



ARCHITECTURAL INSTITUTE OF BRITISH COLUMBIA

93rd ANNUAL MEETING OF ARCHITECTURAL INSTITUTE OF BRITISH COLUMBIA

DATE: Saturday 12 May 2012
TIME: 1:45 p.m.
LOCATION: Vancouver Convention and Exhibition Centre West
Vancouver, British Columbia
PRESIDING: Gordon Richards MAIBC, President

1.0 Welcome

Gordon Richards MAIBC and President welcomed attendees to the meeting.

1.1 Quorum

The President reported that more than sufficient members were present to meet quorum requirements; therefore the meeting was called to order.

1.2 Introductions

1.2.1 Council

The President introduced the members of the 2011/2012 AIBC Council:

Vice-President	Scott Kemp MAIBC
Registrar	Joan Hendriks MAIBC
Treasurer	Tim Spiegel B.Sc. (QS) PQS, a Lieutenant Governor's Appointee to Council

Robert G. Chester MAIBC
Eszter Csutkai MAIBC
Pierre E. Gallant MAIBC, immediate Past President
Veronica Gillies MAIBC (not present)
Paula Grossman MAIBC
Karl Gustavson MAIBC
Leslie Van Duzer B.A., M.Arch, Director of UBC SALA
David Yustin MAIBC

Lieutenant Governor's Appointees to Council:

Owen Pawson B.Arch, LL.B.
Richard Peddie Ph.D.
David Toole

LIAISONS TO COUNCIL:

Dave Boswell BD, ASCT, Building and Residential Designers

Michael Currie AT, Architectural Technologists
David Zeibin IA, Intern Architects
Jim Toy BA, BArch, RID LEED AP, liaison to the Interior Designers Institute of BC (not present)

1.2.2 Staff

The President introduced members of the AIBC Staff who were present:

Michael Ernest MAIBC	Executive Director
Paul Becker MAIBC, P.Eng	Director of Professional Services
Thom Lutes LL.B.	Director of Professional Conduct and Illegal Practice
Jerome Marburg LL.B. MBA	Deputy Executive Director and General Counsel
David Wiebe	Director of Communications
Karen Morris CGA	Manager of Finance and Administration
Roísín O'Neill	Manager of Registration and Licensing
Katherine Rau	Executive Assistant
Gayle Roberts	Professional Conduct Coordinator
Linus Lam MAA MRAIC	Communications Specialist

1.2.3 Guests

The President thanked and welcomed industry stakeholders and guests present at the meeting, who included: AIBC Vancouver Island Chapter Chair Don Lovell MAIBC; Architecture Canada | RAIC Second Vice-President and BC/Yukon Regional Director Wayne DeAngelis MAIBC; APEGBC Chief Regulatory Officer and Deputy Registrar Tony Chong P.Eng; and Wolrige Mahon Assurance Manager Peter Posnikoff CA.

1.2.4 Motions Review Committee

The President directed the assembly to the committee's location in the room for submission of any written Members Motions and introduced the committee members: Chair: Brian G. Hart MAIBC; Russ Chernoff MAIBC; Naomi Gross MAIBC; John McCormack MAIBC and Sean Rodrigues MAIBC working with Director of Professional Conduct and Illegal Practice Thom Lutes, Barrister and Solicitor.

1.2.5 Parliamentarian

The President introduced Eli Mina M.Sc., P.R.P. Eli Mina briefed the assembly on the purpose of a parliamentarian (to offer advice to President and through him to the assembly on Parliamentary procedure), reviewed core guidelines for a respectful and efficient meeting, and clarified the required voting majorities for passing bylaw resolutions and other motions.

1.3 **Protocols for the Annual Meeting**

The President reviewed highlights of the protocols previously distributed and posted on the AIBC website.

MOTION: That the AIBC Annual Meeting Protocols be adopted as distributed.

Moved: Pierre E. Gallant MAIBC
Seconded: David Wilkinson MAIBC

CARRIED

The President explained the process for voting and that by which quorum would be monitored throughout the meeting (the issuing and submission of voter cards).

2.0 Call to Order

2.1 Close of Elections

The President declared the elections closed in accordance with Bylaw 24.3.

