

## **Synopsis of the Minutes of the One Hundred and Twenty-Ninth Annual General Meeting**

The 129<sup>th</sup> Annual General Meeting (AGM) was held in Level 200, Room 200C of the Quebec City Convention Centre, Quebec City, Quebec on Wednesday, May 22, 2019 at 7:00 pm with President Kathleen Kurtin presiding over the meeting.

The Chair introduced the members of the 2019 Council:

Kathleen Kurtin	Jeremiah Gammond
Walter Derhak	Jeffrey Laberge
John Stephenson	Agata Mancini
Mélisa Audet	Wayne Medford
Amir Azadeh	Elaine Mintz
J. Gordon Erskine	Sarah Murray
David Sin	David C. Rich
Mazen Alkhaddam	Robert Sirman
J. William Birdsell	Susan Spiegel
Barry Cline	Magid Youssef
Alberto Temprano	

It was moved by Mélisa Audet, Toronto and seconded by Amir Azadeh, Toronto,

*THAT the 129<sup>th</sup> Annual General Meeting of the members be chaired by Master of Ceremonies Alain Rabeau.*

### **MOTION CARRIED**

### **G. RANDY ROBERTS SERVICE AWARD**

The G. Randy Roberts Service Award was presented to member Heather Dubbeldam. The award is given to a member to recognize extraordinary service to the membership.

A commemorative booklet containing the citation and photos of Ms. Dubbeldam noting her considerable service to the profession was distributed to those attending.

### **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:

Barry R. Cline	Yuk-Cheung Lee
Terence J. McGowan	Stanley E. Sota
Michael Frederick Thom	Christopher Z. Tworkowski

A commemorative booklet containing the citations and photos for each long standing member and noting each honoree's considerable achievements and dedication to the profession was distributed to the attending members.

### **CERTIFICATE OF APPRECIATION**

Certificates of Appreciation were presented to the following past Councillors whose terms on Council expired in December of 2018:

Donald Ardiel	Vanessa Fong
Ana Stefanovic	

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

### **DEATHS**

The Master of Ceremonies read the names of members and associates, listed below, who had passed away since the last AGM, and the assembly rose for a moment of silence.

David G. Armstrong	Jeanne Arnold
Melvil Boyce	William John Bula
Marvin Giller	John Innes
Allan M. Levine	John Mumme
Victor Gerald Musselman	Robert M. Mutrie
Venerino Panici	Bernard P. Terrence
Harry Oryst Sawchuk	P. Rand Thompson

### **MINUTES**

All members had received a copy of the Synopsis of the Minutes of the 128<sup>th</sup> Annual General Meeting held on May 23, 2018.

It was moved by Sonia Joanis, Ottawa and, seconded by Christina Karney, Hamilton,

*THAT the synopsis of the minutes of the 128<sup>th</sup> Meeting held on May 23, 2018 be accepted as circulated.*

### **MOTION CARRIED**

### **BUSINESS ARISING FROM THE MINUTES**

The Master of Ceremonies (MC) invited comments

or questions with respect to any business that arose from the Minutes of the 2018 meeting.

There were no comments or questions from the floor.

### **APPOINTMENT OF THE AUDITOR**

It was moved by Mary Ellen Lynch Comisso, Toronto, and seconded by Sean O'Reilly, Lisle,

*THAT the firm of Grant Thornton LLP Chartered Accountants be appointed as auditors for the Ontario Association of Architects for 2019.*

**MOTION CARRIED**

### **PASSAGE OF AMENDMENT TO OAA BY-LAWS REVISED, 2017, SCHEDULE A**

The OAA By-laws, Revised 2017, Schedule A includes a 3.1% fee increase to reflect the increase in cost of living. This increase has been applied to all fees outlined in Schedule A noting that there has been little change to specific administrative fees in the last decade. It was also noted that some fees have been rounded up to the nearest dollar

It was moved by Vanessa Fong, Toronto, and seconded by Agata Mancini, Fonthill,

*THAT the Amendment to OAA By-laws Revised, 2017, Schedule A as circulated with the agenda for this meeting be confirmed by the membership.*

**MOTION CARRIED**

### **ELECTION OF HONORARY MEMBERS**

The MC reviewed Section 28 of Regulation 27 under the *Architects Act* relative to the Nomination and Election of Honorary Members. He noted that there were two nominations to be put before the Annual Meeting and invited architect, Toon Dreessen to read the nomination for Lyette Fortin.

