

Public Relations Society of Kenya No.1 (Bill No.1)



REPUBLIC OF KENYA

INSTITUTE OF PUBLIC RELATIONS AND COMMUNICATION MANAGEMENT

BILL, 2018

NAIROBI, 1st October 2018

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A Bill for the establishment of the Institute of Public Relations and Communication Management —

**THE INSTITUTE OF PUBLIC RELATIONS AND
COMMUNICATION BILL**

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NO. 1 OF 2018

THE INSTITUTE OF PUBLIC RELATIONS AND
COMMUNICATION BILL

A Bill to give effect to Article 35 of the Constitution of Kenya and other enabling provisions; to promote and regulate the practice of Public Relations and Communication Management; to provide for registration and quality assurance, professional standards and Code of Conduct and ethics; to provide for the establishment of the Institute of Public Relations and Communication Management, and for connected purposes.

PART I—PRELIMINARY

- Short title. 1. This Act may be cited as the Institute of Public Relations and Communication Management Act, 2018.
- Interpretation. 2. In this Act, unless the context otherwise requires —
- “**Cabinet Secretary**” means the Cabinet Secretary for the time being responsible for matters relating to information and communication.
- “**Public Relations and Communication Management practitioner**” includes practitioners in public relations, corporate communication, stakeholder relations, development communication, strategic communication, trainers in communication, public affairs, public communication, brand management and advisory services related thereto; and is registered under this Act;
- “**Council**” means the Council of the Institute constituted pursuant to section 5 of this Act;
- “**Disciplinary Committee**” means the committee established under section 32 of this Act;
- “**Chief Executive Officer**” means the person appointed as the Chief Executive Officer of the Institute under section 8 of this Act;
- “**President of the Institute**” means the President of the Institute and includes a person appointed under Section 6 of the First Schedule to act as President;

“**Register**” means the register kept pursuant to section 27 of this Act;

“**Institute**” means the Institute of Public Relations and Communication established under section 3 of this Act;

“**Practicing certificate**” means a practicing certificate issued by the Registration Committee pursuant to section 25 of this Act;

“**Registration Committee**” means the committee established under section 17 of this Act;

“**Society**” means the Public Relations Society of Kenya existing before the enactment of this Act;

“**Trainee communication practitioner**” means a person registered by the Examinations Board and who has commenced professional Public Relations and Communication Management or training or is practicing communication as part of initial professional development required for qualification as a communication practitioner.

PART II- INSTITUTE OF PUBLIC RELATIONS AND COMMUNICATION MANAGEMENT

Establishment of the Institute.

3. (1) There is established an institute to be known as the Institute of Public Relations and Communication.

(2) The Institute shall be a body corporate with perpetual succession and a common seal and shall, in its corporate name, be capable of —

- (a) suing and being sued;
- (b) purchasing, acquiring, holding or disposing of property;
- (c) borrowing money; and
- (d) doing or performing all such other things or acts necessary for the proper performance of its functions under this Act, which may lawfully be done by a body corporate.

(3) The Headquarters of the Institute shall be in Nairobi, but the Institute may establish offices, branches or chapters at any place in Kenya.

Functions of the
Institute.

4. Functions of the Institute shall be to —
- (a) To establish, regulate and promote standards of professional competence and practice amongst members and monitor and enforce compliance with, and delivery of, such standards by members;
 - (b) Promote, commission and carry out research into the subject of Public Relations and Communication Management and related disciplines, and the publication of books, periodicals, journals and articles in connection therewith;
 - (c) Promote, maintain and enhance the reputation and standing of the profession and of the Institute and represent the profession and the views of members, both nationally and internationally;
 - (d) Advise Examinations Board on matters relating to examinations standards and policies;
 - (e) Advise and make such recommendations to the Cabinet Secretary on matters relating to Public Relations and Communication Management in all sectors of the economy and on all other matters relating to the profession, as it may deem appropriate;
 - (f) Maintain, monitor compliance with, a regime of continuing professional development through the commissioning and provision of general and specialised post-registration and the promulgation of best practice rules and guidelines, ethical guidance and other services as it may deem necessary to maintain and enhance professional integrity, independence, knowledge and competence;

- (g) Liaise, co-operate and collaborate with Kenyan, regional and foreign regulatory bodies in the field of public relations, communication management, branding, public affairs, corporate social responsibility and oversight of the Public Relations and Communication Management profession;
- (h) To promote and encourage entry into the Public Relations and Communication Management profession through the study of public relations and related disciplines and the provision of bursaries, scholarships, prizes and other incentives to students;
- (i) Provide for resolution of disputes on professional issues involving members;
- (j) To establish branches and chapters to support the mandate of the Institute;
- (k) Prescribe through *Gazette* notice, the remuneration order for the Public Relations and Communication Management profession with the approval of the Cabinet Secretary responsible for Communication and Information; and
- (l) Do anything incidental or conducive to the performance of any of the preceding functions.

Council of the Institute.

5. (1) The Institute shall be governed by the Council of the Institute subject to the following provisions:

- (a) The provisions of the Second schedule shall apply to the Council.
- (b) Subject to this Act, all acts and things done in the name of, or on behalf of, the Institute by the Council or with the authority of the Council shall be deemed to have been done by the Institute.

- (c) The Council shall publish in the *Kenya Gazette* standards, codes, guidelines and other pronouncements for advancement of Public Relations and Communication Management profession.
- (d) The Council may, subject to the provisions of this Act, issue by-laws, regulations and guidelines to govern all matters affecting the operations of the Institute and professional activities of the members of the Institute.
- (e) The Council may establish such committees as are necessary for the performance of the Institute and may, subject to the provisions of this Act, delegate powers conferred on it to such committees.
- (f) The Council may perform any other functions incidental or conducive to the performance of any of the preceding functions.

Membership of the Council.

6. (1) The Council shall consist of —
- (a) The President elected or appointed in accordance with Section 6 and the First Schedule;
 - (b) One member to represent the Ministry responsible for public communication;
 - (c) One member to represent Media Council of Kenya;
 - (d) One member to represent public relations and communication firm/agencies;
 - (e) One member to represent institutions of higher learning;
 - (f) Six other members elected in the manner provided in the Second Schedule.

