



Architects' Association of New Brunswick General By-Laws

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PREAMBLE

The Council of the Architects' Association considers it advisable to pass By-laws for the regulation of the Association and its affairs:

RESOLVED THAT the following be enacted as the General By-laws:-

1.0 INTERPRETATION

- 1.1 In these By-laws and any other By-laws of the Association, unless the context otherwise specifies or requires,
 - (a) "Act" means the Architects Act, S.N.B. 1987 c. 66, as amended from time to time and includes any successor legislation;- in the event of successor legislation any reference in a By-law to the Act or a provision thereof shall be read as referring to the successor legislation or the provision substituted therefore, as the case may be;
 - (b) words importing the singular include the plural and vice-versa; words importing the masculine gender include the feminine and neuter genders and vice-versa; persons include corporations, companies, sole proprietorships, partnerships, syndicates, joint ventures and trusts;
 - (c) "By-law" means any By-law of the Association from time to time in effect and includes, where context requires, any amendment or substitution thereof;
 - (d) headings used in a By-law are inserted for reference only and are not to be considered in interpreting the provisions or to clarify, modify or explain the effect of any provisions thereof; and
 - (e) any term contained in a By-law which is defined in the Act shall have the meaning given in the Act.

2.0 REGISTERED OFFICE AND FISCAL YEAR

- 2.1 The Association shall maintain a registered office in the Province of New Brunswick at a location determined from time to time by Council.
- 2.2 The fiscal year of the Association shall terminate on December 31 each year.

3.0 SEAL

- 3.1 The Association shall have a seal which shall have inscribed thereon the words: "Architects' Association of New Brunswick 1933". The seal shall be kept at the registered office of the Association.
- 3.2 The seal shall be impressed on all Certificates of Registration and on all deeds, contracts, agreements, certificates or other instruments in writing requiring the seal.
- 3.3 The seal shall not be used except under the signature of the officer or officers, or member or members of Council or other person or persons authorized to sign and seal an instrument in writing under the provisions of these by-laws.



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4.0 MEMBERSHIP

4.1 Classes of Members

The classes of members of the Association are as follows:

- 4.1.1 "Registered Members" are individuals enrolled as members under By-law 4.3 hereof;
- 4.2.1 "Intern Members" are individuals enrolled as members during their assistantship under By-law 4.3.2(f)(i) or 4.3.2(f)(ii) hereof;
- 4.1.3 "Student Members" are individuals enrolled as members as students of architecture under By-law 4.3.2(f)(ii) hereof;
- 4.1.4 "Retired Members" are individuals who have ceased the practice of architecture while being Registered Members in good standing. Membership is automatic upon retirement from active practice.
- 4.1.5 "Honorary Members" are individuals who have rendered the profession special and valuable service or who have practised with distinction any of the arts and crafts allied to architecture. The name of such an individual shall be suggested to Council in writing by a Registered Member, countersigned by four (4) other Registered Members; upon endorsement of the nomination by Council, the individual shall be elected by a four-fifths (4/5) vote of the members present and entitled to vote at an Annual or Special Meeting.

4.2 Voting Rights

Only Registered Members are entitled to hold office, and to receive notice of, to attend, to be heard and to vote at all meetings of the Association. Intern Members, Student Members, Retired Members and Honorary Members who have practised architecture are entitled to notice of, to attend and to be heard of all meetings. Honorary Members who have not practised may attend and be heard by invitation of Council. (Amended 24 February 1990).

4.3 Admission to Membership

4.3.1 Registered Membership

An applicant for Registered Membership who has passed the prescribed examinations and otherwise complied with the provisions of the Act and the By-laws, and has tendered the prescribed fees for registration and the annual dues for the current membership year, may on recommendation of the Board of Examiners, be approved for registration by Council.

4.3.2 Registered Membership Requirements

An applicant for Registered Membership shall:

- (a) be an individual ordinarily resident in a jurisdiction recognized by Council;
- (b) be a graduate in architecture of an accredited university, other academic or technical institution, or program of study recognized by Council, and hold a certificate of academic qualification recognized by Council;
- (c) have fulfilled the requirements of approved architectural experience established by Council;
- (d) provide evidence of good character satisfactory to Council;



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4.0 MEMBERSHIP

4.3 Admission to Membership

4.3.2 Registered Membership Requirements

- (e) pay the prescribed fees and the annual dues for the calendar year; and
- (f) be an individual who,
 - (i) has worked as an Architects Intern Member in a manner prescribed by the By-laws for a period of three (3) years after graduation, or such lesser period as Council may determine to be adequate, has completed an approved architectural experience record and has passed the examinations prescribed by Council; or set by the Board; or
 - (ii) has completed the required studies and passed the examinations set by the Board to the satisfaction of Council while enrolled as a Student Member and employed in the office of a practising member of a professional Association of Architects recognized by Council, and has worked as an assistant for a period of three (3) years after the completion of a recognized course of study or such lesser period as Council may determine to be adequate, and has completed the work in the manner prescribed by the by-laws; or
 - (iii) is currently or has been a member in good standing, and is currently eligible, upon application, to become a member in good standing, of an Architects' Association in Canada having requirements for membership which are in the opinion of Council equivalent to those of the Association, and provides evidence that he/she understands the Act and the By-laws and any other law of New Brunswick or Canada which, in the opinion of Council, are applicable to the practice of architecture in New Brunswick; or
 - (iv) is currently or has been a member in good standing and is currently eligible, upon application, to become a member in good standing of an Architects' Association or Institute within or outside Canada where, in the opinion of Council, the qualifications are satisfactory to permit the proper practice of architecture and where the person has satisfactorily passed any examination which Council may consider necessary to establish satisfactory training and experience.

4.3.3 Registered Members' Experience

- (a) The employment as an Intern Member referred to in By-laws 4.3.2(f)(i) and (ii) shall be in the office of a Registered Member practising in New Brunswick or in the office of a practising member of an Association of Architects recognized by Council, or in an office approved by Council. At least a six (6) month period of an internship shall be served in New Brunswick with a Registered Member practising in New Brunswick.
- (b) An applicant shall be responsible for the completion of a detailed record of his/her employment certified to the satisfaction of Council, and where possible, the record shall be kept in an Experience Record Book approved by Council.
- (c) Where an applicant applies for registration pursuant to By-law 4.3.2(f)(iv), Council may require a period of experience in the office of a Registered Member practising in New Brunswick, the duration and extent of the experience to be determined by Council following an interview with the applicant and a review of his/her application.



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4.0 MEMBERSHIP

4.3 Admission to Membership

4.3.4 Registered Members` Examinations

- (a) The contents of, the rules governing and the examinations pursuant to By-law 4.3.2 shall be set by Council.
- (b) Pre-registration examinations shall determine the applicant's entry to the profession and knowledge on matters considered necessary or appropriate by Council and shall be based upon an approved curriculum.
- (c) Individuals intending to apply for registration under By-laws 4.3.2(f)(i), (ii) and (iv) on completing the approved experience requirements, if applicable, may apply to sit for the pre-registration examinations.
- (d) Individuals who have not successfully completed the examinations within the time frame required by Council, shall not be admitted as a Registered Member of the Association and shall be removed by Council from the enrolment as an Intern member.

4.3.5 All Intern Members intending to apply for Registered membership through a Programme of Study recognized by the Association under By-law 4.3.2(f)(ii) shall be enrolled as a Student Member while taking the Program of Study.

4.3.6 Intern Membership

An applicant for Intern membership who is a graduate in architecture of an accredited university, other academic or technical institution, or Program of Study recognized by Council, holds a certificate of academic qualification recognized by Council and who is employed as an Intern Member with a Registered Member may be admitted to membership by Council. Intern Members may take and use the title "Intern Member."

4.3.7 Student Membership

An applicant for Student membership who is enrolled in a Program of Studies recognized by the Association with a Registered member practising in a jurisdiction recognized by Council may be admitted to membership by Council.

4.3.8 Continuing Education

Every registered member shall participate in the Mandatory Continuing Education Program as prescribed by Council. The program shall consist of:

- (a) Professional Renewal Points – Offered by the Association or approved by Council periodically throughout the calendar year, and
- (b) Self-Directed Points – Undertaken by Members in categories as prescribed by Council.

4.3.9 Reinstatement of Membership

- (a) Members in good standing who have allowed their membership to lapse for a period of not more than three (3) years shall complete:
 - (i) the terms and conditions of application
 - (ii) meet the requirements of one cycle of the Continuing Education program, and
 - (iii) be assessed fees and dues consistent with Section 8.



