



SYNOPSIS OF THE MINUTES OF THE ONE HUNDRED AND THIRTY FIFTH ANNUAL GENERAL MEETING OF MEMBERS

The full meeting can be viewed on the [OAA YouTube channel](#)

The 135th Annual General Meeting (AGM) was held virtually on **Tuesday, April 8, 2025**, at **1 pm** with President **Ted Wilson** presiding over the meeting.

Executive Director **Kristi Doyle** began by introducing the President and the members of the 2025 OAA Council:

Loloa Alkasawat	Donald Ardiel
Bill Birdsell	Jim Butticci
Kimberly Fawcett-Smith	Natasha Krickhan
Jenny Lafrance	Michelle Longlade
Lara McKendrick	Elaine Mintz
Deo Paquette	Anna Richter
Kristiana Schuhmann	Susan Speigel
Ted Watson	Ted Wilson
Settimo Vilardi	Thomas Yeung
Marek Zawadzki	

Executive Director Doyle reviewed the procedures for the AGM, which had been sent in advance of the meeting.

CERTIFICATES OF LONG STANDING

Certificates of Long Standing were presented to the following members who have reached the milestone of 50 years of membership with the OAA:

Charles G. Bunker	Alexsander Milenov
Denis G. Rioux	Joseph Somfay
Peter F. Turner	Slobodan Vlahovich

A citation for each Member of Long Standing was read, noting the honoree's considerable achievements and dedication to the profession. Photos and visuals of the members' choice were displayed in celebration.



CERTIFICATES OF APPRECIATION

Certificates of Appreciation were presented to the following past Councillors whose terms on Council expired December 31, 2025:

Christina Karney

Greg Redden

Executive Director Doyle read the individual citations, acknowledging their contribution and thanking them for their dedication to the OAA and the profession.

IN MEMORIAM

The Chair read the names of members and associates, listed below, who had passed away since the last AGM, and asked all to observe a moment of silence.

Brian Andrew

Robert B. MacKenzie

Bruce A. Berglund

Gordon Edward Martyshuk

John Blums

Gerald Philip Pilon

John Bobaljik

Bernard Rasch

Mohsen Y. Boctor

Alfred C. Roberts

Louis E.J. Cooke

Hillel Roebuck

Graeme Copley

Desmond Roychaudhuri

Dino Dutra

D.M. Sai-Chew

Bruce L. Fair

Stanley E. Sota

Gregg Gordon

Fedor Tisch

Jocelyn Honeyman

Vagn Houlbjerg

Kalevi K. Kangas

W.R. White

Stephan Peter Katz

David P.C. Yeung

Alan Littlewood



MINUTES

All members received a copy of the [Synopsis of the Minutes](#) of the 134th Annual General Meeting held on **April 11, 2024** in advance of the meeting.

*It was moved by **Kristy Lynn Almond Fraser**, Etobicoke, and seconded by **Sandra Smith**, Toronto, that the synopsis of the minutes of the 134th Meeting held on April 11, 2024, be accepted as circulated. **MOTION CARRIED***

BUSINESS ARISING FROM THE MINUTES

There was no business arising from the minutes.

APPOINTMENT OF THE AUDITOR

*It was moved **Toon Dreessen**, Ottawa, and seconded by **Gyana Meera**, Ottawa, that the firm of **BDO Canada LLP Chartered Accountants** be appointed as auditors for the Ontario Association of Architects for 2025. **MOTION CARRIED***

OAA BYLAWS, REVISED 2022 & SCHEDULE A

The Chair noted that changes were made to Schedule A to reflect amendments to Regulation 27 under the *Architects Act*, which allows for the issuance of limited licences. In addition, updates to Councillor responsibilities under Section 7 of the Bylaws have been made. A minor housekeeping amendment was made to reflect the move to a virtual format for the AGM.

*It was moved by **Megan Torza**, Toronto, and seconded by **Mary Ellen Lynch**, Toronto, that the amendments to OAA Bylaws, Amended 2025 as circulated with the agenda for this meeting, be confirmed by the membership. **MOTION CARRIED***

The Chair highlighted the amendments to Schedule A of the Bylaws, which reflect a 2.7% increase in fees for 2025. Schedule A also incorporates changes to the schedule of fees of those with a limited licence as reflected in the changes in the *Architects Act* and Regulation 27.

*It was moved by **Drew Hauser**, Hamilton, and seconded by **Amy Norris**, Carp, that the amendments to OAA Bylaws, amended 2025, and Schedule A as circulated with the agenda for this meeting, be confirmed by the membership. **MOTION CARRIED***



ELECTION OF HONORARY MEMBERS

The Chair reviewed Section 28 of Regulation 27 under the *Architects Act* relative to the Nomination and Election of [Honorary Members](#). The Chair noted there was one nomination being brought before the Annual Meeting for consideration.

The Chair shared a prerecorded nomination from **Ana Francisca de la Mora** for **Dr. Ted Kesik**.