President of the Institute. **7.** There shall be a President of the Institute who shall be a fellow or full member of the Institute and who -

- (1) Has been a member of the Institute for a continuous period of not less than ten years;
- (2) Has served on the Council or its Committees for at least one year; and elected in the manner provided in paragraph 1 of the First Schedule;
- (3) Is not disqualified under the provisions of the Second Schedule.

Remuneration of Council members. **8.** The members of the Council shall be paid such, remuneration as the Council may determine from time to time, subject to the approval of members.

Chief Executive Officer. **9.** (1) There shall be Chief Executive Officer of the Institute who shall be competitively appointed by the Council, and whose terms and conditions of service shall be determined by the Council in the instrument of appointment or otherwise in writing from time to time.

(2) A person shall not be appointed as Chief Executive Officer under this section unless such person —

- (a) is a registered Public Relations and Communication Management professional;
- (b) has had at least seven years proven experience in the practice of Public Relations and Communication Management; and
- (c) meets the requirements of Chapter Six of the *Constitution of Kenya, 2010*.

- (3) The Chief Executive Officer shall —
- (a) be an *ex-officio* member of the Council but shall have no right to vote at any meeting of the Council;
 - (b) be the secretary to the Council;
 - (d) subject to the directions of the Council, be responsible for the day to day management of the affairs of the Institute; and
 - (e) be responsible to the Council generally for the implementation of this Act.
- (4) The Council may appoint such officers, agents and other staff as, are necessary for the proper and efficient discharge of the functions of the Institute and the Council under this Act, upon such terms and conditions of service as the Council may determine.

Staff of the Institute.

10. The Council may appoint such officers, agents and other staff as are necessary for the proper and efficient discharge of the functions of the Institute and the Council under this Act, upon such terms and conditions of service as the Council may determine.

General Powers of the Institute.

11. The Institute shall have the powers to do all things necessary for the proper and effective achievement of its objects and the performance of its functions.

Membership Categories. **12.** The members of the Institute shall be divided into the following classes, namely—

- (a) Fellows (comprising those persons who became Fellows pursuant to subsection 3 of this section) each of whom shall be titled “Fellow of the Institute of Public Relations and Communication Management” (designatory letter FIPRAC);
- (b) Full Members (comprising those who became members of the Institute pursuant to section 21 of this Act) each of whom shall be titled “Member of the Institute of Public Relations and Communication Management” (designatory letter MIPRAC);
- (c) Associate Members (comprising those persons who became associates pursuant to section 12 of this Act) each of whom shall be titled “Associate Member Institute of Public Relations and Communication Management” (designatory letter AMIPRAC);
- (d) A student member;
- (e) Such other classes of membership or chapters with such designations, titles and conditions of membership as the Council may by notice in the *Kenya Gazette* prescribe;
- (f) Do anything incidental or conducive to the performance of any of the preceding functions;
- (g) The Council shall make regulations on membership.

Honorary Fellow.

13.(1) Where the Council considers that a person not being member of the Institute, has rendered special services to the Institute or the Public

Relations and Communication Management profession, the Council may invite such a person to become an Honorary Fellow of the Institute.

(2) An Honorary Fellow shall not be a member of the Institute and shall be an Honorary Fellow during the pleasure of the Council.

Membership fees.

14. The members of the Institute as specified in section 6 (2) shall pay such fees and subscriptions as the Council may from time to time determine.

PART III EXAMINATION BOARD

Examinations Board.

15. (1) There shall be established a board to be known as the Public Relations and Communication Management Practitioners Examination Board.

(2) The Examination Board—

- (a) shall be a body corporate;
- (b) shall have a common seal which shall be kept in such manner as the Examination Board directs;
- (c) may with the prior approval of the Council, borrow, lend or otherwise raise money in such usual manner, including by way of executing securities and guarantees, as it may from time to time determine;
- (d) may acquire, hold, develop and dispose of property, whether movable or immovable, in the normal course of business;
- (e) may acquire, hold and dispose of investments in other enterprises subject to approval by the Council; and
- (f) may sue and be sued in its corporate name.

(3) The provisions of the Fourth Schedule shall have effect with respect to the Examination Board.

Membership of the Examinations Board.

16. The Examination Board shall consist of eleven members appointed by the Examination Board through a *Gazette* notice, of whom—

- (a) three persons who shall be qualified Public Relations and Communication Management professionals nominated by the Council, one of whom shall be appointed by the Council from amongst the members of the Institute as Chairperson of the Board;
- (b) four persons nominated by the Cabinet Secretary of the Ministry for the time being responsible for education, one of whom shall be from Kenya National Qualifications Regulatory Authority, two persons from institutions of higher learning (public and private) and one person from the Kenya National Examination Council;
- (c) one person nominated by the Ministry responsible for information and communication;
- (d) one person nominated by the Federation of Kenya Employers;
- (e) one person nominated by Institute of Public Relations and Communication Management (IPRAC); and
- (f) one person nominated by the Attorney-General.

Functions of the Examinations Board.

17. (1) The functions of the Examinations Board shall be to —

- (a) prepare syllabus for professionals and technician examinations in Public Relations and Communication Management and related disciplines;

- (b) make rules with respect to such examinations;
- (c) arrange and conduct examinations and issue certificates to candidates who have satisfied examination requirements;
- (d) promote recognition of its examinations in foreign countries;
- (e) investigate and determine cases involving indiscipline by the students registered with the Examination Board;
- (f) promote and carry out research relating to its examinations;
- (g) promote the publication of books and other materials relevant to its examinations;
- (h) liaise with the Ministry of Education in accreditation of institutions offering training subjects examinable by the board; and
- (i) do anything incidental or conducive to the performance of any of the preceding functions.

Examination Entry
Requirements

18. (1) A person applying for Public Relations and Communication Management examinations shall be required to —

- (a) hold a Public Relations and Communication Management degree or a Postgraduate Diploma or a higher qualification in the field of public relations and communication;
- (b) hold a diploma in Public Relations or Communication Management from a recognized institution.

PART III EXAMINATION BOARD

(2) The Examinations Board shall, prior to registering a person to undertake an examination in Public Relations and Communication Management, require that the person be registered as a member of the Institute.

Public Relations
and Communication
Management Trainee.

19. A Public Relations and Communication Management trainee, student or a person required by the Institute to be registered as a member prior to attaining the qualifications shall be required to pay such fees or subscriptions as the Council may determine from time to time.