It was moved by Toon Dreessen, Ottawa, and seconded by [seconder inaudible],

*THAT Ms. Lyette Fortin be elected as an Honorary Member.*

**MOTION CARRIED**

The MC invited architect, Jeffrey Laberge to read the nomination for David Pearson

It was moved by Jeffrey Laberge, Sudbury and seconded by Kathleen Kurtin, Toronto,

*THAT Mr. David Pearson be elected as an Honorary Member.*

**MOTION CARRIED**

### **REVIEW OF ANNUAL REPORT**

The MC invited comments and questions on the Annual Report posted to the OAA Website on May 3, 2019.

The MC asked President Kathleen Kurtin to make a few remarks to the membership.

The President presented a summary of activities from 2018, which are précised below.

“...there are a few items I would like to highlight, as they go beyond the day-to-day business of the OAA. First, our headquarters building ...As you are all aware, we spent 2018 in temporary offices while the renew and refresh of the OAA headquarters was in full swing. I am happy to say that the project is nearing completion and staff have begun the process of moving back...The renovations focused on two specific initiatives. The first involved seizing the opportunity presented when our mechanical system had reached the end of its life cycle. This allowed the OAA to pursue a system that implements part of the initial award-winning design concept of solar panels on the roof and adds ground source heat pumps and dynamic glass to bring our building to a net zero footprint. The renovation also enabled the opening up and expansion of office space, allowing for more meeting and collaboration space. These changes...place the OAA and its members in a very strong position for the future, as leaders in responding to climate change as it applies to the built form [and] position our building as a public and physical embodiment of the architect's skill and aspirations to the community, as well as serving the needs for office space for membership meetings and conference facilities.

The project will deliver powerful educational opportunities for the public, members and students. The work is intended to represent the profession, welcome the public and its members, and physically represent a collaboration, open space for dialogue, activity, for now and into the future.

...Our project was not unique from the perspective that we face many of the challenges that, as architects, we all deal with in our own projects, including cost overruns and slippage in the construction schedule...The construction slippage began with a late start, some of which can be

attributed to excessive delays at the City as we waited to receive approval from the Conservation Authority, among other departments. The OAA as a building owner was not exempt from the issues associated with multiple layers of bureaucracy that our members often experience.

...the OAA's continued push to reform site plan approval saw significant breakthroughs in 2018. In June we released an updated report from ALTUS finding the total cost of delays to be up to \$900 million each year to stakeholders...The government promptly took action, proposing to restore exclusions around exterior design back into the *Planning Act*. Unfortunately, due to elements contained in the section dealing with the *Planning Act*, the entire suite of changes was removed from legislation...government has sent a strong signal to the OAA that we are on the right track...to find other opportunities to make critical reforms to site plan approval.

In 2019, we sent government a comprehensive submission to improve the site plan approval process, without sacrificing building safety or quality. While we received praise for this submission, we of course also received concerns...One particular concern was that our recommendations would somehow result in the elimination of the design review panels in Ontario. To make sure our submission wouldn't have this unintended consequence, we commissioned a legal opinion which confirmed our proposal will not make any changes to negate the current mandate of design review panels. We also convened a roundtable earlier this year to listen to some of those concerns...Recent work the OAA has done in affordable housing in conjunction with the advocacy we have been doing for the last year is coming to fruition and we are now seeing an uptake on interest in these two initiatives.

The final thing I want to talk about is the OAA/ARIDO update. In 2018, the OAA also made significant advances with respect to our partnership with the Association of Registered Interior Designers of Ontario. After considerable membership consultation, the model for direct regulation of the interior design under the *Architects Act* was approved both by the OAA and ARIDO ...The joint OAA/ARIDO task force is continuing to refine and develop the details of the model...We are currently entering into a phase of stakeholder consultation which is an important component of the communications and awareness strategy that will also need to be developed. ...”

The Chair thanked the President for his presentation.

## **PRESENTATION OF 2018 FINANCIAL STATEMENTS BY THE PRESIDENT AND 2019 FINANCIAL OUTLOOK BY THE SENIOR VICE PRESIDENT AND TREASURER**

Past Senior Vice President and Treasurer and current President, Kathleen Kurtin reported on the 2018 Financial Statements.

Kurtin presented the members with the Auditors' Report, which was read into the official transcript confirming that the financial statements represented fairly the financial position of the OAA as at November 30, 2018. The President also reported on a number of highlights from the 2018 financial statements.

Kurtin reported that due to careful management of resources, the OAA stayed within budget and added \$200,000 to its capital reserves for building renovations. Expenditures for the building were manageable due to the decision by past Councils to establish and build the capital and operating reserves.