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4.0 MEMBERSHIP

4.3 Admission to Membership

4.3.9 Reinstatement of Membership

- (b) Members of the Association who have left the profession for a period of more than three (3) years shall:
 - (i) Meet the requirement for membership as established by Council at date of application for reinstatement.

4.4 Certificate of Registration

Upon registration a Registered Member shall be issued with a Certificate of Registration which remains the property of the Association. The member shall be responsible for the safekeeping of the Certificate, and the return of the Certificate of the Association in the event of removal of the member's name from the Register. Upon removal of the name of a member from the Register the Certificate shall immediately be returned to the Association. All members may be issued with a membership card annually after payment of the appropriate annual dues.

4.5 General

4.5.1 Notice of Act and By-Laws

All Registered Members, Intern Members and Student Members shall upon enrolment be issued with a copy of the Act and By-laws, and shall thereupon be deemed for all purposes to have knowledge of the contents thereof.

4.5.2 Notice to Last Address

Each individual registered or enrolled as a member with the Association shall promptly notify the Executive Secretary and/or Executive Director of any change of address. The mailing of a notice to the last address of the member on the records of the Association shall be deemed to constitute service of notice for any purposes of the Association.

4.5.3 Resignations

Any member resigning from membership in the Association shall give notice in writing to the Registrar and the resignation shall only be effective from the date of acceptance of the resignation by Council and the name of the member shall be erased from the Register effective as of the date of acceptance.

4.5.4 Maintenance of the By-Laws

Council of the Association shall be permitted to update the By-laws on a bi-annual basis to correct non-regulatory issues.

5.0 LICENSING

5.1 Classification

5.1.1 The classes of licence to practise architecture in New Brunswick shall be

- (a) Temporary
- (b) Special

and shall be issued by Council upon application on the prescribed form for the duration and on the terms and conditions set out herein.



Architects' Association of New Brunswick General By-Laws

5.0 LICENSING

5.1 Classification

5.1.2 Temporary Licence

Temporary Licences may be issued by Council for a period of one (1) year on the following terms and conditions:

- (a) The application shall be completed by the applicant and forwarded to the Association together with the prescribed fees;
- (b) A license shall be granted only for the specific project named in the application;
- (c) The applicant shall agree to remain licensed for the duration of the project and for a period of one (1) year following substantial completion thereof;
- (d) Applicants or the person with whom the applicant practises architecture shall associate with a person authorized to practise architecture in New Brunswick who holds a current Certificate of Practice, and who shall endorse the application. The duties of the associate shall include:
 - (1) advising on technical and other matters of a local nature, reviewing documents at various stages of the project with respect to applicable Building and other Codes, Ordinances, etc., and
 - (2) participation in any stage of the project agreed between the applicant and the associate as being necessary in the professional interest of the client and the public.

The application shall include a summary of the agreement between the applicant and the associate satisfactory to Council;

- (e) Where an application is made by an individual who practises architecture
 - (1) as a sole proprietor in other than his/her own name, or
 - (2) as a partner, or
 - (3) as an officer or director of a corporation, or
 - (4) as an employee of a sole proprietor, partnership, corporation or partnership of corporations.the application shall not be considered by Council unless it is accompanied by
 - (5) a statutory declaration by the applicant declaring that he/she is the individual or one of the individuals responsible for the practice of architecture in relation to the project for which the license is sought, and
 - (6) an application for the issuance of a Certificate of Practice for the project to the person under which the applicant practices architecture.
- (f) Where more than one individual is responsible for the practice of architecture in relation to the project for which the license is sought, all responsible individuals shall apply for a Temporary License and their applications shall accompany the other applications for a Temporary License and for a Certificate of Practice;



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5.0 LICENSING

5.1 Classification

5.1.2 Temporary Licence

- (g) Council may waive the application of subsection (d) where it is satisfied that the requirements thereof would create an undue hardship on the applicant, or where the application is in respect of a project which was commenced prior to the coming into force of these by-laws;
- (h) The fees for the issuance of a Temporary Licence shall be established by Council.

5.1.3 Special License

Special licences may be issued by Council for the period of time and on the following terms and conditions:

- (a) Special licences may be issued by Council for the period of time and on the following terms and conditions:
- (b) The applicant shall be or be employed with a sub-consultant to a person holding a current Certificate of Practice who shall endorse the application. The application shall contain a summary of the responsibilities of the applicant and the person under which the applicant practises architecture;
- (c) Licences shall be issued only for the specific project and for the specific periods of time set out in the application;
- (d) Where an application is made by an individual who practises architecture
 - (1) as a sole proprietor in other than his/her own name, or
 - (2) as a partner, or
 - (3) as an officer or director of a corporation, or
 - (4) as an employee of a sole proprietor, partnership or corporation,the application shall not be considered by Council unless it is accompanied by
 - (5) A statutory declaration by the applicant declaring that he/she is the individual or is one of the individuals responsible for the practice of architecture as a sub-consultant in relation to the project for which the licence is sought, and
 - (6) an application for the issuance of a Certificate of Practice for the project to the person under which the applicant practises architecture;
- (e) Where more than one individual is responsible for the practice of architecture as a sub-consultant by the person applying for the Certificate of Practice, each individual shall apply for a Special licence and their applications shall accompany the other applications for a Special licence and for a Certificate of Practice.
- (f) The fees for the issuance of a Special licence shall be established by Council.



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5.0 LICENSING

5.2 Renewal

- 5.2.1 Licences requiring renewal shall be renewed prior to the expiry date thereof.
- 5.2.2 An application for renewal shall be completed by the applicant in the form prescribed by Council and shall be accompanied by the prescribed fee.
- 5.2.3 An application for renewal of the Certificate of Practice issued with the license together with the prescribed fee shall accompany the application for licence renewal.
- 5.2.4 An application for renewal shall be endorsed by the associate, or by the person to whom the applicant or the person with whom the applicant practices architecture, provides services as a sub-consultant.
- 5.2.5 An application for renewal shall certify that the facts referred to in the original application for license or Certificate of Practice are true or state the facts that are no longer true and the present circumstances.

5.3 General

5.3.1 Notice of Act and By-laws

All licenses shall, upon issuance of a license, be issued with a copy of the Act and these by-laws and shall thenceforth be deemed for all purposes to have knowledge of the contents of the Act and these by-laws.

5.3.2 Notice to Last Address

Each individual enrolled as a licensee of the Association shall promptly notify the Executive Secretary and/or Executive Director of any change of address. The mailing of a notice to the last address of the licensee on the records of the Association shall be deemed to constitute service of notice for any purpose of the Association.

6.0 CERTIFICATE OF PRACTICE

- 6.1 A Certificate of Practice shall be issued by Council under Section 14 of the Act on the following terms and conditions:
 - (a) The application shall be completed by the applicant and forwarded to the Association together with the prescribed fee, where applicable;
 - (b) The application shall establish that the applicant has complied with the provisions of Sections 12 or 13 of the Act and with the requirements of the By-laws;
 - (c) The applicant shall agree to comply with the Act and the By-laws;
 - (d) The applicant, if he/she is an employee, shall provide evidence that he/she has the consent in writing of his/her employer to provide architectural services to the public;
 - (e) In the case of partnerships, corporations or partnership of corporations, all partners, officers or directors, who are Architects, shall be Registered Members of the Association; and
 - (f) The application shall name the Registered Members or licenses authorized to affix a stamp on a design on behalf of the applicant in accordance with subsections 15(3) and (4) of the Act and shall agree that only these individuals are authorized to affix the stamp and sign the designs.



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6.0 CERTIFICATE OF PRACTICE

6.2 Duration

- 6.2.1 Certificates of Practice shall be issued for each membership year of the Association to Registered members practising in their own name pursuant to subsection 12(1) of the Act or to sole proprietors, partnerships, corporations or partnerships of corporations practising in accordance with Section 13 of the Act.
- 6.2.2 Certificates of Practice to be issued with a licence shall only be issued for the duration of the licence.

6.3 Renewal

Certificates of Practice, where applicable, shall be renewed prior to the expiry date thereof, on application in the form prescribed by Council. The application shall certify that the facts stated in the original application are true or where the facts differ, shall advise of the changes.