The President introduced and thanked each of the nominated candidates for member of council:

Laurence W. (Chip) Barrett MAIBC
Bruce (Ian) Bazley MAIBC
Imu Chan MAIBC
Michael Green MAIBC
Joan Hendriks MAIBC
Loy J. Leyland MAIBC
Christine Anne Lintott MAIBC
Calvin Bruce (Cal) Meiklejohn MAIBC
Gordon Richards MAIBC
John W. Scott MAIBC
Lynne Werker MAIBC

2.2 Scrutineers Appointment per Bylaw 24.1

The President appointed the following individuals as scrutineers to the counting of the ballots:

Gilbert Larocque CD, P.Eng., LLB
Michelle Robertson
Ian A. Brown CA

2.3 Approval of the Agenda

The President confirmed the agenda had been provided to all members.

MOTION: to approve the agenda

Moved: Selwyn Dodd MAIBC
Seconded: Peter Levar MAIBC

CARRIED

3.0 Adoption of the Minutes of the 92nd Annual Meeting

The President called for any corrections to the circulated draft minutes:

MOTION To amend item 6.0 President's Report to read as follows:

"Motion: A process for the reform of the Architects Act and Bylaws.

The chair ruled against inclusion of the motion.

Motion put to the assembly: to appeal and overturn the ruling of the chair.

CARRIED"

Moved: Ronald Bain MAIBC

Seconded: Jonathan Yardley MAIBC

CARRIED

MOTION: Be it resolved that the members of the Institute adopt the minutes of the 92nd Annual Meeting so amended.

Moved: Pierre E. Gallant MAIBC

Seconded: Calvin Bruce (Cal) Meiklejohn MAIBC

CARRIED

4.0 Recognition

4.1 Remembrance of those deceased in 2011/2012

The President recognized former members who passed away during the past year. A moment of silence was observed.

David J. Bryan, Architect – August 30, 2011

Arthur Boyd (former member) – January 2012

Wilfred Buttjes (Retired Architect) – Dec 19, 2011

Allan R. Cassidy, Architect – July 10, 2011

Donald Erb, Architect – Oct. 3, 2011

Jim Green (Honorary Member) – Mar. 1, 2012

John Haaf (former member) – April 16 2012

Stuart Lefeaux (Honorary Member) – June 6, 2011

David Smith, Architect – Nov 16, 2011

Kenneth Terriss, Architect - May 4 2012

Daniel E. White (former member) – April 12 2012

5.0 Honourary Membership

MOTION: WHEREAS Robert (Bob) Williams has been nominated as an Honorary Member of the Institute by five members in good standing of the Architectural Institute of British Columbia, in recognition of his outstanding contribution to the built environment and the profession of architecture,

BE IT RESOLVED THAT the members of the Institute elect Robert (Bob) Williams as an Honorary Member in the Architectural Institute of British Columbia.

Moved: Paula Grossman MAIBC

Seconded: Richard Balfour MAIBC

CARRIED
None opposed

6.0 President's Report

The President presented highlights from his report (as distributed and published) and opened the floor to questions.

6.1 Discussion: no questions were raised.

7.0 Financial Report

7.1 Filing of Auditor's Report

In accordance with the *Architects Act*, the 2011 audited statements dated the 20th day of March 2012 (as distributed by mail to the membership and published on the website) were filed by the President.

7.2 Financial Health Task Force Report

The President introduced Treasurer Tim Spiegel B.Sc. (QS), PQS, MRICS.

The Treasurer presented highlights from the Treasurer's and Auditor's Reports (as distributed and published.) The President invited questions from the assembly.

7.3 Discussion

Comments and/or questions were raised on subjects including the following:

- The approval process for the auditor's report
- Clarification or definition of "Investment and Property Income"
- Reduction in the Contingency Reserve Fund
- Reduction in operating costs with the retirement of the mortgage
- Amounts listed under liabilities, payables and accruals

- Creation of a building fund

Undertaking was given to respond to the questions at a subsequent time.

7.4 Appointment of the Auditor

MOTION WHEREAS the accounting firm of Wolrige Mahon Chartered Accountants have performed all assignments to the satisfaction of Council,

BE IT RESOLVED THAT Wolrige Mahon Chartered Accountants be appointed auditor for the Architectural Institute of British Columbia for the fiscal year 2012.

Moved: Tim Spiegel B.Sc. (QS), PQS, MRICS

Seconded: Veronica Gillies MAIBC

CARRIED

8.0 Bylaws

Bylaw Review Committee

The President introduced the members of the Bylaw Review Committee:

Janet Lutz MAIBC, Chair

Brian Sim MAIBC

Paul Rust MAIBC

Paul Thorkelsson MAIBC

Richard Bernstein MAIBC

Resolutions:

MOTION 8.1: We move that the recommendations for Bylaw Changes proposed by the Bylaw Review Committee be sent back to the committee for further review, and that they be brought back to the members with a statement of the purpose to guide us in our decision making, and that they provide us with the relevant facts and a strategic plan that will give the institute members and opportunity to rationally and impartially consider and deliberate upon the proposals, either at the next annual meeting or a special meeting designated for that purpose.

