



**Synopsis of the Minutes of the
One Hundred and Thirtieth Annual General Meeting**

The full meeting can be viewed on the [OAA's YouTube Channel](#).
Highlights can be read on the OAA Website by [clicking here](#).

The 130th Annual General Meeting (AGM) was held virtually on Thursday, August 6, 2020 at 2:00 pm with President Kathleen Kurtin presiding over the meeting.

The Chair introduced the members of the 2020 Council:

Kathleen Kurtin	Amir Azadeh
J. William Birdsell	Donald Chen
Barry Cline	J. Gordon Erskine
Jeremiah Gammond	Paul Hastings
Natasha Krickhan	Jeffrey Laberge
Michelle Longlade	Agata Mancini
Elaine Mintz	Milda Miskinyte
Sarah Murray	David C. Rich
Susan Spiegel	Gaganjot Singh
Andrew Thompson	Settimo Vilardi

Executive Director, Kristi Doyle reviewed the procedures for the virtual AGM.

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:

Brian Awde	Robin E.C. Clarke
Leonard W. Dickson	John Anthony Jackson
Peter Moy	

A citation for each long standing member was read, noting each honoree's considerable achievements and dedication to the profession. Photos and visuals of the long standing members' choice were displayed for the membership to view.

CERTIFICATES OF APPRECIATION

Certificates of Appreciation were presented to the following past Councillors whose terms on Council expired in December of 2019:

Mazen Alkhaddam	Mélisa Audet
Walter Derhak	Wayne Medford
David C.K. Sin	John K. Stephenson
Alberto Temprano	Magid Youssef

It is noted that Past Councillor and Lieutenant Governor in Council Robert Sirman had also been recognized for his contribution to the OAA at a previous event.

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

DEATHS

The Chair 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.

Mazen Alkhaddam	Sudhanshu Bansal
Joseph Barna	Arthur Beitel
P. John Brunner	Anthony Butler
F. Lyndon Davaney	Paul Edward Dolan
Gerald S. Freedman	Edward Wilson Fulston
Peter A. Gabor	Joseph Gerskup
Joan G. Grierson	Anthony J. Griffiths
Mahdieh Haji-Ghassemi	Stephen V.E. Irwin
Douglas Lee	William Lobban
Vladimir Losner	Paul G. Martel
Ichiro Roy Matsui	Rene Menkes
Arthur Muscovitch	William James Neish
G. Douglas Neville	Paul Ivan Ospalak
James Elmhurst Searle	Rolf Seifert
Charles I. Shelley	Clive B. Smith
Toomas Tamm	Alexander R. Taylor
Rick Wink	Wieslaw Maciej Wodkiewicz
Peter E. Zurawel	

MINUTES

All members had received a copy of the Synopsis of the Minutes of the 129th Annual General Meeting held on May 22, 2019.

It was moved by Marwa Refaat Ragab, Burlington and, seconded by Danielle Gignac, Guelph,

THAT the synopsis of the minutes of the 129th Meeting held on May 22, 2019 be accepted as circulated.

MOTION CARRIED

BUSINESS ARISING FROM THE MINUTES

The Chair invited comments or questions with respect to any business that arose from the Minutes of the 2019 meeting.

There were no comments or questions.

APPOINTMENT OF THE AUDITOR

It was moved by Megan Torza, Toronto, and seconded by Sandi Smith, Toronto,

THAT the firm of Grant Thornton LLP Chartered Accountants be appointed as auditors for the Ontario Association of Architects for 2020.

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 support the demands of membership on OAA programs and services in addition to the changing regulatory landscape. 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 Toon Dreessen, Ottawa and seconded by Debra Krakow, Wolf Island,

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

CONSIDERATION OF MOTION FROM MEMBERS

The Chair noted that there is a request to consider a motion from members to rescind the requirement for mandatory digital seals and a review of the efficacy of the system currently in place for seals. That motion was emailed to the membership on July 16, 2020. In accordance with the By-laws, any resolution passed at the AGM must be considered by Council within three months of the meeting, but is not binding.

