

THE THIRD SCHEDULE

FORM B

APPLICATION FOR REGISTRATION OF AN ARCHITECT COMPANY UNDER SECTION 32A OF THE ARCHITECTS ACT, 1939 as amended

Application by (name of company).....
for registration as an Architect under Section 32A of the Architects Act, 1939 as amended.

To: THE ARCHITECTS BOARD OF SOUTH AUSTRALIA
GPO Box 1270
ADELAIDE SA 5001
(First Floor, 67 Greenhill Road, Wayville, SA 5034)
Ph (08) 8373 2766 - Fax (08) 8372 6677

I, (Name).....Director of/Secretary
of (Name of company).....
hereby apply to the Architects Board of South Australia on behalf of the said company (hereinafter called 'the company')
for the registration of the company as an Architect pursuant to Section 32A of the Architects Act, 1939 as amended.

I solemnly and sincerely declare as follows:-

1. I am the (title of office).....of
the company and am authorised by a resolution of the Board of Directors of the company to make this
application on its behalf.
2. The company was incorporated as a (type of company).....
.....under the.....
on the.....day of.....20.....
2. The registered office of the company in South Australia is situated at.....
.....
3. The memorandum and articles of association contain stipulations to the following effect:
(a) the sole object or objects of the company are -
(i) to practise as a registered architect; or
(ii) to practise as a registered architect and to engage in professional practice
fields related to architecture and approved by the Board.
(b) each director of the company must be a natural person;
(ba) where the company has two directors -
(i) both directors must be registered architects; or
(ii) one director must be a registered architect and the other must be -
(A) a person who hold a qualification declared by by-law of the
board pursuant to subsection (2) to be a prescribed qualification;
(B) a relative of the registered architect;
(C) an employee of the company; or
(D) a qualified accountant or legal practitioner who acts for the company,
and where the board of directors is constituted in accordance with
subparagraph (ii), the articles of association must provide that in the
event of a disagreement arising between the directors, the opinion of the
registered architect will prevail;
(bb) where the company has three or more directors, each director must hold a
prescribed qualification and at least two-thirds of the directors must be
registered architects;

- (c) no share issued by the company is to be held otherwise than by -
 - (i) a director or employee of the company;
 - (ii) a relative (as defined in Section 32A(2) of the Act) (*see attachment*) of any such persons;
 - (iii) a trustee upon trust for a person referred to in subparagraph (i) or (ii) of this paragraph; or
 - (iv) another company all the shareholders of which are persons referred to in subparagraphs (i) and (ii) of this paragraph;
- (d) at least two thirds of the total voting rights exercisable at a meeting of members of the company must be held by registered architects and the remainder (if any) of those voting rights must be held by persons who hold qualifications prescribed by by-law 31. (*see attachment*)
- (e) the shares of any person who is a shareholder by virtue of being a director or employee of the company, and the shares of his relatives, shall, upon his ceasing to be a director or employee of the company be distributed in accordance with the memorandum and articles of association amongst the remaining members of the company;
- (f) the shares of a person who is a shareholder by virtue of being the spouse of a director or employee of the company shall, upon the dissolution or annulment of his marriage with that person, be distributed in accordance with the memorandum and articles of association amongst the remaining members of the company, and the memorandum and articles of association are otherwise satisfactory to the board.

- 4. At the time when this declaration is made the Directors of the company comply with the above requirements.
- 5. The names, addresses and qualifications of the Directors of the company are as follows:-

<u>Name</u>	<u>Address</u>	<u>Qualification</u>
.....
.....
.....
.....
.....

and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Oaths Act, 1936.

- 6. The current shareholders of the company are as follows:-

<u>Name</u>	<u>No. of Shares</u>	<u>Class of Shares</u>	<u>Relationship/status of shareholder to registered architect</u>
.....
.....
.....
.....
.....

Declared by the abovenamed.....

this.....day of.....20.....

Declared before me..... J.P.....

This application must be sent by post to or lodged with the Registrar of the Architects Board of South Australia. A copy of the Memorandum and Articles of Association and a registration fee of \$395.00 must accompany this application.

Attachment:

Section 32A(2) of Architects Act

“Prescribed qualification” means –

- (a) registration as an architect under this Act;
or
- (b) any other qualification declared to be a prescribed qualification for the purposes of this section by the by-laws of the board;

“relative” means spouse, parent child or grandchild.

By-law 31

“The qualification for purposes of section 28(4)(b) and 32A(1)(d) shall be –

- (a) corporate membership of any of the following bodies:-

The Royal Australian Planning Institute
The Australian Institute of Landscape Architects
The Australian Institute of Building
The Institution of Engineers Australia
The Australian Institute of Quantity Surveyers
The Industrial Design Institute of Australia.

or

- (b) a qualification which in the opinion of the board is equivalent to or of similar standing to one of those listed.”

Returns by companies – Section 45A of Architects Act

“(1) Every company registered as an architect shall –

- (a) within one month after any person becomes or ceases to be a director or member of the company lodge with the registrar a notice stating the full name and usual residential address of that person and the fact that he has become or ceased to be such a director or member;

and

- (b) in the month of July in each year lodge with the registrar a return in the prescribed form.

Penalty: Five hundred dollars.

(2) The annual return shall state -

- (a) the full name and usual residential address of every person who on the thirtieth day of June preceding the lodging of the return was a director or member of the company;
- (b) the number of shares in the company held by each such person and the number of votes that he is entitled to cast at a meeting of directors or members of the company;
- (c) in relation to each director or member, the qualifications by virtue of which he is entitled to the directorship or membership;

and

- (d) any other matters prescribed by by-law of the board.”