6.4 Stamp

- 6.4.1 Upon issuance of a Certificate of Practice, other than a renewal thereof, Council shall issue a stamp(s) to the person(s) authorized to sign on behalf of the entity in accordance with Section 15 of the Act.
- 6.4.2 The stamp shall bear the name of the entity holding the Certificate of Practice, together with the name of the member authorized to affix the stamp and sign on behalf of the entity. The stamp, physical or electronic, shall be of a design or designs approved by Council.
- 6.4.3 The stamp shall remain the property of the Association and shall be returned to the Association when the holder thereof no longer holds a current Certificate of Practice, or where the membership or licence of the individual associated with the holder of the Certificate of Practice has been suspended, cancelled or revoked pursuant to the Act or the By-laws.
- 6.4.4 A person holding a Certificate of Practice shall affix his/her stamp to the following documents:
- (a) working drawings issued for tender, construction, fire marshal approval, building permit;
 - (b) any drawing or sketch produced during the course of tender or construction which modified the documents described in (a) and/or part of addenda, change orders, specifications or clarifications;
 - (c) final specifications issued for one of the proposed given in (a) or (b) above. Specifications need to be stamped on only one page in a prominent location;
 - (d) progress claims;
 - (e) substantial completion certificates; and
 - (f) final completion certificates.

The stamp may be affixed to preliminary drawings presented for client approval, prior to proceeding to working drawings; all preliminary drawings presented to authorities having jurisdiction for the purpose of re-zoning, variance applications, development permit applications, et cetera; and any report for which the Architect has been retained in his/her professional capacity (feasibility studies, site analyses, expertise reports, et cetera), in final form or for presentation to authorities having jurisdiction.



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6.0 CERTIFICATE OF PRACTICE

6.4 Stamp

- 6.4.5 A person holding a Certificate of Practice is not required to affix his/her stamp on a design in the case of an open competition in which anonymity is a requirement.
- 6.4.6 Copies of the electronic stamp, used in word processing and CADD document preparation, shall be filed with the Association annually at renewal time.

6.5 Name

- 6.5.1 A holder of a Certificate of Practice shall not use a name, designation or letterhead that is:
- (a) the same as or similar to the name, designation or letterhead of another sole proprietorship, partnership, corporation, partnership of corporation or joint venture that engages in the practice of architecture in New Brunswick so that the use would be likely to deceive or confuse;
 - (b) a number name of a corporation;
 - (c) a name other than the name of the corporation;
 - (d) misleading
 - (e) scandalous, obscene or immoral; or
 - (f) self-laudatory
- 6.5.2 Styling of firm, company or corporate names and the composition of letterheads of persons applying for a Certificate of Practice shall be approved by Council.
- 6.5.3 Names and designations for firms or corporate name shall comply with the following:
- (a) Anonymous designations are in general acceptable. Name of designation may include the name, names or initials of a past or present member. The name, names or initials of past or present members of the Association of Professional Engineers & Geoscientists of New Brunswick may be included;
 - (b) Firm names or designations shall not include the name or initials of individuals other than as authorized in subsection 6.5.3(a); and
 - (c) Firm names or designations may use the word "Architect", or any addition, abbreviation, derivation or variation thereof, and also the term "partner(s)", or "partnership" if associates or partners in fact exist. The term "associate" or "partner" in this context means another member of the design professions.
 - (d) The design professions in this context shall include persons duly qualified in the fields of landscape architecture, community planning and interior design, but does not include technicians or technologists. Any dispute as to the meaning or eligibility shall be referred to Council, whose decision shall be final.
- 6.5.4 Holders of a Certificate of Practice shall include on their letterhead the names of all persons responsible for the practice of architecture. The name(s) shall be shown separate and apart from the name of the practice.
- 6.5.5 A copy of the current letterhead of a holder of a Certificate of Practice shall be filed with the Association annually.



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6.0 CERTIFICATE OF PRACTICE

6.6 Office and Records

6.6.1 A holder of a Certificate of Practice shall maintain a minimum organization of the practice of architecture and the delivery of architectural services.

6.6.2 As part of the organizational requirement every holder of a Certificate of Practice shall:

- (a) maintain at least one office from which the practice of architecture is carried on;
- (b) maintain chronological books, records, accounts and files for each architectural project including:
 - (1) a record showing all fees and disbursements charged for services;
 - (2) files containing all letters, memoranda, notices and correspondence;
 - (3) files containing all evaluations, advice and reports;
 - (4) files containing all certificates, statements, notices and other documents with respect to contract administration or general review carried out, and
 - (5) all designs issued, exhibited or used in the practice of architecture.

6.6.3 Every office in which the practice of architecture is carried on shall:

- (a) generally or usually be accessible to the public during normal business hours;
- (b) be equipped with a telephone that is answered either manually or by means of a mechanical device and that is listed in the local telephone directory under the name of the entity holding the Certificate of Practice.
- (c) have such staff, instruments, equipment and facilities as are reasonably necessary for the delivery of architectural services; and
- (d) be under the personal supervision and direction of a Registered member or licensee.

6.7 Professional Liability Insurance

6.7.1 Every Certificate of Practice holder shall carry professional liability insurance coverage, in respect of any one claim to the limit of at least \$250,000, with an aggregate total of \$500,000, exclusive of interest and costs, against liability resulting from bodily injury to or the death of one or more persons and loss of or damage to property, resulting from negligence in the practice of architecture.

6.7.2 Any Certificate of Practice holder, or any registered member who is a director, officer or employee of a Certificate of Practice holder engaged in the practice of architecture, engaged in the practice of architecture contrary to this by-law commits an offense punishable on summary conviction.

6.8 Joint Venture

Upon entering into a joint venture to engage in the practice of architecture, the holder or holders of a Certificate of Practice shall file with the Registrar a memorandum summarizing the joint venture and the members thereof in a form prescribed by Council.



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6.0 CERTIFICATE OF PRACTICE

6.9 Reinstatement of Certificate of Practice

- (a) Certificate of Practice holders in good standing who have allowed their Certificate of Practice to lapse for a period of not more than three (3) years shall complete:
 - (i) the terms and conditions of application
 - (ii) be assessed fees and dues consistent with Section 8.
- (b) Certificate of Practice holders who have left the profession for a period of more than three (3) years shall:
 - (i) Meet the requirements for Certificate of Practice as established by Council at date of application for reinstatement.

7.0 APPLICATION FORMS

- 7.1 All applications shall be made on the prescribed form (if any) and completed in full as prescribed by Council. In all cases, the fee or dues noted as payable on the form shall accompany the application.
- 7.2 The forms attached hereto form part of these by-laws.
- 7.3 Council may from time to time make amendments to the prescribed forms that it considers necessary. Upon receiving a completed application. Council may request additional information from the applicant that it considered necessary and the receipt of the additional information shall be a condition precedent to further action by Council on the application other than rejection if the information is not received within a reasonable time.

8.0 FEES AND DUES

- 8.1 The fees and dues with respect to the enrolment or registration of members, licensees or persons holding a Certificate of Practice, for sitting examinations and for the processing of applications shall be established annually by Council based upon the guidelines established in By-law 8.2 and shall take effect upon approval by Council.

8.2 Fees and Dues

8.2.1	Fee for initial registration as a Registered Member, not more than	\$150.00
8.2.2	Annual dues for Registered Members, not more than	\$750.00
8.2.3	Fee for initial enrolment as an Intern Member or Student member, not more than	\$200.00
8.2.4	Annual dues for Intern Members, not more than	\$200.00
8.2.5	Annual dues for Student Members, not more than	\$100.00
8.2.6	Annual dues for Retired Members	Nil
8.2.7	Annual dues for Honorary Members	Nil
8.2.8	Fee for sitting each examination required by Council	as prescribed
8.2.9	Fee for processing application for issuance and renewal of a Certificate of Practice for a Registered Member or the person with whom the Registered Member practices architecture, not more than	\$350.00



Architects' Association of New Brunswick General By-Laws

8.0 FEES AND DUES

8.2 Fees and Dues

- | | | |
|--------|---|------------|
| 8.2.10 | Fee for Temporary Licence, annually not more than | \$5,000.00 |
| 8.2.11 | Fee for Special Licence, annually not more than | \$2,000.00 |
| 8.2.12 | Fee for processing the application for issuance and renewal of a Certificate of Practice for a licensee or the person with whom the licensee practices architecture annually—fee for each person responsible for the practice of architecture, as indicated in Section 2 of the application form, not more than | \$350.00 |
| 8.2.13 | Fee for reinstatement of membership (not more than three years of lapsed membership):
(i) dues in arrears for the year(s) of lapsed membership
(ii) dues for the current year; and
(iii) a re-registration fee of not more than \$250.00 | |
| 8.2.14 | Fee for reinstatement of membership:
(i) as prescribed by Council | |
| 8.2.15 | Fee for reinstatement of a lapsed Certificate of Practice:
(i) dues in arrears for the year(s) of lapsed Certificate of Practice
(ii) dues for the current year; and
(iii) a re-registration fee of not more than \$250 | |

8.3 Annual dues under sections 8.2.2, 8.2.4, 8.2.5 and 8.2.6 shall be for the fiscal year of the Association. Fees under sections 8.2.10 and 8.2.11 shall be for a project year commencing with the earlier of the date when the design work was first commenced on the project by the applicant or the date of issuance of the licence and Certificate of Practice. Fees under section 8.2.12 shall be for the annual or other period established in the reciprocal arrangements of agreements.

