



THE INSTITUTION OF ENGINEERS OF KENYA

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# CONSTITUTION OF THE INSTITUTION OF ENGINEERS OF KENYA

2025 AMENDMENTS

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**CONSTITUTION OF  
THE INSTITUTION OF ENGINEERS OF KENYA  
2025 AMENDMENTS**

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# CHAPTER ONE PRELIMINARIES



**Short Title** 1. This shall be referred to as the Constitution for the Institution of Engineers of Kenya

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**Interpretation** 2. For the purposes of this Constitution, —

**“Act”** means the Engineers Act, Chapter 530, Laws of Kenya

**“Board”** means the Engineers Board of Kenya established under the Section 3 (1) of the Engineers Act, Chapter 530, Laws of Kenya;

**“Branch”** means a branch of the Institution established in accordance with the provisions of this Constitution;

**“Chapter”** means a sub-group within the institution as prescribed in the Third Schedule of this constitution. .

**“Chief Executive Officer”** means the Chief Executive Officer of the Institution appointed by the Council under this Constitution;

**“Code of Conduct”** includes a formally recognized document that guides on the acceptable professional and ethical standards of conduct for members.

**“Council”** means the governing body of the Institution established under Chapter 3 of this constitution;

**“East Africa”** means the Partner States of the East African Community (EAC);

**“Electronic Ballot”** means a secure and confidential election system that enables a member to cast their vote electronically; Refers to a method of voting where the voters select their choices using an electronic device or platform

**“Institution”** means the Institution of Engineers of Kenya (IEK), established under this Constitution.

**“Member”** means all persons admitted to and belonging to the Institution in accordance with this Constitution

**“MRA”** Means Mutual Recognition Agreement

**“Overseas”** means any jurisdiction outside East Africa;

**“Roll”** means the official register of members of the Institution maintained in accordance with this Constitution and shall have the current address of members for official communication or as subsequently varied by written notice to the Honorable Secretary.

**“Secretariat”** means the Secretariat as provided for under Article 27

**“STEM”** means Science, Technology, Engineering and Mathematics

## CHAPTER TWO

# THE INSTITUTION





### **Establishment of the Institution**

3. There is established a membership entity, under the Societies Act, CAP 108, the Institution of Engineers of Kenya, to which this constitution refers.

### **Purpose and objectives of the Institution**

4. (1) The Institution is constituted for the primary purpose of promoting the general advancement of the science and practice of engineering and its applications in Kenya, and to facilitate the exchange of information and ideas on such matters among its members.
- (2) The objectives of the Institution include, to—
- (a) undertake any acts that the Council of the Institution may deem necessary, including advising Governments, Public Bodies, and other organizations or individuals on matters concerning engineering;
  - (b) collaborate with universities, educational institutions, and public educational authorities to enhance education and training in engineering science and practice;
  - (c) convene meetings of the Institution for the purpose of discussing communications on engineering or its applications, or any subjects related thereto;
  - (d) publish, print, distribute, sell, lend, or otherwise disseminate the proceedings, reports, papers, communications, works, or treatises related to engineering, its applications, or associated topics;
  - (e) advocate for the welfare of members and matters related to regulation of engineering toward enhancement of opportunities, rights and economic wellbeing of members
  - (f) ensure continuous professional development and lifelong learning
  - (g) engage in public policy advocacy and representation, articulating the views of the engineering profession on matters such as infrastructure development, STEM education, innovation, sustainable development, and national planning;
  - (h) promote engineering profession, ethics, standards, best practice and sustainability;
  - (i) promote professional engineering qualifications and engagement of engineering professionals; and
  - (j) undertake any other activities incidental or conducive to the achievement of the foregoing objectives or any of them."

## CHAPTER THREE

# THE COUNCIL



## PART I—APPOINTMENT AND QUALIFICATIONS

- Establishment of the Council** 5. The Council shall serve as the governing body of the Institution. The running of the Institution shall be governed by this constitution.
- 

- Organization of the Institution** 6. (1) The Council shall consist of bona fide Members of the Institution as stipulated under Chapter Four of this Constitution.
- (2) Members of the Council shall be elected, nominated, or co-opted in accordance with the provisions of this Constitution.”
- 

- Composition of the Council** 7. (1) The Council shall comprise of the following elected members;—
- (a) the President;
  - (b) the First Vice President;
  - (c) the Second Vice President;
  - (d) the Honorary Secretary;
  - (e) the Honorary Treasurer;
  - (f) four elected Discipline Chapter Members;
  - (g) Two Branches Representative, elected by the Branch Chairpersons to represent the Branches as established under this Constitution;
  - (h) Elected Graduate Member
  - (i) Two co-opted Members shall be appointed by the elected Members, at their discretion, to ensure representation of diverse engineering interests within the Institution;”
  - (j) the immediate past President, being the last person to have held the office of President; and
  - (k) the Chief Executive Officer, shall also serve as an ex- officio member of the Council but without voting rights.
- (2) The quorum for any Council meeting shall be at least Seven members.

### **Eligibility for Membership in the Council**

8. (1) A person shall not be eligible for election or co-option to the Council if that person—
  - (a) has been found by the Council to have contravened the provisions of Part IV of Chapter Four of this Constitution;
  - (b) Has been suspended or expelled pursuant to the provisions of Article 58 and Article 59;
  - (c) has resigned from the Institution pursuant to Article 57 of this Constitution.
- (2) For the purposes of this Constitution, elected Council Members shall include the members listed under Article 7 (a) to (g).
- (3) Eminent Members shall not be eligible for membership in the Council unless expressly provided for under this Constitution.

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### **Terms and Roles of the Council members**

9. (1) Any resolution, by-law, or regulation passed by any organ of the Institution regarding qualifications and terms of election to any office or Council of the Institution shall only take effect upon ratification at an Annual General Meeting of the Institution.
- (2) The terms of duties, powers and qualifications for election of Council members shall be as follows—
  - (a) The president shall—
    - (i) be a Corporate Member or Fellow Member of the Institution.
    - (ii) be a fully paid up member, meeting the requirements of Article 51, 52 and 53, and shall not have resigned, been suspended, expelled, or investigated for Professional Misconduct as per Article 57, 58, and 59, and Part IV of Chapter Four of this Constitution;
    - (iii) serve for a term of two years. If assuming office within one year before the ensuing term or midway through a preceding term, the President may hold office for more than two years, provided he or she is elected in the ensuing election but shall not be eligible for re-election thereafter.
    - (iv) preside over all meetings of the Institution and the Council;

**Terms and Roles  
of the Council  
members**  
*(continued)*

- (v) be responsible for projecting the objectives of the Institution and implementing the policy of the Council;
  - (vi) be the authorized spokesperson of the Institution;
  - (vii) be a signatory to the Institution's bank accounts;
  - (viii) be a signatory to the Institution's instruments; and
  - (ix) Has a casting vote in case of a tie.
- (b) The First Vice President shall—
- (i) be a Corporate Member or Fellow Member of the Institution.
  - (ii) paid up, meeting the requirements of Articles 51, 52 and 53, and shall not have resigned, been suspended, expelled, or investigated for Professional Misconduct as per Article 57, 58 and 59 and Part IV of Chapter Four of this Constitution;
  - (iii) be eligible for immediate re-election but shall not serve in the position of Vice President for more than two terms or four consecutive years;
  - (iv) act in the absence of the President and undertake responsibilities as delegated by the President or Council;
- (c) The Second vice president shall—
- (i) be a Corporate Member or Fellow Member of the Institution.
  - (ii) paid up, meeting the requirements of Articles 51, 52 and 53, and shall not have resigned, been suspended, expelled, or investigated for Professional Misconduct as per Article 57, 58 and 59, and Part IV of Chapter Four of this Constitution;
  - (iii) be eligible for immediate re-election for the same position but not serve in the position of Vice President for more than two terms or four consecutive years;
  - (iv) act in the absence of the President and First Vice President and undertake responsibilities assigned by the President or Council.
- (d) The Honorary Secretary shall—
- (i) be a Corporate Member or Fellow Member of the Institution.

**Terms and Roles  
of the Council  
members**  
*(continued)*

- (ii) be a paid up member, meeting the requirements of Article 51, 52 and 53, and shall not have resigned, been suspended, expelled, or investigated for Professional Misconduct as per Article 57, 58 and 59, and Part IV of Chapter Four of this Constitution;
  - (iii) be eligible for immediate re-election for the same position but shall not hold the office of Honorary Secretary for more than two terms or four consecutive years
  - (iv) liaise with the Secretariat in dealing with all correspondence of the Institution under the general direction of the Council and shall be responsible for the safe keeping of all records of the Institution;
  - (v) take or cause to be taken minutes at the Annual General Meeting or Special General Meeting.
  - (vi) be a signatory to the Institution's bank accounts
- (e) The Honorary Treasurer shall—
- (i) be a Corporate Member or Fellow Member of the Institution.
  - (ii) be a paid up member, meeting the requirements of Article 51, 52 and 53, and shall not have resigned, been suspended, expelled, or investigated for Professional Misconduct as per Article 57, 58 and 59, and Part IV of Chapter Four of this Constitution;
  - (iii) be eligible for immediate re-election for the same position but shall not hold the office of Honorary Treasurer for more than two terms or four consecutive years;
  - (iv) ensure keeping of proper books of accounts, preparation of budgets and financial reports at the Annual General Meeting;
  - (v) ensure sound management of the Institution's funds by adhering to the financial management manuals and guidelines approved at an Annual General Meeting.
  - (vi) be a Signatory to the Institution's bank accounts.
- (f) An Elected Discipline Chapter council member shall—
- (i) be a Corporate Member or Fellow Member of the Institution.

**Terms and Roles  
of the Council  
members**  
*(continued)*

- (ii) be a paid up member ,meeting the requirements of Article 51,52 and 53, and shall not have resigned, been suspended, expelled, or investigated for Professional Misconduct as per Article 57, 58 and 59, and Part IV of Chapter Four of this Constitution
  - (iii) be eligible for immediate re-election for the same position but shall not hold the office of Council Member for more than two terms.
  - (iv) be appointed to serve in any established committee of the council for purposes of council achieving its objective but shall not serve in more than three (3) established committees.
- (g) A graduate council member shall—
  - (i) be Graduate Members of the Institution;
  - (ii) be a paid up member, meeting the requirements of Article 51, 52 and 53, and shall not have resigned, been suspended, expelled, or investigated for Professional Misconduct as per Article 57,58 and 59, and Part IV of Chapter Four of this Constitution
  - (iii) Shall not have more than 3 years post-graduation.
  - (iv) serve a single term and shall not be eligible for immediate re-election for the same position; and
- (h) A Council member, Branch representative shall—
  - (i) be a Corporate Member or Fellow Member of the Institution.
  - (ii) be a paid up member, meeting the requirements of Article 51, 52 and 53, and shall not have resigned, been suspended, expelled, or investigated for Professional Misconduct as per Article 57,58 and 59, and Part IV of Chapter Four of this Constitution
  - (iii) be an elected chairperson of the Institution Branch, and
  - (iv) serve on a rotational basis for a single term
- (i) A co-opted council member shall—
  - (i) be a member of the institution

**Terms and Roles  
of the Council  
members**  
*(continued)*

- (ii) be a paid up member, meeting the requirements of Article 51,52 and 53 and shall not have resigned, been suspended, expelled, or investigated for Professional Misconduct as per Article 57, 58 and 59, and Part IV of Chapter Four of this Constitution
- (j) An immediate past president shall—
  - (i) be the immediate former president of the council preceding the elected council;

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**Role of the  
Council**

10. (1) The Council shall be responsible for carrying out the objectives of the Institution as stipulated in Article 4 of this Constitution.
- (2) Without prejudice to the generality of Clause (1) above, the Council shall—
- (a) safeguard the assets and property of the Institution;
  - (b) give effect to all resolutions made at the Annual General Meeting and Special General Meetings of the Institution;
  - (c) receive and endorse proposals from Branches and Chapters;
  - (d) ratify membership applications and approve transfers of membership classes;
  - (e) nominate representatives of the Institution to statutory Boards of Directors of Government agencies where representation by the Institution is required by law, in accordance with the criteria set out in the Governance Guidelines and approved at an Annual General Meeting or Special General Meeting of the Institution; and
  - (f) establish committees as may be necessary for the effective discharge of its functions.

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**Executive  
Committee**

11. (1) There is established an Executive Committee of the Institution, which shall comprise—
- (a) the President, who shall be the Chairperson of the Committee;
  - (b) the First Vice President, who shall be the Vice-Chairperson of the Committee;
  - (c) the Second Vice President, who shall be the Co-Vice Chairperson of the Committee;



**Executive  
Committee**  
(continued)

- (d) the Honorary Secretary;
  - (e) the Honorary Treasurer; and
  - (f) the Chief Executive Officer, who shall be an ex-officio member
- (2) The Executive Committee shall—
- (a) provide strategic direction, management oversight, and institutional control of the Institution;
  - (b) receive, deliberate, and ratify management requests before submission to the Council for approval;
  - (c) propose policies necessary for the management of the Institution and present them to the Council for approval;
  - (d) ensure that the Institution remains a going concern;
  - (e) receive, deliberate, and ratify management requests that have financial implications before recommending them to the Council for approval; and
  - (f) undertake any other responsibility as may be assigned by the Council for the realization

**Removal of a  
council  
member from  
office**

12. The Council member may be removed from office on grounds of incapacity, including—
- (i) physical incapacity rendering the Council Member unable to perform the functions of the office; or
  - (ii) Mental incapacity rendering the Council Member unable to perform the functions of the office; or

**Vacancy in the  
office of council  
members**

13. (1) The office of an elected Council member, as prescribed under Article 7 shall become vacant if the holder—
- (a) dies;
  - (b) is declared bankrupt by a court of competent jurisdiction;
  - (c) ceases to be a member of the Institution;
  - (d) is convicted of a criminal offense and sentenced to imprisonment for a term exceeding six months;
  - (e) resigns in writing, addressed to the Honorary Secretary of the Institution; or
  - (f) otherwise ceases to hold office under Article 12

**Vacancy in the  
office of council  
members**  
*(continued)*

- (2) Where a vacancy occurs in the office of the President—
  - (a) the First Vice President shall, assume the office of the president immediately for the remainder of the president's term; or
  - (b) where the office of the First Vice President is vacant or the holder is unable to assume the President's office, the Second Vice President shall assume office as President for the remainder of the term; or
  - (c) where the office of the Second Vice President is vacant or the holder is unable to assume the President's office, the Honorary Secretary shall assume office as President for the remainder of the term.
- (3) A President who assumes office pursuant to Clause (2) shall, within seven days of assuming office, convene a Special Council Meeting.
- (4) Any vacancy arising in the Executive Committee as a consequence of the application of Clause (2) shall be filled by sitting Council members who qualify for election to the Executive Committee, in accordance with this Constitution, through—
  - (a) election
- (5) Where a vacancy is filled pursuant to Clause (4)—
  - (a) if the period to the subsequent election is less than twelve months, the Council shall, within twenty-one days, invite members to express interest and co-opt additional Council members to serve for the remainder of the term; or
  - (b) if the period to the subsequent election exceeds twelve months, the Council shall, within seven days, notify the Chairperson of the Elections Board, who shall initiate the process of filling the vacancies through by-elections as prescribed in this Constitution.
- (6) Where a vacancy occurs in the office of the First Vice President, the Second Vice President shall assume the functions of that office for the remainder of the term.
- (7) Where a vacancy occurs in the office of the Second Vice President, it shall be filled in accordance with Clause (4) and (5)
- (8) The Council shall, within seven days of making any resolution under this Article, communicate the resolution to the members

## By-Elections to Council Offices

14. (1) A by-election to fill a vacancy under Article 13 (5) shall be conducted within thirty days from the date of notification of the vacancy to the Elections Board.
- (2) Upon receipt of the notification of vacancies from the Council under Article 13 (5) (b) the Elections Board shall, within seven days, publish an election timetable for the conduct of the by- election
- (3) Where a vacancy is notified to the Chairperson of the Elections Board under Article 13 (5)(b) the Chairperson shall—
  - (a) declare the vacancies in the Council elective positions within seven days of receipt of the notification and publish a list of the affected positions;
  - (b) invite nominations from the membership to fill the vacant positions on the same day the vacancies are declared;
  - (c) within seven days of the invitation for nominations, allow any two corporate or fellow members to nominate an eligible member to fill a vacancy by submitting a written nomination to the Honorary Secretary, accompanied by the nominee's written consent in the prescribed format issued by the Elections Board; and
  - (d) ensure that no member nominates more than one candidate for the same position.
- (4) The following provisions of this Constitution shall apply to the by- election process—
  - (a) the voters' register, as provided under Article 71;
  - (b) the publication of candidates, as provided under Article 72;
  - (c) withdrawal of candidates, as provided under Article 73
  - (d) campaign guidelines, as provided under Article 74 except that the campaign period shall run from the date of declaration of vacancies to twelve hours before start of elections
- (5) the voting process, as provided under Article 75;
- (6) the generation of results, as provided under Article 77; and
- (7) dispute resolution, as provided under Article 78

## PART II —PROCEEDINGS, POWERS, AND DUTIES OF THE COUNCIL

- Institution Affairs** 15. (1) The Council shall manage the property and affairs of the Institution in accordance with this Constitution, as well as the regulations and by-laws in force from time to time. The Council may exercise all powers of the Institution, except those that the by-laws expressly reserve for determination by a General Meeting of the Institution.
- (2) The Council shall have the exclusive authority to manage the affairs of the Institution, which shall be exercised solely through resolutions passed in Council meetings.
- 

- Appointment of Committees and representatives** 16. (1) The Council may establish, or dissolve committees composed of its own members for the purpose of facilitating the procedural implementation of the Institution's objectives. Such committees shall be designated as Committees of the Council. The Committees may include members of the institution who are not council Members
- (2) The Council shall establish rules and regulations governing the procedure, selection, and appointment of such nominations, ensuring alignment with the provisions of this Constitution.
- 

- Council Meetings** 17. The Council shall convene as frequently as necessary for the conduct of the Institution's business and shall, in any case, meet at least once every month, physically or virtually or hybrid.
- 

- Conduct of Council Meetings** 18. (1) Each meeting of the Council, the chair shall be taken by the President. In the absence of the President, the Vice-Presidents shall preside. If both the President and the Vice-Presidents are absent, the council members present shall appoint the chair
- (2) The Council shall ensure that minutes are recorded and maintained for all proceedings of meetings of the Institution, the Council, and the various Committees of the Council.
- (3) Subject to the direction of the Council, the Honorary Secretary shall have the duty —
- (a) To conduct the correspondence of the Institution in accordance with the resolutions of Council meetings;
  - (b) to attend all meetings of the Institution and the Council;

**Conduct of  
Council Meetings**  
*(continued)*

- (c) to read all minutes and communications as directed by the President;
- (d) to oversee the publication of such papers and materials as directed by the Council;
- (e) to engage, subject to the approval of the Council, and be responsible for all persons employed by the Institution; and
- (f) to conduct the ordinary business of the Institution in accordance with the Constitution, By-Laws, and directions of the Council, and to refer any matters of significance or urgency requiring immediate decisions to the President or Vice President.