PART IV PRACTISING CERTIFICATES AND REGISTRATION

Registration Committee.

20. There is established a Registration Committee consisting of seven members to be appointed by Council as follows —

- (a) chairman who shall be a member of the Institute;
- (b) one person to represent ministry responsible for information and communication;
- (c) one person nominated by Public Relations and Communication Management firms/agencies;
- (d) one person nominated by universities and drawn from schools/faculties offering public relations and communication courses;
- (e) three persons nominated by the Council to represent Institute; and
- (f) the Chief Executive Officer of the Institute shall be an *ex-officio* member and shall serve the role of Secretary to the Registration Committee.

Committee Functions.

21. The functions of the Registration Committee shall be to —

(1) receive, consider and approve applications for registration as a Public Relations and Communication Management practitioner and grant of practising certificates and annual licences in accordance with the provisions of this Act;

(2) monitor compliance with professional, quality assurance and other standards published by the Council for observance by the members of the Institute;

(3) apply regulations to governing quality assurance programmes, including actions necessary to rectify deviations from published standards;

(4) where appropriate and based on the results of a quality assurance review, recommend to the Council that a member's conduct be referred for inquiry under section 34;

(5) advise the Council on matters pertaining to professional and other standards necessary for the achievement of quality assurance; and

(6) perform any other functions incidental to the fulfilment of its objectives under this Act.

Application for Admission and Registration.

22. (1) A person wishing to be admitted to the Institute as a full member and to be registered as such shall apply to the Registration Committee.

(2) An application under this section shall be in the form prescribed by the Council from time to time and shall be accompanied by such fees, certificates and other documents as the Council shall from time to time prescribe.

(3) Where an application is made by a person in accordance with this section, the Registration Committee shall approve the application if it is satisfied that the person —

- (a) is qualified to be registered; and
- (b) is not disqualified from being registered, and, if not satisfied, shall refuse the application.

(4) A person aggrieved by a determination of Registration Committee under this section may appeal to an arbitrator appointed by the Council against such determination by lodging a written notice with the Secretary of the Council within twenty-one days of his being notified of the determination.

(5) A person aggrieved by the decision of an arbitrator under subsection (4) may appeal to the High Court.

(6) A person who, in an application to be registered, willfully makes a false or misleading statement commits an offense and shall be liable on conviction to a fine not less than one hundred thousand shillings.

Qualification for
Membership.

23. (1) Subject to this section, a person is qualified to be registered under section 20 if he/she -

- (a) has been provided by the Examinations Board with documentary evidence confirming that he has pass professional examinations; and
- (b) has completed such period of structured practical experience as may from time to time be prescribed by the Council, under supervision of a full member or fellow and in compliance with the requirements of the Council from time to time in force.

Disqualification of
Membership.

24. (1) Subject to this section, a person is disqualified from being registered—

- (a) if such person has been convicted by a court of competent jurisdiction in Kenya or elsewhere of an offense involving fraud, dishonesty;

- (b) if such person is an undischarged bankrupt;
- (c) if such person has been legally certified as being of unsound mind and that certification remains in force.

(2) A person shall not be treated as disqualified under subsection (1) (b) of this section (1) (a) of this section if the Registration Committee, having regard to —

- (a) the period which has elapsed since the conviction concerned; or
- (b) the circumstances of the offence determine that it would be unreasonable to so treat him.

(3) A person shall not be treated as disqualified under subsection (1) (b) of this section if the Registration Committee is satisfied that the bankruptcy of the person concerned arose as a result of unavoidable losses or misfortunes.

(4) A person shall not be treated as being disqualified if the High Court allows an appeal under Section 22(5) of this Act.

Practising as a
Public Relations
and Communication
Management Practitioner.

25. Subject to this section, a person practices as Public Relations and Communication Management professional for the purposes of this Act if, in consideration of remuneration or other benefits received or to be received, and whether by himself or in partnership with other person, such person —

- (a) engages in the practice of public relations and communication or holds himself out to the public as a person entitled to do so;
- (b) offers to perform or perform services involving expertise of public relations and communication.

Application for a
Practising Certificate.

26. (1) A person wishing to obtain practising certificate shall apply to the registration Committee.

(2) An application for a practising certificate shall be in the prescribed form and shall be accompanied by the prescribed fee, a valid certificate of professional indemnity insurance and such other certificates and documents as the Council shall from time to time prescribe.

Issuance of a Practising
Certificate.

27. (1) Where an application is made by a person in accordance with Section 26, the Registration Committee shall issue to such person a practising certificate or renew an existing certificate if it is satisfied that the person —

- (a) Is registered;
- (b) Has paid such fees and subscriptions as are due in terms of Section 14;
- (c) Meets such other requirements as the Council may from time to time prescribe.

(2) A practising certificate issued under this Act shall be valid from the date of issue to thirty-first December of the year of issue when it shall expire, unless previously renewed.

(3) Notwithstanding subsection (2), a practising certificate shall cease to be in force if that person's registration is suspended or cancelled.

(4) Where a practising certificate ceases to be in force under subsection (3), the person to whom the certificate was issued shall deliver it to the Institute with twenty-one days after the date on which he ceases to be registered.

(5) Any person who without reasonable cause, contravenes subsection (4) commits an offense and is liable on conviction to a fine not less than five hundred thousand shillings.

Practising as a
Public Relations
and Communication
Management
Firm/Agency.

28. Where a fellow or member intends to practice as a firm whether as a sole practitioner or in partnership, he shall furnish the Registration Committee with such details of the firm as it may require.

Custody of the Practising
Certificate.

29. All certificates issued to members by the Institute shall remain the property of the Institute, provided that a practising certificate issued under Section 26 shall remain the property of the Institute throughout the period of its *ex facie* currency.

Cancellation of
Registration.