8.4 Membership year fees and dues shall be due on November 1st of the preceding year and shall be paid not later than December 31st of the preceding year.

8.5 All fees or dues shall be paid with the initial application for renewal and the application shall not be processed without full payment thereof.

8.6 All members, licensees or holders of Certificates of Practice in arrears of fees, dues, special levies or assessments as of the commencement of the fiscal year or otherwise when due shall be immediately removed from the Registers of the Association and, where applicable, Certificates of Practice held by Registered Members or licensees or persons under which the Registered Member or licensee practices architecture, shall be deemed to be revoked and removed from the Register. Notice of removal of members or licensees from the Register and the revocation of the applicable Certificates of Practice, where appropriate, shall immediately be mailed to all Registered, Graduate and Student members and to persons holding the revoked Certificates of Practice.

8.7 Members whose names have been removed from the Register because of arrears in fees, dues, special levies or assessments may reapply for registration and shall be assessed fees and dues consisting of:

- (a) dues in arrears for the year of removal;
- (b) dues for the current year; and
- (c) a re-registration fee of not more than \$250.



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8.0 FEES AND DUES

8.8 If special circumstances arise requiring additional funding for the Association, Council may impose a special levy or assessment of not more than \$250 for or during each fiscal year on each Registered Member. The levy shall be payable on receipt of notice and if not paid within thirty (30) days of the date of the notice, interest shall be payable at the rate of two percent (2%) per month.

8.9 Reinstatement

8.9.1 Members and Certificate of Practice holders in good standing who have allowed their membership to lapse for a period of not more than three (3) years shall complete:

- (a) the terms and conditions of application
- (b) meet the requirements of one cycle of the Continuing Education program, and
- (c) be assessed fees and dues consisting of:
 - (i) dues in arrears for the year(s) of lapsed membership
 - (ii) dues for the current year; and
 - (iii) a re-registration fee of not more than \$250.

8.9.2 Members of the association who have left the profession for a period of more than three (3) years shall:

- (a) Meet the requirements for membership as established by Council at date of application for reinstatement.

9.0 MANAGEMENT

9.1 Administration

9.1.1 The affairs of the Association shall be administered by Council in accordance with the Act and By-laws.

9.1.2 The officers of the Association shall be the President, Vice-President and Treasurer who shall be elected annually by the members of Council from the membership of Council at the first meeting of Council following the Annual Meeting of Members. Members of Council who are not Registered Members of the Association shall not be entitled to hold office.

9.1.3 There shall be a Registrar who shall be a Registered member appointed annually by Council and shall be a member of Council and hold office at the pleasure of Council.

9.1.4 There shall be an Executive Secretary and/or Executive Director appointed from time to time by Council and who holds office at the pleasure of Council.

9.1.5 The services of the Executive Secretary and/or Executive Director or the Registrar may be terminated by a majority vote of the entire Council.

9.1.6 The President, Vice-President, Treasurer, Registrar and members of Council and of Committees shall serve without remuneration but shall be reimbursed for reasonable out-of-pocket expenses incurred in attending Council, Committee or Association meetings, or in respect of the performance of their duties or responsibilities. Council may, in special circumstances and where it considers it appropriate, authorize an honorarium to be paid to one or more of the above.



Architects' Association of New Brunswick General By-Laws

9.0 MANAGEMENT

9.1 Administration

9.1.7 The terms of employment and remuneration of the Executive Secretary and/or Executive Director shall be settled from time to time by Council.

9.1.8 Council shall obtain, equip and furnish offices necessary to carry on the business of the Association.

9.1.9 Declaration of Interest

Every member of Council or officer of the Association who is a party to a material contract, or a proposed material contract, with the Association, or who is a director or officer of, or has a material interest in, any person who is a party to a material contract, or a proposed material contract, with the Association, or has a conflict of interest with respect to any matter before Council, shall disclose in writing to the Association, or request to have entered into the minutes of meetings of Council, the nature and extent of his/her interest, or conflict of interest. The disclosure shall be made immediately upon the member of Council or officer becoming aware of the interest. The disclosure shall be made immediately upon the member of Council or officer becoming aware of the interest, and the member of Council shall refrain from participating in the decision and voting in respect of the material contract or the matter.

9.1.10 Protection of Members of Council and Officers

No member of Council, of a Committee of Council, of the Association, a Board or officer or employee of the Association shall be liable for:

- (a) the acts, receipts, neglects or defaults of any other member of Council or officer; or
- (b) joining in any receipts or other acts for conformity; or
- (c) any loss or expense happening to the Association through the insufficiency or deficiency of title to any property acquired by order of Council on behalf of the Association; or
- (d) the insufficiency or deficiency of any security in or upon which any of the moneys of the Association shall be invested; or
- (e) any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person with whom any of the moneys, securities or effects of the Association have been deposited; or
- (f) any loss occasioned by error of judgement or oversight on his/her part; or
- (g) any loss, damage or misfortune whatever, which shall happen in the execution of the duties of his/her office or in relation thereto;

unless in or as a result of any action, suit or proceeding he/she is adjudged to be in breach of any duty or responsibility imposed on him as a member of Council or of a Committee of office under Act of the By-laws or under any other statute.



Architects' Association of New Brunswick General By-Laws

9.0 MANAGEMENT

9.1 Administration

9.1.11 Indemnity of Members of Council and Others

The Association shall indemnify the members of Council or officers or employees of the Association, former members of Council or officers or employees of the Association, or any person acting or who has acted as a member of a committee or board of Council or of the Association, against all costs, charges and expenses including an amount paid to settle an action or satisfy civil, criminal or administrative action or proceeding to which he/she has been made a party by reason of being or having been a member of Council or officer or employee or member of a committee or board, if:

- (a) he/she acted honestly and in good faith with a view to the best interest of the Association; and
- (b) in the case of a civil, criminal or administrative action or proceeding that is enforced by a monetary penalty, he/she had reasonable grounds for believing his/her conduct was lawful.

The Association shall also indemnify a member of Council or officer or employee or member of a committee or board who has been substantially successful in the defence of any civil, criminal or administrative action or proceeding to which he/she is made a party by reason of being or having been a member of Council or officer or employee or member of a committee or Board, against all costs, charges and expenses reasonably incurred by him in respect of the action or proceeding if the member of Council, or officer or employee or member of a Committee or Board is fairly and reasonably entitled to such indemnity.

9.1.12 Insurance for Members of Council and Others

The Association may purchase and maintain insurance for the benefit of any member of Council, officer, employee or member of a committee of the Association against liabilities, costs, charges and expenses sustained or incurred by them for failure to exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

9.1.13 Official Languages

- (a) The Architects' Association of New Brunswick is committed to offering services in both official languages at all levels of the organization.
- (b) All verbal and written information requests shall be answered in the language of the request.
- (c) Council will ensure Members of both official language groups are represented on Council.
- (d) All documents for general distribution shall be made available in both official languages.
- (e) All information for scheduled press conferences and press releases shall be provided in both official languages.



Architects' Association of New Brunswick General By-Laws

9.0 MANAGEMENT

9.2 Duties of Officers, Executive Secretary and/or Executive Director and Registrar

9.2.1 The duties of the President shall include:

- (a) presiding at all meetings of the Association and of Council; and
- (b) responsibility for the general supervision and direction of the affairs of the Association in accordance with the Act and by-laws.

The President is not entitled to vote at any meeting of Council of the members at which he/she is Chairperson, except in the case of a tied vote, and then he/she may cast the deciding vote.