It was moved by Sheena Sharp, Toronto, and seconded by Evangelo Kalmantis, Windsor,

THAT OAA Council immediately rescind the requirement for mandatory electronic stamps, and

at the 2021 Annual General Meeting, present a report to membership on the efficacy of the entire stamp system and its ability to meet the OAA's core mandate of ensuring that all proposals submitted to municipalities governing the construction of building within the scope of the Architects Act.

MOTION CARRIED

The Chair noted that as per OAA by-laws, the motion must be considered by Council within three months of the meeting but that it is not binding on Council. The OAA has already begun a review of the implementation of electronic seals and will include the motion within the current evaluation process.

REVIEW OF ANNUAL REPORT

The Chairs invited comments and questions on the Annual Report posted to the OAA Website on June 10, 2020.

The Chair made a few remarks to the membership and presented a summary of activities from 2019, which are précised below.

“...this year's edition reflects the OAA's new approach to communications, focusing on the most important information, while providing easy access to content...there are three major priorities Council set in 2019 to guide us in our mission:

- re-examine our approach to comprehensive education for members and the public;
- strengthen membership engagement; and,
- improve inclusivity, equity, accessibility, and diversity throughout the profession.

... I talked often about the transition the OAA was in the midst of. We were working toward renewed and refreshed headquarters - both our physical building and our online virtual home. These headquarters would set the OAA up to handle an unpredictable future. Little did I know that 2020 would test us to the extent it has! The OAA continues to be able to meet shifting paradigms.

Last May, OAA staff and members returned to our headquarters. For two years, staff were temporarily relocated, while renovations took place that transformed our home to a zero net carbon building. The work utilized embodied energy while adding photovoltaics, high-efficiency lighting, displacement ventilation, geothermal heating, enhanced insulation, flexible workspaces, and dynamic glazing. The interior renovations respected the heritage of our landmark building while allowing for

increased capacity and a more transparent environment that is open to our membership and the public. Our project, like many projects, was behind schedule, and as a result, OAA staff worked from home for a short period of time. It was joked at the time that it was a dry run for the OAA's emergency response plan. We didn't know it then, of course, but this testing of newly introduced remote technologies for mobile productivity would serve us so well this spring when the pandemic hit.

The Headquarters Renew+Refresh project speaks to the issue of climate stability, which I feel is one of the defining challenges of our lives...As leaders charged with protecting the public interest, architects must play a significant role in finding new approaches and showing the public how to reduce the environmental impacts of existing buildings. Our headquarters is more than offices and meetings spaces; it is the public and physical embodiment of an architect's skill and aspirations to the community. For OAA members, it is also *your* space, and I look forward to inviting you all to our grand public opening, once we're safely able to do so.

Last year, there was a workshop on "unconscious bias" for all of Council and OAA staff as well as the Pro-Demnity Board and staff. It was particularly poignant for me that, as the building began the second phase of its life, issues of equity, diversity, inclusivity, and transparency were taking a front row seat in the profession. In 2019, we also held our first ever SHIFT Challenge - a new awards program focused on ideas, rather than building projects. This aspirational program highlights to the public the distinct contribution that architectural thinking brings to key societal issues and concerns. For its first year, the theme was "infrastructure"...In the years to come, I'm looking forward to seeing SHIFT play an important role in promoting an understanding of the profession amongst the public while providing a vehicle for the exploring and testing of ideas. In fact, we'll be sharing more information shortly about our especially timely new SHIFT theme - resiliency...

We continue to liaise with all levels of government on crucial topics, including Ontario's broken site plan approval process. The OAA also shared its commissioned research project on housing affordability in growing urban areas. That report has been very well-received by municipal and provincial policy-makers.

Last year, the OAA responded to a provincial consultation that included proposals that would

have radically changed elements of the design/construction process.... While the government's exploration of these potential changes is not currently moving forward, we continue to monitor the situation and stand ready to offer the profession's perspective in order to protect the public interest.

Last year the OAA conducted a member survey. The results indicated progress since the one we did almost a decade ago. There was significant improvement in intern architects' perception of the OAA and in membership service, but we also note your calls for better communication, education, outreach, and advocacy. We continue to work to find a balance between membership services and our responsibilities as a self-regulating profession. Thank you, once again, to all of you who participated in this outreach. Your feedback allows the OAA to chart the direction of our programs, services, and policies, and the perspectives you share have a direct impact on our future programs, services, and initiatives, allowing us to continue evolving to support the profession and protect the public.