30. (1) Subject to this Section, the Registration Committee shall cancel the registration of a Member of the Institute if —

- (a) A determination that the registration of the member be cancelled is made under section 24 (1);
- (b) Any circumstances arise which, if the member were other than a person applying for registration, would disqualify him/her if the Disciplinary Committee makes such recommendations under section 36; or
- (c) The Registration Committee shall not cancel the registration of a member of the Institute under subsection (1)(b) unless it has afforded to the member an opportunity to show cause why his registration should not be cancelled;
- (d) The Council may require the Registration Committee to cancel the registration of a member of the Institute who fails to comply with the requirements of section 18;
- (e) When the registration of a member of the Institute is cancelled under subsection (1)(a) the Registration

Committee shall restore the registration if, on an appeal made under Section 22(5), the High Court allows the appeal;

- (f) The registration of a member shall be restored by recording in the register particulars of the restoration;
- (g) The registration of a member shall be cancelled by recording in the register particulars of the cancellation.

(2) Any member may resign from membership of the Institute by writing under his hand delivered to the Secretary of Registration Committee, provided that such member shall be obliged to make payment of all outstanding subscriptions, fees and other monies due to the Institute as at the date of such resignation.

(3) Any member who is subject of public criminal investigation or prosecution by the competent Kenyan authorities or whose conduct has been referred for inquiry under Section 35 or who is otherwise the subject of investigation or disciplinary proceedings under this Act shall not be entitled to resign from membership until such investigative and disciplinary processes, including appeal, have been completed.

(4) Any member who tenders his resignation with intent to avoid investigation and prosecution under this Act shall be guilty of professional misconduct and shall be subject to investigation and disciplinary proceedings in relation to that act along with any other professional misconduct or other alleged offence and such resignation shall be null and void and he shall remain in membership until such investigative and disciplinary processes, including any appeal, have been completed.

Register.

31. (1) The Secretary to the Registration Committee shall cause to be kept a register which shall be recorded —

- (a) the names and relevant details of all persons registered under Section 20;
- (b) the fact that a practising certificate is issued to any person or that any such certificate has ceased to be in force under this Act;
- (c) particulars of suspension of the registration of any person;
- (d) particulars of the cancellation of the registration of any person;
- (e) the fact that the registration of any person is restored under this Act;
- (f) details of any additional certification or authorisation granted by the Institute or under other written law; details of firms engaged in the public practice, including their proprietors, with specification of the scope of their work; and
- (g) such other matters as the Council may determine; and for the purposes of this Act, ‘relevant details’ shall include the business or professional address of the members or his employer and other information that the Council may from time to time deem appropriate for inclusion in the register.

(2) The Secretary to the Registration Committee shall cause to be made such alterations in the register as are necessary to ensure that the matter recorded herein are accurate and up to date.

(3) The register shall be received in proceedings before any court or tribunal as evidence of the matter recorded herein with which are required by or under this Act to be so recorded.

(4) Proceedings on an inquiry under this Act before the Disciplinary Committee shall be deemed to be proceedings before a tribunal for the purpose of this section.

Declaration by Cabinet Secretary.

32. (1) After the expiration of eighteen months or such longer period as the Cabinet Secretary may declare by notice in the *Kenya Gazette* after the commencement of this Act, no person shall practice as a Public Relations and Communication Management practitioner unless he/she is the holder of a practicing certificate that is in force.

(2) Any person who contravenes sub section (1) shall be guilty of an offence and liable on conviction to a fine not exceeding KSh.500,000.

PART V DISCIPLINARY PROVISIONS

Professional Misconduct.

33. (1) A member of the Institute is guilty of professional misconduct if —

- (a) He/she allows any person to practice in his/her name as a Public Relations and Communication Management practitioner unless such person is the holder of a practicing certificate and is in partnership with him/her or employed by him/her.
- (b) He practices or attempts to practice or permits any person in his/her employment to practice without holding a current valid annual license.

- (c) He/she enters, for or in course of practicing as a licensed Public Relations and Communication Management professional into partnership with a person who does not hold a valid practicing certificate or secures any professional business through the services of such a person or by means not open to a licensed public relations professional.
- (d) He/she discloses information acquired in the course of professional engagement to any person other than a client, without the consent of the client, or otherwise than required by law.
- (e) He/she is guilty of gross negligence in the conduct of his/her professional duties.
- (f) He/she expresses an opinion on any matter with which he/she is concerned in a professional capacity without obtaining authorisation by the client.

(2)(a) A Public Relations and Communication Management practitioner shall observe the professional ethical guidelines and applicable standards in the code of conduct for the practice in the discharge of duty.

- (b) The ethical guidelines and applicable standards of the profession shall take precedence over any instruction from a client or other person.
- (c) A Public Relations and Communications practitioner shall not be held liable for taking such actions or decisions or rejecting instructions from a client if such action, decision or rejection is in pursuance of the provisions of subsections (2a) and (2b).

Disciplinary Committee.

34. There shall be a committee of the Council to be known as the Disciplinary Committee. The Disciplinary Committee shall consist of seven members who shall be appointed by the Cabinet Secretary vide a *Kenya Gazette* notice from amongst persons nominated in the following manner:

- (a) four nominated by the Council from amongst the members of the Institute, of whom one shall be designated as the chairman;
- (b) one nominated by the Council from another profession other than Public Relations;
- (c) one nominated by the Attorney-General;
- (d) one nominated by an organisation that promotes corporate governance;
- (e) Chief Executive Officer shall be *ex officio* member and shall be perform the role of Secretary to the Committee;
- (f) in making appointments under this section the Cabinet Secretary shall have regard to the knowledge and interest of the persons so appointed in matters pertaining to Public Relations and Communications Management;
- (g) the quorum of a meeting of the Disciplinary Committee shall be three;
- (h) subject to the provisions under this Section, a member of the Disciplinary Committee shall hold office for three years and shall be eligible for re-appointment for one other and final term;

- (i) where any member of the Disciplinary Committee resigns his office or is for any reason unable to perform the functions of his office, the Council shall with the consent of the Cabinet Secretary, require the respective nominating body specified in the provisions of this Section to nominate a replacement for such member, for appointment in accordance with that subsection;
- (j) the Council shall provide the Disciplinary Committee with such facilities and resources as are necessary to enable it to competently discharge its functions;
- (k) the Disciplinary Committee may, subject to the provisions of this Act , regulate its own procedure; and
- (l) where the involvement of a Committee member in a decision of the Committee is likely to result in conflict of interest, the Committee member shall disclose such potential conflict of interest and the Committee member shall not take part in such decisions.

Inquiry by the Disciplinary Committee.

35. (1) Where the Council has reason to believe that a member of the Institute may have been guilty of professional misconduct, it shall refer the matter to the Disciplinary Committee which shall inquire into the matter.