9.2.2 In the absence or inability of the president, the Vice-President shall assume the duties and responsibilities of the President. The Vice-President shall not be entitled to vote at any meeting of Council or of the Members at which he/she is Chairperson, except in the event of a tied vote, and then he/she may cast the deciding vote. In the event the office of President becomes vacant, the Vice-president shall assume the office of President until the first meeting of Council following the annual meeting.

9.2.3 The duties of the Treasurer shall include:

- (a) maintaining complete and accurate books of account in which are records all receipts and disbursements of the Association;
- (b) under the direction of Council, the control and deposit of money, the safekeeping of securities and the collection and disbursement of funds;
- (c) accounting to members at the Annual Meeting, or whenever required, with respect to his/her transactions as Treasurer and the financial position of the Association;
- (d) accounting to members at the Annual Meeting, or whenever required with respect to his/her transactions as Treasurer and the financial position of the Association.
- (e) submitting annually the financial statements to Council and the membership; and
- (f) other duties assigned by Council from time to time.

9.2.4 The duties of the Registrar shall include:

- (a) establishing and maintaining Registers of members, licensees and proprietorships, partnerships or corporations holding Certificates of Practice in which shall be entered the name, address and the date of entry for each entrant;
- (b) recording in the Register the names of those removed therefrom together with the date and reason for removal.
- (c) the preparation and certification of a list of all members eligible to vote and to hold office for use at the annual meeting and more particularly for the conduct of elections; and
- (d) other duties and responsibilities stipulated by the Act and the By-laws, or assigned by Council from time to time.



Architects' Association of New Brunswick General By-Laws

9.0 MANAGEMENT

9.2 Duties of Officers, Executive Secretary and/or Executive Director and Registrar

9.2.5 The duties of the Executive Secretary and/or Executive Director shall include:

- (a) attending and acting as secretary and recording the minutes for all meetings of the Association and of Council, issuing correspondence in accordance with the decisions taken and policies established at the meetings, and issuing all notices required to be given to members of the Association and Council;
- (b) acting as secretary for the committees as Council may direct;
- (c) receiving all applications for registration or enrolment of Members, Licensing or Certificate of Practice together with all supporting documents;
- (d) co-operating and co-ordinating with the Registrar;
- (e) maintaining custody of the seal of the Association;
- (f) prior to each Annual Meeting, submitting to Council a list, certified by the Registrar, of all members in good standing;
- (g) collecting of all money due the Association;
- (h) certifying all bills or vouchers before presentation to Council for payment;
- (i) maintaining proper records showing the source and disposition of all income;
- (j) submission to the members at the Annual Meeting of reports required by Council; and
- (k) other duties and responsibilities stipulated by the Act or By-laws or assigned by Council.

9.3 Financial and Signing Authority

- 9.3.1 All money received on behalf of the Association shall be deposited to the credit of the Association in a chartered bank or trust company incorporated in Canada and approved by Council and all payments shall be made by cheque signed by the signing officers designated hereunder.
- 9.3.2 The purchase or sale of investments of the Association shall be approved by Council. Investment in securities shall be registered in the name of the Association or a trustee appointed by Council, and shall be kept in a safety deposit box in a chartered bank or trust company incorporated in Canada.
- 9.3.3 Council may authorize in any fiscal year unbudgeted capital expenditures to a value of not more than \$2,500. Capital expenditures in excess of \$2,500 in any fiscal year must have the prior approval of the members at an Annual or Special Meeting of the Association either specifically or by approval of the capital budget.
- 9.3.4 Council may borrow money from time to time on the credit of the Association up to the cumulative amount of \$5,000. Any borrowing in excess of \$5,000 must be approved by fifty-one percent (51%) vote of the membership by proxy. The mortgaging, pledging or otherwise creating a security interest in any property of the Association to secure any obligation of the Association shall be approved by a fifty-one percent (51%) vote of the membership present at an Annual or Special Meeting.



Architects' Association of New Brunswick General By-Laws

9.0 MANAGEMENT

9.3 Financial and Signing Authority

- 9.3.5 Deeds, assignments, contracts, cheques, drafts, orders for the payment of money, promissory notes, acceptances, bills of exchange and other instruments in writing requiring the signature of the Association may be signed on behalf of the Association by the President, Vice-president, the Treasurer and the Executive Secretary and/or Executive Director, or any two of them, and the seal may be fixed hereto as required by any person authorized to sign. All instruments in writing signed as aforementioned shall be binding on the Association without further authorization or formality.
- 9.3.6 A firm of chartered accountants shall be appointed at each annual meeting to review the books of the association. The review shall include an examination into the financial position of the Association and the preparation of a balance sheet, income statements and any other reports required by council. The statements shall be submitted by the Treasurer to Council for approval and thereafter shall be presented to the Annual meeting.

10. MEETINGS

10.1 Meetings of Council

- 10.1.1 Council meeting shall be called by the Executive Secretary and/or Executive Director at the direction of the President or any three (3) members of Council. At least eight (8) meetings shall be held each year. Notice of each meeting of Council shall be delivered, mailed, or electronically communicated or telephoned to each member of Council not less than 72 hours before the meeting is to take place. Notwithstanding the above, meetings of the Council may be held without notice if the absent members have waived notice or otherwise signified their assent to the meeting.

10.1.2 Quorum

At least four (4) Registered Members shall be present at a meeting of Council in order to constitute a quorum for the conduct of business.

10.1.3 Organizational Meeting

Council shall meet for organizational purposes, election of officers, appointment of the Registrar and for the transaction of any business which shall come before it immediately after the annual meeting of the Association at which they are elected at the place at which the meeting of the Association has been held, unless some other place is agreed upon by all members of Council then present. No notice of the time or place of such meeting shall be necessary. The business of the meeting may be proceeded with if a quorum is present notwithstanding a member of Council may not have notice of their election to council or of the time and place of the meeting.

10.1.4 Participation by Telephone

With the unanimous consent of all members of Council, a member may participate in any meeting of Council by telephone or other communications facilities that permit all persons participating in the meeting to hear each other, and a member of Council participating in a meeting by such means is deemed to be present at the meeting.



Architects' Association of New Brunswick General By-Laws

10. MEETINGS

10.1 Meetings of Council

10.1.5 Telephone Conference Meeting

With the unanimous consent of all members of Council, a meeting of Council may be held by conference telephone call or other communications facilities that permit all persons participating in a meeting to hear each other, and all members of Council participating in the meeting by such means are deemed to have been present at such a meeting of Council.

10.1.6 Transaction of Business by Signatures

A resolution in writing, or counterparts of a resolution, signed by all members of Council entitled to vote on the resolution at a meeting of Council is as valid as if it had been passed at a meeting of Council called, constituted and held for that purpose.

10.1.7 Election of Chairperson

In the event that the President or the Vice-President is not present or is unwilling to act as Chairperson at a meeting of Council, those present at the meeting shall appoint a Chairperson who shall not be entitled to vote, except in the event of a tied vote, and then he/she may cast the deciding vote.

10.2 Meetings of the Association

10.2.1 The Annual Meeting of the Association shall be on or before the last day of October in each year at the place and time set by Council.

10.2.2 The agenda for the Annual Meeting shall include:

- (a) minutes of the last Annual Meeting and any Special Meeting held since the last Annual Meeting;
- (b) business arising from the minutes;
- (c) report of the President;
- (d) report of the Registrar;
- (e) report of the Treasurer, presentation of the financial statements and budget, and the approval thereof;
- (f) report(s) of the Executive Secretary and/or Executive Director;
- (g) appointment of chartered accountants;
- (h) reports of committees;
- (i) report of the Nominating Committee and the election of members of Council; and
- (j) new business.

10.2.3 Council may call a Special Meeting of the Association at any time, and shall call a special meeting within 60 days of receipts of a written request to do so from five (5) or more Registered Members. The notice of Special Meeting shall state the specific purpose thereof. Only the business for which the meeting was called shall be transacted at the Special Meeting.



Architects' Association of New Brunswick General By-Laws

10. MEETINGS

10.2 Meetings of the Association

10.2.4 Quorum

The quorum for the transaction of business at Annual Meetings of the Association shall not be less than 11 members present in person.

10.2.5 At each meeting of the Association every Registered Member present shall be entitled to one vote. No registered member shall be entitled to vote at a meeting of the Association by proxy, except under the following circumstances: a registered member who is prevented by serious illness or absence from the province from attending the meeting, may appoint another registered member of the association his/her proxy to attend and act at the meeting for the specific purpose of voting on behalf of the registered member. The instrument to appoint the proxy shall be in the form prescribed by council.

