

ARCHITECTS.

No. 67 of 1981.

AN ACT to amend the Architects Act 1921-1978.

[Assented to 23 October 1981.]

BE it enacted by the Queen's Most Excellent Majesty, by and with the advice and consent of the Legislative Council and the Legislative Assembly of Western Australia, in this present Parliament assembled, and by the authority of the same, as follows:—

1. (1) This Act may be cited as the *Architects Amendment Act 1981*. Short title and citation.

(2) In this Act the Architects Act 1921-1978 is referred to as the principal Act. Reprinted as approved 30 April 1979.

(3) The principal Act as amended by this Act may be cited as the Architects Act 1921-1981.

Section 2
amended.

2. Section 2 (1) of the principal Act is amended by—

(a) inserting, before the definition of “Board”, the following definition—

“ “articles of association”, in relation to a foreign corporation, includes by-laws, regulations or other instrument regulating the internal administration of the foreign corporation; ” ;

(b) inserting, after the definition of “foreign corporation”, the following definition—

“ “memorandum”, in relation to a foreign corporation, includes charter, statute or other instrument constituting or defining the constitution of the foreign corporation; ” ;

(c) deleting the definition of “practising architect”;

(d) deleting the full stop at the end of the definition of “Registered” and substituting a semi-colon; and

(e) inserting, after the definition of “Registered”, the following definition—

“ “registered architect” means a natural person who is registered as an architect under this Act. ” .

Section 14A
amended.

3. Section 14A of the principal Act is amended—

(a) in subsection (1) by deleting—

(i) “practising architect” in paragraph (a) and substituting the following—

“ registered architect ” ; and

(ii) paragraphs (b), (c), (d) and (e) and substituting the following paragraphs—

“ (b) its memorandum is acceptable to the Board and contains a provision that the Board be notified of any intention to amend that memorandum and be furnished with a copy of any proposed resolution or other form of proposal to give effect to that intention;

(c) its articles of association are acceptable to the Board and contain a provision that—

(i) the Board be notified of any intention to amend those articles of association and be furnished with a copy of any proposed resolution or other form of proposal to give effect to that intention; and

(ii) a body corporate shall not be eligible to be a director of the corporation;

(d) if 2 or more directors of the corporation are registered architects, the articles of association of the corporation contain a provision that—

(i) all issued shares carrying the right to vote at general meetings of the corporation are

- to be held by the directors of the corporation;
- (ii) three-fifths of the total voting rights conferred by the issued shares referred to in subparagraph (i) of this paragraph are to be held by registered architects;
 - (iii) not less than three-fifths of the total number of directors of the corporation are to be registered architects;
 - (iv) a meeting of the directors of the corporation is not properly constituted unless not less than three-fifths of those directors present at that meeting are registered architects; and
 - (v) every director who is not a registered architect is to be acceptable to the Board;
- (e) if only 1 director of the corporation is a registered architect, the articles of association of the corporation contain a provision that—
- (i) all issued shares carrying the right to vote at general meetings

of the corporation are to be held by that director;

- (ii) the number of directors of the corporation is to be 2;
 - (iii) that director is to have the casting vote whenever the directors of the corporation cannot agree on a proposed resolution;
and
 - (iv) a meeting of the directors of the corporation is not properly constituted unless the director who is a registered architect is present at that meeting;
- (f) its articles of association prohibit the allotment or transfer of issued shares in the corporation which do not carry the right to vote at general meetings of the corporation to, or their acquisition by, any person who, by reason of a relationship of any kind whatsoever between him and a director of the corporation or the business activities in which that person is for the time being engaged or otherwise interested, is able to affect or diminish or likely to affect or diminish the independence of judgment, management or decision of the

directors of the corporation
in the conduct of the
practice of architecture;

(g) every director, other than a
director who is a registered
architect, is acceptable to
the Board; and

(h) all shares not held by a
director who is a registered
architect are held by a
person who is acceptable to
the Board. ” ;

and

(b) by repealing subsection (2) and
substituting the following subsections—

“ (2) The Board may require that, if—

(a) the beneficial interest in any
share in; or

(b) any beneficial interest
(whether expectant or in
possession) in the income of,

a practising corporation is owned by or
devolves on a person who the Board
determines to be ineligible to hold that
interest, that interest shall be
terminated within such reasonable
period as the Board specifies, and that
ownership or devolution shall not of
itself render the practising corporation
ineligible for the purposes of this
section until the expiry of the period
so specified.