Kurtin invited Vice President Regulatory, Mélisa Audet to present a report on demographics and regulatory statistics.

Audet reported a steady growth of licensed architects and encouraged members to welcome those newly licensed at the Conference.

Audet reported that there are ongoing discussions to review the path to licensure on a national level, with the goal to improve it for emerging practitioners.

It was reported by Audet that there still appears to be a gender gap at licensure, however, there is an increase in the number of women being licensed.

Audet reported on the statistics relating to the regulatory committees over the past year in addition to initiatives by the Interns Committee. Speaking engagements at various schools in Ontario were conducted with the students.

The MC thanked Audet and invited Senior Vice President and Treasurer, Walter Derhak to report on the 2019 Financial Outlook.

Derhak reported that revenue and expenses are tracking with the growth in membership since key

revenue source is licence fees in addition to Certificates of Practice and Conference. Key expenses are within the OAA's mandate which include regulatory, professional programs, and advocacy. Other expenses as examples include commitments to ExAC, legal, committees, CALA, and CACB.

Derhak reported on the reserves, noting a key change in the major capital reserve as a result of the building renovation project. Nearing the end of this project the focus will now be on replenishing those reserves. Of particular note in the balance sheet is increase in the long-term equity in the building directly as a result of the renovation project.

The MC thanked Derhak for his presentation.

### **PRO-DEMNITY INSURANCE COMPANY**

The Chair welcomed Pro-Demnity Insurance Company (Pro-Demnity) Chair, Hari Panday who made a presentation to the membership, which highlighted the activities and performance for the past year of Pro-Demnity.

Panday recognized a landmark year with the appointment of new CEO, Bruce Palmer and past CEO Byron Treves who will continue to serve as Executive Advisor until 2020.

It was reported by Panday that Pro-Demnity remains financially sound and have met all regulatory and risk thresholds.

Panday reported that Pro-Demnity offers not only mandatory but also excess insurance. Pro-Demnity in addition to paying claims and defence costs has returned \$13 million over the past 10 years through planned credit.

Panday reported that Pro-Demnity offers two unique forms of insurance: retirement from practice and estate protection up to six years.

It was reported by Panday that there are global events affecting the reinsurance market: rising claims and regulations, high defence costs, regulated capital and risk management requirements, and tightened actuarial standards and accounting rules. Due to the size of Pro-Demnity there are no large-scale investors. A low interest rate environment has resulted in a loss of annual income of \$2 million over the past 10 years.

Panday reported that most critical for Pro-Demnity

has been sustaining its professional liability program. Revenue sources are limited and products offerings are only what is permissible under the *Architects Act*.

It was reported by Panday that Pro-Demnity monitors Lloyd's syndicates to ensure coverage is offered at reasonable and competitive rates. Due to global rise in professional liability claims, some syndicates no longer offer that coverage. Due to the long standing relationship with Lloyds's and experienced staff there is expected to be little change in premiums.

Panday noted that the three board committees review risk throughout the year. The presence of architects on the Board reassures good governance by Pro-Demnity. Costs have reduced with the retention of in-house litigation. Key performance indicators will soon be implemented.

Panday reported that there is now a cap on claims expense established with providers of excess insurance.

A greater emphasis has been placed on communication with policyholders and the OAA with a particular focus on education and risk management as reported by Panday.

It was reported by Panday that Pro-Demnity is examining practices which have a disproportionately high claim history and measures will be taken to implement measures to apply specific underwriting criteria.

Work is underway at Pro-Demnity to examine the offering of new insurance products to architects as well as ARIDO members

It was noted that Pro-Demnity is creating a strategic plan which calls for diversification of sources of revenue to help restrain future premiums. Pro-Demnity's attention remains on growing capital and skilful risk management.

The Chair thanked Panday for his address.

The Chair welcomed additional feedback from the membership before moving out of the formal portion of the meeting.

### **ADDRESS BY 2019 OAA PRESIDENT KATHLEEN KURTIN**

The Chair announced that the meeting would now move out of the formal portion of the meeting and

continue with a presentation from OAA President Kathleen Kurtin.

OAA President Kathleen Kurtin presented her address to the 129<sup>th</sup> Annual General Meeting of the Association.

The full President's address may be reviewed by [clicking here.](#)

## **ADJOURNMENT**

It was moved by Sean O'Reilly, Lisle and seconded by Gordon Erskine, Ottawa,

*THAT the 129<sup>th</sup> Annual General Meeting be adjourned.*

**MOTION CARRIED**