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**Voting at Council  
Meetings**

- 19. (1) At any meeting of the Council, each Council member present shall have one vote.
- (2) At every meeting of the Council, Seven members shall constitute a quorum, or as provided for in Article 7 of this Constitution. All matters shall be decided by consensus or by a majority vote.

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**Indemnity for  
the Governing  
Council members,  
office bearers and  
employees.**

- 20. (1) The Institution shall indemnify any member of the Council, staff member, or agent of the Council against any liability arising from the execution of the functions, powers, or duties of the Council or the objectives of the Institution. This indemnity shall extend to any act, omission, neglect, or default committed in good faith in the performance or exercise of any such duty or power, as instructed by the Council and in accordance with the provisions of this Constitution.
- (2) Any expenses incurred by any person in any suit or prosecution brought against him or her in any court, in respect of any act which is done by him or her under the direction of the Council, shall, if the court holds that such act was done bona fide, be paid out of the funds of the Institution.
- (3) The provisions of Clause(1) shall not exempt the Institution from its liability to compensate or pay damages to a member of the Council, a staff member, or an agent of the Council for any injury, loss, or damage to their property or interests arising from the execution of the functions, powers, or duties of the Council or the objectives of the Institution, provided that such actions were undertaken in accordance with the instructions of the Institution.

### **Nomination to Statutory Bodies**

21. (1) The Council shall nominate members of the Institution to statutory or public bodies to serve and advocate for the objectives of the Institution.
- (2) This shall be conducted through an expression of interest to members

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### **Recall of the Institution's Representatives to Statutory Bodies**

22. (1) A member nominated to a statutory body shall seek guidance and direction from the Council on matters affecting the Institution and shall regularly, or as required by the Council, report on the deliberations of the statutory or public body that impact the Institution.
- (2) Such regular reports shall be compiled by the Council, consolidated, and disseminated to the members biannually, detailing the progress of the nominee in advocating for the Institution's objectives before the nominating body.
- (3) The Council shall have the authority to recall any nominee serving on a statutory board, provided that a Council resolution is passed confirming that the nominee is not effectively serving the objectives of the Institution.
- (4) Members of the Institution shall have the right to initiate the recall of any such nominee by submitting a written motion, with cited grounds for recall, to the Honorary Secretary.
- (5) Any motion received under Clause (4) shall be reviewed and processed by the Council in a Special Council Meeting within fourteen days of its receipt.
- (6) The Council shall develop guidelines and regulations for all motions received under Clause (4), which shall be subject to approval by the Council, provided that

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### **Headquarters**

23. The Headquarters of the Institution shall be situated in Nairobi.

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### **Branches**

24. (1) The Institution may establish branches, each being in charge of a geographical jurisdiction, as prescribed in the by laws
- (2) To further the objectives of the Institution, the Council may, at its discretion or upon the request of members within a specific region, propose to the Annual General Meeting the creation of additional branches. for undertaking activities consistent with the Institution's objectives.

### **Dissolution of a Branch**

25. The Council may propose the dissolution of a branch at an Annual General Meeting where the branch is not meeting the objectives of the Institution and the By-laws.

### **Establishment of Committees**

26. The Council may establish standing or ad-hoc committees to provide guidance on academic and professional standards, membership, training, and other matters relevant to the engineering profession

### **Establishment of a Secretariat-**

27. The Council shall establish a Secretariat to perform functions necessary for the effective operations and administration of the Institution.

### **Appointment of the Chief Executive Officer**

28. (1) The Chief Executive Officer appointed by the Council, shall be responsible for the secretariat and the day-to-day operations of the Institution
- (2) The Chief Executive Officer shall hold office under the direction of the Council and shall perform such duties as the Council may set forth in the terms of their appointment.
- (3) The CEO shall also serve as an ex-officio member to the Council.

### **Formation of Chapters**

29. (1) The Council may propose at the Annual General Meeting or upon the request of members and based on the by-laws of establishment of Chapter Memberships for such Chapters to be open to qualified members of the Institution who declare interest in the activities of the Chapter.

### **Management of Chapters**

30. The management of each Chapter shall be vested in a Chapter Committee and elected as prescribed in Article 19 of the By laws for the Discipline Chapters of the Institution

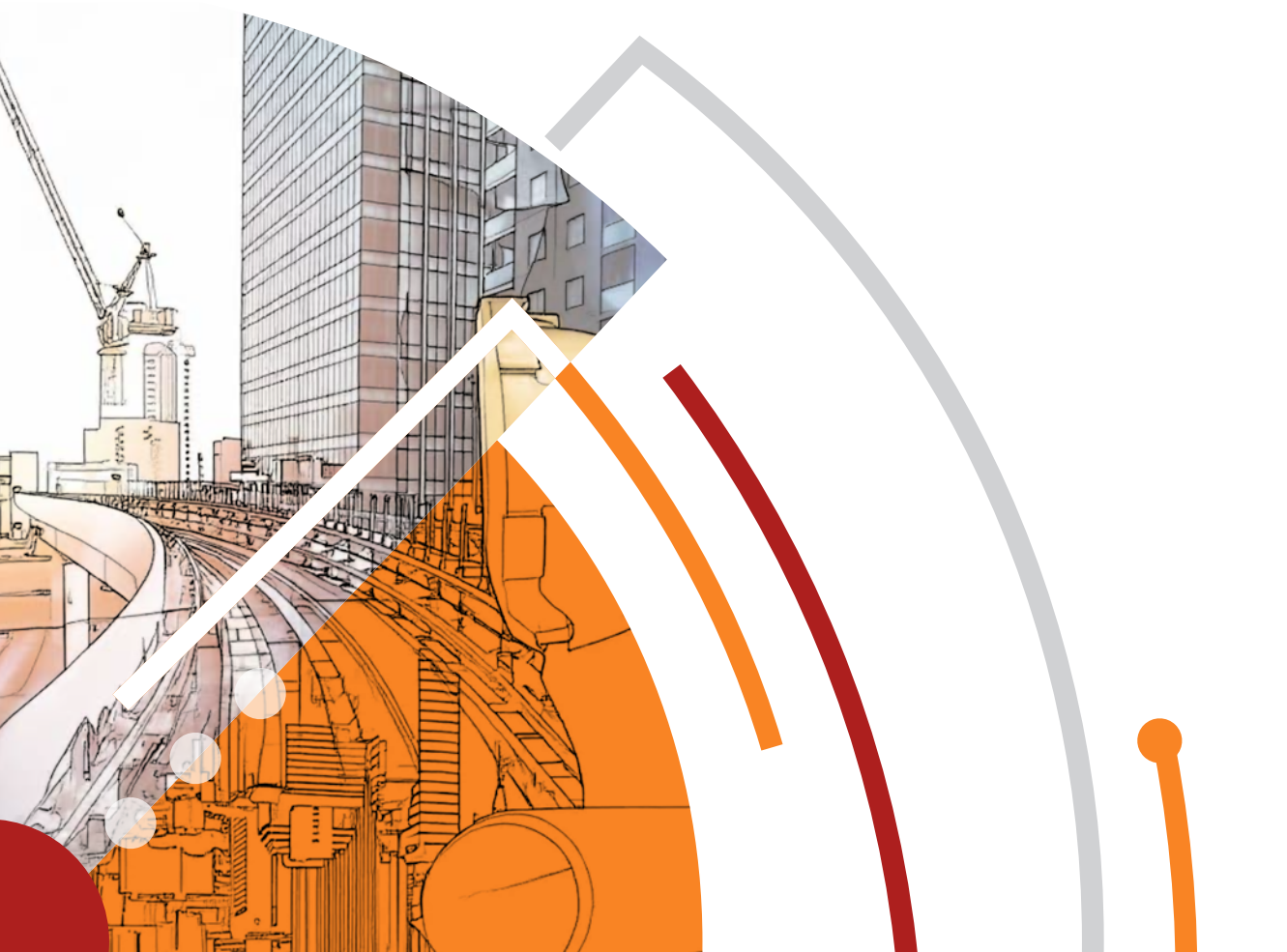
**Functions of  
the Chapter  
Committee**

31. The Chapter Committee shall—
- a) Arrange and manage the affairs of the Chapter in conformity with the practice of the Institution.
  - b) Keep and regularly update the Chapter Members Roll
  - c) Prepare annual work plans and corresponding budgets by November of every Year and present the same to the council for consideration
  - d) Ensure all the chapter activities generate enough revenue to support their activities and avoid situations where activities are run out on a deficit.
  - e) Ensure the chapter keeps proper books of account.
  - f) Prepare annual reports and subsequently avail the same for Audit before the AGM.
  - g) Convene Chapter meetings and ensure the Notice and Agenda's are sent out to members at least Seven (7) days before and the meeting quorum is observed.
  - h) where necessary delegate duties to the sub-committees.



## CHAPTER FOUR

# MEMBERSHIP



## PART I— GENERAL PROVISIONS ON MEMBERSHIP

- Categories of membership** 32. The Institution shall comprise the following categories of membership—
- Honorary
  - Eminent
  - Fellows
  - Corporate
  - Graduate
  - Engineering Technologists
  - Graduate Engineering Technologists
  - Engineering Technicians
  - Graduate Engineering Technicians
  - Associates
  - Companion
  - Temporary
  - Affiliate Firms
  - Students

- Admission and Transfer of Members by the Council** 33. (1) The admission of candidates to any membership category and the transfer of members from one category to another shall be conducted by the Council in accordance with this Constitution.
- (2) The Council reserves the right, within the limitations of this Constitution, to decline the admission, transfer, or continued membership of any person found to have contravened the provisions of this Constitution, the laws of Kenya, or any other applicable jurisdiction, in a manner deemed detrimental to the Institution's standing.

- Proposal for Admission or Transfer** 34. All proposals for admission or transfer of membership shall be submitted to the Honorary Secretary for consideration.

- Admission upon Election or Transfer** 35. (1) A candidate admitted or approved for transfer shall be admitted to the respective membership category upon payment of the entrance fee, annual subscription, or transfer fee as prescribed.
- (2) An applicant whose membership is not approved may appeal to the Council

**Privileges upon admission**

36. Upon admission, the member enjoys the privileges of the class they belong.

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**PART II—QUALIFICATION & REQUIREMENTS FOR MEMBERSHIP**

**General provisions on membership requirements**

37. (1) A person seeking admission to any class of membership having fulfilled the specific requirements prescribed under this Part, shall duly fill the prescribed application form, submit it to the Honorary Secretary, and pay the set fees.
- (2) Members in any class of membership subject to the subscription requirements shall maintain good standing by ensuring timely payment of the prescribed subscription fees.

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**Honorary Membership**

38. (1) Honorary membership shall be conferred upon individuals who, despite not being engineering professionals, have rendered distinguished service to the Institution, the engineering profession, or who are eminent in the field of engineering or national development/public service.
- (2) Honorary Members shall be elected by the Council. The decision to elect and its justification shall be communicated to members prior to notifying the nominee.
- (3) Nominations for Honorary Membership shall be made in writing by at least two members in good standing from any membership category and submitted to the Council for consideration. Each nomination shall be accompanied by a citation detailing the merits of the nominee, prepared in the prescribed manner.
- (4) The proposal and citation shall be presented before a Council meeting and the President shall issue a formal letter of invitation to the nominee. Upon acceptance, the nominee shall be enrolled as an Honorary Member for such duration as determined by the Council.
- (5) The Council reserves the right to approve or reject any application for Honorary Membership. Any decision, whether affirmative or negative, shall be communicated to the membership, including the justifications, prior to notifying the proposers.
- (6) Any election and Nomination of an Honorary Member under Clauses (2) or (3) shall be formally announced at the next Annual General Meeting of the Institution.

**Honorary  
Membership**  
*(continued)*

- (7) The number of Honorary Members shall, at no time, exceed five individuals elected within any given year.
- (8) Honorary Members shall not have voting rights and shall be exempt from the payment of subscription fees.

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**Eminent  
Membership**

- 39. (1) Eminent Members shall be elected by the Council, with the decision and its justification communicated to the membership before notifying the nominee.
- (2) Eminent Members shall comprise of past Chairpersons or Presidents of the Institution
- (3) Nominations for Eminent Membership shall be considered by the Council. Upon approval, the President shall extend a formal letter of invitation to the nominee. If accepted, the individual shall be enrolled as an Eminent Member.
- (4) An eminent member shall have voting rights
- (5) The following members are eligible for this category—
  - a) Past and Current Chairs of the Board or its predecessor, the Engineers Registration Board;
  - b) Past and Current Registrars or Chief Executive Officers of the Board or its predecessor, the Engineers Registration Board;
- (6) To qualify as an Eminent member, the person should satisfy the council that, he or she—
  - a) has previously served as Chairperson or President of the Institution;
  - b) has held the position of Registrar or Chief Executive Officer of the Board or the Engineers Registration Board.

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**Fellow Member**

- 40. (1) To qualify for admission as a Fellow, an applicant shall satisfy the Council that he or she has been a Corporate Member of the Institution for at least seven years, and either
  - a) that he/she;
    - i) has been a Corporate Member of the Institution for a period of at least seven (7) years.
    - ii) has held a position of such responsibility for at least five years in the Science or Practice of Engineering as in the opinion of the Council justifies his election.

**Fellow Member**  
*(continued)*

- iii) has provided proven leadership and service of an engineering nature to the society.
  - iv) has rendered distinguished service to the Institution.
  - b) that he/she;
    - i) has such knowledge of the science or practice of Engineering and has acquired such eminence in his profession that in the opinion of the Council his admission as a member would conduce to the interests of the Institution, and
    - ii) is engaged in the science or practice of Engineering.
  - c) is current on the register of Engineers Board of Kenya
  - d) Is a Fellow of an Engineering Institution in Eastern Africa that has ratified the Mutual Recognition Agreement as deposited at the EAC offices Arusha or any other Institution that has MRA with IEK.
- (2) A Fellow shall be entitled to use the designation “F.I.E.K.”

**Corporate Member**

41. (1) Every candidate applying for admission or transfer to the class of Corporate Member shall satisfy the Council, who may at their discretion call the Candidate for interview, that he/she:
- a) has passed or been exempted from the Corporate Membership professional assessment of an Engineering Institution or Society approved for the purpose by the Council;
- or
- b) has obtained the degree of a Bachelor of Science in Engineering or its equivalent awarded by a University or School of Engineering approved for the purpose by Council; and
    - i) has, subsequent to fulfilling the requirements of subclauses (a) or
  - (b) above, has had at least three (3) years adequate practical experience in the practice of engineering, engineering research or engineering education, preferably under a Fellow or Corporate Member of the Institution, or under a member of another institution recognized by Council. Provided that at least two years of this period shall be in a position of responsibility. The Council may, at their discretion,

**Corporate  
Member**  
*(continued)*

accept any additional period in a position of responsibility in excess of two years in substitution for two years practical training.

- ii) Is registered with Engineers Board of Kenya as a graduate engineer.
  - iii) that he/she has attained the minimum allowable number of points in Continuous Professional Development assessment.
- or
- c) Is a Corporate member of an Engineering Institution in Eastern Africa that has ratified the Mutual Recognition Agreement as deposited at the EAC offices Arusha or any other Institution that has MRA with IEK.
- or
- d) Must have fulfilled clause b above and completed a prescribed professional training and passed a professional assessment by the council.
- (2) A Corporate member in this category shall use the designation “M.I.E.K.”

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**Graduate Member**

42. (1) Graduate Membership shall be open to individuals who have completed academic programs accredited by the Board and the Commission for University Education
- (2) A person shall qualify for admission as a Graduate Member if he or she satisfy the Council;
- (a) possess a Bachelor of Science degree or equivalent in an engineering program recognized by the Board from a university accredited or recognized by the Commission for University Education; and
  - (b) is registered with the Board as a Graduate Engineer.
- (3) A member who retains Graduate Membership beyond seven years shall be required to apply for readmission.
- (a) submit to the Council a detailed citation explaining the circumstances hindering their progression to Corporate Membership; and
  - (b) submit a request for re-admission to the Graduate class for the Council's review.

