://www.servicealberta.ca).

10.3 Upon filing of the applicable documents with Alberta Corporate Registries, copies of the following **FILED** documents **MUST** be received by the AAA for final approval by Council:

- Certificate of Incorporation/Registration Certificate (issued under the Business Corporations Act)
- FILED Articles of Incorporation/Articles of Amendment (including the AAA required clauses)
- Registration Statement

10.4 Following Council's final approval, the name of the Corporation will be entered into the Register of Corporations. The Registrar will issue a "final package" to the Corporation, which includes the following:

- Permit to Engage in the Practise of Architecture/Interior Design as an Architectural/Interior Design Corporation;
- Corporate Stamp\* (Practising Corporations ONLY);
- Final registration documents (Final Approval Letter, Receipt, Bulletins, etc.).

**NOTE: The AAA corporate stamp is not to be confused with the corporate seal issued under the *Business Corporations Act.***

**11 – DECLARATIONS** *(to be completed by an AAA Principal)*

**11.1 CONSENT TO DISCLOSURE – PROFESSIONAL REGULATORY BODIES**

I hereby provide consent to The Alberta Association of Architects (the “AAA”) to disclose to the professional regulatory bodies governing architecture in each jurisdiction in Canada, any present and future information respecting the corporation’s registration with the AAA. This includes, but is not limited to, particulars of the corporation’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

**11.2 APPOINTMENT OF ADDITIONAL ADMINISTRATOR** \*Optional

In order to facilitate timely and efficient administration of the Corporation’s membership activity:

I, \_\_\_\_\_, a Principal of the Corporation, hereby appoint \_\_\_\_\_, to act as an additional administrator of the Corporation’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 Corporation’s registration and annual dues payables/receivables and to act on instruction from this individual as it pertains to the Corporation’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

**11.3 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

## 12 – FEES & DUES:

**FULL PAYMENT** in Canadian funds must accompany this application and include **ONE** of the following:

<input type="checkbox"/> <b>'PRACTISING' CORPORATION</b>	
Registration Fee	\$380.00
Annual Dues (AC/IDC)	<u>425.00</u>
Subtotal	\$805.00
GST (5%)	<u>40.25</u>
<b>TOTAL</b>	<b>\$845.25</b>

Method of Payment:  Cheque  VISA  MasterCard

For Visa or MasterCard, please provide the following details:

Name of Cardholder: \_\_\_\_\_

Card Number: \_\_\_\_\_ Expiry Date: \_\_\_\_\_

Cardholder Signature: \_\_\_\_\_

If paying by cheque, please make payable to: **The Alberta Association of Architects  
10515 Saskatchewan Drive NW  
Edmonton, AB T6E 4S1**

*The Alberta Association of Architects GST Registration Number: 10669 2601*

### NOTE:

- **The registration fee is Non-refundable.**
- **Registration fees and Annual dues for Corporate Membership are NOT pro-rated.**
- **Annual dues are payable upon application and on or before December 15 of each year for the following calendar year.**

### APPLICATION SUBMISSION & INQUIRIES

**Submit your application via post to the AAA office or via email:**

[Registration1@aaa.ab.ca](mailto:Registration1@aaa.ab.ca) (if first letter of firm name falls within A-L)

[Registration2@aaa.ab.ca](mailto:Registration2@aaa.ab.ca) (if first letter of firm name falls within M-Z)

Note: for firm names starting with a number, use the first letter of the first number spelled out (for example: if your firm name is 123 Architecture, your application would be sent to the Registration2 email).

**Inquiries may also be directed to the appropriate email address above or by phone 780.432.0224.**