Architecture in Ontario is a self-regulated profession and we need your involvement."

PRESENTATION OF 2019 FINANCIAL STATEMENTS BY THE PRESIDENT AND 2020 FINANCIAL OUTLOOK BY THE SENIOR VICE PRESIDENT AND TREASURER

Senior Vice President and Treasurer Susan Spiegel reported on the 2019 Financial Statements.

Speigel 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, 2019. The President also reported on a number of highlights from the 2019 financial statements.

Speigel reported that the OAA finances were well managed and positioned to address unforeseen situations such as the pandemic. Challenges experienced by members have been accommodated, from extending fee deadlines to offering relief under policies addressing financial hardship.

Speigel highlighted some points from the 2019 financial statements and thanked past Treasurer, Walter Derhak for his work in this regard. Speigel noted that in this role as well as ex-officio member

of the Pro-Demnity Board, facilitates a better understanding and representation on issues of both entities to one another; a mutual advantage to define a new picture of the profession.

Speigel highlighted the following key items from the 2019 financial statements:

- OAA membership growth continues;
- Growth is predominantly due to a new generation of architects
- The infusion of newly licensed members increased membership dues by \$300,000
- 2019 Conference in Quebec City showed a reduction in revenue which fell consistent with past out-of-town conferences
- There was an increase in expenses associated with the newly renovated Headquarters as a result of relocating staff.
- The asset value of the building has significantly increased as a result of its renewal and refresh.

The renovation finances show that 55% of the renovation is mortgaged which includes an annual paydown of 10% of the principal. It is forecast that those payments will be offset by the energy saving costs from the climate stability strategies incorporated into the renovation.

With a well-established major capital reserve in place the OAA was able to fund a large portion of the renovation. In 2019 the reserve was replenished with a \$500,000 transfer from the surplus. Cost savings identified may be found in the move to virtual meetings, more defined committee budgets, identification of special project at the outset of the year, and a reduction in mailing and paper costs.

For 2019, members' equity was reported at \$39 million, \$28 million of it held in Pro-Demnity, representing a growth of \$2.8 million over 2018. The remaining funds are held in the major capital reserve, operating reserve, and legal reserve. There is \$2.351 million in unrestricted members' equity serving as a contingency to offset unbudgeted expenditures or revenue fluctuations.

In summary it was reported that the OAA is structurally and financially well-established leaving the OAA well positioned for the future.

Speigel invited questions from the members. Questions were posted online and read by the Executive Director.

A member enquired as to the percentage of OAA equity/revenue results from investment in Pro-Demnity as well as what the 2020 projections are, considering the pandemic ramifications.

OAA auditor, Lindsay McIntyre responded that the excess of revenue over expenses of \$2.027 million is from Pro-Demnity and therefore the balance of that of approximately \$800,000 is from the operations of the OAA.

Speigel responded to the second part of the question, noting that Pro-Demnity is currently projected to have a slight profit this year. They are performing well since they are based on a three-year cycle. The key is to maintain a steady reserve and excise discretion in the using the funds the OAA holds.

A member requested some clarification with respect to the reserves, suggesting that the legal and capital portions appeared to be low.

Executive Director, Kristi Doyle responded that the capital reserve was high until depleted due to the building renovation adding that focus has shifted again to rebuilding the reserve. The legal reserve is new and will take some time to build.

Speigel reported that following the onset of the pandemic, financial statements after April demonstrated a drop in Council and committee expenses. Decreases in operating expenses were noted with staff and committees working from home. An increase in IT expenses resulted from enabling a remote working environment.

The annual Conference and awards events have been postponed. Through excellent negotiation the OAA was able to mitigate the impact of deposits held for the Conference. The awards will be celebrated in the fall in a format yet to be determined.

Despite a drop in the interest from GIC's, the OAA was able to from a premier investment account which allowed for the same interest rate as previously budgeted.