Moved: Ronald Bain MAIBC

Seconded: Terence Williams MAIBC

DEFEATED

MOTION 8.2: To refer back to the Bylaw Review Committee the contents of Annual Meeting booklet pages 60, 61 and 62:

THAT BYLAWS 8.2, 8.3, 8.4 and 8.5, as set out in full below, be repealed:

- 8.2 (a) Any five Members of the Institute may apply to the Council for permission to form a Chapter, with headquarters in any city or town which they may select, and such permission shall be granted by the Council if it is found that the Territory proposed to be

- covered by the new Chapter does not encroach upon that of any existing Chapter.
- (b) If any question of encroachment shall arise, it shall be determined by the Council at their discretion.
- 8.3 Members of the Chapters must be Members, Honorary Members or Associates of the Institute, but no obligation shall rest upon any Member, Honorary Member, or Associate of the Institute to become a member of a Chapter.
- 8.4 Each Chapter shall have the power to fix its own dues and make such Bylaws as it may think necessary and desirable so long as they do not conflict with the Act and Bylaws of the Institute of which matters the Council shall be the judge, and for this purpose the Bylaws proposed to be adopted by any Chapter must first be submitted to the Council for approval.
- 8.5 Each Chapter shall report to the Institute the number of members on its roll, and if at any time the number shall fall below five, the Council of the Institute may declare such Chapter no longer in existence.

THAT BYLAW 13.3, as set out in full below, be repealed:

- 13.3 Associates shall be eligible to become members of Chapters as set forth in Section 8 of these Bylaws, with equal rights within the Chapter with other members except the right to vote and hold office.

THAT Bylaw 8.1, first set out in full below, be amended as indicated:

- 8.1 The Institute shall encourage the formation of local associations, to be known as chapters of the Architectural Institute of British Columbia.

Proposed amendment:

- 8.1 The Institute shall encourage allow the formation of local associations, to be known as "chapters" of the Architectural Institute of British Columbia in accordance with the rules for such chapters established by Council.

Moved: Ronald Bain MAIBC
Seconded: Irvin Kew MAIBC

CARRIED

MOTION 8.3: To repeal Bylaws 26.0, 26.1, 26.2, 26.3:

- 26.0 The Council may establish a special levy to be applied to retire the Institute's accumulated deficit projected for 1999. The Council may establish different levies for different classes of members and architectural firms but this levy may not exceed:
- (a) In 1999,
- (i) \$125.00 for each member, and
- (ii) \$50.00 for each complement of 1 to 5 personnel, including principals, of each architectural firm holding a Certificate of Practice using information as recorded in the Institute's register as at February 1, and when established, the levy must be calculated to raise not more than a total amount of \$240,000 in 1999 and must be paid on September 1, 1999.
- 26.1 If a member or architectural firm fails to pay the levy established under Bylaw 26.0 by September 1, 1999, as required:

- (a) the member or firm ceases to be in good standing under the Act ,
and
 - (b) section 73(2) and (3) of the Act applies, with all the changes
required in the circumstances, as if the levy were an annual fee.
- 26.2 The Council may establish a special levy to be applied to contribute to
the research and education functions of the Homeowner Protection
Office. The Council may establish different levies for different classes of
members and architectural firms but this levy must not exceed:
 - (a) \$75.00 for each member, and
 - (b) \$100.00 for each complement of 1 to 5 personnel, including
principals, of each architectural firm holding a Certificate of
Practice using information as recorded in the Institute's register as
at February 1, 1999, and
 - (c) when established, the levy must be calculated to raise not more
than \$250,000 and must be paid on September 1, 1999.
- 26.3 If a member or architectural firm fails to pay the special levy established
under Bylaw 26.2 by September 1, 1999, as required:
 - (a) the member or firm ceases to be in good standing under the Act
and
 - (b) section 73(2) and (3) of the Act applies, with all the changes
required in the circumstances, as it [sic] the levy were an annual
fee.

Moved: J. Brian Sim MAIBC
Seconded: Paul Rust MAIBC

CARRIED

MOTION 8.4: To repeal Bylaws 3.2, 3.3, 12.2 and 18.2.

