



THE MANITOBA ASSOCIATION OF ARCHITECTS
SUITE 101 - 177 LOMBARD AVENUE WINNIPEG MANITOBA R3B 0W5
PH: (204) 925-4620 FAX: (204) 925-4624 EMAIL: info@mbarchitects.org

APPLICATION FOR A CERTIFICATE OF APPROVAL TO PRACTICE ARCHITECTURE AS A PARTNERSHIP OF ARCHITECTURAL CORPORATIONS IN THE PROVINCE OF MANITOBA

Each of the individual corporate entities that are involved in the partnership of corporations, must:

- meet all of the requirements outlined within the application form, relative to the corporate structure; and
- complete and submit an application form and all required accompanying material outlined.

In each case, the application must be signed by all Registered Members (or those who will be applying to be Registered Members) who are directors of the individual corporate entity.

Applications that are sworn by the applicant(s) within the Province of Manitoba may be declared before a Notary Public or Commissioner for Oaths; whereas applications that are sworn outside the Province, **must** be declared before a Notary Public. The original application forms must be provided to the MAA office. **Electronic signatures and/or electronic submissions are not permitted.**

It is important to note that, as and where voting shares that are held indirectly through another corporate entity either constitute, or contribute to, the majority of voting shares within the individual corporation, such other corporate entity must **also** hold a Certificate of Approval (and be regulated by the MAA) to satisfy the requirement of beneficial ownership.

At the time of filing application, the following must also be provided:

1. Notarized Articles of Incorporation confirming the information provided in the application (for each application).

(Note: Non-resident corporations must also provide satisfactory evidence of the Certificate of Registration in the Province of Manitoba, relative to each applicant.)

2. Satisfactory evidence of registration of the partnership of corporations with the Manitoba Companies Office under the Business Names Registration Act.
3. A copy of the proposed letterhead to be used by the partnership of corporations, which must adhere to Subsection 13.10 of the MAA By-Law.

(Note: The corporate name to be used must adhere to Subsection 13.8 of the MAA By-Law, regarding the names and designations applicable to various architectural entities. To incorporate a name using the word "architect" or any variation thereof in the corporation name, as required by Subsection 13.8, it is necessary to file the consent of the Manitoba Association of Architects with the Manitoba Companies Office. A letter of consent can be obtained by contacting the Association office.)

4. Proof of professional liability insurance coverage for each of the individual corporations, as well as partnership of corporations, in the minimum amount of \$250,000.
5. A cheque or money order for payment of the application fee, in the amount of \$787.50 (Includes GST) for each application.

Any legal costs incurred by the Association, which result directly from the applications and which exceed the amount of the application fees paid by the applicant, will be billed to the applicant as a disbursement.

The annual practice fee and the cost of the partnership of corporations stamp are billed to the applicants following approval of the partnership of corporations.

NOTE: The application form can be filled in on screen, prior to printing.

**APPLICATION FOR A CERTIFICATE OF APPROVAL FOR
A PARTNERSHIP OF ARCHITECTURAL CORPORATIONS**

CANADA) IN THE MATTER OF AN APPLICATION TO THE MANITOBA ASSOCIATION
PROVINCE OF) OF ARCHITECTS FOR
TO WIT:)
) (NAME OF INDIVIDUAL CORPORATION)
) TO PRACTICE WITHIN A PARTNERSHIP OF CORPORATIONS UNDER A
) CERTIFICATE OF APPROVAL ISSUED PURSUANT TO THE PROVISIONS
) OF THE ARCHITECTS ACT (MANITOBA).

I/WE, _____ OF THE CITY/TOWN
OF _____ IN THE PROVINCE/STATE OF _____

DO SOLEMNLY DECLARE THAT:

1. I/WE AM/ARE A REGISTERED MEMBER(S) OF THE MANITOBA ASSOCIATION OF ARCHITECTS (THE "ASSOCIATION") AND AM/ARE DULY QUALIFIED TO CARRY ON THE PRACTICE OF ARCHITECTURE IN THE PROVINCE OF MANITOBA.
2. I/WE HAVE CAUSED A CORPORATION TO BE INCORPORATED PURSUANT TO _____ (INSERT APPROPRIATE ACT)

UNDER THE NAME
(HEREINAFTER REFERRED TO AS THE "CORPORATION").
3. THE PRACTICE OF ARCHITECTURE BY THE CORPORATION WILL BE CARRIED ON UNDER THE BUSINESS NAME

(NAME OF ARCHITECTURAL PARTNERSHIP)
(HEREINAFTER REFERRED TO AS THE "FIRM") IN PARTNERSHIP WITH THE FOLLOWING PARTNERS, UNTIL CHANGED BY AGREEMENT AMONG THE PARTNERS:

4. THE FULL EXTENT OF THE AUTHORIZED AND ISSUED SHARE CAPITAL OF THE CORPORATION IS AS FOLLOWS:

<u>CLASS OF SHARES</u>	<u>AUTHORIZED</u>	<u>ISSUED</u>
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5. THE BENEFICIAL OWNERSHIP OF A MAJORITY OF THE ISSUED VOTING SHARES IN THE CAPITAL STOCK OF THE CORPORATION IS VESTED IN PERSONS WHO ARE REGISTERED MEMBERS OF THE ASSOCIATION.
6. THE NAMES, ADDRESSES AND SHAREHOLDINGS OF ALL SHAREHOLDERS OF THE CORPORATION ARE AS FOLLOWS:

<u>SHAREHOLDER</u>	<u>ADDRESS</u>	<u>CLASS AND NUMBER OF SHARES</u>
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7. THE MAJORITY OF DIRECTORS OF THE CORPORATION ARE REGISTERED MEMBERS OF THE ASSOCIATION.
8. THE NAMES AND ADDRESSES OF THE DIRECTORS OF THE CORPORATION ARE AS FOLLOWS:

<u>DIRECTOR</u>	<u>ADDRESS</u>
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9. AT LEAST ONE OF THE OFFICERS OF THE CORPORATION IS A REGISTERED MEMBER OF THE ASSOCIATION.
10. THE NAMES, ADDRESSES AND POSITIONS HELD BY EACH OF THE OFFICERS OF THE CORPORATION ARE AS FOLLOWS:

<u>OFFICER</u>	<u>ADDRESS</u>	<u>OFFICE HELD</u>
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11. DURING SUCH TIME AS THE CORPORATION CARRIES ON THE PRACTICE OF ARCHITECTURE THROUGH THE FIRM AND HOLDS A CERTIFICATE OF APPROVAL FROM THE MANITOBA ASSOCIATION OF ARCHITECTS, THE PRIMARY AND CUSTOMARY BUSINESS OF THE CORPORATION AND THE FIRM WILL BE THE PRACTICE OF ARCHITECTURE.
12. THE PRACTICE OF ARCHITECTURE BY THE CORPORATION THROUGH THE FIRM WILL BE CARRIED ON BY OR UNDER THE DIRECT PERSONAL SUPERVISION OF THE FOLLOWING REGISTERED MEMBER(S) OF THE ASSOCIATION, WHO IS/ARE ASSUMING FULL PROFESSIONAL RESPONSIBILITY FOR THE SAID PRACTICE CARRIED ON BY THE CORPORATION THROUGH THE FIRM:

13. THE REGISTERED MEMBER OF THE MAA WHO HAS BEEN DESIGNATED BY THE FIRM TO BE NOTIFIED OF ANY COMPLAINT AGAINST THE CORPORATION OR FIRM OR ANY REGISTERED MEMBERS OF THE MAA ASSOCIATED WITH THE CORPORATION OR FIRM IS

14. I/WE WILL CAUSE THE CORPORATION AND FIRM TO CARRY AND MAINTAIN PROFESSIONAL LIABILITY INSURANCE IN SUCH MINIMUM AMOUNTS AND CONTAINING SUCH TERMS AND CONDITIONS AS MAY BE PRESCRIBED FROM TIME TO TIME BY COUNCIL AND I/WE UNDERTAKE TO PROVIDE TO THE MANITOBA ASSOCIATION OF ARCHITECTS A CERTIFICATE OF INSURANCE VERIFYING THAT THE SAID POLICY COVERS ALL ACTIVITIES OF THE CORPORATION AND FIRM.

15. I/WE WILL NOTIFY THE MANITOBA ASSOCIATION OF ARCHITECTS OF ANY CHANGES IN THE DIRECTORS, OFFICERS OR SHAREHOLDINGS OF THE CORPORATION OR PARTNERS IN THE FIRM OR OF ANY CHANGE IN THE INSURANCE COVERAGE.

16. I/WE WILL CAUSE THE CORPORATION AND/OR FIRM, AS THE CASE MAY BE, TO PAY SUCH FEES TO THE MANITOBA ASSOCIATION OF ARCHITECTS AS ARE PRESCRIBED FROM TIME TO TIME BY COUNCIL OF THE MANITOBA ASSOCIATION OF ARCHITECTS.

AND I/WE MAKE THIS SOLEMN DECLARATION CONSCIENTIOUSLY BELIEVING IT TO BE TRUE, AND KNOWING THAT IT IS OF THE SAME FORCE AND EFFECT AS IF MADE UNDER OATH, AND BY VIRTUE OF THE CANADA EVIDENCE ACT.

DECLARED BEFORE ME AT THE CITY/TOWN OF _____)
 _____)
 _____ IN THE PROVINCE/STATE))
 OF _____ THIS _____)
 DAY OF _____ , 20 _____ .)

 (SIGNATURE OF APPLICANT)

 (SIGNATURE OF NOTARY PUBLIC OR COMMISSIONER FOR OATHS)

DECLARED BEFORE ME AT THE CITY/TOWN OF _____)
 _____)
 _____ IN THE PROVINCE/STATE))
 OF _____ THIS _____)
 DAY OF _____ , 20 _____ .)

 (SIGNATURE OF APPLICANT)

 (SIGNATURE OF NOTARY PUBLIC OR COMMISSIONER FOR OATHS)

DECLARED BEFORE ME AT THE CITY/TOWN OF _____)
 _____)
 _____ IN THE PROVINCE/STATE))
 OF _____ THIS _____)
 DAY OF _____ , 20 _____ .)

 (SIGNATURE OF APPLICANT)

 (SIGNATURE OF NOTARY PUBLIC OR COMMISSIONER FOR OATHS)