It was reported that 97% of membership fees have been collected, adding that the OAA has extended the date for receipt of the annual Certificate of Practice fee to July 31, 2021 in an effort to relieve to firms affected by the pandemic. Additional relief was also given to those members who had not yet paid their fees through the Financial Hardship policy.

Speigel noted that the demographics of the membership are demonstrating a shift toward a new generation, adding that 50% of the new members are women. The OAA is addressing issues of inequality and recognizes that architects are integral in leading the way to rethinking the future.

The Chair thanked Speigel for the presentation on the OAA's financial position.

PRO-DEMUNITY INSURANCE COMPANY

The Chair welcomed Pro-Demnity Insurance Company (Pro-Demnity) Chair, Joanne McCallum who made a presentation to the membership, which highlighted the activities and performance for the past year of Pro-Demnity. The Chair took a moment to recognize past-Chair, Hari Panday and extend the OAA's appreciation for Panday's work on the Board.

McCallum reported on Pro-Demnity's activities for 2019 and provided an update on 2020 to date. In the past year, new CEO, Bruce Palmer began his role in May 2019, as well, four new Directors came onto the Board, all of whom possess significant business acumen from a variety of industry sectors. Appreciation was expressed for the past Chair's work on the Board and his assistance during the transitional years.

It was noted that the Professional Liability Program remains financially sound. Net premiums earned were up 11%. Claims expenses increased 11.6% which serves as a demonstration the efforts of Pro-Demnity to defend its members, though the result is an increase in costs; containing costs without impacting services is a key priority of Pro-Demnity. Several initiatives implemented to offset the costs include:

- Strengthening of the reinsurance program by utilizing disaster scenario planning tools to insure capacity to deal with claims;
- Introduction of the claims expense contribution to facilitate a long term reduction of costs of claims for firms with a higher frequency and severity of claims;
- An expansion of Pro-Demnity's internal legal team to two lawyers.

It was reported by McCallum that Pro-Demnity's mandate is to defend members in a lawsuit. It is clear that Pro-Demnity's activities have protected members from having to bear significant costs in addition to shielding them from potentially higher costs. There has been a gradual uptrend of claims

over the past 12 years; the premiums members pay continues to benefit the policyholders.

The risk management and communications program continues to provide enhanced communication. Pro-Demnity continues to enhance its communications which became especially critical this year. Multiple newsletters and six special edition bulletins have proactively addressed potential risks to the profession as a result of the pandemic as well as five additional announcements.

McCallum noted that Pro-Demnity has made adjustments to work remotely. With the immediate challenges felt by the profession the following adjustments were made:

- Waiver of administration fees on premium payments;
- Implementation of an option to make payments bimonthly; and,
- Providing an option to make pre-authorized payments or electronic transfers to reduce cheque handling.

It was noted by McCallum that to date, no increase in cancellations or defaults on payment were recorded though an increase in claims is anticipated to eventually surface. There will be an impact on revenues though this is mitigated by the three-year averaging. The OAA has been proactive in promoting the idea of new projects with government to facilitate a kickstart of the economy.

McCallum noted that Pro-Demnity is continually monitoring the pandemic and its effects and is working with its lawyers and reinsurers to keep current on construction and liability events.

It was reported by McCallum that Pro-Demnity is working to ensure sustainability in the broadest sense; renewing its commitment to diversity and inclusiveness. Staff participated with the OAA last year in unconscious bias training, introduced an updated diversity and inclusiveness policy, taken a stance on racism on LinkedIn, and recognized June as Pride month in Toronto. Internally as staff-driven diversity and inclusiveness task force has been created with the mandate to address all forms of discrimination through education, training and shared events.

McCallum reported that Pro-Demnity is looking to the future in part through an operational review to better align its operations to meet the needs of the profession. Its guiding principles include protection of the architectural profession and its families by

way of strengthening and supporting resiliency to risk. Pro-Demnity's commitment to being an authority on risk so as to result in financial sustainable practices resulting in releasing the full potential of the profession to improve society and human interaction through better design.

McCallum noted that going forward, Pro-Demnity is focused on strengthening current operations, resiliency to future waves of the pandemic, ongoing claims trends, and focus on succession planning to ensure continued strengthening of its financial position. This will mean remaining true to Pro-Demnity's primary objective of ensuring affordable and ready access to professional liability insurance while looking for sensible, profitable and value-added opportunities to better serve the profession.