(2) The provisions of the Fifth Schedule shall have effect with respect to an inquiry by the Disciplinary Committee pursuant to subsection (1).

Findings of the
Disciplinary Committee.

36.(1) On the completion of an inquiry into the alleged professional misconduct of a member of the Institute, the Disciplinary Committee shall submit to the Council a report of the inquiry which shall include one or more of the following recommendations, namely—

- (a) that no further action be taken against the member;
 - (b) that the member be reprimanded;
 - (c) that the member be reprimanded with publication of the reprimand in the *Kenya Gazette* or in any other suitable media which may include the newspapers, electronic media and the internet;
 - (d) that the member pays such costs to the Institute, not exceeding five hundred thousand shillings, as may be determined;
 - (e) that the member undertakes training at his own cost, of such nature and duration and at such institutions as may be determined;
 - (f) that the member pays to the Institute a fine not exceeding five hundred thousand shillings;
 - (g) that the member discharges his professional obligations under any contractual arrangement subject of the alleged misconduct;
 - (h) that any practicing certificate held by the member be suspended, or that the registration of the member be cancelled and that he be not registered for such period (including life) as may be specified.
- (2) Where the Disciplinary Committee, in a report makes a recommendation under subsection (1), the Council shall inform the member concerned of the action to be taken against him and effect the recommendation of the Disciplinary Committee.

(3) A member aggrieved by a determination of the Disciplinary Committee under subsection (1) may make an appeal to the Council within sixty days of the communication to him of such determination, providing the grounds upon which the appeal is lodged.

(4) The Council may upon receipt of an appeal under subsection (3) direct the Disciplinary Committee to re-open the inquiry and shall in such direction specify the aspects of the matter it requires the Disciplinary Committee to reconsider.

(5) The Disciplinary Committee shall comply with the direction of the Council under subsection (4) and shall, after concluding the inquiry, submit a report to the Council in accordance with subsection (1).

(6) Any recommendation of the Disciplinary Committee under this section shall not be effected until after the expiry of the period prescribed under subsection (3) for appeals and the subsequent conclusion of the appeal proceedings there of.

Appeal.

37. (1) A person aggrieved by a determination of the Disciplinary Committee under section 36(2) may appeal to the High Court against such determination within thirty days of being notified of the determination.

(2) A determination under section 36 of this Act shall have effect notwithstanding that an appeal is made against the determination, but in the event that the High Court allows the appeal—

- (a) this section shall have effect in relation to the cancellation of the registration of the member; and
- (b) the suspension of the practising certificate of the member of the Institute shall cease to have effect.

PART VI FINANCIAL PROVISIONS

Annual Estimate of
Revenue and Expenditure.

38. (1) At least three months before the commencement of each financial year, the Council shall cause to be prepared estimates of the revenue and expenditure of the Council for that financial year. The annual estimates shall make provisions for all estimated expenditure of the Council for the financial year concerned, and in particular shall provide for the —

- (a) payment of salaries, allowances and other charges in respect of the staff of the Council;
- (b) payment of pensions, gratuities and other charges in respect of former staff of the Council;
- (c) proper maintenance of the buildings and grounds of the Council;
- (d) maintenance, repair and replacement of the equipment and other property of the Council;
- (e) payment of allowances of the members of the Council and the members of the Board; and
- (f) creation of such reserve funds to meet future or contingent liabilities in respect of retirement benefits, insurance, replacement of buildings or equipment, or in respect of such other matters as the Council may deem fit.

(2) The annual estimates shall be approved by the Council before the commencement of the financial year to which they relate and, once approved, the sum provided in the estimates shall be submitted to the Cabinet Secretary for approval.

(3) No expenditure shall be incurred for the purposes of the Council except in accordance with the annual estimates approved under subsection (3), or in pursuance of an authorisation of the Council.

Accounts and Audit.

39.(1) The Council shall cause to be kept proper books and other records of accounts of the income, expenditure, assets and liabilities of the Council.

(2) The Council shall cause to be kept proper books and other records of accounts of the income, expenditure, assets and liabilities of the Council.

(3) The accounts of the Council and Examination Board shall, subject to the overriding provisions of *Public Audit Act, 2012*, and mutatis mutandis, be audited by auditors appointed by the Institute and Examinations Board, as the case may be examined, audited and reported upon annually by the Auditor-appointed by the Institute and Examinations Board as the case may be.

(4) Within six months after the end of the financial year or other period to which the accounts examined and audited under subsection (2) relate, the Institute and the Examination Board shall send to the Cabinet Secretary a copy of the statement with a copy of any report made by the auditor concerned on that statement or on any such accounts.

PART VII MISCELLANEOUS PROVISIONS

Offenses.

40.(1) A person who, not being eligible to be registered under this Act, practices for gain as a Public Relations and Communication Management professional, commits an offence and shall be liable on conviction to a fine not exceeding two hundred thousand shillings, or to imprisonment for a term not exceeding two years, or to both.

(2) A person who wilfully makes or causes to be made any false entry in, or falsification of, any register or record kept under this Act, or who presents or attempts to present himself or any

person to be registered under this Act by making or producing or causing to be made or produced a false or fraudulent representation or declaration, either orally or in writing, commits an offence and shall be liable on conviction to a fine not exceeding two hundred thousand shillings or to imprisonment for a term not exceeding two years, or to both.

(3) A person convicted of an offence under this Act for which no penalty is provided shall be liable to a fine not exceeding two hundred thousand shillings or to imprisonment for a term not exceeding two years, or to both.

Council Regulations.

41. (1) The Council shall make regulations and standards generally for the better carrying out of the provisions of this Act, and without prejudice to the generality of the foregoing, may make regulations -

- (a) prescribing the curriculum and the courses of study to be pursued by the students and candidates in order to satisfy the academic requirements of any particular registration;
- (b) prescribing the experience criteria to be met by candidates for registration;
- (c) prescribing a code of ethics, rules of professional conduct and standards of practice;
- (d) providing for the suspension, expulsion or other penalty for professional misconduct, incapacity or incompetence;
- (e) prescribing fees payable to the Council;
- (f) governing the calling, holding and conducting of meetings of the board and of the members of the association; and
- (g) authorising the making of grants for any purpose that may tend to advance knowledge of human resources management or improve standards of practice.