*It was moved by **Ana Francisca de la Mora**, Toronto, and seconded by **Joël Leon**, Toronto, that **Dr. Ted Kesik** be elected as an Honorary Member. **MOTION CARRIED***

REVIEW OF ANNUAL REPORT

Immediate Past President **Settimo Vilardi** provided commentary on the [2024 Annual Report](#) posted to the OAA Website in March 2025, and offered remarks regarding the activities of the Association in 2024. The remarks are précised below.

The OAA Annual Report contains simple graphics and layout along with a condensed focus on the regulatory aspects of the Association and its activities that fall within the five-year Strategic Plan...

The Annual Report illustrated with photos from last year's Design Excellence award winners showcasing work done by Ontario Architects...

The Annual Report demonstrates just a fraction of the ongoing work done by our Council, volunteers, and staff... One of the most significant milestones led to the successful implementation of limited licences, enabling qualified individuals to become OAA members as a Licensed Technologist. The OAA now welcomes students and intern technologists into the community. Work with the provincial government has been positive, demonstrating the government's trust in the OAA as a regulator for the profession, keeping the public interest in mind.

An anonymous juried landscape design competition was held to select a team to transform the OAA's net-zero headquarters' grounds into a more sustainable space.

The Annual Report outlines the four foundational goals in the Strategic Plan, which are; Regulatory Leadership, Governance and Operations, Member Competency, and Public Education... It underscores the OAA's commitment to two important themes; Climate Action and Equity Diversity and Inclusion as well as a commitment to Reconciliation.

Another highlight is the strengthening of the relationship between the OAA and the 14 Local Architectural Societies. We continue to find new ways to support one another in our connected roles with both peers and the communities. Many societies offer networking and continuing education such as technical tours, which qualify for structured learning.

The President invited comments or questions with respect to the 2024 Annual Report.

There was a question from member **Rafid Kustou** regarding the Strategic Plan. The member noted the advancement of the Act modernization project with recent Act changes through the inclusion of limited licences. The member also enquired about the length of the Strategic Plan suggesting that such plans are typically two years in length.

The Immediate Past President responded that the length of plan was identified as appropriate when the plan was established, accounting for some specific objectives that would require a longer timeline to achieve. Council involved in the development of the Strategic Plan and the time length was chosen to achieve the stated goals.

PRESENTATION OF 2024 FINANCIAL STATEMENTS AND 2025 FINANCIAL OUTLOOK BY THE PAST SENIOR VICE PRESIDENT AND TREASURER

President and past Senior Vice President and Treasurer **Ted Wilson** presented the [2024 Audited Financial Statements](#).

The Auditors' Report was read into the official transcript, confirming the financial statements represented fairly the financial position of the OAA as of **November 30, 2024**. The President also reported on several highlights from the 2024 financial statements, noting that the OAA finances continue to be well-managed.

The Past Senior Vice President and Treasurer explained the membership continues to grow, resulting in increased income from membership dues. He noted that the OAA has continued to focus on the three reserve funds (building, operating, and legal) and a plan to increase the fund levels accordingly to ensure they are sitting at the appropriate level, per Council Policy. In 2023, the Council approved a three-year reserve fund allocation plan, which also takes into account the requirement of the OAA's 30-year Building Reserve Fund Study

The Chair invited questions from the members.

Member **Rafid Kustou** suggested that, on page 10, note 9, it appears the comprehensive loss from 2023 was deducted in 2024 and whether this is permitted.

The OAA's auditor responded that it is attributable to the equity pickup of Pro-Demnity Insurance Co. In the prior year, Pro-Demnity went through a change in accounting policy mandated through the international financial reporting standards. It is required that changes in standards must be applied retroactively. A retroactive adjustment was made to Pro-Demnity's statements, but not applied to the OAA statements. The change is not related to OAA operations, but reflects the change in Pro-Demnity's accounting policies. It is a legal requirement with respect to how the adoption of accounting policies are applied.

Member **Rafid Kustou** suggested the building and property fees were too high in the statement of operations, adding that this does not reflect energy savings. The member also enquired as to who is responsible for signing off on the financial statements.



The Executive Director responded that the costs to which the member has referred include other building costs outside of those related to energy consumption, such as property taxes, equipment leases, and insurance. It was noted that President Wilson and Senior Vice President and Treasurer **Lara McKendrick** sign off on the financial statements, adding that they are also approved by OAA Council including the Lieutenant Governor in Council (LGIC) appointees who also sit at the Council table, prior to presentation to the membership at the AGM.

The member also enquired regarding the loss related to the 2023 court order. It was confirmed there was a direct cost to the OAA in relation to the court order; however, in 2023 there was a contingent liability in the amount of \$300,000 identified, of which only \$22,000 was expensed.

The President invited Senior Vice President and Treasurer McKendrick to report on the financial outlook for 2025. She stated that OAA finances are tracking normally with the continued careful oversight of management and Council. The 2025 Budget was established with a hybrid approach being in person and virtual for operations and administration as well as Council and committee meetings; this is consistent with reducing the carbon footprint.

The OAA continues its plan to build restricted reserves to appropriate levels guided by:

- the 2023 Building Reserve Fund Study;
- the Association's Reserve Fund Policies;
- Canada Revenue Agency's (CRA's) recommendations/guidelines for not-for-profit organizations' reserve funds; and
- projected capital expenditures over a three-year period, ending 2026.