10.2.6 At all meeting of the Association, every question shall, unless otherwise required by the Act or By-laws, be decided by a majority of the votes cast on the question.

10.2.7 Notice of an Annual or Special Meeting shall be in writing and shall be delivered, mailed or electronically communicated to members at least 14 days before the date set for the meeting. A meeting of the Association may be held without notice if all members waive notice writing.

10.2.8 In the event that the President or the Vice-President is not present or is unwilling to act as Chairperson at an annual or special meeting, those in attendance at the meeting shall appoint a Chairperson who shall not be entitled to vote, except in the event of a tied vote, and then he/she may cast the deciding vote.

10.2.9 Transaction of Business by Signature

A resolution in writing, or counterparts of the resolution, signed by all Registered Members entitled to vote on the resolution at a meeting of the Association are as valid and effective as if passed at a meeting of the Association duly called, constituted and held for that purpose.

11. COUNCIL

11.1 Composition

11.1.1 The Council of the Association shall consist six (6) elected Councillors together with the immediate Past President, the Registrar, and any non-members (if any) elected or appointed pursuant to subsection 6(2) of the Act and the by-laws. A member of the Association is eligible for the Council if the member:

- (a) is a Canadian citizen resident in New Brunswick
- (b) Is a member in good standing of the Association

11.1.2 Councillors shall hold office for two (2) years.

11.1.3 A member of Council may be removed from office before the expiration of their term of office by a majority vote of Registered Members present at a special meeting of the Association of which notice specifying the intention to pass the resolution has been given. The Registered Members may, by a majority of votes cast at the meeting, elect any Registered Member in his/her stead for the remainder of his/her term, or may authorize Council to appoint a Registered Member in his/her stead for the remainder of his/her term.



Architects' Association of New Brunswick General By-Laws

11. COUNCIL

11.1 Composition

11.1.4 Vacancies

The office of a member of Council shall be vacated if:

- (a) He/she dies;
- (b) By notice of writing to Council he/she resigns his/her office effective immediately, in accordance with its terms, or upon acceptance by Council;
- (c) he/she is removed from office in accordance with the provisions of the Act or the By-law's; or
- (d) he/she ceases to be qualified.

Any member of Council who has failed to attend three (3) meetings of Council during a year of his/her term without reasonable excuse may be asked by Council to resign.

- 11.1.5 In order to ensure continuity in Council, 3 members shall be elected 1 year and 3 the next or following year.

11.2 Election of Council

- 11.2.1 If an election is required the election of Council shall be by secret ballot. The nominees receiving the most votes shall be declared elected by the Chairperson.

- 11.2.2 Counting of ballots shall be done by scrutineers appointed by the Chairperson. The scrutineers report shall contain:

- (a) the names of successful candidates;
- (b) the total number of valid ballots cast; and
- (c) the number of spoiled ballots.

Ballots shall be immediately disposed of by the scrutineers after their report has been presented to the Chairperson and he/she has declared the nominees elected or that there is a tied vote.

- 11.2.3 In the case of a tied vote, the tie shall be broken by secret ballot of all Registered Members present at the annual meeting and eligible to vote.

12. COMMITTEES

12.1 Nominating Committee

Council shall appoint a Nominating Committee each year consisting of the President and the immediate Past President. The Committee shall provide to Council names of Registered Members willing to serve as elected members of Council sufficient in number to ensure full Council composition. Council shall circulate the names to all Registered Members at least 30 days prior to the annual meeting. Members may nominate candidates from the floor at the annual meeting and in such an event an election shall be held.

12.2 Board of Examiners

A Board of Examiners shall be appointed annually by Council, if required.



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12. COMMITTEES

12.3 Architect-Engineer Joint Practice Committee

Council shall appoint annually two (2) Registered Members to the Architect-Engineer Joint Practice Committee established under the Act. Council shall prescribe the term of each appointment.

12.4 Other Committee

Council may appoint other committees and assign them to such duties or functions as may be appropriate for the management of the Association.

12.5 Reports

The Board of Examiners and each Committee, except the Nominating Committee, shall submit an annual report to Council at least 30 days prior to the Annual Meeting and shall submit other reports requested by Council.

13. GENERAL

13.1 Amendments to By-Laws or Act

13.1.1 Council may enact, repeal or amend By-laws in accordance with the procedure prescribed by the Act and the By-laws.

13.1.2 Any proposed amendments to the Act or amendments to the Enactment, repeal or amendment of the By-laws shall be confirmed or approved by a majority vote at an Annual or Special Meeting of the Association regularly called for the purpose, attended by not less than a quorum.

13.1.3 Proposals for amendments to the Act or the Enactment, repeal or amendments to the By-laws may be made by Council or by any 3 Registered Members sent to the Executive Secretary and/or Executive Director in writing for consideration by Council. Members' proposals shall be considered by Council, and the Registered Members submitting the proposed amendments shall be notified by Council of acceptance, rejection or of suggested changes to their proposed amendment within 60 days of receipt. The proposers shall then notify the Executive Secretary and/or Executive Director in writing whether they wish to withdraw their proposed amendments, accept any changes suggested by Council, or insist on the original form of the proposed amendments. If the final decision by the proposers is received in writing by the Executive Secretary and/or Executive Director more than 60 days prior to the date fixed for the annual meeting of the Association, the proposed amendments shall be submitted to the Annual Meeting for approval. If the agenda of the Annual Meeting is not completed, the proposed amendments may, in the discretion of Council, be held over to a special meeting or to the next Annual Meeting if no Special Meeting is called.

13.2 Every member shall provide forthwith to the Executive Secretary and/or Executive Director factual information requested by Council with respect to fees and remuneration for architectural services, and any matter relevant to his/her practice or professional activity related to the practice of architecture for the purposes of compilation and distribution of statistical information on fees and remuneration, and of the supply, distribution and professional activities of the members. Persons engaged in the administration of the Act and By-laws shall maintain in confidence the names of the persons providing the information on a matter that comes to their knowledge in the course of their duties under the Act and the By-laws and shall assemble the information in a manner that will ensure the anonymity of individual members.

13.3 All members of the Association and others licensed to practice shall at all times conduct their practice of architecture, their relationship with the public, clients, professional associates, and other members of their profession in accordance with the Act and the By-laws.



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13. GENERAL

13.4 Rules of Order

Where with respect to proceedings of the Council, the Association or any committee thereof, any question arises with respect to procedure which has not been dealt with in the Act or these By-laws, the provisions of Roberts Rules of Order shall apply.

14. CODE OF ETHICS and PROFESSIONAL CONDUCT

14.1 Professional Engagement

14.1.1 Certification as to construction payment therefore requires such general review of the work as the Architect deems necessary.

14.1.2 All drawings, specifications, models and documents prepared by the Architect and instruments of service shall remain the Architect's property; the copyright in the same being reserved to the Architect in the first instance. As a precondition of their use, all fees and reimbursable expenses due the Architect are to be paid.

14.2 Competence

14.2.1 In practicing architecture, an Architect shall act with reasonable care and competence, and shall apply the knowledge, skill and judgement which are ordinarily applied by Architecture currently practicing in the province of New Brunswick.

(a) An Architect shall remain informed with respect to the practice of architecture in New Brunswick.

An Architect shall undertake continuing education and shall report on that continuing education to the Association, in accordance with the rules for mandatory continuing education established by Council.

14.2.2 An Architect shall undertake to perform professional services only when qualified, together with those whom the Architect may engage as consultants, by education, training and experience in the specific area involved.

(a) An Architect shall limit professional practice to areas of personal competence or shall engage others (including staff) who are competent in supplementary areas.

(b) Where so governed under Provincial statute, other professionals must be engaged to practice their professions.

14.3 Conflict of Interest

Except as permitted hereunder, and with full disclosure under Bylaws 14.4, an Architect shall avoid actions and situations where the Architect's personal interests conflict or appear to conflict with professional obligations to the public, the client and to other Architects.

14.3.1 An Architect shall not accept compensation for services from more than one party on a project unless the circumstances are fully disclosed to and agreed to (such disclosure and agreement to be in writing) by all interested parties.

(a) All parties compensating an Architect must so agree prior to the Architect's rendering services to the second and subsequent parties.