(3) A corporation which has
executed or intends to execute a deed of
trust, which execution may result in a
person other than a registered
architect or a practising corporation
receiving or being entitled to receive

a share of the income of that corporation, is not eligible to be or to continue to be a practising corporation unless the deed of trust, and all beneficiaries or classes of beneficiaries thereunder, are acceptable to the Board. ” .

4. Section 14B (1) of the principal Act is amended by deleting— Section 14B
amended.

(a) paragraph (a) and substituting the following paragraph—

“ (a) the memorandum or articles of association of a practising corporation has or have been amended in a manner unacceptable to the Board, or without prior notice to the Board; ” ;

and

(b) paragraph (c) and substituting the following paragraph—

“ (c) any requirement—

(i) of this Act as to the lodging of an Annual Statement or other information; or

(ii) made by the Board under section 14A of this Act,

has not been complied with;
or ” .

5. Section 14C (1) of the principal Act is amended— Section 14C
amended.

(a) in paragraph (a) by deleting “practising architect” and substituting the following—

“ registered architect ” ;

(b) in paragraph (d) by deleting “practising architects, registered under this Act” and substituting the following—

“ registered architects ” ; and

(c) in paragraph (e) by deleting “practising architects registered under this Act” and substituting the following—

“ registered architects ” .

Section 18
amended.

6. Section 18 of the principal Act is amended—

(a) in subsection (1) by inserting, after “Every registered architect”, the following—

“ , practising corporation and practising firm ” ;

(b) in subsection (2) by—

(i) inserting, after “registered architect who”, the following—

“ , or any practising corporation or practising firm which, ” ;

and

(ii) deleting “on that architect” and substituting the following—

“ on that registered architect, practising corporation or practising firm, as the case requires, ” ;

(c) in subsection (3) by deleting—

(i) “any architect” and substituting the following—

“ a registered architect, practising corporation or practising firm ” ;

and

- (ii) “the architect” and substituting the following—

“ the registered architect, practising corporation or practising firm ” ;

and

- (d) in subsection (4) by deleting “Any architect” and substituting the following—

“ Any registered architect, practising corporation or practising firm ” .

7. Section 19A (2) of the principal Act is Section 19A amended. amended—

- (a) in paragraph (a) by deleting “return” and substituting the following—

“ Annual Statement ” ;

- (b) by inserting, after paragraph (a), the following paragraph—

“ (aa) the full name and usual residential address of every person who on the thirtieth day of June preceding the lodging of the Annual Statement held a beneficial interest (whether expectant or in possession) in the income of the corporation, and any relationship of any kind whatsoever between that person and any director of the corporation; ” ;

and

- (c) in paragraph (c) by deleting “practising architect” and substituting the following—

“ registered architect ” .

Section 19B
amended.

8. Section 19B of the principal Act is amended in subsection (2) (b) by deleting "practising architect" and substituting the following—

" registered architect " .

Section 22A
amended.

9. Section 22A (1) of the principal Act is amended by inserting—

(a) after paragraph (b), the following paragraph—

" (ba) directly or indirectly sharing the professional income of a practising corporation with a person (not being a member of the practising corporation or a beneficiary, or member of a class of beneficiaries, of a trust of which the practising corporation is the trustee) unless the person is acceptable to the Board; " ; and

(b) after "if he is registered because of" in paragraph (j), the following—

" any " .

Section 29
amended.

10. Section 29 (1) of the principal Act is amended by inserting, after "other than a registered architect," the following—

" practising corporation or practising firm, " .
