

- (b) Prior to the registration of such proprietorship the approval for the name of the “Sole Proprietorship” shall be obtained from the Institute in writing.
- (c) The business of the Sole Proprietorship shall be the Practice of Architecture and the provision of services of Other, Allied or Prescribed Professions.
- (4) The certificate of registration shall be forwarded to the Institute within fourteen days of the registration of the Sole Proprietorship.
- (5) The nature of the business or the name of the registered proprietorship shall not be changed without obtaining prior written approval from the Institute.
- (6) A Practice shall not do any other business under the same name or under a similar name of an incorporated or non-incorporated business.

#### 6.1.3 Partnerships

- (1) Chartered Architects may among themselves or with Chartered Engineers, Chartered Town Planners and Other, Allied or Prescribed Professionals who have such professional qualifications form themselves into Partnership, and their successors shall be qualified as Chartered Architect, Chartered Engineer, Chartered Town Planner or other professionals.
- (2) Architects may among themselves or with persons qualified as Engineers, Town Planners and Other, Allied or Prescribed Professionals who have such qualifications form themselves into Partnership, and their successors shall be qualified as Architects, Engineers, Town Planners or other professionals.
- (3) Architectural Licentiates may among themselves or with persons qualified as Engineers, Town Planners and Other, Allied or Prescribed Professionals who have such qualifications form themselves into Partnership, and their successors shall be qualified as Architects, Engineers, Town Planners or other professionals.
- (4) Before registering a Partnership, the following criteria shall be followed :
  - a) A Partnership shall be named as Chartered Architects, Architects or Architectural Licentiates if all the partners are of the same category. However, if the partners are from Other, Allied or Prescribed Professions and Professionals, such Partnerships may be named with respective fields.
  - b) A Chartered Architect, Architect or an Architectural Licentiate shall forward the draft partnership agreement and the proposed name of the partnership to the Institute and should obtain written approval before submission of documents for registration of a partnership.
  - c) The business of the partnership shall be the practice of Architecture and may provide Other, Allied or Prescribed Professional services.
  - d) If the partnership has Other, Allied or Prescribed Professionals as partners, the Institute shall inform the respective Professional Institutions of such information.

- (5) Once a partnership is registered the Chartered Architect, Architect or the Architectural Licentiate shall forward a duly certified copy of the agreement with other certificates / registrations to the Institute within fourteen days of such registration.
- (6) No amendments shall be made to a partnership agreement or to the name of the partnership without obtaining prior approval of the Institute.
- (7) A Practice shall not do any other business under the same name or a similar name either incorporated or non-incorporated.

#### 6.1.4 Private Limited Liability Companies

- (1) Chartered Architects may among themselves or with persons registered as Chartered Engineers, Chartered Town Planners and Other, Allied or Prescribed Professionals who have such professional qualifications, subscribe and form themselves into a Private Limited Liability Company, the Memorandum and Articles of which shall ensure that all subscribers, shareholders and Directors of such company and their successors, shall be qualified as Chartered Architects, Chartered Engineers, Chartered Town Planners or other professionals who have such professional qualifications.
- (2) Architects may among themselves or with persons qualified or registered as Engineers, Town Planners and Other, Allied or Prescribed Professionals who have such qualifications, subscribe and form themselves into a Private Limited Liability Company, the Memorandum and Articles of which shall ensure that all subscribers, shareholders and Directors of such company and their successors, shall be qualified as Architects, Engineers, Town Planners or other professionals who have such qualifications.
- (3) Architectural Licentiates may among themselves or with persons qualified or registered as Engineers, Town Planners and Other, Allied or Prescribed Professionals who have such qualifications, subscribe and form themselves into a Private Limited Liability Company, the Memorandum and Articles of which shall ensure that all subscribers, shareholders and Directors of such company and their successors, shall be qualified as Architects, Engineers, Town Planners or other professionals who have such qualifications.
- (4) The Liability of the Directors of a Private Limited Liability Company formulated for the practice of Architecture and / or Other, Allied or Prescribed Professions, shall be unlimited satisfying the requirements of section 196 of the Companies Act, No.17 of 1982 and Section 12 of the Sri Lanka Institute of Architects Law No.1 of 1976 and Sri Lanka Institute of Architects (Amendment) Act, No.14 of 1996.
- (5) Before registering a Private Limited Liability Company, the following criteria shall be followed :
  - (a) The Company shall be called only as Chartered Architects, Architects or Architectural Licentiates if the Subscribers, Shareholders and Directors are only from the same professional background. However, if the Subscribers, Shareholders and Directors are from allied professions and professionals as specified in the regulations, the Company may be titled with other respective professions.

- (b) Chartered Architect, Architect or an Architectural Licentiate shall forward the draft Memorandum and Articles of Association and the proposed name of the Company to the Institute and shall obtain written approval before forming and making application for the incorporation of such Company.
  - (c) The business of the Company shall be the Practice of Architecture and may provide Other, Allied or Prescribed Professional services.
  - (d) If there is any subscribing or shareholding by an incorporated or un-incorporated business / agency / institution, it shall be another agency approved by the Institute in terms of these regulations. The proportionate share holding by such organization and its shareholders shall be considered in approving such venture as a Practice by the Institute.
  - (e) If the Subscribers, Shareholders or Directors are from Other, Allied or Prescribed Professions, the Institute shall seek clarification regarding the information forwarded, from the respective Institutions.
- (6) Once a Company is registered the Chartered Architect, Architect, Architectural Licentiate or the company Secretary shall forward a duly certified copy of the Company Registration Certificate, Articles of Association and Memorandum of Association and a copy of Form 48 to the Institute within fourteen days of registering of such Company.
- (7) No amendments shall be made to the Memorandum and Articles of Association of the Company without obtaining prior approval from the Institute therefor, and the Institute shall respond within seven working days of such application.
- (8) All the transfer of shares as per these Regulations either temporarily or permanently shall be notified to the Institute within seven (07) days from such occurring.
- (9) Annually the company shall submit certified copies of documents stating the Authorized Share Capital, Issued Share Capital, Share Ownership and Board of Directors.
- (10) A Practice shall not do any other business under the same or a similar name either incorporated or non-incorporated.