14.3.2 An Architect having a personal association or interest, which relates to a project, shall fully disclose in writing the nature of the association or interest to the Architect's client or employer. If the client or employer objects, then the Architect will either terminate such association or interest or offer to give up the commission or employment.



Architects' Association of New Brunswick General By-Laws

14. CODE OF ETHICS and PROFESSIONAL CONDUCT

14.3 Conflict of Interest

- 14.3.2 (a) Personal association includes (but is not limited to) friendship or family relationship; personal interest includes (but is not limited to) direct or indirect potential for financial or material gain.
- (b) An Architect is required to make disclosure as soon as there is a personal association or interest, or an awareness of a potential or perceived conflict of interest, to which a client or employer might object.
- 14.3.3 Except as permitted under By-law 14.4.7, an Architect shall not solicit or accept compensation or benefit from material or equipment suppliers in return for specifying or endorsing their products.
- (a) Under this Bylaw, "endorsing" means "accepting" or "approving" for use on a project.
- (b) Pursuing or receiving a "kickback" is disallowed.
- (c) An Architect must make recommendations based on independent professional judgment and uncompromised evaluation.
- (d) Neither agreement between the parties nor disclosure (in whole or in part) of the receipt of benefits in exchange for recommending products will eliminate or waive the Architect's conflict of interest under this Bylaw.
- 14.3.4 An Architect acting as the interpreter of construction contract documents and reviewing construction for conformance with the contract documents shall render decisions impartially.
- (a) Regardless of which party in a project's administrative structure has engaged and pays the Architect, the Architect shall interpret construction contract documents impartially, as if disinterested.
- 14.3.5 An Architect may be a project's owner. An Architect may be a project's contractor, of the Architect's own design and/or construction contract documents. An Architect who is a project's owner or contractor shall fully disclose in writing such status to all of the project's authorities having jurisdiction and contracting parties; shall receive their written acknowledgment; and shall provide professional services as if disinterested.
- (a) As a project's owner, only, an Architect (who is not providing architectural services on the project) need not make disclosure.
- (b) An Architect may be a project's contractor only if the project is also designed by the Architect or if the Architect also produces the construction contract documents, and makes disclosure.
- (c) An Architect's written disclosure shall identify the Architect personally by name as the Owner or Contractor, or both, as the case may be. Such disclosure is required for any amount of ownership.
- (d) An architect who is also a project's owner or contractor must render architectural services as fully and impartially and must be as disinterested as an architect who is solely serving a third-party client. Financial interests must not override professional responsibility and impartiality.



Architects' Association of New Brunswick General By-Laws

14. CODE OF ETHICS AND PROFESSIONAL CONDUCT

14.3 Conflict of Interest

14.3.6 An Architect who is a juror or advisor for an approved competition shall not subsequently provide any services to the winner or, if there is no winner, for any derivative commission.

- (a) This applies equally to an architect who was, or who had agreed to serve as, a juror or advisor but was discharged or withdrew.

14.4 Full Disclosure

14.4.1 An Architect shall disclose if the Architect has a related personal or business interest when making a public statement on an architectural issue.

- (a) Personal interest includes (but is not limited to) friendship or family relationship or direct or indirect potential for financial or material gain.
- (b) An Architect serving on an advisory design panel or other like committee, reviewing either a proposal's character or a candidate's qualifications must make known any involvement in an application being reviewed or any other relationship that might constitute a conflict of interest and withdraw from the meeting and any discussion or evaluation of the merits of that matter.

14.4.2 An Architect shall accurately represent to the public, a prospective or existing client or employer the Architect's qualifications and the scope of the Architect's responsibility in connection with work for which the Architect is claiming credit.

- (a) An Architect firm's representations must accurately reflect current principals and staff capabilities.

14.4.3 An Architect who, in the provision of services, becomes aware an action taken by the Architect's employer or client, against the Architect's advice, which violates legal requirements, must not be condone or be complicit in such a situation. An Architect in such a situation must take all reasonable steps to convince such an employer or client to comply with the legal requirements. The Architect shall:

- (i) refuse to consent to the action; and, if the action is not rectified in a timely manner, then
- (ii) report the action to the authority having jurisdiction and if they authority confirms the violation and the action is not rectified in a timely manner, then
- (iii) terminate services on the project.

14.4.4 An Architect shall not knowingly make or assist others to make, either a false or misleading statement or an omission of material fact about education, training, experience or character when applying for or renewing registration as an Architect.

14.4.5 An Architect who knows of an apparent violation of the Architects' Act, By-Laws or Council rulings shall report such knowledge to the Association.

- (a) An Architect must not withhold information from the AANB about an apparent infraction regardless of who might ask the Architect or require the Architect under an agreement, to do so.



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14.4 Full Disclosure

- 14.4.5 (b) An Architect acting in the capacity of a mediator or arbitrator, under an agreement that includes a confidentiality provision, is not obliged to report information so received to the Association.
- 14.4.6 Except as prohibited by By-law 14.3.3, an Architect, whether compensated or not, may permit the Architect's name, portrait or reputation to be attached to an endorsement of other's services or products.
- 14.4.7 An Architect having a financial interest in any building material or device which the Architect proposes to specify for a project shall disclose this interest to the client and shall request and receive written approval for such specification from the client and shall include a copy of this approval in the construction contract documents.
- (a) This permits an Architect to have prior ongoing proprietary interest. The Architect should also request the Architect's staff and sub consultants to make similar disclosures to the Architect.

14.5 Compliance with Laws

- 14.5.1 In practicing Architecture, an Architect shall not knowingly violate any law or regulation.
- (a) An Architect must not counsel the Architect's employees, consultants or associates knowingly to disregard, violate or otherwise abuse any bylaw, regulation or code affecting the practice of architecture.
- 14.5.2 An Architect shall comply with the Architects Act of New Brunswick, the By-Laws under the Architects Act, and Council rulings.
- (a) An Architect must not directly or indirectly condone or encourage contravention of the *Architects Act*, By-Laws and Council rulings by others.
- 14.5.3 In practising architecture, an Architect shall take into account all applicable federal, provincial and municipal building laws and regulations and an Architect may rely on the advice of other professionals and other qualified persons as to the intent and meaning of such regulations.

14.6 Conduct

- 14.6.1 Each office maintained for offering architectural service to the public shall have an Architect who has direct knowledge and supervisory control of the services.
- (a) An Architect's site or auxiliary office for a specific project is a convenient extension of the base office for a single project and is not itself permitted to offer or to provide independent architectural services to the public.
- (b) Proposals of service; agreements; assurances; certifications; official submissions to authorities having jurisdiction; and other representations on behalf of an architectural firm or certificate of practice holder must be made by an Architect.
- (c) When authority having jurisdiction receives a formal presentation (e.g. to a design panel, public hearing, advisory commission or elected body) on an architectural matter, the presentation shall be made by (or under the attending, personal supervision of) an Architect.



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14.6 Conduct

- 14.6.2 An Architect shall seal the Architect's work in accordance with the requirements of the Architects Act of New Brunswick and the By-Laws and Council rulings.
- (a) An Architect's professional seal is to be applied only by the Architect and is to be used only on documents prepared by the Architect personally or by other persons under the Architect's supervision, direction and control.
- 14.6.3 An Architect shall neither offer nor make any gifts, other than of nominal value (including, for example, reasonable entertainment and hospitality), with the intent of influencing the judgment of a prospective client in connection with a project in which the Architect is interested.
- (a) An Architect must not offer or provide a bribe or "kickback" to any person.
- 14.6.4 An architect shall not engage in conduct involving fraud or wanton disregard of the rights of others.
- 14.6.5 An Architect shall conduct the Architect's affairs in a professional manner and refrain from any act which would reflect unfavourably on the profession as a whole.
- (a) An Architect's conduct towards other Architects shall be characterized by courtesy and good faith.
- (b) An Architect shall give due regard to the professional obligations of those from whom the Architect receives or to whom the Architect gives authority, responsibility or employment, or of those with whom the Architect is professionally associated.
- (c) An Architect shall give due regard for the interests of both those who commission and those who may be expected to use of be exposed to the product of the Architect's services.
- (d) An Architect who engages in any profession, business or occupation concurrent with the practice of architecture must not allow such outside interests to jeopardize or come into conflict with the Architect's professional integrity or obligations.
- (e) Dishonourable conduct in the professional or private life of an Architect, which reflects adversely on the integrity of the profession, must be avoided.
- 14.6.6 An Architect shall not falsely or maliciously injure the professional reputation or business prospects of another Architect.
- 14.6.7 An Architect shall not supplant or attempt to supplant another Architect after the other Architect has been retained or definite steps have been taken toward the other Architect's retention.
- 14.6.8 An Architect may only accept a commission for a project when the services of any Architect previously retained for the project have been terminated.