The President thanked the Chair of the Pro-Demnity Board for the presentation.

**ADDRESS BY 2020 OAA PRESIDENT
KATHLEEN KURTIN**

OAA President Kathleen Kurtin presented her address to the 130^h Annual General Meeting of the Association.

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

Following her address, the President called for comments and questions from the membership. It was noted that should there be questions not answered within the time frame of the meeting, responses will be prepared in a post meeting report for the members.

A member noted that there is a gender balance for interns, however, for licensed members the current balance is 70% male and 30% female. Is there a trend toward alignment?

The President responded that there is a trend toward an even distribution in gender in the profession. It is anticipated that as her generation moves toward retirement, the numbers are showing that there will be a 50/50 split, likely in the next 10-20 years.

A member requested an update on the *Employment Standards Act* noting that the pandemic has demonstrated the importance of protecting those most vulnerable employees.

The President responded that there was much work done by the OAA towards addressing employment

standards with the government which they have delayed however it is still on the radar and of concern to the OAA.

There were questions with respect to the number of attendees at the virtual AGM which was clarified at approximately 233.

There was a question as to whether there is a specific location on the OAA Website where members can make comments and suggestions with respect to the new OAA logo and website.

The President suggested that the member may wish to visit the OAA.chat forum, a newly created space for members to leave comments and hold open discussions.

A member enquired as to what steps the OAA is taking to support equity, diversity, and inclusivity.

The President responded that Council discussed immediate steps to be taken at its last meeting. There is a lack of data with respect to membership demographics, and there is a plan to engage a consultant to assist the OAA in collecting that data, as well as background information in order that the OAA can better educate itself. The OAA is currently sharing information via Instagram and other social media platforms on the issue. An invite for the membership to participate in a roundtable on the issue was recently released. The OAA is tackling the issue on many fronts including education webinars scheduled to come out in the fall. There is also the priority lens set at the beginning of 2020 which focuses on decisions being looked at through a lens which ensures that we are equitable and inclusive moving forward.

There was a question from a member on the status of the regulation of interior design under the *Architects Act*.

The President responded that the file is currently in a holding pattern due to the pandemic, and that the government has identified other priority items at this time. There have been several meetings with the new Attorney General who has recognized the value and importance of the work done to date.

A member enquired as to whether there has been progress further to the OAA's commitment to raise public awareness of its members.

The President responded that though the pandemic has made public outreach somewhat difficult there has been progress. The SHIFT event last year

resulted in considerable media coverage increasing public awareness. The OAA is open to suggestions. Part of the strategy around the pandemic included the incorporation of education programs for elementary schools.

There was a question enquiring why BCIN holders are permitted to act similarly to architects in design and permit processes of small structures and is it a question regarding what constitutes the practice of architecture; what is the restricted scope of practice as residential and some small structures are not restricted under our legislation.

The President responded that the Registrar is tasked with writing cease and desist orders to those practising outside the permitted scope. Part 9 defined in the Building Code is an area where BCIN's are permitted to work and therefore cannot be controlled. A communication piece specially targeted towards Building Officials will be going out with respect to this issue.

A member enquired as to the type of work underway with public agencies who propose engaging architects through contracts which do not respect professional practice i.e. contravening insurance policy limits designed to protect the public.

The President responded that the OAA has worked with Infrastructure Ontario in the past to deal with similar issues. The OAA continues to issue Alerts which inform members of concerns relative to unreasonable contract and RFP language that affect their professional responsibilities. The OAA can only react however in a way that is consistent with its mandate. Under the *Combines Act*, a mandatory fee schedule cannot be dictated. The membership is encouraged to utilize the RAIC 'A Guide to Determining Appropriate Fees for the Services of an Architect. There is now emphasis on financial literacy and training the profession. It is an ongoing issue, evolving each day but is being monitored.

ADJOURNMENT

It was moved by Jieun Lee, Toronto and seconded by Mélisa Audet, Toronto,

THAT the 130th Annual General Meeting be adjourned.

MOTION CARRIED