Transitional Clauses.

42. (1) Public Relations and Communication Management professionals existing before the enactment of this Act shall assume the responsibilities imposed on the Council and Registration Committee by this Act as an Interim Council and Interim Registration Committee until the first elections held under this Act.

(2) The chairperson elected at the last annual general meeting of the Society shall continue to act as chairperson of the Institute until the first elections held under this Act.

(3) The Interim Council to facilitate the registration of members of the Institute and the convening of the first annual general meeting at which Council shall be elected.

(4) The first annual general meeting of the Institute shall be convened by the Interim Council within a period of twelve months of the commencement of this Act.

(5) Any Public Relations and Communication Management professional carrying out any business contrary to this Act shall ensure that the business is compliant with the Act within twelve months of the commencement of this Act.

(6) Any Public Relations and Communication Management professional carrying out any business contrary to this Act shall ensure that the business is compliant with the Act within twelve months of the commencement of this Act.

(7) Any examinations currently being conducted by any statutory body for the purpose of qualifying as a Public Relations and Communication Management professional shall be transferred to the Examinations Board within twelve months of the commencement of this Act.

FIRST SCHEDULE

THE INSTITUTE

1. (1) The President shall be elected by the voting membership of the institute in annual general meeting.

(2) Subject to the provisions of this Act concerning resignation, disqualification and termination, the chairman shall hold office for a non-renewable term of two years.

(3) A person who holds office of President may resign from the office by writing under his hand delivered to the Council.

2. (1) On the advice of the Council, the Cabinet Secretary may appoint somebody to act as President—

- (a) during a vacancy in the office of the President or
- (b) during any period when the President is for any reason unable to exercise and perform the function of his office.

(2) The appointment of a person to act as President ceases to have effect:

- (a) if made during a vacancy in the office of President, when the vacancy ends by election of a President.
- (b) if the person appointed resigns the office by writing under his hand delivered to the Cabinet Secretary; or
- (c) if the Cabinet Secretary revokes the appointment under subparagraph (2) of this paragraph.

MEETINGS OF THE INSTITUTE

1. Subject to paragraph 4 of this schedule, an annual general meeting of the Institute shall be held not later than six months after the end of each financial year.

2. A special general meeting of the Institute —

- (a) May be called at any time; and
- (b) Be held on a written request made to the Council and signed by not less than one hundred members of the Institute.

3. (1) A general meeting of the Institute shall be convened by the Council by giving by giving to every member of the Institute a written notice-

- (a) stating the place and time of the meeting; and
- (b) indicating the business which it is proposed to transact at the meeting which shall include, among other matters, the presentation of the following —
 - (i) a report by the Council covering the past financial year;
 - (ii) financial statements for the past financial year and the auditor's report thereon;
 - (iii) election of the President, as necessary in terms of paragraph 1, and of Council members, and
 - (iv) the appointment of the auditor.

(2) Notice of a general meeting shall be given not less than fourteen days before the date on which it is to be held to each member of the Institute by posting the notice to the address of the member last known to the Institute, or by handing the notice to the member in person.

(3) The validity of any proceedings of the Institute shall not be affected by any failure to comply with the requirement of sub-paragraph (2) of this paragraph unless it is proven that the failure to comply in relation to any members was deliberate.

4. (1) The President shall preside at all general meetings of the Institute at which he is present.

(2) At a general meeting of the Institute at which the President is not present, the Vice President shall preside.

(3) At a general meeting of the Institute at which neither the

President nor the Vice President are present, the members of the Institute present shall elect one of the members present to preside.

5. (1) Subject to this paragraph, the quorum at a general meeting of the Institute shall be one hundred members.

(2) Where a general meeting of the Institute is convened —

- (a) otherwise than pursuant to paragraph 4 (b) of this schedule, and a quorum is not present at the scheduled time of the meeting or within fifteen minutes thereafter, the meeting shall stand adjourned until the same day on the following week, at the same time and place (unless that day is a public holiday, in which case the meeting shall stand adjourned to the first working day thereafter and a quorum is not present at such adjourned meeting, the meeting shall proceed as though there were a quorum, and all business conducted at such adjourned meeting shall be deemed to be validly transacted);
- (b) pursuant to paragraph 4 (b) of this schedule, and a quorum is not present when the meeting proceeds to business, the meeting shall be dissolved.

6. (1) No business shall be transacted at a special general meeting of the Institute unless —

- (a) the business is indicated in the notice of the meeting as business which it is proposed to transact; or
- (b) in the case of business not so indicated, the meeting decides to transact the business and the person presiding at the meeting agrees to the transaction of the business;

(2) No business shall be transacted at a special general meeting of the Institute other than the business indicated in the notice of the meeting as business which it is proposed to transact.

(3) Minutes of the proceedings at general meeting of the Institute shall be kept in such a manner that as then President or in his absence the person at a particular meeting directs.

7. The person presiding at a general meeting of the Institute may adjourn the meeting from time to time and from place to place, with the consent of the meeting.

8. The person presiding at a general meeting of the Institute may in his discretion limit the number of persons permitted to speak in favour of

or against any motion and the time any such person may so speak.

9. (1) Questions arising at a meeting shall be determined by a majority of the members of the Institute voting on the question.

(2) Voting on any question shall be by a show of hands or such other procedure as may be prescribed in by-laws or regulations published under the provisions of this Act.

(3) Where a ballot is held, voting may be either done personally or by written proxy.

(4) An instrument appointing a proxy shall be in writing and shall be deposited with the secretary to the Council not less than forty-eight hours before the meeting of the Institute at which it is to be used.

(5) A proxy to be used in any ballot at any meeting may be used at the meeting or, if the meeting is adjourned, in any ballot when the meeting is resumed after the adjournment, but the holding of the proxy shall not be counted towards the quorum at any stage of the meeting.

(6) The person presiding at a meeting of the Institute has a deliberate vote, and, in the event of any equality of votes, also has a casting vote.

(7) A declaration by the person presiding at a meeting of the Institute that a resolution has or has not been carried and an entry to that effect in the minutes of the meeting in evidence of that fact.

SECOND SCHEDULE

THE COUNCIL

MEMBERS OF THE COUNCIL

1. (1) Each of the six members of the Council (one of whom shall be President) referred to in Section 6 of this Act shall be elected at an annual general meeting of the Institute.