**Engineering  
Technologist  
Member**

43. (1) A person shall qualify for admission as an Engineering Technologist Member if he or she satisfy the Council that he or she—
- (a) possess a Bachelor of Technology in Engineering degree or equivalent in an engineering technology program recognized by the Kenya Engineering Technology Registration Board (KETRB) from a university accredited or recognized by the Commission for University Education;
  - (b) has been a Graduate Engineering Technologist Member; and
  - (c) has been registered by Kenya Engineering Technology Registration Board as a Professional Engineering Technologist or its equivalent.
- (2) Members in this category shall use the designation “T.I.E.K.”

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**Graduate  
Engineering  
Technologists**

44. (1) A person shall qualify for admission as a Graduate Engineering Technologist Member if he or she satisfy the Council, which may, at its discretion, require the candidate to attend an interview, and that:
- a) he or she holds a degree in Technology in Engineering from a recognized program of study recognized by the Kenya Engineering Technology Registration Board from a university accredited or recognized by the Commission for University Education;
  - or
  - b) he or she holds a higher diploma in Engineering from a recognized program of study recognized by the Kenya Engineering Technology Registration Board from a university accredited or recognized by the Technical and Vocational Education and Training Authority;
- and
- (2) Is registered with Kenya Engineering Technology Registration Board as a candidate engineering technologist; and
- (3) A person shall not remain a graduate engineering technologist for more than seven years. A member who retains Graduate Engineering Technologist Member beyond seven years shall be required to apply for readmission.

**Engineering Technicians**

- 45.(1) A person shall qualify for admission as an Engineering Technician Member if he or she satisfy the Council that he or she—
- (a) holds a Diploma in Engineering from a post-secondary institution accredited or recognized by the Technical and Vocational Education and Training Authority
  - (b) has been a Graduate Engineering Technician Member; and
  - (c) has been registered by Kenya Engineering Technology Registration Board as a Engineering Technician or its equivalent.
- (2) Members in this category shall use the designation “T.C.I.E.K.”
- 

**Graduate Engineering Technician**

- 46.(1) A person shall qualify for admission as a Graduate Engineering Technician Member if he or she satisfy the Council, which may, at its discretion, require the candidate to attend an interview, that he or she holds a diploma in Engineering from a recognized program of study recognized by the Kenya Engineering Technology Registration Board or any other recognized institution accredited by the Commission for University Education or the Technical and Vocational Education and Training Authority; and
- (2) Is registered with Kenya Engineering Technology Registration Board as a candidate engineering technician; and
- (3) A person shall not remain a graduate engineering technician member for more than seven years. A member who retains Graduate Engineering Technician Member beyond seven years shall be required to apply for readmission.
- 

**Associate Member**

- 47.(i) An associate member is an Engineering Technician or Engineering Technologist member who does not qualify for admission as a Corporate Member and has at least ten years of experience in a position of responsibility related to engineering.
- (ii) An Engineering Technician or an Engineering Technologist who meets qualifications shall apply for Council consideration.



- Student Member** 48.(1) A person shall qualify for admission as a student member if he or she satisfy the Council that he or she:
- (a) is receiving adequate instruction in the theory of Engineering through a recognized program by the Board from a university accredited or recognized by the Commission for University Education;
  - (b) is receiving adequate instruction in the theory of Engineering Technology through a recognized program by the Kenya Engineering Technology Registration Board from institutions accredited or recognized by the Commission for University Education or Technical and vocational education and training or any other board.
- (2) The student application membership shall be accompanied by an introductory letter from the Dean or Head of Department of the Engineering School where the student is undertaking the Engineering Training.
- (3) A person shall not remain a Student Member for more than ten years.
- (4) A member who retains a Student Membership beyond ten years shall be required to apply for readmission.
- 

- Affiliate Firms** 49.(1) Membership to this class shall comprise engineering consulting firms, construction firms, institutions of higher learning or engineering organizations / companies which the Council may elect to this Class.
- (2) Every applicant to this class shall, at the time of application, have one of the owners of the firm management who is a Corporate Member or at least five Corporate Members employed by the firm.
- (3) An applicant to this category shall provide proof of registration by a statutory body in Kenya.
- 

- Temporary Member** 49.(1) The Council may admit as a temporary member in the appropriate class of membership any person who is a bona fide visitor and who is engaged in Engineering Works in Kenya for a period not exceeding two years.
- (2) The Temporary member shall pay entrance fee as prescribed by the Council and ratified by the AGM and shall pay subscription appropriate to his class of membership and he shall take no part in the governing of the Institution.
- (3) The period of his Temporary Membership shall not be extended beyond a maximum of two years

- Companion Member** 50. Every candidate for election or transfer to the class of Companion shall satisfy the Council that, not being an engineer by profession, he/she:- either
- a) has rendered important services to engineering in the field of Science, Education, Commerce, Finance or Law, or
  - b) is so connected with applications of engineering science that his admission as a Companion would, in the opinion of the Council, conduce to the interests of the Institution.
- 

### **PART III—MEMBERSHIP REGULATIONS, ALIENABLE AND INALIENABLE RIGHTS**

- Membership of the Institution** 51. (1) A person admitted or transferred to any class of membership in accordance with this Constitution shall be deemed a bona fide member of the Institution.
- (2) An applicant seeking admission, election, or transfer to any class of membership, other than the category of Eminent Members, shall—
- a) complete and submit the prescribed application form to the Secretariat; and
  - b) pay the prescribed application fee for consideration by the Council.
- (3) Every application under Clause (2) shall be—
- (a) proposed and seconded by individuals who have personal knowledge of the applicant;
  - (b) submitted in writing using a prescribed form approved by the Council; and
  - (c) An application for transfer to a higher class of membership shall be accompanied by evidence of Continuing Professional Development for a period of not less than three years preceding the application,
- (4) A candidate shall be proposed and seconded by a Corporate Member and above. The students shall be proposed by their current dean or a corporate member.
- (5) The proposers and seconders for any candidate seeking membership shall be fully paid-up members.

## **Fees and Subscriptions**

- 52.(1) All entrance fees and annual subscriptions shall be remitted to the Institution through the designated payment methods as prescribed by the Council.
- (2) The entrance fees, annual subscriptions for various membership categories, and any penalties for default shall be proposed by the by the Council and ratified by the Annual General Meeting.
- (3) A member whose annual subscriptions are in arrears for more than two consecutive years shall cease to be a member of the Institution.
- (4) Notwithstanding the provisions of Clause (3), the Council may, at its discretion, reinstate a member upon application for reinstatement, provided that the member clears all outstanding subscriptions.
- (5) The Council may, based on policy and where it deems appropriate, exempt a member from payment of entrance fees, annual subscriptions, or arrears thereof, or may reduce the applicable amounts.
- (6) A member who has retired from active engineering practice upon attaining the age of seventy years, may apply for exemption from annual subscriptions as per policy. Such an application shall be submitted using the prescribed exemption forms and shall be considered by the Council for partial or full exemption
- 

## **Entrance fees**

- 53.(1) An applicant seeking admission, transfer of membership class, or application for membership shall pay entrance fee as shall be proposed by the council and ratified by the AGM or SGM
- (2) A person transferred from one membership class to another shall be required to pay an amount equivalent to the entrance fee applicable to the new class
- (3) The Council may review the entrance fees as necessary. The proposed revisions shall be ratified by the Annual General Meeting

**Annual  
subscription fees**

- 54.(1) the annual subscriptions shall be payable by members of the Institution in accordance with their respective membership classes as shall be proposed by the council and ratified by the AGM or SGM
- (2) A member admitted to any class between the 1st day of January and 30th June of a given year shall pay the full annual subscription for that calendar year.
- (3) A member admitted on or after the 1st day of July in any given year shall pay half of the annual subscription for that year.
- (4) All annual subscriptions shall become due on the 1st day of January of each succeeding year.
- 

**Limitations on  
Rights of  
Members**

- 55.(1) The rights and privileges of each member are not transferable
- (2) A member shall not, by virtue of their membership in the Institution, be entitled to any rights or privileges other than those expressly conferred upon the class of membership to which they belong under this Constitution.
- 

**Register of  
Membership**

56. The Institution shall maintain a Register at its Headquarters, recording the names, addresses, and membership classes of all members, along with any other particulars as may be prescribed by the Council.
- 

**Resignation of  
Members**

57. (1) A member who wishes to resign from the Institution shall submit a written resignation to the Honorary Secretary, and shall be effective from the date of receipt of such notice.
- (2) Any subscriptions paid by the resigning member shall be deemed forfeited and non-refundable.
- (3) A resigning member shall be liable for any outstanding arrears owed to the Institution, which shall be payable within thirty days from the date of receipt of the resignation notice.

### **Suspension of Members**

- 58.(1) A member may be suspended from the membership register of the Institution for a period not less than one year and not exceeding four years, on recommendation by the council.
- (2) The Council may suspend a member from their membership until the next Special General Meeting or Annual General Meeting, whichever occurs first, following the suspension. Notwithstanding the suspension, the member whose suspension is proposed shall have the right to address the Council at the meeting where the suspension is to be considered.
- 

### **Expulsion of Members**

- 59.(1) The Council by resolution may refuse to continue to receive the subscription of any member who shall have willfully acted in contravention of the By-Laws of the Institution or who in the opinion of the Council, shall have been guilty of such conduct as shall render him unfit to continue to belong to the Institution, and may erase his name from the Register and he shall thereupon cease to be a member of the Institution.
- (2) Provided that before taking such action the Council shall afford the member the opportunity of appearing before them or of making representations to them in writing.
- 

### **Independent Disciplinary Committee**

- 60.(1) No member shall be suspended or expelled unless with a recommendation of an independent disciplinary committee established by the council pursuant to the Institution's code of conduct and ethics;
- (2) The committee shall comprise of one eminent, one fellow, and three corporate members in good standing and with valid practicing license;
- (3) The member has the right to appear in person or through a representative and make presentation to the independent disciplinary committee.
- 

### **Readmission of Members**

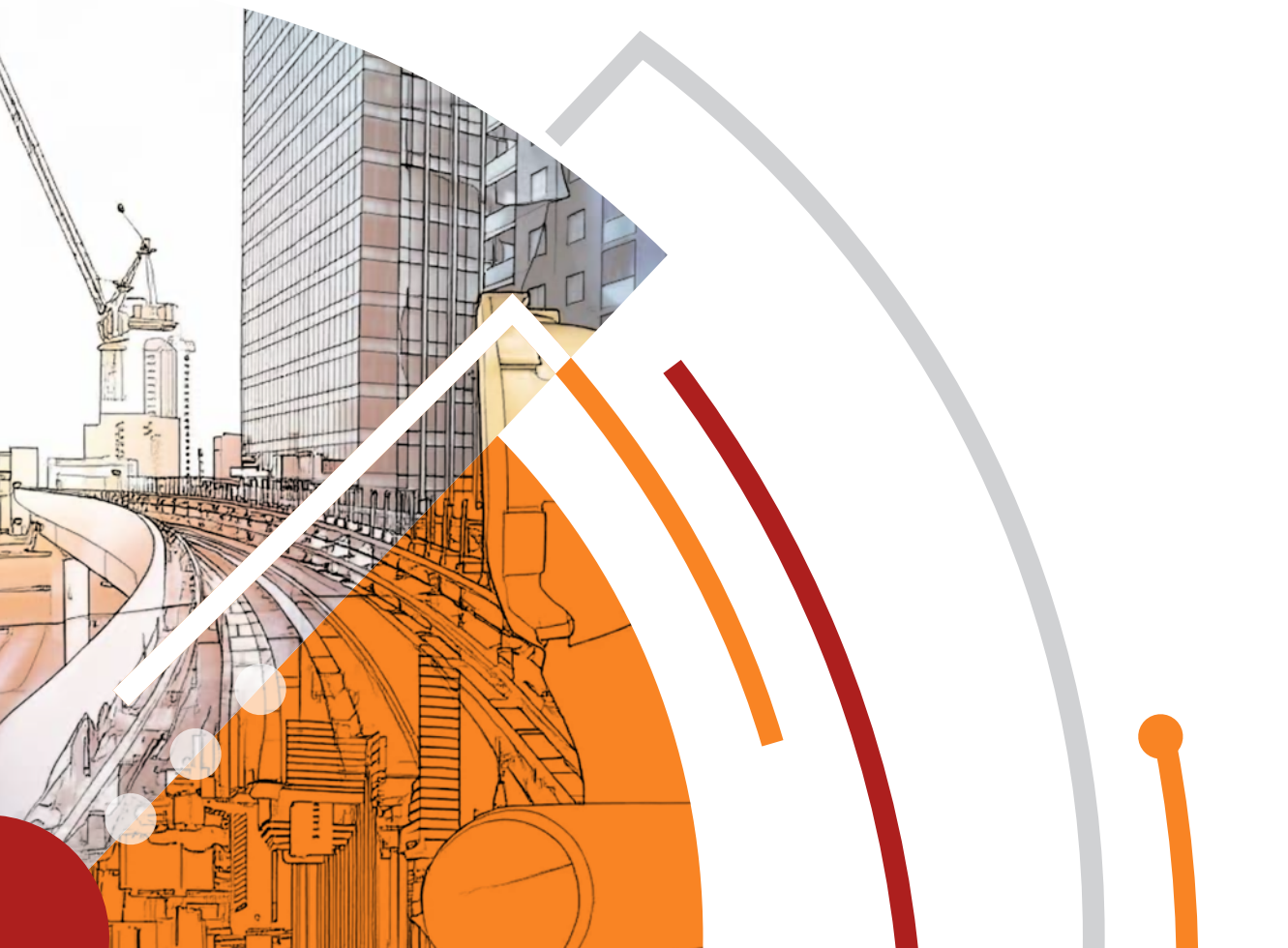
61. The Council may, at its discretion, readmit a person whose membership was suspended under Article 58 to the class to which they previously belonged, provided that the individual demonstrates to the satisfaction of the Council their worthiness for readmission and settles any outstanding amounts in respect of entrance fees and arrears of subscriptions as determined by the Council. The Council shall report to the AGM on such readmission.

## PART IV—PROFESSIONAL CONDUCT

- Conduct of Members** 62. (1) Every member of the Institution, regardless of their class of membership, shall conduct themselves in a manner that upholds the reputation and integrity of the Institution.
- (2) Every Member shall conduct themselves in a manner that maintains the dignity of the profession and shall act in a strictly fiduciary manner towards their clients, employers, colleagues, and all other persons connected to their work. Such conduct shall align with the highest standards of professionalism and the best interests of the Institution

- 
- Breach of Conduct** 63. (1) Any alleged breach of the provisions under Article 61 shall be reported to the Council and addressed as follows—
- (a) upon receipt of a complaint, the Council shall issue a written notice to the member concerned, clearly enumerating the details of the allegations brought against them;
  - (b) the member shall be granted a period of fourteen days from the date of receipt of the notice to submit a detailed response to each of the allegations;
  - (c) Within fourteen days of receiving the member's response, the Council shall—
    - (i) dismiss the allegations in their entirety and notify the member of such resolution within twenty one days; or
    - (ii) establish an ad hoc committee comprising three or five members to investigate the matter and prepare a report on the validity of the allegations.
  - (d) The resolutions of the ad hoc committee shall be deliberated by Council
  - (e) The Honorary Secretary shall notify the member of the council resolution within seven days of the council decision.
  - (f) A member has the right to appeal the decision of the Council by writing to the Honorary Secretary within 14 days.

# CHAPTER FIVE ELECTIONS



**General provision  
on election**

- 64.(1) All elective Council positions shall be filled through fair, transparent and verifiable elections
- (2) The electioneering period shall commence on the fifteenth of February and extend until the day of assumption of office in every election year.
- (3) The Chairperson of the Elections Board, as constituted under this Constitution, shall serve as the Returning Officer for all elective positions.
- (4) The election date shall be the last Tuesday of March in every election year, with voting conducted between 0600 hours and 1800 hours East African Time.
- (5) The campaign period for any elective position shall be limited to the electioneering period and shall run from the fifteenth of February until twelve hours before the election day.
- (6) All candidates shall be required to sign the Election Code of Conduct, as annexed to this Constitution, and the Elections Board shall be responsible for ensuring compliance with the same.

**Conduct of  
Elections and  
Electioneering**

- 65.(1) The election of Council members shall—
- (a) be conducted in a transparent, fair, and impartial manner;
- (b) take place every second year following the election of the Council and at least one month prior to the Annual General Meeting; and
- (c) be conducted through electronic voting, with all elective positions being voted for on the same day.
- (2) Branch elections shall be conducted on the last Tuesday of January of the electioneering year
- (3) Campaign activities for elections shall—
- (a) be conducted in an impartial manner
- (b) respect the independence of election observers and election management personnel, and
- (c) preserve the honor and dignity of the engineering profession.
- (4) The rules governing the conduct of elections shall apply to all participants and stakeholders involved in the electoral process.