Moved: J. Brian Sim MAIBC
Seconded: Pierre E. Gallant MAIBC

Vote not conducted

The President accepted a request from Ronald Bain MAIBC to consider each of the
above-listed Bylaws separately.

MOTION 8.5: To repeal Bylaw 3.2:

- 3.2 It shall be the duty of the President to preside and chair all meetings of
Council and any other Institute meetings deemed appropriate. In the
event of the absence of the President from any meeting, the Vice-
President(s), or in that person's absence some person to be chosen from
the Members present, shall act as Chair.

Moved: J. Brian Sim MAIBC
Seconded: Pierre E. Gallant MAIBC

CARRIED

MOTION 8.6: To repeal Bylaw 3.3:

- 3.3 It shall be the duty of the Registrar to keep the register required under the Act and to perform such other duties as may be required of that person by the Act or delegated to that person by the Council.

Moved: J. Brian Sim MAIBC

Seconded: Pierre E. Gallant MAIBC

CARRIED

MOTION 8.7: To repeal Bylaw 12.2:

- 12.2 Honorary Members shall pay no fees or dues.

Moved: J. Brian Sim MAIBC

Seconded: Peter Levar MAIBC

CARRIED

MOTION 8.8: To repeal Bylaw 18.2:

- 18.2 Special Meetings of the Council may be called by the President, the Executive Director giving notice thereof to every member of the Council by telegram or otherwise at least forty-eight hours previous to the time of meeting.

Moved: J. Brian Sim MAIBC

Seconded: David Wilkinson MAIBC

DEFEATED

Brian Sim MAIBC asked the assembly to consider voting on the proposed amendments to Bylaws 12.1, 19.1 and 19.2 in an omnibus motion. The President accepted a request from Ronald Bain MAIBC to consider each of the above-listed Bylaws separately.

MOTION 8.9: That Bylaw 12.1, first set in full below, be amended as indicated:

- 12.1 Honorary Members shall be nominated by the Council and elected by a four-fifths vote of members present at the Annual Meeting.

Proposed Amendment:

- 12.1 Honorary Members shall be nominated by the Council and conferred by a four-fifths vote of members present at the Annual Meeting

Moved: J. Brian Sim MAIBC

Seconded: John McCormack MAIBC

CARRIED

MOTION 8.10: That Bylaw 19.1, first set out in full below, be amended as indicated:

- 19.1 Five percent of the voting membership of the Institute shall form a quorum at any general meeting of the Institute and a majority of the members of Council shall form a quorum at any Council meeting.

Proposed Amendment:

- 19.1 Five percent of the voting membership of the Institute shall form a quorum at any general meeting of the Institute.

Moved: J. Brian Sim MAIBC

Seconded: Ian Bazley MAIBC

CARRIED

MOTION 8.11: That Bylaw 19.2 be referred back to the Bylaw Review Committee

Moved: Lynne Werker MAIBC

Seconded: Eszter Csutkai MAIBC

DEFEATED

MOTION 8.12: That Bylaw 19.2, first set out in full below, be amended as indicated:

- 19.2 At any meeting of the Institute or of the Council at which there is no quorum within half an hour after the time called for the meeting, the meeting shall stand adjourned for one week at the same time, and if at such adjourned meeting a quorum is not present, it shall stand adjourned "sine die".

Proposed Amendment:

- 19.2 At any meeting of the Institute at which there is no quorum within half an hour after the time called for the meeting, the meeting shall stand adjourned until it can be rescheduled, which re-scheduled date must be set no later than 90 days from the adjourned meeting.

Moved: J. Brian Sim MAIBC

Seconded: Calvin Bruce (Cal) Meiklejohn MAIBC

DEFEATED

MOTION 8.13: To refer proposed new Bylaws 36.0 and 36.1 to the Bylaw Review Committee to come back with a code of ethics proposal or system that embeds the code of ethics by vote of the members.

Moved: Ian Bazley MAIBC

Seconded: Ronald Bain MAIBC

DEFEATED

MOTION 8.14: That proposed new Bylaws 36.0 and 36.1 be adopted:

- 36.0 The Institute shall establish a Code of Ethics and Professional Conduct for members, architectural firms, licensees and associates.
- 36.1 The Code of Ethics and Professional Conduct shall include:
- i. those bylaws deemed by Council to establish the standards, values and principles relating to competency, professional conduct and the dignity and honour of the profession;
 - ii. any Council rulings associated with such bylaws that reinforce and clarify the bylaws; and
 - iii. preamble and commentary to enhance the understanding of, and appreciation for, the document's importance to the profession of architecture and the public interest.