(2) A member of the Council- hold office for the prescribed period, unless he earlier ceases to hold office.

(3) The prescribed period shall be three years, that is the period commencing on the date of election, appointment or co-option of a member to the Council to the commencement of the day on which the fourth annual general meeting thereafter is to be held.

(4) No person shall serve in any capacity on the Council if—

- (a) Being a member of the Institute, has been found guilty of an act of professional misconduct under section 35 of the Act, which in the opinion of the Council renders him unfit to hold office; or
- (b) Has been convicted of an offence and sentenced to imprisonment for a term of six months or more without the option of a fine; or
- (c) Has been convicted of an offence involving corruption, dishonesty or abuse of office; or
- (d) Has been adjudged bankrupt or has entered onto a composition of scheme of arrangement with his creditors.

(5) Where a member of the Council (including a member co-opted to this sub-paragraph) ceases to hold office before the expiration of the prescribed period, the Council may co-opt a person to hold that office.

2. The office of a member of the Council shall become vacant if such member —

- (a) Resigns from the office by writing under his hand delivered to —
 - (i) In the case of the members appointed pursuant to section 5 (2) (b), (c), (d) and (e) to the Cabinet Secretary; or
 - (ii) In the case of any other member, to the Council.
- (b) Has the appointment revoked by the Cabinet Secretary in the case of the members appointed pursuant to section 5 (2) (b), (c), (d) and (e);

- (c) Ceases to hold the office in the case of members appointed pursuant to section 5 (2) (b), (c), (d) and (e);
- (d) Is adjudged bankrupt or enters into a composition or scheme or arrangement with his creditors; or,
- (e) Is absent without the permission of the Council from three or more consecutive ordinary meetings of the Council; or
- (f) Is convicted of an offence and sentenced to imprisonment for a term of six months or more without the option of a fine; or,
- (g) Is convicted of an offence involving corruption, dishonesty or abuse of office; or,
- (h) Being a member of the Institute is found guilty of an act of professional misconduct under section 35 of the Act, which in the opinion of the Council renders him unsuitable to continue to hold office; or,
- (i) Becomes for any reason, including infirmity of body or mind, incompetent or incapable of performing the functions of his office.

3. Where a member of the Council ceases to hold office, another member shall be elected to fill the vacancy at the annual general meeting of the Institute next following or shall be appointed as provided under section 5 (2) (b), (c), (d) and (e) of this Act, as the case may be.

4. Of the six members of the Council (including the Vice-President) first elected by the Institute after the commencement of this Act—

- (a) two (identified by agreement of the members of the Council or by lot) shall cease to hold office at the commencement of the day on which the second annual general meeting of the Institute is to be held, save in the case of any such who earlier ceases to hold office;
- (b) two (so identified) shall cease to hold office at the commencement of the day on which the third annual general meeting of the Institute is to be held, save in the case of any such member who earlier ceases to hold office; and
- (c) the remaining two members shall cease to hold office at the commencement of the day on which the fourth annual general meeting of the Institute is to be held, save in the case of any such member who earlier ceases to hold office.

VICE PRESIDENT OF THE COUNCIL

- (i) There shall be a Vice President of the Council who shall be elected by the Council from amongst the members of the Council elected under section 5(f) of this Act.
- (ii) The Vice President shall hold office for the period of one year immediately following his election to the office or, if he ceases to hold office as a member of the Council before then, until he so ceases to hold office.
- (iii) Subject to paragraph 2 of the First Schedule of this Act, the Vice President may exercise and perform the functions of the President is unable to exercise and perform those functions.

PROCEEDINGS

- (a) The Quorum at the meeting of the Council and arrangements relating to meetings of the Council shall be such as then Council may determine.
- (b) The person presiding at a meeting of the Council has a deliberate vote, and in the event of equality of vote, and in the event of an equality of votes, also has a casting vote.
- (c) Minutes of the proceedings of the Council shall be kept in such manner as the Council directs, and, on the written request of the Cabinet Secretary, shall be made available to him or any person nominated by him.

THIRD SCHEDULE

THE EXAMINATIONS BOARD

MEMBERS OF THE EXAMINATIONS BOARD

1. (1) A member of the Examinations Board shall hold office for the period of three years next following his appointment and shall be eligible for reappointment, unless the earlier ceases to hold office.

(2) The office of member of the Examinations Board shall become vacant if such member —

- (a) resigns the office by writing under his hand and delivered to the Council.
- (b) has appointment revoked by the Cabinet Secretary on advise of the Council or ceases to hold the office

(3) The Cabinet Secretary shall after receipt of the communication under sub-paragraph (2) appoint a replacement in accordance with section 15 of the Act.

2. (1) The Cabinet Secretary shall appoint from the members of the Examinations Board a Chairman.

(2) The Chairman and the members of the Board shall hold office until they cease to hold office as members of the Examinations Board, may resign the office, by writing under his hand addressed to the Council.

(3) The Chairman and members of the Examination Board may resign, by writing under his hand addressed to the Council.

3. (1) The quorum at meeting of the Examinations Board and the arrangements relating to the meeting shall be such as the Examinations Board may determine.

(2) The person presiding at a meeting of the Examinations Board has deliberative vote, and in the event of an equality of votes, also has a casting vote.

(3) Minutes of the proceedings of the Examinations Board shall be kept in such a manner as the Board directs, and on the written request of the Council shall be made available to Council or any person nominated by him.

FOURTH SCHEDULE

THE REGISTRATION AND QUALITY ASSURANCE COMMITTEE

1. (1) A member of the registration Committee shall hold office for a period of three years unless he earlier ceases to hold office.

(2) A member of the Registration Committee may resign the office by writing under his hand to the Council which shall seek the nomination of a replacement by the Cabinet Secretary.

(3) A member of the Registration Committee who ceases to hold office at the end of prescribed term is eligible for re-appointment.

2. (1) The procedure to be followed on a quality assurance review shall subject to this Schedule, be at the discretion of the Registration Committee.

(2) The Registration Committee shall notify the member of an impending quality assurance review at least 21 days prior to commencement of the review.

3. (1) Where the result of a quality assurance review are considered unsatisfactory, the Registration Committee may require the member or members concerned to undertake necessary corrective actions to comply with professional standards and may prescribe requirements to be observed in this respect.