An Architect, on being either approached or instructed to proceed with service for which the Architects knows or can ascertain by reasonable inquiry that another Architect is or has been engaged by the same client, shall notify the other Architect in writing of that fact.



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14.6 Conduct

- 14.6.8 (a) The foregoing notwithstanding, there are several necessary pre-conditions to a "successor" firm's providing services which are based upon and which continue and complete those initiated by its predecessor:
- (i) there must have been so supplanting of the original firm by a successor firm;
 - (ii) the resignation or termination of the original firm must have been done in accordance with the terms of its Client-Architect agreement;
 - (iii) the original client must have paid for the services of the original firm;
 - (iv) in the case of property transfer to a new owner, there must have been legal acquisition by the new owner of the original architectural firm's copyright and drawings (either directly from the original firm or from the original owner, that owner was legally entitled to sell them).

An Architect who has been replaced partway through a commission should not unreasonably withhold consent to a subsequent Architect's referring to the replaced Architect's work, or using the Architect's design or instruments of service, in order to complete a commission.

- 14.6.9 An Architect may only provide the same service for the same client on the same project as another Architect through the medium of an approved competition.
- (a) The "same client" includes technically different clients, authorities or departments connected to or part of a broader client.
 - (b) Any attempt to circumvent the By-Laws by sequential engagement and disengagement of a series of Architects is considered a non-approved form of competition.
- 14.6.10 Except in an approved competition, an Architect shall provide no form of service until retained and in receipt of the client's instructions.
- (a) Speculative services to lure or entice a client, or "loss leaders", are not permitted.
 - (b) Prior to being retained, an Architect is not permitted to provide solutions, suggestions, ideas or evidence of same (in any format) which have value to the client or upon which the client might be expected to rely.
 - (c) An Architect has a duty to communicate with a client and to keep a client reasonably informed.
 - (d) An Architect who provides personal input to a public organization, occupies political office or is a board or committee member (on either a paid or voluntary basis) must not provide any form of architectural services to that organization in that capacity (but may do so in accordance with By-law 14.6.16).
- 14.6.11 An approved architectural competition is either a competition conducted according to the current "Canadian Rules for the Conduct of Architectural Competitions" or an alternate arrangement, specifically approved in writing by Council, that assures equitable treatment and equal and adequate remuneration to participating architects.
- (a) Prior to an Architect's participation, an Architectural competition's "approved" status must be confirmed with the AANB.



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14.6 Conduct

- 14.6.11 (b) An Architect invited to participate in a non-approval architectural competition must decline the invitation and advise the AANB of the competition.
- 14.6.12 An Architect's conduct when participating in an approved competition must comply with the "Canadian Rules for the Conduct of Architectural Competitions" or as directed by Council.
- 14.6.13 An Architect shall not attempt to influence the award of an approved competition, except as a jury member.
- (a) Any actions which involve bribery, pressure or unusual contact with the competition authorities are prohibited.
- 14.6.14 An Architect shall not attempt to obtain a commission to be awarded by an approved competition, except as an entrant.
- 14.6.15 An Architect receiving monies for services provided by others shall not use such monies for the Architect's own purposes, and shall distribute them promptly to those qualified.
- (a) This By-Law requires an Architect to fulfill the expectation that funds received by an Architect on behalf of others will be properly managed.
- (b) Receiving monies for services provided by others would include fees or disbursements invoiced to a client for project-related services provided under contract to the Architect by sub-consultants and suppliers. This provision does not apply to employees of the Architect.
- 14.6.16 Except when providing pro bono services on a contingency basis, or as approved by Council, an Architect shall provide services and receive fees in substantial accord with the most current Schedule(s) of Recommended Fees for Professional Services.

Under this By-Law, except as otherwise approved by Council, there are three fundamental ways of determining professional fees for service, without diminishing the scope and standards of agreed services on a project;

- (i) Schedule of Recommended Fees and Schedule of Suggested Hourly Rates
- (ii) Pro Bono
- (iii) Contingency
- (a) "Pro bono" or contingency-based architectural services may not be offered or provided for any project that is subject to the rules of an approved competition; for which an Architect already has been retained; or for which definite steps have been taken to retain an Architect.
- (b) Services provided on a "pro bono" or contingency basis shall be no less than if provided for the applicable fee in the Schedule, thereby ensuring that an appropriate level of professional service is received by the client.
- (c) An Architect providing "pro bono" or contingency-based services must enter into a client/Architect agreement that clearly states the services and nature of compensation.



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14.6.16

- (i) Schedule of Recommended Fees and Schedule of Suggested Hourly Rates for Professional Services
 - (d) Fees not in "substantial accord" are those which are less than those recommended in the Guide, except when the services are described there under are correspondingly reduced.
 - (e) Proposals which are not in substantial accord with the Schedules contravene this Clause.
- (ii) Pro Bono
 - (f) "Pro Bono" services are rendered without fee for the public good, intended for an impecunious client who will suffer noticeably if architectural services do not intervene. A client who is a charitable, religious or non-profit organization does not inherently qualify for the receipt of "Pro Bono" services. "Pro Bono" services are also intended to assist the conservation of a meritorious building for the benefit of the general public.
 - (g) "Pro Bono" services are services for no fee of any kind at any time. "Pro Bono" services are a gift. Nothing of worth, tangible or not, is to be expected or received in return by the Architect.
 - (h) Architectural services are either "pro bono" or not and cannot be provided on a project on the basis that some are "pro bono" and some are not. Similarly, a single service cannot be appointed as partly "pro bono".
- (iii) Contingency
 - (i) Services on a contingency basis may be provided to assist a client in the preliminary phases of project development where the risk of financial failure is high, much greater than that of success.
 - (j) It is recommended that the fees for contingency-based services on projects which succeed financially will be no less than three times the fee as describe in the Guide to Conditions of Engagement and Payment of Fees for Architectural Services.

15. THE PROFESSIONAL RELATIONSHIP

15.1 General

- (a) The selection of an architect is one of the most important decisions a client makes when undertaking a building project. In this decision he/she selects a professional, conversant with current building construction practices and procedures, upon whose ability the success of the project depends. For this reason the prudent client will make his/her selection based upon a careful evaluation of suitability.
- (b) This document describes the professional services offered by an architect, the fee recommended for these services, and the conditions relating to his/her engagement.



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15. THE PROFESSIONAL RELATIONSHIP

15.1 General

- (c) The fees stated in the schedule have been established as the fees necessary for the provision of the proper standard of services by an architect under normal circumstances. The fees are those recommended for normal services and are subject to change when the nature of the project, the scope of services or the type and extent of the construction contracts so indicate.

15.2 Professional Conduct

The Architect practices his/her profession by virtue of the responsibilities and rights conferred upon him by Provincial law, the New Brunswick Architects Act 1987 and the By-Laws of the Architects' Association of New Brunswick. Any breach of the established ethical standards by an architect can lead to his/her membership being cancelled or suspended. Members of the public may obtain copies of the Architects Act and By-Laws of the Architects' Association of New Brunswick from the Executive Secretary and/or Executive Director, Architects' Association of New Brunswick.

15.3 Agreement Between Client and Architect

The services of an architect are rendered most effectively when a definite understanding exists between the client and the architect regarding their respective involvement. It is essential that the architect fully explains his/her duties, responsibilities, obligations and ultimate liability in undertaking the work and also the expected involvement of the client. This commences with a written contractual agreement which should include all items mutually agreed to. Formal agreements based on recognized standard are preferable.

15.4 Fees

Fees associated with services rendered, recommended to be consistent with those in Recommended Fee Schedule.

ENACTED by the Council of the Association on the first day of January, 1988.

WITNESS the seal of the Association.

PRESIDENT

EXECUTIVE SECRETARY and/or EXECUTIVE DIRECTOR

Approved, ratified and confirmed by majority vote of the Registered Members at a Special Meeting of the members of the Association at which 2/3 of the Registered Members were present or represented by proxy and held on the nineteenth day of September 1987 and called for the specific purpose of considering the foregoing by-laws.

WITNESS the seal of the Association.

PRESIDENT

EXECUTIVE SECRETARY and/or EXECUTIVE DIRECTOR