Moved: J. Brian Sim MAIBC

Seconded: Pierre E. Gallant MAIBC

DEFEATED

MOTION 8.15: That Bylaw 13.2, first set out in full below, be amended as indicated:

- 13.2 Associates shall not be members of the Institute or entitled to registration or have any interest in or claim against the property of the Institute. They will, however, be permitted to attend all general meetings of the Institute unless the Council shall otherwise direct in respect to any particular meeting or part thereof but shall have no right to vote. Further they will be eligible to sit on committees of the Institute and to receive publications and bulletins of the Institute.

Proposed Amendment:

- 13.2 Associates shall not be members of the Institute or have any interest in or claim against the property of the Institute. They will, however, be permitted to attend all general meetings of the Institute unless the Council shall otherwise direct in respect to any particular meeting or part thereof but shall have no right to vote. Further they will be eligible to sit on committees of the Institute and to receive publications and bulletins of the Institute.

Moved: J. Brian Sim MAIBC

Seconded: Pierre E. Gallant MAIBC

DEFEATED

MOTION 8.16: That Bylaw 20, first set out in full below, be amended as indicated:

- 20.0 For all Council Meetings, Annual Meetings and Special (General) Meetings, "Robert's Rules of Order" shall take precedence and govern. For all other internal meetings within the AIBC the Internal Rules of Governance shall prevail.

Proposed Amendment:

- 20.0 For all Annual Meetings and Special (General) Meetings, "Robert's Rules of Order" shall govern. "Robert's Rules" shall govern all Council meetings unless Council expressly passes other rules of order for its meetings, in which case those rules shall govern all Council meetings.

Council may adopt or pass rules for the conduct of AIBC board and committee meeting matters not otherwise addressed by the *Architects Act* or bylaw.

Moved: J. Brian Sim MAIBC
Seconded: Paul Rust MAIBC

DEFEATED

(Note: at this time the results of the election were submitted by Chief Returns Officer Emily Tyler to Registrar Joan Hendriks MAIBC for certification and passed on to the President. The bylaw motions were halted to allow announcement of the election results and resumed thereafter.)

9.0 Announcement of Election Results

9.1 Members of Council

President Gordon Richards MAIBC announced and congratulated the five architects who have been elected to fill five vacancies for the 2012/2013 AIBC Council:

Laurence W. (Chip) Barrett MAIBC
Michael Green MAIBC
Calvin Bruce (Cal) Meiklejohn MAIBC
Gordon Richards MAIBC
Lynne Werker MAIBC

8.0 Bylaws (continued)

MOTION 8.17: That Bylaw 10, first set out in full below, be amended as indicated:

10.0 A registered member shall use after the registered member's name the initials MAIBC.

Proposed amendment:

10.0 A registered member shall use the title "Architect AIBC" after the member's name. No associate or other registrant is entitled to use the title "Architect AIBC" or any variation thereof that implies registration as an architect with the AIBC.

Moved: J. Brian Sim MAIBC
Seconded: David Wilkinson MAIBC

CARRIED

9.0 Announcement of Election Results (continued)

Certificates of Recognition were presented by the President, with grateful thanks, to outgoing council members and the Intern Architect Liaison to Council.

Pierre E. Gallant MAIBC
Veronica Gillies MAIBC
Karl Gustavson MAIBC
Joan Hendriks MAIBC
Matthew Soules MAIBC
James A. Belsheim, LG Appointee to Council
David Zeibin IA

10.0 Members Forum

10.1 Protocols: the President summarized the protocols as distributed.

10.2 Advisory Members Motion

MEMBER'S MOTION 1:

Be it resolved THAT COUNCIL BE REQUESTED TO CONSIDER THE FOLLOWING:

that Bylaw Section 13.1 ASSOCIATES be amended to identify and clarify the following exclusive classes of associates:

- a) Retired architects who have resigned their membership in good standing, and**
- b) Architects registered in another jurisdiction, and**
- c) Interns architects working in the office of a practicing member, and registered in the intern architect program of the institute, and**
- d) Students enrolled in a nationally recognized and accredited school of architecture or RAIC minimum syllabus course of study, and**
- e) Architectural technologists who have graduated from a nationally recognized accredited course of study working under the supervision of a practicing member.**

Moved: Irvin Kew MAIBC
Seconded: Richard Balfour MAIBC

No vote conducted.

11.0 Adjournment

The President advised the assembly that quorum was lost and adjourned the meeting.