### **Electoral Code of Conduct**

66. (1) A candidate shall not be eligible to participate in the elections unless they have duly signed the Electoral Code of Conduct Declaration in the prescribed form set out in the First Schedule.
- (2) Any breach of the Electoral Code of Conduct Declaration shall attract penalties as prescribed therein.
- (3) The Elections Board shall be responsible for enforcing the provisions of the Electoral Code of Conduct Declaration.
- 

### **Eligibility to Vote**

67. (1) Only members of the Institution whose subscription fees are fully paid up shall be eligible to vote.
- (2) The voting members shall be paid-up Eminent, fellows, corporate, associates, Graduate, Engineering Technologist, Graduate Engineering Technologist, Engineering Technician and Graduate Engineering Technician
- (3) The election of Chapter Council members shall be conducted in accordance with Article 65 and only members meeting the eligibility criteria set out in Clause (2) above shall be qualified to vote. Such elections shall be held on the last Tuesday of March.
- 

### **Supervision of Elections**

68. (1) All elections conducted under this Constitution shall be supervised by an Elections Board, which shall be constituted at the Annual General Meeting preceding the election year. The elections board shall be constituted in Special General Meeting for the first election under this constitution.
- (2) An ad hoc Alternative Dispute Resolution Committee, comprising five members, shall be established by the first Friday of February of the year preceding the election year.
- (3) The mandate of the Alternative Dispute Resolution Committee, shall be to adjudicate disputes arising from the elections

**Election Board  
Evaluation  
Committee**

69. (1) An ad hoc Election Board Evaluation Committee, consisting of seven members, shall be established by the last Friday of January of the year preceding the election year through a competitive Expression of Interest process.
- (2) The Council shall evaluate the Expression of Interest applications and make a resolution by the second Friday of February of the year preceding the election, which shall be made public to the membership.
- (3) The Election Board Evaluation Committee shall comprise of—
- (a) The chair elected from the nominated members
  - (b) Two members, of either gender, from the Fellow membership class;
  - (c) Two members, of either gender, from the Corporate membership class; and
  - (d) Two members, of either gender, from the Graduate membership class.
- (4) The Election Board Evaluation Committee shall invite expressions of interest from members wishing to serve in the Election Board by the third Friday of February of the year preceding the election. The invitation shall allow for a ten-day application period.
- (5) The Council shall facilitate the Election Board Evaluation Committee in receiving and evaluating applications and making a resolution on the Election Board Evaluation Committee membership by the first day of March of the year preceding the election, or the next working day if the date falls on a Sunday.
- (6) The resolutions of the Evaluation Committee shall be made public to the membership by the second Monday of March of the year preceding the election.
- (7) If a vacancy arises in the Election Board Evaluation Committee before the declaration of election results, it shall be filled as follows—
- (a) Any vacancy, except that of the Chairperson, shall be filled within seven days by the Election Board Evaluation Committee from the ranked list of applicants from the initial expression of interest process.
  - (b) If a vacancy arises in the position of Chairperson,

**Election Board  
Evaluation  
Committee**  
*(continued)*

the Vice- Chairperson shall assume the role within fourteen days of the vacancy notice. The resulting vacancy for Vice-Chairperson shall be filled by one of the existing members of the Elections Board, while the subsequent vacancy in the membership of the Board shall be filled through nomination by the Council.

- (8) The Evaluation Committee shall stand dissolved upon the assumption of office by the elected Council and the resolution of any election disputes under Article 78 of this Constitution.
- (9) The Evaluation Committee shall submit at least three names of individuals from the Eminent, Fellow, or Corporate membership categories for consideration by the membership during the Annual General Meeting or Special General Meeting for the position of Chairperson of the Election Board. The list of nominees shall be made public to the membership before the Annual General Meeting or Special General Meeting.

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**Election Board** 70. (1) The Election Board shall consist of seven members, appointed as follows—

- (a) two members from the Graduate membership class, nominated by the Evaluation Committee;
  - (b) two members from the Fellow membership class, nominated by the Evaluation Committee;
  - (c) two members from the Corporate membership class, nominated by the Evaluation Committee; and
  - (d) one member from either the Eminent, Fellow or Corporate membership class, elected at the Annual General Meeting, who shall serve as the Chairperson of the Election Board in accordance with Article 69(9).
- (2) The Election Board shall be responsible for overseeing the conduct of elections in accordance with this Constitution. It may propose rules to improve the election process for subsequent cycles. Any proposed rules shall be subject to approval by members at the next Special General Meeting or Annual General Meeting before implementation.
  - (3) The quorum for an Election Board meeting shall be at least five members. Any resolutions made by the Board shall be deemed final, subject to the dispute resolution mechanisms provided under this Constitution.

**Election Board**  
*(continued)*

- (4) At its first sitting, the Election Board shall elect from among its members a Vice-Chairperson and a Secretary.
- (5) The Election Board shall serve for one election cycle. Members shall be eligible to reapply for subsequent Election Boards but shall not serve for more than—
  - (a) two consecutive election cycles; or
  - (b) three election cycles in total.
- (6) Any vacancy arising in the Election Board, including the position of Chairperson, due to resignation, incapacity, death, or any other reason shall be filled by the next candidate in the Evaluation Committee's ranking from the Expression of Interest process.
- (7) If a vacancy arises in the position of Chairperson of the Election Board during the electioneering period—
  - (a) The Vice-Chairperson shall assume the role of Chairperson;
  - (b) The position of Vice-Chairperson shall be filled by election among the remaining Board members within three days of the vacancy; and
  - (c) The resulting vacancy in the Board's membership shall be referred to the Evaluation Committee, which shall nominate the next qualified candidate from its initial Expression of Interest ranking. Appointment to consider respect diversity in gender.

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**Vacancies in the Council**

71. (1) The Chairperson of the Election Board shall declare vacancies in elective Council positions by the second Friday of February in each election year and shall publish a list of the vacancies. On the same day, the Board shall invite nominations from the membership to fill the vacancies.
- (2) Within fourteen days of the declaration of vacancies under Clause (1), any two corporate or fellow members may nominate a qualified member to fill any such vacancy by submitting a written nomination to the Honorary Secretary. The nomination shall be accompanied by the nominee's written consent to accept office if elected, in the prescribed format issued by the Election Board.
- (3) Within seven days of the declaration of vacancies, the Election Board shall publish an election timetable outlining key activities and corresponding dates.
- (4) A member shall not nominate more than one candidate for the same elective position.

## **Voters Register**

72. (1) The Chairperson of the Election Board shall publish the voters register within seven days after the closure of nominations under Article 72 (1) for inspection by candidates, their agents, and members. The register shall indicate—
- (a) the name of each voter;
  - (b) the membership number of each voter;
  - (c) The membership class of each voter; and
  - (d) The voting eligibility category of each voter.
  - (e ) Discipline chapter
- (2) The Election Board shall issue a notice to all eligible voters, requiring them to confirm their registered telephone numbers and email addresses, which shall be used for voting.
- (3) The Election Board shall allow a period of seven days for rectification of errors, inconsistencies, or anomalies in the voters register. Any corrections shall be made by submitting a prescribed form provided by the Board.
- (4) The Election Board shall publish the final voters register within seven days after the closure of the correction period under Clause (3).
- (5) The final voters register published under Clause (4) shall not be subject to any further amendments.
- 

## **Publication of Candidates**

- 73.(1) The Chairperson of the Election Board shall publish the list of candidates cleared to contest in the election within seven days from the date of closure of the nomination submission period in each election year. The publication shall be made available for inspection by candidates, their agents, and members of the Institution and shall include—
- (a) the name of each candidate;
  - (b) the membership number of each candidate;
  - (c) the membership class of each candidate;
  - (d) the elective position the candidate has been cleared to contest; and
  - (e) the candidate's professional discipline.

**Publication of  
Candidates**  
*(continued)*

- (2) On the same day as the publication under Clause (1), the Election Board shall also publish a list of candidates who have not been cleared to contest in the election, indicating—
  - (a) the name of each candidate;
  - (b) the membership number of each candidate;
  - (c) the membership class of each candidate;
  - (d) the candidate's professional discipline; and
  - (e) the elective position the candidate was not cleared to contest.
- (3) The Election Board shall allow a period of five days for rectification of any errors, inconsistencies, or anomalies in the candidate publication. Any corrections shall be made by submitting a prescribed form provided by the Board.
- (4) The Election Board shall publish the final list of candidates cleared to contest in the elections within seven days after the closure of the correction period under Clause (3).
- (5) The final list of candidates published under Clause (4) shall not be subject to any further amendments.
- (6) Each candidate cleared to contest under Clause (1) shall receive a nomination certificate indicating their clearance to contest and the position for which they have been cleared. The certificate shall be in a prescribed format developed and issued by the Election Board and approved by the Council.
- (7) Each candidate not cleared under Clause (2) shall receive official communication from the Election Board upon the publication of the final list under Clause (4). The communication shall specify the reasons for non-clearance.
- (8) All publications under Article 71(1) & (4), and 72 (1), (2) & (4) shall be posted on the Institution's official website, and members shall be notified via email.

### **Withdrawal from Elections**

74. (1) Notwithstanding any nomination and consent, a nominated candidate may withdraw from the election no later than five days after the publication of the candidates' list under Articles 72(1)& (2).
- (2) A withdrawal shall be effected by submitting a written notice to the Chairperson of the Election Board
- (3) Upon receiving a withdrawal notice under Clause (1), the Chairperson of the Election Board shall conduct due diligence to verify its authenticity through a phone call and email confirmation with the candidate. If the withdrawal is confirmed before the publication of the final candidates' list under Articles 72(4) the candidate's name shall be omitted from the ballot list.
- (4) The Election Board shall notify members of the candidate's withdrawal from the elections.
- (5) Any withdrawal notice received after the final candidates' list has been published under Articles 72(4) shall not be effected and the candidate's name shall remain on the ballot.
- (6) If a withdrawn candidate is elected, the position shall be deemed a spoilt vote, and the candidate with the second-highest number of votes for the same position shall be declared duly elected.

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### **Campaign Guidelines**

75. (1) The campaign period shall commence at the onset of the electioneering period and continue for its entire duration
- (2) It shall be a violation of the election code for any candidate or their supporters to engage in bribery, treating, or any other form of inducement to influence a member of Institution to vote or refrain from voting.
- (3) All campaign materials, including literature, posters, and manifestos, shall align with the objectives of the Institution.
- (4) The Election Board reserves the right to disqualify any candidate found in breach of the campaign guidelines outlined in Clauses (1), (2), and (3). Upon resolution, the disqualified candidate shall be removed from the final list of cleared candidates published under Articles 72(4).

- Voting Process**
76. (1) The voting exercise shall take place as prescribed in Article 64 of this Constitution.
- (2) A mock election shall be conducted seven days before the election date to test the integrity and functionality of the digital voting infrastructure. The mock election shall not include candidates published under Article 72 (1), (2) and (4).
- (3) Voting shall be conducted electronically, allowing eligible voters listed in the final voters' register under Article 71 (4) to cast their votes using personal electronic devices, including computers and smartphones.
- 

- Candidates' Agents**
77. (1) There shall be digital agents integrated into the electronic voting system to confirm vote submissions. A confirmation message shall be sent privately to both the voter and the respective candidate upon the successful casting of a vote. The Election Board shall publish guidelines governing the conduct and responsibilities of digital agents at least thirty days before the election.
- (2) Each candidate shall submit one mobile number for use in digital agency services under Clause (1). This number shall be submitted within seven days following the publication of the final voters' register under Article 72 (4).
- (3) The Election Board shall grant back-end, read-only access to any physical agent nominated by candidates. This access shall allow agents to monitor the incoming election ballots as they are tallied by the system.
- (4) Each candidate shall submit the name of one physical agent for the purpose outlined in Clause (3) within seven days following the publication of the final voters' register under Article 71 (4).
- 

- Generation of Election Results**
78. (1) Election results shall be generated instantly upon the closure of voting, in the presence of candidates or their approved physical agents.
- (2) The results shall be accessible to all members directly from the electronic voting platform immediately upon the close of polling.
- (3) Verification of results may be requested by any member within seventy-two hours after the close of polling and issuance of results.



**Generation of  
Election Results**  
*(continued)*

- (4) Verification shall involve extracting polling logs and conducting an electronic analysis in the presence of any disputing parties.
- (5) The verification report shall be printed and countersigned by—
  - (a) the Chair of the Election Board,
  - (b) the election service provider, and
  - (c) the disputing party or parties.
- (6) Any dissatisfied candidate may lodge a formal dispute with the Chair of the Election Board by submitting the prescribed election dispute form within seven days from the date of declaration of results.
- (7) On the eighth day, following the expiration of the dispute lodgment period in Clause (6), the Chair of the Election Board shall prepare the Election Certificate for each elective position that has not attracted any disputes. The certificate shall be awarded to the candidate who received the highest number of votes.
- (8) For any disputed elective position, an Election Certificate shall only be issued after the resolution of the dispute, provided that the resolution does not require a by-election.
- (9) The Election Certificate issued under Clauses (7) and (8) shall—
  - (a) be in the prescribed format as developed by the Election Board and approved by the Council;
  - (b) indicate the date of the election;
  - (c) indicate the elective position;
  - (d) indicate the name of the elected candidate;
  - (e) bear the names and signatures of the Chair of the Election Board, and the outgoing President of the Council preceding the election;
  - (f) bear the common seal of the Institution.
- (10) The Election Certificates prepared under Clauses (7), (8), and (9) shall be officially awarded to the elected candidates at the subsequent Annual General Meeting, where the transition of the Institution's leadership shall be formally conferred.

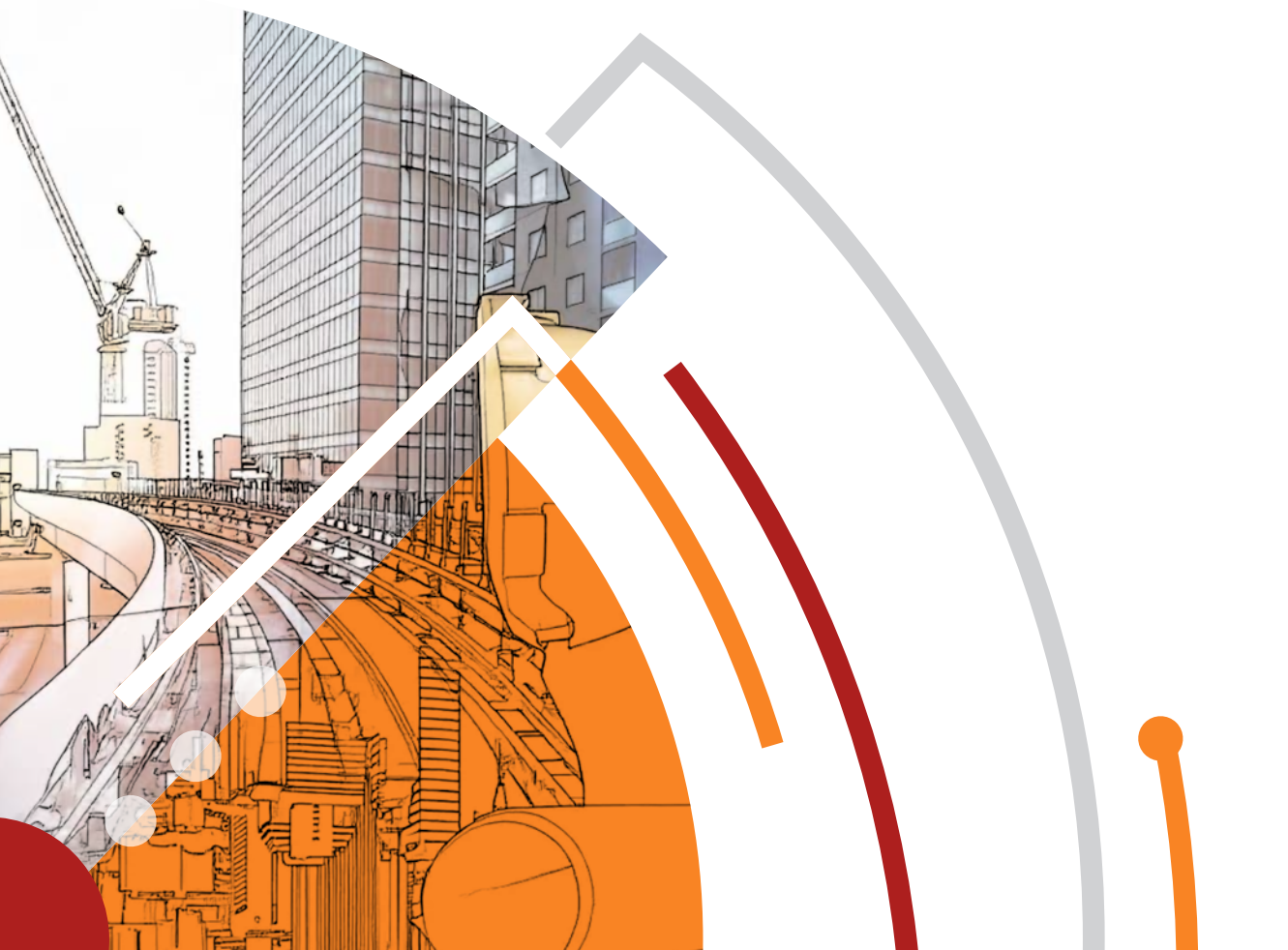
## Dispute Resolution

- 79.(1) Any voter or candidate may contest—
  - (a) the conduct of the Elections Board, or
  - (b) the validity of the election of a declared candidate.
- (2) A dispute shall be filed by submitting the filled prescribed dispute form, supported by—
  - (a) a petition signed by the complainant, and
  - (b) A sworn affidavit outlining the grounds for contesting the election.
- (3) The dispute shall be submitted to the Chief Executive Officer within seven days of election
- (4) Upon receipt of the petition, the Chief Executive Officer shall refer the petition to the Alternative Dispute Resolution (ADR) Tribunal—
  - (a) The ADR Tribunal shall comprise three or five members.
  - (b) The Tribunal shall hold its first sitting within seven days after receipt of the dispute notice.
  - (c) The entire dispute resolution process shall not exceed fourteen days .
- (5) The decision of the Tribunal shall be final and binding upon the Institution, the Council, the Elections Board, the petitioner, and all members.
- (6) In the event there is a dispute in more than one elective position, the Tribunal shall arbitrate all the disputes with regard to the entire election.
- (7) The Chief Executive Officer shall publish and circulate the Tribunal's award and recommendations to all members within two days of its issuance.
- (8) The costs of arbitration shall be determined by the Tribunal and set out in its final award.
- (9) All disputes arising from the electoral process shall, encouraged to be resolved through the alternative dispute resolution outlined in this Article.

