



**THE PROPOSED CONSTITUTION
OF THE
INSTITUTE OF PUBLIC RELATIONS AND COMMUNICATION MANAGEMENT OF
KENYA**

ADOPTED DURING THE ANNUAL GENERAL MEETING OF THE SOCIETY

In accordance with the Public Relations Society of Kenya Constitution, and to give effect to the Public Relations and Communication Management Act, 2024.

ON THE DAY OF20--

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**THE CONSTITUTION OF
THE INSTITUTE OF PUBLIC RELATIONS AND COMMUNICATION
MANAGEMENT**

PREAMBLE

We, the members of the Institute of Public Relations and Communication Management, in recognition of the need to regulate and enhance the practice of public relations and communication management in Kenya, hereby establish this Constitution to guide the activities and governance of our professional body.

Vision

Leading professional authority in Public Relations and Communication Management.

Mission

To promote excellence in public relations and communication management

PART I – PRELIMINARIES AND ESTABLISHMENT OF THE INSTITUTE

ARTICLE 1 – THE NAME

This Constitution may be cited as the Institute of Public Relations and Communication Management Constitution.

ARTICLE 2 – INTERPRETATION

In this Constitution, unless the context otherwise requires—

“Act” means the Public Relations and Communication Management Act, 2024.

“Chief Executive Officer” means the person appointed as the Chief Executive Officer of the Institute;

“Code of Ethics” means the Code of Ethics set out under the Second Schedule of the Act;

“Council” means the Council of the Institute;

“Examination Board” means the Kenya Accountants and Secretaries National Examination Board established under section 14 of the Accountants Act, 2008;

“Institute” means the Institute of Public Relations and Communication Management;

“Member” means a qualified person registered a member of the Institute;

“President” means the President of the Institute;

“Practitioner” means any person who is registered as a member and holds a valid practicing certificate.

ARTICLE 3 – OBJECTS OF THE CONSTITUTION

The objects of this Constitution are to—

- (a) regulate the practice of public relations and communication management;
- (b) protect the interest of the public by ensuring transparency, accuracy, and fairness in all public relations and communication management activities; and
- (c) promote the provision of public relations and communication management services to the public.

ARTICLE 4 – ESTABLISHMENT OF THE INSTITUTE

4.1 There is established the Institute of Public Relations and Communication Management.

4.2 The Institute shall be a professional association organized in accordance with **an Act** of Parliament or this under Constitution.

4.3 The Institute shall be the successor to the Public Relations Society of Kenya registered under the Societies Act (Cap 108) (registration no. SOC 9706/1971) existing before the commencement of this Constitution.

ARTICLE 5 – FUNCTIONS OF THE INSTITUTE

The functions of the Institute shall be to—

- (a) Register members and regulate their professional conduct;
- (b) Establish and promote standards of professional competence and practice amongst members;
- (c) Enforce compliance with professional and ethical guidelines, rules, and standards amongst professionals;
- (d) Promote, maintain, and enhance the reputation and standing of the profession;
- (e) Collaborate with relevant training institutions for professional education and training;

- (f) Advise the Government on matters relating to Public Relations and Communication Management;
- (g) Register Public Relations and Communication Management firms;
- (h) Develop and facilitate adequate training programs for practitioners;
- (i) Collaborate with national, regional, and global bodies in matters of public relations and communication management;
- (j) Establish mechanisms to resolve disputes within the profession;
- (k) Undertake research in Public Relations and Communication Management practice and related disciplines;
- (l) Establish chapters or other organizational structures to facilitate the discharge of the functions of the Institute;
- (m) Perform any other functions incidental or conducive to the performance of any of the preceding functions.

ARTICLE 6 – POWERS OF THE INSTITUTE

The Institute shall have the powers of a body corporate and shall, in its corporate name, be capable of:

- (a) Suing and being sued;
- (b) Purchasing, acquiring, holding or disposing of property;
- (c) Entering into contracts;
- (d) Borrowing money; and
- (e) Performing all such other acts necessary for the proper performance of its functions under this Constitution.

PART II- GOVERNANCE OF THE INSTITUTE

ARTICLE 7 – GOVERNANCE STRUCTURE

The governance of the Institute shall be vested in the Council, the President, and the Chief Executive Officer.

ARTICLE 8 – COUNCIL OF THE INSTITUTE

8.1 The Council shall be the governing body of the Institute and shall consist of—

- (a) The President elected in accordance with this Constitution;
- (b) The Principal Secretary responsible for information and communication or a designated representative;
- (c) One Fellow member nominated by the Fellow members of the Institute;
- (d) Eight other members elected in accordance with this constitution; and
- (e) The Chief Executive Officer, who shall be an ex officio member.

8.2 The Council shall conduct its business in the manner specified under the First Schedule.

8.3 Council members, other than the Chief Executive Officer and the Principal Secretary or their representative, shall serve for a term of three years.