#### 6.1.5 Government Statutory Bodies

Any Corporate Member of the Institute, Architect or Architectural Licentiate may Practice Architecture in a statutory body if such Statutory Body is authorised to practice Architecture by that statute. Such statutory bodies are entitled to register their Architectural Practices in the Practice Register of the Institute.

#### 6.1.6 Time frame for Council to respond

Any application made under this section unless otherwise specified shall be considered by the Council and a decision shall be given within forty five days from the date of receipt of such application. If the Council fails to give its decision within the specified period, the applicant may proceed in the absence of the decision of the Council.

**6.1.7 Practice Registration**

- (1) (a) The Institute shall maintain a register in respect of Architectural Practices as per Schedule 10.3.1 for each year.
- (b) Any practice shall apply to the Institute to have its name included in the register.
- (c) Council may prescribe a fee for such registration as per Schedule 10.1.5.
- (2) An application to register a new Practice and be listed in the year book of the following year shall be received by the Institute on or before 1<sup>st</sup> November of the preceding year.

**6.1.8 Scope and Limitation of Practices**

The scope of work entitled to be undertaken by a Practice shall be as per Schedule No. 10.3.2 of these regulations.

**6.1.9 Restoration of the Existing Practices**

- (1) All the existing Practices may apply to the Council within six months from the date of publication of these regulations, to be registered as a Practice under the Institute;
- (2) The Council may require any Practice to furnish to the Council, additional information or clarification as it may deem necessary;
- (3) If a Practice does not comply with these regulations, the Council may request to make necessary changes. If a Practice adheres to these regulations the Council shall restore such Practices.

**6.1.10 Other, Allied or Prescribed Professions**

Other, Allied or Prescribed Professionals, Professional Institutions and Qualifications shall be as set out in Schedule 10.3.5.

**6.2 Obligations and Appointments in Practices**

**6.2.1 General**

- (1) The Practices, shall be in a manner consistent with Principles One, Two and Three of the Code of Professional Conduct of these regulations.
- (2) When engaged to give an opinion on the work of another Practice, such fact shall be informed to that Practice, unless it is prejudicial to prospective or actual litigation to do so.
- (3) A Member, Chartered Architect, Architect, Architectural Licentiate or a Practice shall subject to the regulations governing Disciplinary Procedures of the Institute respect and maintain confidentiality in any matter involving breaches, either alleged or proven, of these regulations or of the Standard of Professional Performance.

- (4) To appropriately acknowledge the contribution made to work by others.
- (5) A Member, Chartered Architect, Architect or Architectural Licentiate or a Practice shall Subject to any restriction imposed by law or any Court, report to the Institute any alleged breach of these regulations of which he may become aware and assist the Institute in its investigation.
- (6) A Practice shall not allow any person other than another Chartered Architect, Architect and Architectural Licentiates or another Allied or Prescribed Professional to share the profits or fees of such Practice either directly or indirectly. A payment based on profits to a person in the regular employment of a Practice, a retired Partner, Director or the legal representative of a deceased Partner or Director shall not be deemed to be sharing of profits.
- (7) A Practice shall charge a professional fee set out in Schedule 10.5.1 for the services rendered as per Schedule 10.5.2. Professional services shall not be offered or rendered to a client under an arrangement or otherwise whereby no fee is charged. However, honorary work may be discharged by a Practice and a list of such honorary work carried out shall be furnished to the Institute on a quarterly basis.
- (8) A Practice shall not render any professional services to a business or activity of an illegal nature.
- (9) It is in the interests of the public and the profession that any appointment or other activity of a Member, Chartered Architect, Architect and Architectural Licentiate in a matter of national or local importance, or the award of any distinction to a Chartered Architect, Architect, Architectural Licentiate or a Practice, shall receive publicity. However, Chartered Architects, Architects and Architectural Licentiates or a Practice shall not make use of any of such appointments, awards or activities for personal and/or professional advantage.

#### 6.2.2 **Appointment of a Partner or a Director or Employment of Professionals**

- (1) A Practice shall not have or take as a Partner or Director in the Partnership or Company, or in the practice, any person who has been disqualified from the Membership of the Institute or removed from the ARB Registration.
- (2) A Practice shall not have or take as a Partner or Director in the Partnership or Company or employ in the Practice, any person who has been disqualified from practicing their respective profession or whose name has been removed from any such registers maintained under the respective profession.
- (3) A Practice shall not employ or obtain the services from any person who has been disqualified from the Institute Membership or ARB Registration or any person disqualified from membership of another Professional Institution of either Allied or Prescribed, by reason of expulsion under the relevant Code of Conduct and Regulations.

#### 6.2.3 **Regulations on Partners or Directors or Employees or Practices**

- (1) When making any engagement, whether by an agreement for professional services, by a contract of employment or by a contract for the supply of services, to state whether or not professional indemnity insurance is held, and to define beyond reasonable doubt and record the terms of the engagement and the scope of the services, responsibilities and any limitation of liability, the method of calculation of remuneration and the provision for termination and adjudication.