# CHAPTER SIX

# ASSUMPTION

# OF OFFICE



**General provisions  
on assumption of  
office**

80. (1) Upon the declaration of election results and the resolution of all election disputes in accordance with Article 77 and 78 of this Constitution, the assumption of office by duly elected council members shall take place in during the annual general meeting.

**Assumption of  
Office Ad- Hoc  
Committee**

81. (1) There shall be an Assumption of Office Ad-Hoc Committee, consisting of the following five members, responsible for overseeing the assumption of office process for elected council members;
- (a) The Outgoing president who shall chair the Assumption of Office Ad-Hoc Committee;
  - (b) The Chief Executive Officer of the Institution;
  - (c) Elections Board Chair; and
  - (d) One Nominee from the Elections Board.
- (2) The quorum of the Assumption of Office Ad-Hoc Committee shall be at least three members.
- (3) The Assumption of Office Ad-Hoc Committee shall be constituted immediately upon the publication of the final candidates list, as outlined in Article 72(4) of this Constitution, and shall hold its first meeting within seven days from the date of publication of election results.
- (4) During its first meeting, the Assumption of Office Ad-Hoc Committee shall elect a Vice-Chairperson from among its members.
- (5) The Chief Executive Officer of the Institution shall be the Secretary to the Assumption of Office Ad-Hoc Committee.
- (6) The Assumption of Office Ad-Hoc Committee shall stand dissolved upon the assumption of office by the elected council members.
- (7) The functions of the Assumption of Office Ad-Hoc Committee shall be;
- (a) To organize and plan the assumption of office ceremony as part of the Annual General Meeting; and
  - (b) To ensure that the Annual General Meeting and the assumption of office ceremony align with the provisions of this Constitution.

**Assumption of  
Office Ceremony  
for Elected  
Council Members**

82. (1) Pursuant to the provisions of Article 80 of this Constitution, the Assumption of Office Ceremony shall include the following—
- (a) The presentation of election certificates to the elected council members in an order prescribed by the Elections Board.
  - (b) The taking and subscribing of the oath of office, swearing allegiance to this Constitution, and signing an affirmation for the execution of the functions of the respective office.
  - (c) Subclause (a) above shall apply to the Honorary Secretary, Honorary Treasurer, Second Vice President, First Vice President, and the President in this order respectively.
  - (d) Each elected council member shall individually take and subscribe the oath of office, swear allegiance to this Constitution, and sign an affirmation for the execution of the functions of the office to which they were elected.
  - (e) The transfer of leadership from the outgoing council to the incoming council shall be effected by the handing over of this Constitution and the President's Sash from the outgoing President to the incoming President of the Institution.
- (2) The Assumption of Office Ad-Hoc Committee shall communicate the Assumption of Office ceremony program to the members at least seven days prior to the Annual General Meeting, in accordance with the procedures prescribed by the Governance Committee.
- (3) The elected Council members shall assume office immediately upon taking and subscribing to the oath or affirmation of allegiance and the oath or affirmation for the due execution of the functions of the office.

**Transfer of  
Leadership**

83. (1) Upon the application of Article 81(1)(e), the leadership of the institution shall be duly transferred from the outgoing Council to the incoming Council.
- (2) The Council shall hold office for a term commencing on the date of its swearing-in to the next Annual general meeting after elections

**Assumption of  
Office Ceremony  
for Co-opted  
Council Members**

84. (1) Co-opted Council members shall, upon their introduction at the first Council meeting, take the oath of office in the presence of the elected Council members and sign the affirmation for the execution of the functions of the office.
- (2) The application of clause (1) above shall be communicated to the members of the Institution within seven days of its occurrence.

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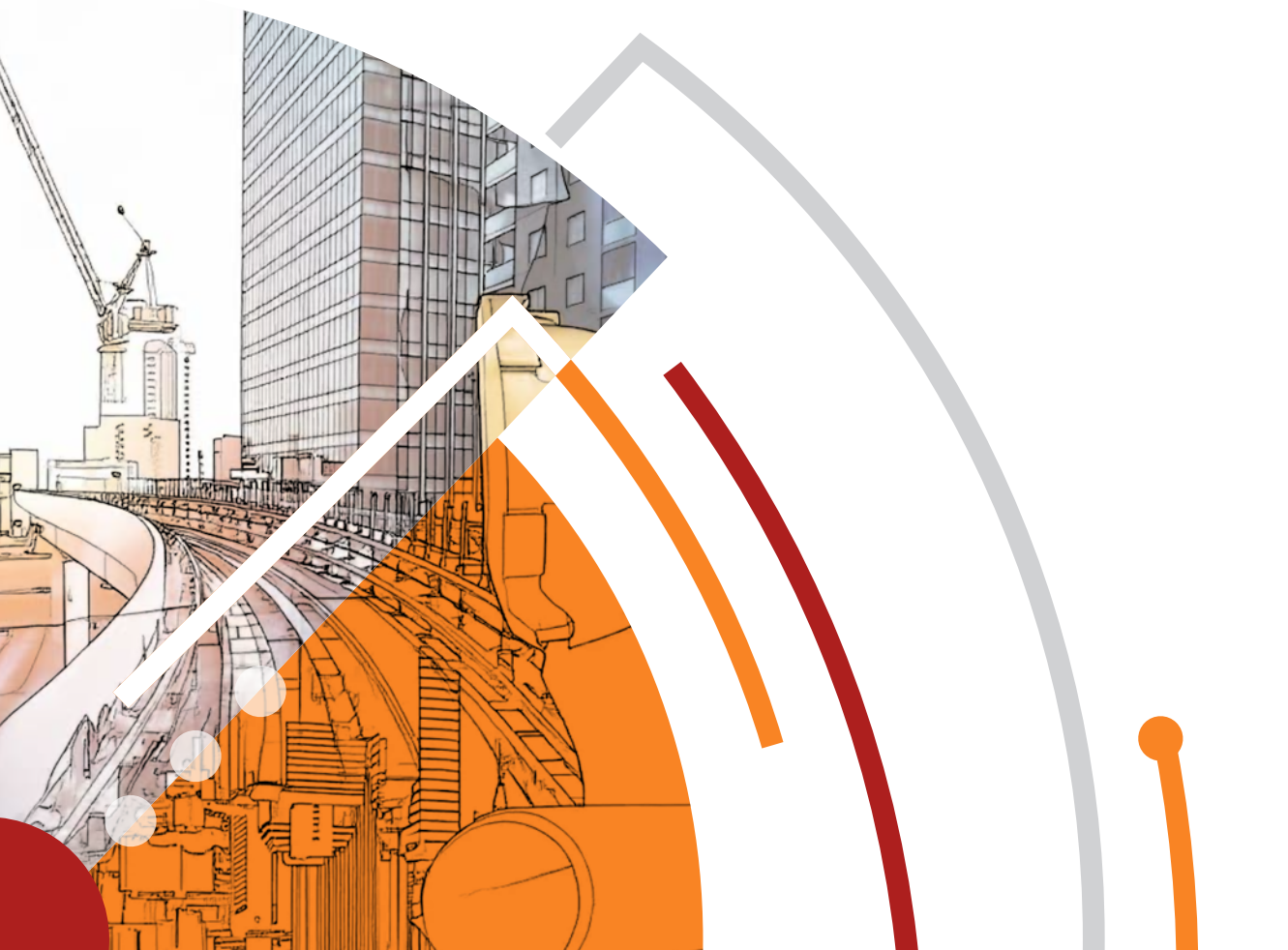
**Assumption of  
Office Ceremony  
for Immediate  
Past President**

85. The Immediate Past President shall be exempt from the provisions of Article 83 of this Constitution.

# CHAPTER SEVEN

# MEETINGS OF THE

# INSTITUTION



**Categories of  
Meetings of the  
Institution**

86. (1) There shall be three categories of General Meetings of the Institution;
- (a) Annual General Meetings;
  - (b) Special General Meetings; and
  - (c) Ordinary General Meetings.
- (2) Meetings of the Institution shall be held at such places and times as determined by the Council.
- (3) All bona fide members of the Institution shall have the right to attend all meetings as prescribed in Clause (1) above.
- (4) The President shall preside over all meetings convened under Clause (1) above when present. In the absence of the President, one of the Vice- Presidents shall preside, and if none is present, the meeting shall elect the chair.
- (5) The Council shall formulate guidelines and regulations governing the conduct of meetings under Clause (1), including provisions on registration, quorum verification, and voting procedures. Such guidelines and regulations shall be subject to approval by the Council.

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**PART I —ANNUAL GENERAL MEETING**

**Structure and  
Venue of Meetings**

87. (1) The Annual General Meeting shall serve as the supreme decision- making organ of the Institution.
- (2) The Annual General Meeting shall be convened no later than thirtieth April of each year at the Institution's Headquarters or at such other place and time as the Council may determine.
- (3) A notice of not less than twenty-one days shall be issued for all Annual General Meetings. Such notice shall specify the venue, agenda, and all documents to be deliberated upon. No business shall be transacted at the meeting except that which has been duly notified in accordance
- (4) The accidental omission, as determined by the Council, to send notice of a meeting to any member or the non-receipt of such notice by any member shall not invalidate the proceedings of the meeting.



**Structure and  
Venue of Meetings**  
*(continued)*

- (5) The Council may introduce visitors to the Annual General Meeting by recording their names in the official proceedings. The presiding officer shall introduce such visitors to the members and provide justifications for their invitation.
- (6) The Council shall formulate guidelines and regulations on the form, manner, and dissemination of notices and publications required for the Annual General Meeting.

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**Quorum of the  
Annual General  
Meeting**

- 88. (1) The quorum for the Annual General Meeting shall be no less than fifty members entitled to be present and vote.
- (2) No business shall be transacted unless a quorum is present.
- (3) If a quorum is not present within one hour of the scheduled commencement time, the meeting shall stand adjourned. The adjourned meeting shall be reconvened within fourteen days at a venue determined by the Council, where the members present and entitled to vote shall constitute a quorum, irrespective of their number.

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**Proceedings of  
the Meeting**

- 89. (1) The meeting shall be called to order by the Honorary Secretary, who shall present the agenda and invite the presiding chair, as designated under Article 9(2) (a) (iv), to conduct the proceedings.

In the absence of the Honorary Secretary, the President shall designate a member of the Executive Committee to facilitate the meeting and introduce the presiding chair to articulate the agenda.

- (2) The business of the Annual General Meeting shall include;
  - (a) consideration of the Annual Report of the Council and the Annual Accounts;
  - (b) appointment of auditors;
  - (c) announcement of the results of the Council elections, in election years;
  - (d) the incoming President's address, in election years; and
  - (e) any other business duly notified in writing to the Honorary Secretary at least seven days before the meeting and approved by the presiding chair.

**Proceedings of  
the Meeting**  
*(continued)*

- (3) The proceedings under Clause (2)(c) and (d) shall be conducted in accordance with Article 9(1) of this Constitution.
- (4) The notice of the Annual General Meeting, accompanied by the agenda, shall be sent to all members not less than twenty-one days before the scheduled date of the meeting.

---

**Voting at the  
Annual General  
Meeting**

- 90.(1) Voting at the Annual General Meeting shall be conducted in person.
- (2) Voting shall be conducted electronically, with each eligible voter entitled to one vote, except for the president, who shall have a casting vote in the event of a tie as per clause 9(2)(a)(ix).
- (3) The presiding chair shall oversee the voting process and, in the event of an equality of votes, shall exercise a casting vote.
- (4) Only members who have duly paid their subscriptions shall be entitled to vote at the Annual General Meeting.
- (5) The voting process shall be structured to ensure equity in representation across the Institution's membership.
- (6) The Council shall develop guidelines and regulations, subject to Council approval, on the methodology, system, collation, tallying, weighting, display, and publication of votes at the Annual General Meeting.

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**Resolutions at the  
Annual General  
Meeting**

91. Resolutions at the Annual general meeting shall be met by consensus or by a majority vote and shall be binding on all members

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## **PART II—SPECIAL GENERAL MEETINGS**

**Structure and  
Venue**

92. (1) A Special General Meeting shall be convened for any specific purpose by the Council or the members, at the Headquarters of the Institution or at such other place or time as the Council may determine.
- (2) A Special General Meeting under Clause (1) may be requisitioned by at least fifty subscription-paying members through a written request addressed to the Honorary Secretary.

**Structure and  
Venue**  
*(continued)*

- (3) The Council shall convene the meeting within twenty-one days of receiving the requisition.
- (4) Notice of the meeting shall be issued in accordance with Clause (6) below, and no business other than that specified in the requisition shall be transacted.
- (5) A Special General Meeting convened under Clause (1) shall relate to the direction and management of the Institution, but shall not include matters pertaining to the revocation, alteration, or amendment of this Constitution.
- (6) The quorum for a Special General Meeting shall be fifty members entitled to vote. If a quorum is not met within one hour of the appointed time, the meeting shall stand adjourned and shall be reconvened within fourteen days at a venue determined by the Council, at which point the members present shall constitute a quorum.
- (7) At least Fourteen days' notice shall be given for a Special General Meeting. The notice shall—
  - (a) specify the purpose of the meeting;
  - (b) be circulated to all members in writing, and published through press advertisements or registered email addresses at least Fourteen days before the meeting date.
- (8) The provisions of Article 96 shall apply to Special General Meetings.

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**Special General  
Meetings for  
Constitutional  
Amendments**

93. (1) A Special General Meeting may be convened to amend or alter this Constitution upon requisition by No fewer than Three hundred subscription-paying members in good standing, as defined under Chapter Four of this Constitution.
- (2) A requisition under Clause (1) shall be made in writing to the Honorary Secretary and shall be accompanied by—
  - (a) a citation of the justification for the proposed amendments; and
  - (b) the proposed amendments to the Constitution.
- (3) The Council shall convene the meeting within twenty-one days of receiving the requisition.
- (4) Notice of the meeting shall be issued in accordance with Clause (6) below and no business other than the proposed constitutional amendments shall be transacted.

**Special General Meetings for Constitutional Amendments**  
*(continued)*

- (5) The quorum for a Special General Meeting convened under this Article shall be fifty members entitled to vote. If a quorum is not met within one hour of the appointed time, the meeting shall stand adjourned and shall be reconvened within fourteen days at a venue determined by the Council, at which point the members present shall constitute a quorum.
- (6) At least fourteen days' notice shall be given for a Special General Meeting convened under this Article. The notice shall—
  - (a) specify the justifications and proposed amendments to be transacted; and
  - (b) be circulated to all members in writing and published through press advertisements or registered email addresses at least fourteen days before the meeting date.
- (7) The provisions of Article 96 shall apply to Special General Meetings convened under this Article.

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**Proceedings of Special General Meetings**

- 94. (1) A Special General Meeting shall be called to order by the Honorary Secretary, who shall lay the notice and agenda before the members and invite the Presiding Chair, as designated under Article 9 (2) (a) (iv) to conduct the proceedings.
- (2) In the absence of the Honorary Secretary, the President shall appoint a member of the Executive Committee to preside over

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**Voting at Special General Meetings for constitution amendment.**

- 95. (1) Voting at a Special General Meeting shall—
  - (a) be conducted in person; and
  - (b) be by electronic means, except for the Presiding Chair, who shall have a casting vote in accordance with Article 9(2) (a) (ix).
- (2) Voting by proxy shall not be allowed.
- (3) In the case of an equality of votes, the Presiding Chair shall be entitled to a casting vote.
- (4) Only subscription-paying members shall be eligible to vote at a Special General Meeting.

**Voting at Special  
General Meetings  
for constitution  
amendment  
(continued).**

- (5) The voting process shall ensure equitable representation across the membership distribution of the Institution.
- (6) The Council shall develop regulations governing the methodology, collation, tallying, weighting, display, and publication of votes at Special General Meetings.

**Resolutions of  
Special  
General Meetings**

- 96. (1) Resolutions passed at a Special General Meeting shall—
  - (a) be determined by consensus or Majority vote
  - (b) be announced by the Presiding Chair; and
  - (c) be binding upon the Council and all classes of members of the Institution.
- (2) No organ of the Institution shall amend or alter resolutions passed at a Special General Meeting except through a subsequent resolution in accordance with the provisions of Chapter Ten of this Constitution.
- (3) Any amendment to this Constitution shall not take effect without the prior written consent of the Registrar of Societies, obtained upon a formal application signed by—
  - (a) the President;
  - (b) the Honorary Secretary; and
  - (c) the Honorary Treasurer.

**PART III—ORDINARY GENERAL MEETINGS**

**Structure and  
Venue**

- 97. (1) An Ordinary General Meeting may be convened for any purpose by the Council or the members, at the Headquarters of the Institution or such other place and time as the Council may determine.
- (2) The Ordinary General Meetings shall be held for—
  - (a) the reading and discussion of papers on engineering and allied subjects;
  - (b) lectures, discussions, or presentations on such subjects; and
  - (c) other pictorial representations or sessions of engineering interest.
- (3) No question shall be discussed, nor any motion made, at an Ordinary General Meeting regarding the direction and management of the Institution.

**Structure and  
Venue**  
(continued).

- (4) At least seven days' notice shall be given for an Ordinary General Meeting. The notice shall—
  - (a) specify the nature of the business to be transacted; and
  - (b) be circulated to all members in writing at least seven days before the meeting date.
- (5) The Council shall develop regulations governing the form, manner, and application of notices for Ordinary General Meetings.

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**Quorum of  
ordinary General  
Meeting**

- 98. There shall be no quorum requirements for an Ordinary General Meeting. The meeting shall commence with the members present.

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**Proceedings**

- 99. (1) The meeting shall be called to order by the Honorary Secretary, who shall lay the notice and agenda before the members and invite the Presiding Chair, as designated under Article 9(2) (a) (iv) to conduct the proceedings.
- (2) In the absence of the Honorary Secretary, the President shall appoint a member of the Executive Committee to preside over the meeting and invite the Presiding Chair to articulate the agenda.