The intention of the plan is to ensure the Association holds adequate funds to cover all anticipated and unforeseen financial activities. The OAA continues to be a prudent not-for-profit association that follows CRA guidelines with respect to reserve fund amounts and required documentation of purpose of said funds. The OAA will continue to monitor opportunities to transfer unrestricted reserves to quickly reach the policy-prescribed minimum levels in the reserves.

The Senior Vice President and Treasurer confirmed the OAA remains on track to complete the three-year reserve fund allocation plan by fiscal year end 2026. She invited comments or questions with respect to the 2025 Financial Outlook.

PRO-DEMNITY INSURANCE COMPANY

The Senior Vice President & Treasurer welcomed [Pro-Demnity Insurance Company](#) Chair **Debra Krakow**, who made a presentation to the membership to highlight the activities and performance for the past year of Pro-Demnity.



Krakov said Pro-Demnity's mandate as a board and leadership team is to ensure the program for professional liability insurance remains robust and protective. She reported the following activities for 2024:

- refreshment of policy language to provide clearer wording including the separation of some endorsements into a separate technical requirements schedule;
- addition of coverage for precast concrete exterior walls and window wall systems; and
- offering of risk-mitigation tools, including:
 - Architectural Risk Management Assessment Report (ARM/r), a self-serve tool available on the website;
 - Speak with an Expert, which enables appointments for one-on-one consultation; and
 - *The Claims-Free Architect* podcast series.

Krakov discussed the Experience Rating Factor—a new measure that considers a firm's claims experience history compared to the profession as a whole. It allows for fairness and equitability in pricing policies.

With respect to Pro-Demnity's financials, Krakow shared that 2024 was a strong year with a reduction in claims and increased investment returns. Pro-Demnity finished with a strong capital position. Further, the Minimum Capital Test (MCT) ratio was reported at a strong 303%.

Building capital is important not only because of the growth in the profession, but also:

- growth in architectural fees of 6% (the escalation of construction costs is 4% per year);
- the cost to defend claims is continually rising;
- it allows the ability to invest in new technology to tailor and improve risk guidance; and
- it improves the ability to weather economic volatility.

An internal litigation team was established to handle more claims internally, resulting in more non-litigated claims and lower costs.

Reinsurance purchased through Lloyd's allows for capital leverage to meet increasing demands for higher limits thereby stabilizing premiums. Additionally, a new litigation and claims management system enables improved data collection with respect to the types and sources of claims. The data will be used to improve the risk guidance provided to architects.

Krakov also reported on the passing of long-time employee **Margarette Chan**. Invaluable to Pro-Demnity, Chan began her career in 1988 when she joined the OAA. She was directly involved in the launch of the Indemnity Plan, which later became a separate entity and renamed Pro-Demnity Insurance Company. Chan will be missed by her colleagues and family.

The Senior Vice President and Treasurer thanked the Chair of the Pro-Demnity Board for the presentation.

The Senior Vice President and Treasurer invited OAA President Wilson to make his address to the membership.

ADDRESS BY 2025 OAA PRESIDENT TED WILSON

The OAA President presented his address to the 135th Annual General Meeting of the Association. The full address is available on the [OAA Website](#).

The President then called for comments and questions from the membership.

Member **Adam McGean** asked a question with respect to internal trade barriers, noting that the government indicated the barriers will be removed and whether this would include Architects. Clarification was requested as to whether the OAA has engaged in talks on this topic.

The President confirmed the OAA is aware of an engaged in discussions regarding easement of interprovincial trade barriers.

The Executive Director noted there is pending legislation in Ontario aimed at the removal of trade barriers across the country, which include trades and professions. Nova Scotia was first to introduce a bill that proposed removal of the licensing barriers for professionals. The OAA has had discussions with the Ontario Ministry of the Attorney General (MAG), and authored a letter to the Minister requesting further consultation on this matter. The Association supports reciprocal licensing as it has already been party to a Canadian reciprocal licensing agreement for Architect that includes all provincial and territorial jurisdictions for the past 30 years.

Member **Amy Norris** suggested that Architects should be working at the forefront on issues such as climate action and housing affordability all while in a highly unstable economic climate, noting that many U.S. suppliers are the primary providers of construction products. Norris requested clarification as to how the OAA is planning to protect the public interest in supporting Architects in doing important work and to the best of the members' abilities.

The President responded that climate action is one of the overarching themes of the OAA's Strategic Plan. He noted Council has moved to a more nimble and flexible form of addressing items related to climate action through the use of Advisory Groups and subject matter experts. This allows the OAA to more effectively refer to a highly skilled group of individuals to address particular issues such as regulation affecting climate action and sustainability, as well as specific issues brought to the table through other OAA Committees and Council. The President also noted the refresh of the OAA Headquarters site, which is focused on sustainable land use, revitalization, and respect for the Indigenous community.

ADJOURNMENT

The Chair thanked all for attending.

*It was moved by **Mélisa Audet**, Toronto, and seconded by **Tina Mun Lin Leong**, Toronto, that the 135th Annual General Meeting be adjourned. **MOTION CARRIED***