(2) The requirements of the Registration Committee shall be implemented by the member or members investigated within such time as may be determined.

4. The Registration Committee shall provide the Council with a report on all the Quality Assurance Reviews the committee undertakes and where necessary or appropriate, the Council shall take such action as may be recommended therein.

5. (1) The Registration Committee shall not, without the consent of the member or members under review, disclose to any person other than the Council, any information received in the course of an investigation, unless such disclosure is required by a law for the time being in force in Kenya.

(2) Any member of the Registration Committee or quality Assurance review team who discloses any information acquired in the course a quality assurance review contrary to the provisions of this Act or applies such information to gain advantage whether financial or otherwise commits an offence and shall be liable to a fine not exceeding fifty thousand shillings on conviction.

6. The quorum for meetings of the Registration Committee shall be four.

7. The decision of the Registration Committee shall not be invalidated by any vacancy in its membership.

8. A record of the proceedings of the Registration Committee shall be kept in such a manner as the Committee directs and may on written request be availed to the Council or a party authorized by the Council or High Court to receive them.

FIFTH SCHEDULE
DISCIPLINARY COMMITTEE
PROCEEDINGS ON INQUIRY

1. (1) The Council shall cause a statement to be prepared setting out the allegations of professional misconduct to be investigated by the Disciplinary Committee.

(2) The Secretary of the Council shall transmit to each member of the Disciplinary Committee and to the person whose conduct is the subject of the investigation a copy of the statement prepared pursuant to sub-paragraph (1) of this paragraph.

2. (1) The Secretary to the Council will give notice of the first date, time and place fixed for the inquiry to the person whose conduct is the subject of investigation.

(2) Every such notice shall at least fourteen days before the first date fixed for the inquiry, be delivered to the person whose conduct is the subject of investigation by hand or be sent to him through the post by hand or be sent to him through the post by registered letter addressed to his address last known to the Council.

(3) Where the person whose conduct is the subject of investigation fails to appear either personally or by his advocate or other authorized representative at the time and place fixed in the notice served on him, the inquiry shall be adjourned. In the event of such non-attendance at a subsequent hearing of which notice has been given in accordance with sub-paragraph (2), the inquiry may proceed in the absence of the person or his advocate.

3. (1) A person whose conduct is the subject of investigation may appear at the inquiry either personally or by his advocate.

(2) The Institute may appear at the inquiry by an advocate.

4. (1) For the purpose of the conduct of inquiry the Disciplinary Committee has power—

- (a) to administer oaths;
- (b) to summon persons to attend and give evidence;
- (c) to order the production of relevant documents, including court judgements; and
- (d) to recover in whole or in part the cost of the inquiry from

any or all the parties involved in the proceedings as the Committee deems fit.

(2) An oath may be administered by any member of the Disciplinary Committee or by the Secretary to the Council.

(3) Notices, order and summonses of the Disciplinary Committee shall be issued under the hand of the Secretary to the Council.

5. (1) Subject to rules of natural justice and fairness, the provisions of the Constitution of Kenya and to the provisions of this Schedule relating to inquiries —

(a) The procedure to be followed is within the discretion of the Disciplinary Committee; and

(b) The Disciplinary Committee is not bound by the rules of evidence,

(2) Unless the Disciplinary Committee otherwise determines, the proceedings on the inquiry shall be held in Camera.

(3) The Secretary to the Council shall keep or cause to be kept, a record of the proceedings on the inquiry.

(4) The Secretary to the Council or his nominee may attend meetings of the Disciplinary Committee and may with the Consent of the President at a meeting take part in the deliberations on any matter arising at the meeting, but he shall not be entitled to vote on any such matter.

6. (1) The decision of the Disciplinary Committee on the inquiry is that of the majority of the members present and voting for the purpose of making decision.

(2) For the purpose of making the decision on the inquiry, every member of the Disciplinary Committee has one vote, and, in the event of an equality of votes, the President of the Disciplinary Committee also has a casting vote.

7. The validity of the proceedings of the inquiry is not affected by any vacancy among the members of the Disciplinary Committee or any defect in the appointment of a member.

8. (1) A person served with a summons to appear as a witness at the inquiry who, without reasonable excuse fails to attend as required by the summons, is guilty of an offence.

(2) A person appearing as a witness at the inquiry who, without reasonable excuse —

(a) Refuses or fails to be sworn or to make a solemn declaration in relation to the evidence he will give, or

- (b) Refuses or fails to answer a question that he is required to answer by the President of the Disciplinary Committee; or
- (c) Refuses or fails to produce a document that he was required to produce by a summons under this Act, served on him, commits an offence.

9. (1) A member of the Disciplinary Committee has in the performance of his duty as a member, the same protection and immunity as a judge.

(2) A person appearing before the Disciplinary Committee as a witness at the inquiry has the same protection, and is, in addition to the penalties provided in this schedule, subject to the same liabilities, in any civil or criminal proceedings, as a witness in proceedings in the High Court.

10. Proceedings on the inquiry shall be judicial proceedings for the purposes of Chapter XI of the Penal Code.

SIXTH SCHEDULE

TRANSITIONAL PROVISIONS

1. The Public Relations Society of Kenya established under the Societies Act, having effect before the commencement of this Act, shall be deemed to continue operations and continue their existence as the Institute under the provisions of this Act.

2. The President, Vice President and Members of the Society who are in office immediately before the commencement of this Act shall be deemed to have been elected within the meaning of section 5 (a) and (f) of this Act and the validity of the proceedings of the Council shall not be affected by any irregularities in the appointment of the members of the Council.

3. The Secretary of the Society who is in office immediately before the commencement of this Act shall be deemed to have been appointed under section 8 of this Act.

4. Any registration certificate or practicing certificate or written authority to practice and in force and issued by the Society shall be deemed to have been validly granted and shall remain in force until it is replaced under this Act, if and as appropriate.

5. All persons who prior to commencement of this Act were in the employment of the Society, shall upon commencement be deemed to be employed by the Institute on such terms as may be determined.

6. The service of the employees of the Society shall be deemed to be continuous service for the purpose of the payment of all employment benefits.

7. Anything done by the Society established under the Societies Act having effect before the commencement of this Act shall be deemed to have been done by the Institute, under the provisions of this Act.