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**Voting**

- 100. There shall be no voting at an Ordinary General Meeting. Any proposed matters shall be recorded in the minutes and forwarded to the Council for consideration.

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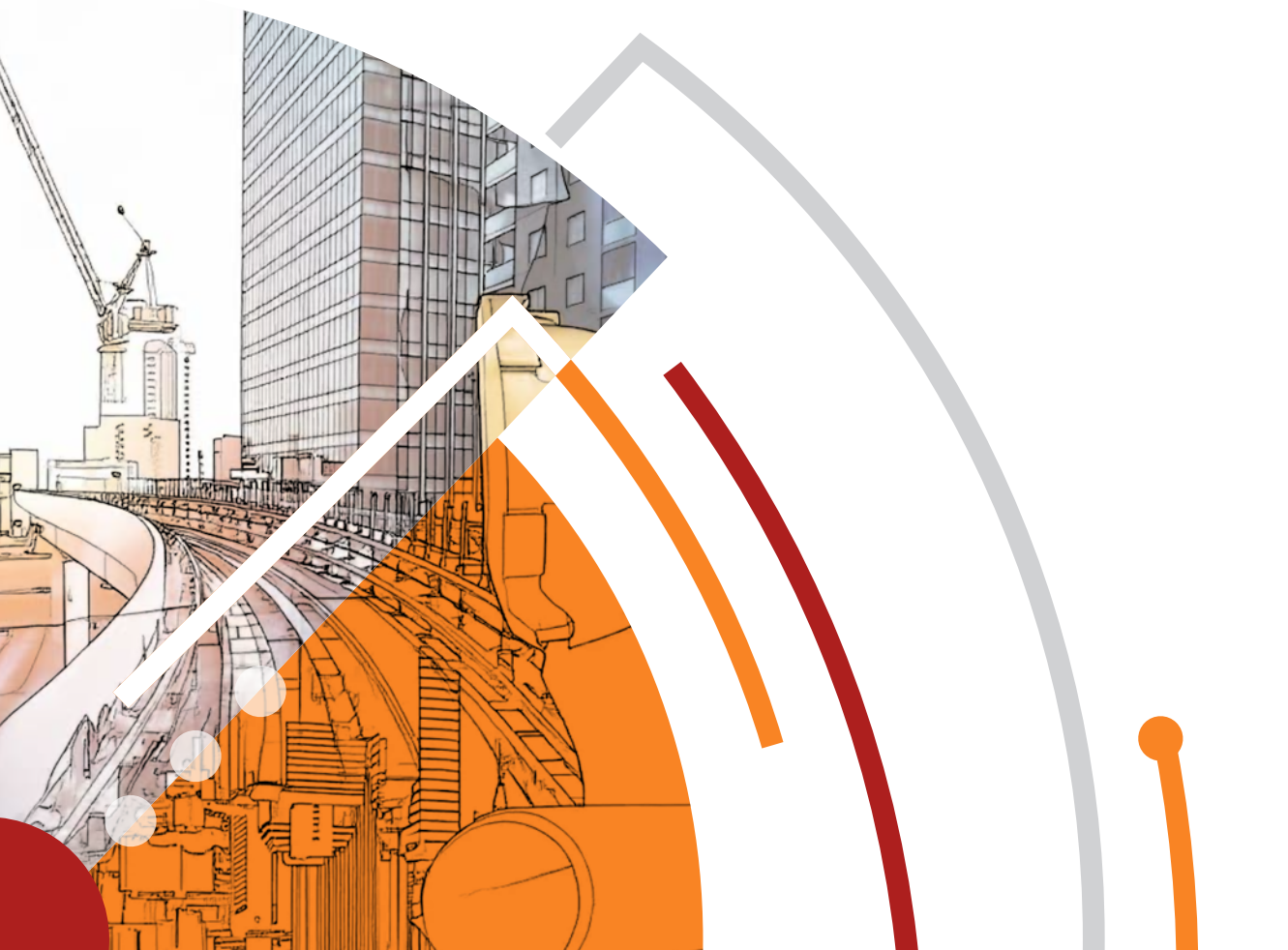
**Resolutions**

- 101. A resolution made at an Ordinary General Meeting shall constitute recommendations and proposals to the Council for consideration in furtherance of the objectives of the Institution.

# CHAPTER EIGHT

# FINANCIAL

# PROVISIONS



**General provisions  
on financial of the  
Institution**

102. (1) The Institution shall hold its funds and assets in reputable banks and financial institutions as approved by the Council.
- (2) The funds and assets of the Institution shall be managed by the Council and utilized solely for advancing the Institution's objectives.

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**Utilization of  
funds**

103. (1) The funds of the Institution shall be used exclusively for purposes that align with the objectives stated in Chapter two and in accordance with a budget approved at the Annual General Meeting.
- (2) An anticipated significant deviations from the approved budget shall require prior approval at a Special General Meeting convened specifically for that purpose.
- (3) The income and assets of the Institution, from any source, shall be applied solely towards achieving its objectives as set forth in this Constitution. No portion thereof shall be distributed to members by way of dividends, bonuses, or any form of profit.
- (4) Notwithstanding Clause (3) the following shall be permitted—
- (a) reasonable and fair remuneration to any officer, employee, or member of the Institution for services actually rendered;
  - (b) payment of interest at a rate determined by the Council on loans extended to the Institution;
  - (c) payment of reasonable and fair rent for premises leased or let to the Institution, subject to Council approval.
- (5) A member of the Council shall not —
- (a) hold a salaried position within the Institution;
  - (b) receive any fees or remuneration for services rendered, except for reimbursement of legitimate out-of-pocket expenses, approved interest on loans, or fair rent for leased premises.
- (6) The provision in Clause (5) shall not apply to payments made to public utility companies such as railway, gas, electricity, water, cable, or telephone companies, provided that—



**Utilization of  
funds**  
(continued).

- (a) a Council member holding shares in such a company does not possess more than one-hundredth of its capital; and
- (b) such a Council member shall not be obligated to account for any profits earned from these transactions.

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**Accounts of the  
institution**

104. (1) The Council shall ensure that proper accounts of the Institution's capital, funds, receipts, and expenditures are kept at all times, providing a true and accurate reflection of its financial position. Such accounts shall be accessible to members for scrutiny upon request.
- (2) All monies and funds of the Institution shall be received and disbursed through bank accounts or designated payment channels approved by the Council
  - (3) The Council shall develop financial management guidelines, including expenditure thresholds and regulatory frameworks, for inclusion in a Financial Management Manual. The Manual shall be subject to Council approval and ratification by a Special General Meeting.
  - (4) The Institution's books of accounts, related financial documents, and the membership register shall be available for inspection at the Institution's registered office upon written request, with at least seven days' notice.

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**Allocation to  
branches and  
Chapters**

105. (1) The Council shall allocate and remit funds to branches based on Approved budget.
- (2) Branches may, with prior approval from the Council, generate independent revenue and acquire property. However, such funds and assets shall remain the property of the Institution and must be used solely for the Institution's benefit.
  - (3) Chapters shall receive financial allocations from the approved budget. The Council shall establish guidelines for the application, disbursement, utilization, and accounting of such funds.

**Financial year and  
presentation of  
accounts**

- 106.(1) The Institution's financial year shall end on the thirty first day of December of each year. The annual accounts shall be prepared as of this date, reviewed by the Council, and audited by an external Auditor
- (2) The Auditor's Report shall be presented at the next Annual General Meeting following the completion of the audit
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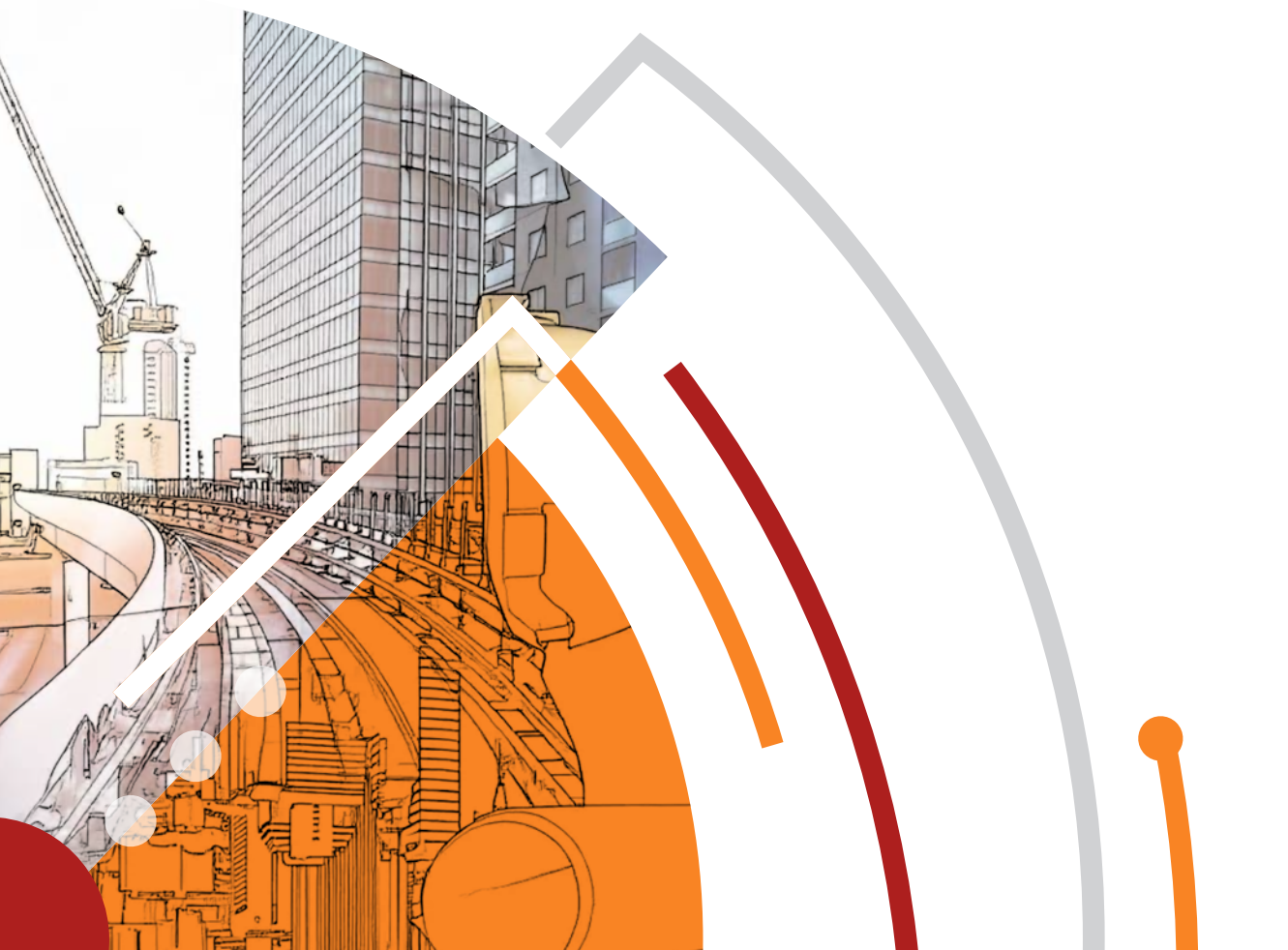
**Appointment of  
auditors**

107. The appointment, powers, and responsibilities of the Auditors shall be regulated in accordance with the provisions of the applicable Companies Act or any statutory modification in force at the time, as if the Institution were a company registered under that Act.

# CHAPTER NINE

# SUPPLEMENTARY

# PROVISIONS



## **Dissolution of the Institution**

108. (1) The Institution shall not be dissolved except by a resolution passed at an Annual General Meeting by a vote of at least two-thirds of the members present.
- (2) The quorum for the meeting shall be at least two-thirds of the members in the membership roll of each category.
- (3) A dissolution shall not take effect without the prior written approval of the Registrar of Societies, obtained through a formal application signed by President, Hon Secretary and Treasurer
- (4) Any remaining funds or assets, after settlement of liabilities, shall be distributed in a manner resolved by the meeting at which the dissolution resolution is passed.
- 

## **Trustees**

109. (1) All land, buildings, immovable property, investments, and securities acquired by the Institution shall be vested in the names of not fewer than five Trustees, who shall be members of the Institution.
- (2) Trustees shall be appointed at an Annual General Meeting for a term of five years and shall be eligible for re-election upon expiry of their term. A Special General Meeting, convened by the Council or members, may remove any Trustee. Any vacancy arising from removal, resignation, or death shall be filled at the same or next Special General Meeting.
- (3) Trustees shall transfer all income derived from vested properties to the designated Institution accounts as prescribed by the Treasurer. Any expenditure relating to such property shall require prior authorization from the Council upon a report by the Trustees outlining the necessity or desirability of such expenditure.
- (4) No part of the Institution's property shall be sold, assigned, transferred, conveyed, or otherwise disposed of by the Trustees without the express approval of an Annual General Meeting or Special General Meeting.
- (5) The Council shall develop guidelines and regulations, for Council approval, detailing the requirements, application, and nomination process for Trustees in accordance with the relevant national Trustee legislation.

**Interpretation of the Constitution** 110. (1) A dispute arising from the interpretation of this Constitution or the Regulations shall be referred to a panel comprising three persons appointed by the Chairman of the Chartered Institute of Arbitrators, Kenya Branch, one of whom shall be an advocate, while the other two shall be Eminent, Fellow, or Corporate Members of the Institution.

---

**Dispute Resolution** 111. (1) Any dispute arising under this Constitution shall be resolved amicably by the council through mediation, conciliation, negotiation, and adjudication. A matter that cannot be resolved by the Council shall be referred to an arbitration panel consisting of not more than five persons appointed jointly by the Chairman of the Chartered Institute of Arbitrators, Kenya Branch, and the Council.

(2) The arbitration panel shall be composed of not more than five members including—

- (a) one arbitrator nominated by the Chairman of the Chartered Institute of Arbitrators ,Kenya Branch;
- (b) one Eminent Member;
- (c) one Fellow Member;
- (d) one Corporate Member; and
- (e) one Graduate Member.

(3) The Council shall develop guidelines and regulations governing the filing of disputes and the composition of the arbitration tribunal, taking into account the nature of each dispute.

---

**Confidentiality** 112.(1) The proceedings of the Council, its committees, sub-committees, and branches, as well as all communications, correspondence, reports, minutes, and other documents relating to;

- (a) admission or advancement of members;
- (b) suspension or forfeiture of membership; or
- (c) any other proceedings under this Constitution and its Regulations, shall be privileged and confidential.

(2) Any member with access to such confidential information shall not disseminate it without the express written permission of the President.

- Copyright** 113.(1) Every paper presented to the Institution and accepted for reading or publication, whether in full or in abstract, shall become the property of the Institution.
- (2) The Institution shall hold the copyright for any paper read before the Institution, its branches, or chapters.
  - (3) The Council may, at its discretion, release or surrender the Institution's copyright in respect of any such paper.
  - (4) The right to publish such papers, as well as reports of proceedings and discussions at meetings of the Institution, its branches, and chapters, shall be vested in the Council, which may authorize publication in approved cases.
- 

- Publications** 114.(1) The Council shall arrange for the publication, either in the official journal or through any other means it deems appropriate, of papers, documents, and other publications that contribute to advancing engineering knowledge and furthering the objectives of the Institution.
- (2) The official journal of the Institution shall be known as "Engineering in Kenya," and it shall serve as the primary medium for;
    - (a) disseminating information regarding the Institution's activities; and
    - (b) publishing materials related to the promotion of the Institution's objectives.
  - (3) The Council shall develop guidelines and regulations for Council approval regarding the sale of copies of the journal to members and the general public, setting prices as deemed appropriate.
- 

- Communication and Notices to Members** 115. (1) Any notice or communication to a member may be served or sent by the Honorary Secretary—
- (a) electronically;
  - (b) personally; or
  - (c) by prepaid post to the member's registered mailing or email address as recorded in the Institution's books
- (2) A notice or communication sent by post shall be deemed served or delivered on the seventh day following the date of posting. Proof of service shall be established by demonstrating that the notice or communication was correctly addressed and posted.

**Incorporation  
of Kindred  
Organizations**

116. (1) The Council may, upon receiving a request from a society with objectives aligned with those of the Institution, arrange for the;
- (a) Union;
  - (b) Alliance; or
  - (c) Incorporation of such society into the Institution.
- (2) The Council may, at its discretion, remit or reduce the entrance fees for members of such organizations at the time of union, alliance, or incorporation.
- 

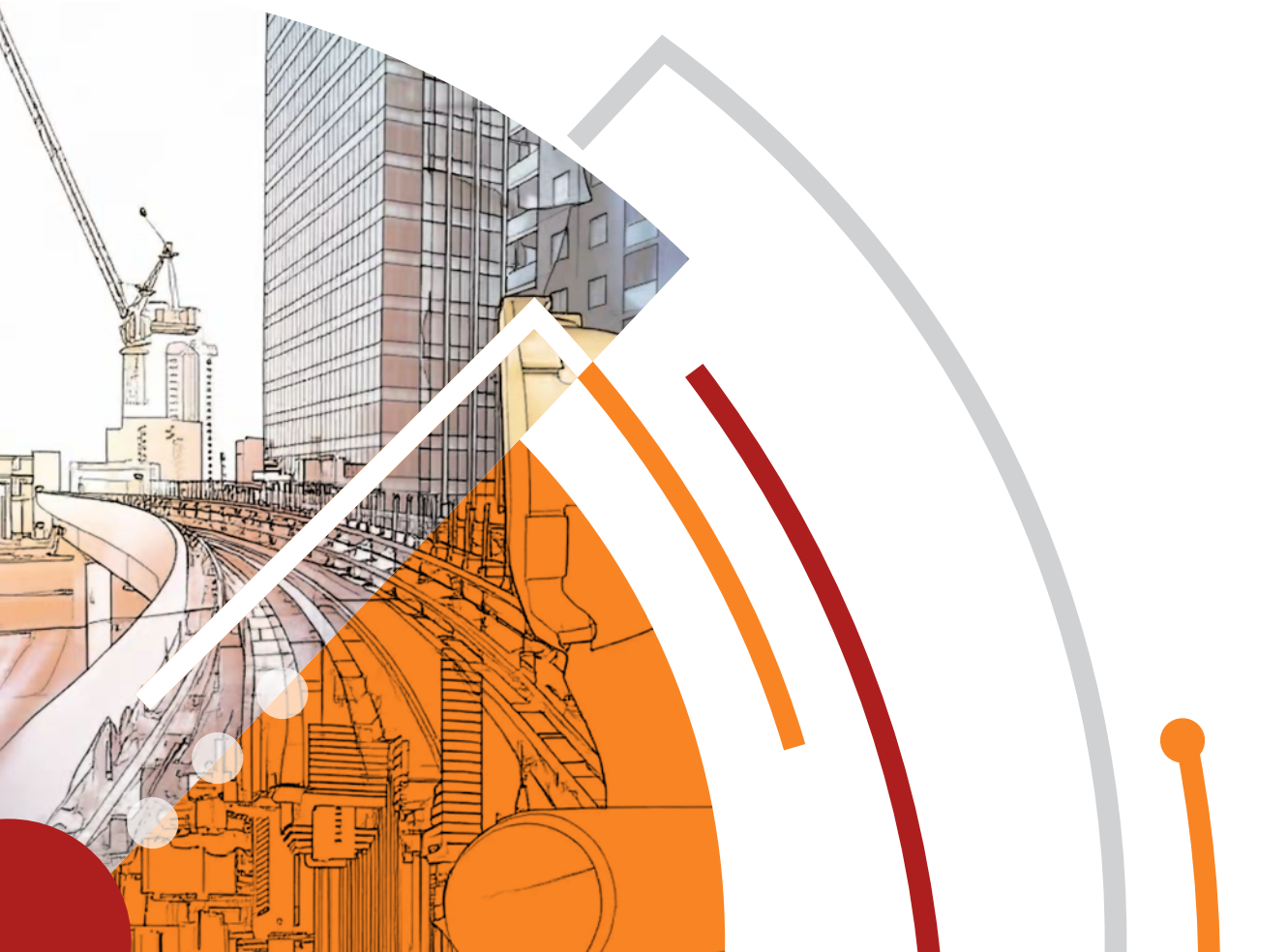
**Alteration of  
Regulations and  
Guidelines**

- 117.(1) Regulations and guidelines published by the council shall be deemed official instruments of the Council for managing the Institution.
- (2) In cases of ambiguity regarding the interpretation of any rules, guidelines, or regulations issued under this Constitution, the interpretation provided by the Council shall be final and binding on all members.

# CHAPTER TEN

# TRANSITIONAL

# PROVISIONS





- Institution leadership transition** 118. (1) If this Constitution is promulgated before the term of the existing Council under the previous Constitution expires, that Council shall continue in office for the remainder of its term. Elections held thereafter shall be conducted in accordance with this Constitution.
- (2) For the purposes of the first elections under this Constitution, a person who was eligible or ineligible for election to any position under the previous Constitution shall retain such eligibility or ineligibility under this Constitution, provided that the eligibility criteria do not conflict with the provisions of this Constitution.
- 

- Effective date of this constitution** 119. The constitution shall come into effect with compliance with The Societies Act, Cap 108
- 

- Repeal of previous constitution** 120. The Constitution in force immediately before the effective date shall stand repealed on the effective date.

# FIRST SCHEDULE



## CODE OF CONDUCT DECLARATION OF COMPLIANCE BY CANDIDATES

I \_\_\_\_\_ desirous of contesting the elections to be held on \_\_\_\_\_ or soon thereafter for the position of \_\_\_\_\_ and having been validly nominated in conformity with the Constitution of the Institution solemnly Swear, Affirm and Declare that I and my agents will subscribe and observe all the provisions of the Code of Conduct and in particular to—

1. Promote the ideals of the Institution in a fair, truthful, free and transparent manner.
2. Avoid, condemn and prevent violence and intimidation or abusive language or words that will disparage the conduct of my opponents or opposing candidates.
3. Instruct my agents, supporters, campaigning teams, and members of the Institution who have nominated me to respect the Code by avoiding violence and intimidating or abusive language in any media of communication.
4. respect and affirm all the rights of all participants and supporters of opponents in the election—
  - (a) to express divergent opinions;
  - (b) to debate and contest the policies and programmes of other candidates positively and objectively without causing bad blood or ridiculing them;
  - (c) to canvass freely for support from members of the Institute;
  - (d) respect and be subject to the Public Order Act, when holding Public meetings and general campaigns;
  - (e) to refrain from distributing offensive electoral literature and campaign materials, SMS texts and e-mails;
  - (f) to refrain from publishing and distributing offensive notices and advertisements in print and electronic media, notice boards etc;
  - (g) to avoid erecting offensive banners, placards, and posters;
  - (h) to promote free and fair campaigns by all lawful means;
  - (i) to co-operate with responsible authority and other relevant institutions like Election observers and other authorities in the investigation of issues and allegations arising during the election period;
  - (j) to refrain from impeding the right of any candidate, canvassers, and representatives to have access to members for purposes of voter education, canvassing for votes and soliciting support for elections;
  - (k) to avoid, eliminate and stop plagiarizing the opponent's messages, and posters and to discourage and prevent the removal disfigurement or destruction of campaign materials of any contestants;

- (l) to refrain from publishing or repeating false, defamatory, or inflammatory allegations concerning any person connected with the election to defame the character of a contestant;
  - (m) to refrain from any attempt to abuse a position of power, privilege or;
  - (n) to avoid any discrimination based on age, race, gender, tribe place of origin or residence or other local connection, political opinion, colour, creed or sex in connection with the election activity;
  - (o) to acknowledge the responsible authority in the conduct of the election, ensure the attendance and participation of representatives at meetings of any Liaison Committee and other forums convened by the responsible authority in dispute resolution, respect and honour fines or any condition imposed on my candidature due to misconduct and unbecoming campaign behaviour by me or my supporters during the campaign for votes;
  - (p) to facilitate the responsible authority's right of access through official observers and other representatives to all public meetings or other electoral activities and cooperate in the official investigation of issues and allegations arising during any election period;
  - (q) to reassure members about the secrecy and integrity of the ballot and to reaffirm the provisions of Section 25 of Election Offences Act, Chapter 66, Laws of Kenya, to the effect that no one will know how any other person has voted;
  - (r) to take reasonable steps to discipline, stop and control my agents, employees, candidates, members and supporters from infringing this code, engaging in activities of commission or omission which amount to offences under the electoral laws or otherwise for not observing this code or contravening or failing to comply with any provision of the electoral laws; and
  - (s) without prejudice to any other rights, to accept the outcome of the election and the declaration and certification of the results thereof.
5. I shall not unlawfully acquire, use, or distribute the personal details of eligible voters, including, email addresses and telephone numbers, as published under Section 72(4). In compliance with the Data Protection Act, Chapter 411C, Laws of Kenya, I commit to ensuring that any processing of personal data for campaign purposes is done lawfully, fairly, and transparently, with the explicit consent of the data subjects. I shall refrain from using such information for direct campaign purposes through mass media transmission, including unsolicited calls, text messages, emails, or other electronic communications. I acknowledge that any breach of this provision shall constitute an electoral offence under Article 65 of this Constitution and may result, I am liable to the penalties under this Code.
6. Where, in the opinion of the legal Elections Board under the Institution Constitution and on sufficient presentation of evidence, I or my supporters and agents have contravened or the members nominating me have contravened or infringed on any of the provisions of this Code,

I will have committed an electoral offence and may be liable to the following penalties or may be liable to be disqualified from the elections or both.

- (a) Formal warning by the Institution's Election Board.
  - (b) A fine as follows—
    - (i) Penalty for breach by candidates and agents for President is KES 50,000.00;
    - (ii) Penalty for breach by candidates and agents for 1st Vice President, Second Vice President, Honorary Treasurer, Honorary Secretary is KES 30,000.00;
    - (iii) Penalty for breach by candidates and agents for Council members is KES 20,000.00.
  - (c) Be barred from holding any public meetings, or campaigns or meeting the voters during the electioneering period.
  - (d) Be barred from participating in the subsequent IEK elections.
  - (e) The members nominating me may also be cautioned, warned, fined or barred from participating in the subsequent IEK elections.
7. I have read the Code, confirm that I have understood the contents of this Code of Conduct, swear to respect and abide by all the conditions of the Code and to that end promise to undertake objective and mature campaigns free from coercion, abusive language and violence.

SO HELP ME GOD.

Name of Candidate: \_\_\_\_\_

ID./Passport No: \_\_\_\_\_ Signature: \_\_\_\_\_

This \_\_\_\_\_ Day of \_\_\_\_\_ 20\_\_\_\_\_

Date: \_\_\_\_\_ Witnessed by \_\_\_\_\_

# SECOND SCHEDULE



# INSTITUTION OF ENGINEERS OF KENYA (IEK) BRANCHES BY-LAWS

## MEMBERSHIP

### Eligibility for Membership

#### 1.1 Geographical Area

- (i) A member whose registered address is within the geographical area of a Branch is eligible on admission to be a member of the Branch. A Branch Roll of all members of the Branch showing their classes of membership and addresses and such other particulars as the Branch Committee may prescribe, shall be maintained by the branch committee. The register shall be updated continuously.
- (ii) The geographical area of each Branch shall be determined by the Council.

### Branch Roll

- 1.2 (i) A Branch Roll of all members of the Branch showing their classes of membership and addresses and such other particulars as the Branch Committee may prescribe, shall be maintained by the branch committee.

- (ii) The register shall be updated continuously.

### Membership dues

- 1.3 No subscription fees shall be required from a member of a Branch other than the payment of the entrance fees and annual subscription fees to the Institution as per Articles 53 and 54 of the Constitution.

## ORGANIZATION

### Branch Management

#### 2.1 Headquarters of Branches

The Headquarters of each Branch, when constituted shall be determined by the Council.

### Branch Finances

#### 2.2 Statement of Account

The Institution shall bear the ordinary expenses of each Branch, and the Council will fix a grant for this purpose which shall normally be the maximum limit of expenditure during that year. The branch may raise own source revenue to finance operations of the branch.

The monies and effects of the Branch shall be applied solely towards the promotion of the objects of the Institution and their disposal or disbursement shall be subject to the restrictions imposed upon the Branch by Bylaws.

**Branch Finances**  
*(continued).*

**2.3 Branch Finances**

The Branch Committee shall cause a proper account to be kept of all the sums of money received and expended by the Committee and of matters in respect of which such receipts and expenditure occurred and of all the effects, credits and liabilities for which the Branch is held responsible by the Institution.

The financial year of the Branch shall end on the 31st day of December every year, and the accounts of the Branch shall be made up each year having been properly audited and approved by the Branch Committee and shall be laid before the Annual General Meeting of the Branch.

**2.4 Audited Accounts**

A true copy of the audited accounts of the Branch shall be sent to the Honorary Treasurer of the Institution not later than the 28th February following the end of the financial year together with all supporting vouchers and inventory of the effects of the Branch. Such a statement of account shall be audited by the Auditors together with the Accounts of the Institution.

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**Institutional  
Matters**

**2.5 Compliance with Institution Policy**

A Branch shall not, without the sanction of the Council, do anything which affects the interests of the Institution as a whole or involves questions of Institution policy, such matters being the responsibility of the Council.

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**Local Rules**

**2.6 Branch Rules**

Each Branch shall be at liberty to prescribe its own local Rules and to amend or revoke them, subject to confirmation by the Council.

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## MANAGEMENT

- Branch Committee** 3.1 (1) The affairs of each Branch shall be managed by a Branch Committee constituted as follows:
- i. Branch Chairperson
  - ii. Branch Vice-Chairperson
  - iii. Branch Treasurer
  - iv. Branch Secretary
  - v. Not more than two co-opted members being; one Engineering Technician and one Engineering Technologist
  - vi. County representatives
  - vii. The Immediate Past Chairperson
- (2) A Branch committee shall comprise no less than three committee members and no more than three additional members co-opted by the Committee.
- (3) The Chairperson shall be a Fellow or Corporate Member.
- (4) The Vice-Chairperson shall be a Fellow or Corporate Member.
- (5) The Branch Treasurer, the Branch Secretary shall be fellow or corporate members and three co-opted members of the Branch Committee may be Graduate Members.

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**Assumption of  
office by Branch  
Committee**

- 3.2 (i) The Branch Committee shall assume office at the Branch Annual General Meeting at which the result of the ballot for the concluded election is declared and shall remain in office for a single term of two years.
- (ii) A member of the Branch Committee desiring to resign shall tender his resignation in writing to the Secretary of the Branch.
- (iii) A member of the Branch Committee transferred to another Branch of the Institution or who has otherwise ceased to be attached to the Branch shall cease to hold office.
- (iv) When a Branch is first formed, the election of a complete Branch committee shall take place at a Special General Meeting of members of the Institution resident in the area of such Branch and thereafter the election of the Branch Committee Shall be in accordance with the Institution Election regulations.

**Assumption of  
office by Branch  
Committee  
(continued).**

- (v) The mode of election of the Branch Committee shall be as nearly as possible the same as the mode of election of the Council of the Institution, shall precede election of Council and shall be held on the last Tuesday of January during the election year.
- (vi) Branch Committee shall hold office for two years and the Branch Committee Members shall be eligible for immediate re-election for the same position but shall not hold the same office for more than two terms or four Years.
- (vii) On an appropriate date as set in the elections calendar, the Elections Board shall send to each Member, entitled to vote a list of duly qualified persons nominated by Corporate or Fellow Members for election to the vacancies about to occur in the offices of Branch Chair person, Branch Vice-Chair person, Branch Treasurer, Branch Secretary and the members of the Branch Committee.
- (viii) Nomination to fill vacancies on the Committee each year shall follow a procedure which will ensure that as far as possible the distribution of members of the Branch committee represents the broad categories of engineering interests within the Branch in corresponding Proportion as far as possible.
- (ix) Any two fellow or corporate members of the Branch entitled to vote but not more than two may nominate any other duly qualified person to fill any vacancy which occurs on the Branch Committee by delivering such nomination in writing to the Elections Board, together with the written consent of such person to accept office if elected, but each such nominee shall be debarred from proposing more than two persons for the same position.

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**Representation on  
the Counsel**

- 3.3 The representative of the Branches in the Council shall be elected during the election of the Institution.

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**Branch Secretary**

3.4 Duties of Branch Secretary

- a) To take the Minutes and the records of proceedings of all branch meetings as directed by the committee or the Branch.
- b) Under the direction of the Branch Committee to conduct the ordinary business of the Branch in accordance with the By-Laws.
- c) He/She shall be required to keep an accurate record of the proceedings of the Branch and of the Branch Committee and forward copies thereof to the Council.

**Branch Secretary**  
*(continued).*

- d) To keep a register of the membership of the Branch and to send to the members notices of meetings and such other matters as may be decided by the Committee.
- e) To conduct the correspondence of the Branch and to carry out such other duties as may be prescribed in these Regulations or determined by the Branch Committee.

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**Branch Treasurer** 3.5 Duties of Branch Treasurer

- a) To keep the proper record of Branch Finances and make them available for Audit purposes and any required inspections.
- b) To conduct and record the financial transactions of the Branch.
- c) He or She shall be required to receive and bank on behalf of the Branch all monies paid to the Branch and to issue receipts thereafter;
- d) To present to the Branch Committee monthly statements of receipts and payment to seek authority for the payments of accounts and to arrange for the disbursement of monies as directed by the Branch Committee.

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**Vacancies** 3.6 Vacancies in Branch Committee

- (i) The Elections Board shall conduct branch elections to fill the vacancies referred to in Article 3.1 that may occur stating which persons are nominated by any two eligible Branch members.
- (ii) Any matters of procedure arising in the election of a Branch Committee other than those dealt with in paragraphs above, shall be dealt with by the Elections Board who will follow as nearly as possible the election of the Council unless any specific variation there from is confirmed by the Council.
- (iii) Immediately following the election of the Branch Committee, the Branch Secretary shall send the names of the Branch Committee Members to the Honorary Secretary of the Institution

## BRANCH COMMITTEE

### **Powers and Duties** 4.1 Powers and duties of Branch

The Branch Committee shall arrange and manage the affairs of the Branch in conformity with the practice of the Institution.

---

### **Procedure of Meetings** 4.2 Procedure At Branch Committee Meetings

At every Branch Committee Meetings, the Chair shall lead the meeting while the Branch Secretary shall take minutes. The Branch Committee shall convene and adjourn as per the agenda. The proceedings of all meetings shall be kept as a record of the Branch.

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### **Quorum** 4.3 Meetings of the Branch Committee

- (i) The Branch Committee shall meet as often as the business of the Branch may require and, in any event, not less than once a quarter. Meetings shall be held at the Headquarters of the Branch or such other places as the committee may decide. At every meeting of the Branch Committee five (5) members shall constitute a quorum and all matters shall be decided by majority.
  - (ii) At each meeting of the Branch Committee the chair shall be taken by the Chairman or, in his absence, a Vice-Chairman or, in their absence a, member of the Branch Committee elected by the members present shall chair the meeting.
- 

### **Notice** 4.4 Notice of Meeting

The notice of the Branch Committee Meeting shall be issued by the Branch Secretary after consulting The Branch Chairperson seven days before the meeting.

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### **Sub- committees** 4.5 Branch Sub-Committees and County Committees

The Branch Committee may, as far as it deems expedient, delegate any of the duties falling to it under these Regulations to Sub-Committees, or County Committees but it shall not delegate matters delegated to it by the Council.

#### **Voting** 4.6 Voting at the Branch Committee Meetings

On the demand of any five members of the Branch Committee present at any meeting of such Committee, any resolution of the Branch Committee passed at such meeting shall be adjourned to the next meeting for further consideration.

---

#### **Branch Staff** 4.7 Appointment of staff

- a) The Branch Committee may, subject to the approval of the Council, appoint or employ such staff or agents as may be deemed necessary for the effective administration of the affairs of the Branch.
  - b) The Committee shall define the staff's duties and determine from time to time their remuneration.
  - c) The Committee may suspend or terminate the appointment of any person so appointed or employed at the Branch.
  - d) The Branch Secretary shall, on behalf of the Branch Committee supervise such staffs or agents as the Committee may appoint
- 

### **BRANCH MEETINGS**

#### **Venue** 5.1 Venue of Meetings

The meetings of the Branch shall be held at such a place and at such times as the Branch Committee may appoint.

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#### **Chairing of Meetings** 5.2 Presiding at Meetings

The Meeting of the Branch shall be regulated in a similar manner to those of the Institution as though the Branch were the Institution and the Branch Committee, its officers and members were the Council, its officers and members, Provided that the quorum shall not be less than the number stipulated by the by-laws from time to time.

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#### **Notice and Agenda** 5.3 Notice and Agenda of Branch Meetings

The notice and Agenda of the Branch Meetings shall be issued by the Branch Secretary after consulting The Branch Chairperson seven days before the meeting, unless for special meetings.

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**President's  
request**

**5.4 Meetings at the request of the President**

- a) A special meeting of the Branch Committee or members may be convened at the will of the President and shall be convened upon the convening by the Chairman.
- b) At least three days' notice in writing shall be given to the Branch Committee members and the nature of the business to be considered thereat shall be stated in the notice.

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**Types of meetings**

**5.5 Branch Meetings shall be as categorized as follows: -**

- a. Ordinary meetings
- b. The Branch Annual General Meeting
- c. Special General Meetings of Members

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**Ordinary Meeting**

**5.6 Ordinary Meetings**

- a) Ordinary Meeting shall be Conducted as Prescribed by the Branch Committee.
- b) All committee members shall be required to vote at the meetings specified in clause (a) and each person voting shall have only one vote.
- c) In addition to the Ordinary Meetings specified in clause (a), the Branch Committee may at their discretion arrange for other meetings to be held for the dissemination of engineering knowledge by means of Lectures or cinematograph or other pictorial representations, or for the discussion of engineering and allied subjects and the reading and discussion of papers thereon; and the Branch Committee shall determine the conditions of admission to such meetings and the manner in which they shall be conducted.
- d) Ordinary Meetings of the Branch shall be conducted as prescribed by the Branch Committee from time to time and the Branch Committee shall determine the conditions of admission to such meetings.
- e) At the Ordinary Meetings no question shall be discussed, or motion be moved, relating to the direction and management of the Branch or of the Institution.

## **Annual General Meeting**

### **5.7 Branch Annual General Meetings**

- a) The Annual General Meeting of each Branch shall be held in the month of February, or at such other times as the Branch Committee shall determine.
- b) The business of the Branch Annual General Meeting shall be;
  - (i) to receive and consider the Report of the Branch Committee and the accounts of the Branch for the past year;
  - (ii) to announce the names of the new Committee; and
  - (iii) (with the approval of the Branch Committee) to transact any other business of which notice in writing shall have been given to the Branch Secretary at least seven days before such meeting

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## **Special General Meeting**

### **5.8 Branch Special General Meeting**

- a) Special General Meetings of Members may be called for the purpose of revoking, altering or amending any local Rules and laws of the Branch, subject to approval by the Council, or of considering and making recommendations to the Council on the revocation, alteration or amendment of any by-law for the Branch, the institution or the Constitution in general.
- b) A Special General Meeting of Members of the Branch may be called at any time by the Branch Committee for any specified purpose relating to the direction and management of the affairs of the Branch except in specific circumstances where the Branch Committee shall call such a meeting on a requisition, in writing, of Fifty (50) Corporate Members, Associates or Graduates, all fully paid up, specifying the general nature of the business to be transacted

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## **Voting**

### **5.9 Voting at Branch Meetings**

- a) With the exception of students who shall not have voting powers, each member of the Branch Committee shall, irrespective of the capacity or capacities in which he is serving, have one vote and the Chairman shall have a casting vote in addition to his deliberative vote.
- b) Decisions at meetings shall be made through consensus or by a majority vote by the members eligible to vote in meetings.

**Records** 5.10 Minutes

Complete copies of all the minutes of the Branch and the Branch Committee meetings shall be forwarded to the Honorary Secretary of the Institution for records.

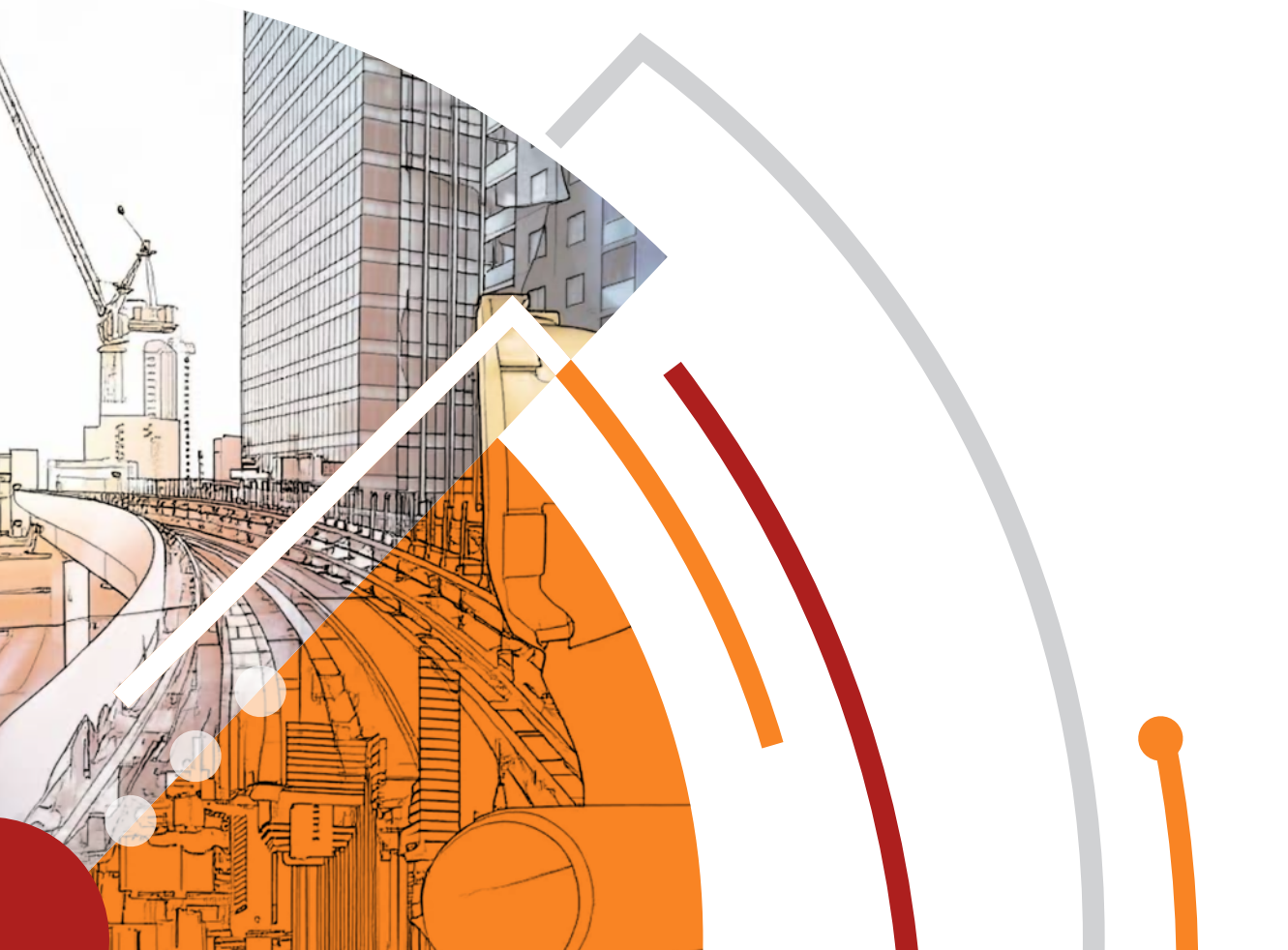
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## **DISOLUTION OF THE BRANCH**

- Dissolution** 6.1 The Council may dissolve any Branch of the Institution if such a Branch is not run-in conformity with the aspirations and objectives of the Institution or when the Council is satisfied that such an action is in the best interests of the Institution.



# THIRD SCHEDULE



# BY-LAW FOR THE DISCIPLINE CHAPTERS OF THE INSTITUTION

## MEMBERSHIP

- Eligibility**
1. All members admitted to IEK shall belong to a discipline chapter, corresponding to their academic qualifications.
  2. Applicants shall be proposed and seconded by the relevant corresponding chapter corporate members in good standing.
  3. A member may not require additional proposers and seconders different from those nominating them from membership of the Institution.

- Membership dues**
4. Engineering Discipline Chapter members shall pay membership dues as per the IEK constitution and IEK AGM resolutions, during membership application and annual subscription stages.
  5. No additional dues shall be charged to chapter members other than those due to IEK membership appropriate to their class.

- Chapter Roll**
6. An Engineering Discipline Chapter Roll of all members admitted to the chapter indicating their membership classes and addresses and such other particulars as the Chapter Committee may from time to time prescribe, shall be kept at the Headquarters of the Chapter.

## ORGANISATION

- Establishment of chapters**
7. The establishment of engineering discipline chapters shall be determined by the Council.

- Chapter thresholds**
8. A chapter shall require membership of at least Five Hundred (500) members to justify its establishment.

- Headquarters of Chapters**
9. The Headquarters of each chapter, when constituted shall be determined by the Council.

- Chapter Charter**
10. The council may develop an engineering discipline chapter charter to guide on governance and operations of the chapters.

**Chapter Rules** 11. Each Chapter shall be at liberty to prescribe its own local Rules and to amend or revoke them, subject to confirmation by the Council in accordance with Article 10 above.

---

**Source of Funds** 12. The chapter shall receive allocation from the council based on a formula determined by the council as per Article 104 (3) of the Constitution.

13. The chapter committee shall ensure that chapter activities generate enough revenue to support their activities and avoid situations of running activities at a deficit.

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**Sponsorship** 14. Chapters may seek sponsorship specific to the chapter activities. The chapters will work with the council to ensure that the funds are utilized as per the financial guidelines set. A percentage of the revenue generated from sponsorships shall be retained by IEK through the laid-out metrics.

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**Budgeting** 15. All Discipline Chapter committees shall prepare their annual work plans and corresponding budgets by November of every year and present them to the council for consideration and approval.

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**Compliance** 16. All financial activities of the chapters shall adhere to IEK's financial management policies, ensuring transparency and proper books of accounts shall be kept.

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**Statement of accounts** 17. All chapters shall prepare annual financial reports that shall be audited together with the institution's account before their AGMs. The council shall set up a chart of accounts with specific votes for each chapter. Each chapter shall manage their finances independently from other chapters, while being supported by the council.

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**Monies and effects of the chapters** 18. The monies and effects of the Chapter shall be applied solely towards the promotion of the objects of the Institution and their disposal or disbursement shall be subject to the restrictions imposed upon the Chapter by the council.

---

## MANAGEMENT

- Chapter committee** 19. The affairs of each chapter shall be managed by a Chapter Committee, elected from either a fellow or corporate member of IEK, comprising of the following:
- a) Chairperson (elected)
  - b) Vice chairperson (elected)
  - c) Secretary (elected)
  - d) Treasurer (elected)
  - e) 5-chapter members (elected from all categories of membership).
  - f) Immediate Past Chapter chairperson

- 
- Nomination of candidates** 20. Nomination of the chapter leadership candidates shall be done in accordance with IEK Election regulations Elections
21. The election of the chapter committee shall be conducted during the institution elections.

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- Assumption of office** 22. The Chapter Committee shall assume office immediately after the institution's Annual General Meeting at which the result of the ballot for elections is declared and shall remain in office until the conclusion of the next Annual General Meeting of the institution, at which the result of another election is declared.

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- Representation at council** 23. In accordance with Article 7(1)(f) of the constitution, four-chapter chairpersons shall sit at the institution's council. A properly constituted chapter of the council respecting engineering disciplines diversity shall be represented at the council by the chapter chair.

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- Powers of Chapter Committee** 24. a) The Chapter Committee shall arrange and manage the affairs of the chapter in conformity with the practice of the Institution.
- b) The Committee may, as far as it deems expedient, delegate any of the duties falling to it under these Regulations to Sub-Committees, but it shall not so delegate matters delegated to it by the Council.

**Chapter committees** 25. The Discipline Chapter committee shall establish and operate through committees, subcommittees, and/or ad hoc committees and task forces. Each committee shall not exceed seven (7) members.

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**Nomination of Committee Members** 26. The Discipline Chapter committee shall send a call for nomination of committee members to the engineering discipline chapter membership, evaluate and nominate members for council approval and appointment.

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**Tenure** 27. The tenure of the Discipline leadership shall be for a period not exceeding two (2) years and are eligible for re-election for a second two (2) year term. The Discipline Chairperson shall only serve a maximum of two terms, each being a two (2) year period.

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**Resignation** 28. A Discipline Chapter leader may resign by giving notice in writing, to the chapter chair and copying to the institution's president the honorary secretary.

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**By-election** 29. The Chapter Leaders may be replaced after their tenure comes to an end or upon their resignation or death or ceased to be leaders. A byelection may be conducted to replace the chairperson. The by-election shall be conducted by the election board.

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**Institution matters** 30. A Chapter shall not, without the sanction of the Council, do anything which affects the interests of the Institution as a whole or involves questions of Institution policy, such matters being the responsibility of the Council.

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**Records** 31. Copies of all documents or papers printed or issued by the Committee of the Chapter shall be forwarded to the Honorary Secretary of the Institution for record keeping by the Institution.

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**Minutes** 32. Complete copies of the minutes of all meetings of a Chapter shall be forwarded to the Honorary Secretary of the Institution by Chapter Secretaries.

## CHAPTER COMMITTEE MEETINGS

**Notice and agenda** 33. Notice and agenda of meetings shall be sent electronically at least seven (7) days before the date of the meeting.

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**Meeting venue and frequency** 34. Meetings shall be at such venues and frequencies approved by the committee.

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**Quorum** 35. Chapter meetings shall observe a quorum of Fifty Percent (50%) of the total number of committee members. All matters discussed shall reach a resolve decided through consensus or by a majority.

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**Chairing of meetings** 36. The chapter chairperson shall preside over all meetings of the committee and the meetings of the chapter general meeting. In their absence, the chairperson shall delegate the chairing role to the vice chairperson.

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**Attendance of committee meetings** 37. Chapter committee members shall not miss more than three (3) consecutive committee meetings, without justifiable reasons. This shall have them cease to be chapter committee members.

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## CHAPTER MEETINGS

**Meetings** 38. The Meetings of the Chapter shall be as follows:

- (i) Ordinary Meetings
- (ii) Annual General Meeting of Members
- (iii) Special General Meeting of Members
- (iv) Other meetings of the Chapter

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**Ordinary meetings** 39. Ordinary meetings for the reading and discussion of papers on engineering and allied subjects for lectures and discussions on those subjects and for visits to works of engineering interests

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**Annual General Meeting** 40. The business of the Annual General Meeting shall be to receive and deliberate upon the Annual Report of the Chapter and the Annual Accounts and with the approval of the Chairman of the meeting to transact any other business of which notice in writing has been given to the Chapter Secretary at least seven days before the meeting.

- Special General Meeting** 41. Special General Meetings of Corporate Members, Associates and Graduates may be called at any time by the committee of the chapter, for any specific purpose relating to the direction and management of the affairs of the chapter.
42. Special General Meetings of chapter Members for the purpose of revoking, altering or amending any local Rules of the Chapter, or of considering and making recommendations to the Council on the revocation, alteration or amendment of any Regulations for the Chapter of the institution.
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- Venue of meetings** 43. The meetings of the chapter shall be held at such places and times as the chapter committee, shall determine and upon notification of the institution's honorary secretary.
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- Chapter AGM** 44. The chapter Annual General Meeting shall be held a month before the institution's AGM at the headquarters of the Institution each year or at such other places or times as the chapter committee shall determine.
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- Notice and Agenda** 45. Notice and agenda of the AGM shall be sent at least fourteen days (14) before the date of the AGM electronically. The minutes of all Chapter AGM shall be recorded and documented by the chapter secretary.
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- Quorum** 46. Chapter annual general and special general meetings shall observe a quorum of One Hundred (100) members.
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- Voting at meetings** 47. All Chapter Members shall be eligible to vote at the meetings and each person shall have one vote.
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## DISSOLUTION OF A CHAPTER

- Dissolution** 48. The Council may dissolve any Chapter of the Institution if such a chapter is not run in conformity with the aspirations and objectives of the Institution or when the Council is satisfied that such an action is in the best interest of the Institution. The Council shall inform the AGM or the SGM of its decision.



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