8.4 Council members may be re-elected or reappointed for one additional term.

ARTICLE 9 – FUNCTIONS OF THE COUNCIL

The functions of the Council shall be to—

- (a) Develop and issue administrative guidelines, disciplinary codes, codes of ethics, and standards for the purposes of this Constitution.
- (b) Establish committees necessary for the performance of the Institute's functions.
- (c) Approve policies, budgets, programs, and strategies of the Institute.
- (d) Determine fees for applications, registration, and membership to the Institute.
- (e) Perform any other functions incidental or conducive to the performance of the preceding functions.

ARTICLE 10 – ELECTIONS OF THE COUNCIL MEMBERS

10.1 Eligibility for Council Members

To be eligible for election or nomination as a Council member, a candidate must:

- (a) Be a Full Member or Fellow of the Institute in good standing.
- (b) Have been a practitioner for a continuous period of not less than five years.
- (c) Not have been found liable for professional misconduct by the Disciplinary Committee in the three years immediately preceding the election or nomination.

10.2 Call for Nominations

1. The Council shall issue a call for nominations for the positions of Council members and President at least ninety days before the Annual General Meeting.
2. The call for nominations shall specify the positions to be filled and the eligibility criteria.
3. Nominations for Council members and President shall be submitted in writing to the Council not less than sixty days before the Annual General Meeting.
4. Each nomination shall be supported by at least five Full Members or Fellows in good standing.

5. The nomination shall include a brief biography of the candidate and a statement of intent.
6. The Council shall vet all nominees to ensure they meet the eligibility criteria.
7. A list of eligible candidates shall be published at least thirty days before the Annual General Meeting.

10.3. Election Process

1. Elections for Council members and the President shall be conducted at the Annual General Meeting.
2. Each Full Member and Fellow present shall have one vote for each position being contested.
3. Voting shall be by secret ballot.
4. The eight candidates receiving the highest number of votes shall be declared elected as Council members.
5. In the event of a tie, a run-off election shall be held immediately to determine the winner.

10.4 Election of the President

1. The candidate receiving the highest number of votes for the position of President shall be declared elected.
2. In the event of a tie, a run-off election shall be held immediately to determine the winner.

10.5. Election Disputes

1. Any disputes arising from the election process shall be referred to an Election Disputes Committee appointed by the Council.

2. The Election Disputes Committee shall consist of three members who are not candidates in the election.
3. The Election Disputes Committee shall investigate the dispute and make a determination within fourteen days.
4. The decision of the Election Disputes Committee shall be final.

ARTICLE 11 – VACANCY IN THE OFFICE OF A MEMBER

11.1 The office of a member of the Council shall become vacant if the member—

- (a) Resigns from the office by writing to the President;
- (b) Is absent without the permission of the Council from three or more consecutive ordinary meetings of the Council;
- (c) Is convicted of a criminal offense and sentenced to a term of imprisonment exceeding six months; or
- (d) Is found guilty of professional misconduct; or
- (e) Is unable to perform the functions of the office due to mental or physical infirmity.

11.2 Where the office of an elected member of the Council becomes vacant, another member shall be elected to fill the vacancy at the next annual general meeting of the Institute.

ARTICLE 12 – REMUNERATION OF COUNCIL MEMBERS

The Council members shall be paid such remuneration and allowances as approved by members at an Annual General Meeting.

ARTICLE 13 – PRESIDENT OF THE INSTITUTE

13.1 There shall be a President of the Institute who shall be elected by members.

13.2 To be eligible for election as President, a candidate must be eligible to be elected as a member under Article 10.1

13.3 The office of the President shall become vacant if—

(a) The President resigns by notice to the Council;

(b) The President is found guilty of professional misconduct; or

(c) The President is unable to perform the functions of the office.

13.4 Where the office of the President becomes vacant, an election shall be held.

ARTICLE 14 – CHIEF EXECUTIVE OFFICER

14.1 There shall be a Chief Executive Officer of the Institute who shall be appointed by the Council.

14.2 The Chief Executive Officer shall serve on such terms and conditions as may be determined by the Council.

14.3 A person is qualified to be appointed as the Chief Executive Officer if the person:

(a) Is a practitioner of at least seven years proven managerial experience;
and

(b) Meets the requirements of Chapter Six of the Constitution.

14.4 A person who is appointed as the Chief Executive Officer shall hold office for a period of three years and shall be eligible for reappointment for one further term.

14.5 The Chief Executive Officer shall—

- (a) Be the secretary to the Council;
- (b) Be responsible for the day-to-day management of the affairs of the Institute;
and
- (c) Execute the strategies, programs, and policies of the Institute.

14.6 The Chief Executive Officer may be removed from office by the Council on the following grounds:

- (a) Resigns from the office in writing to the Council;
- (b) Is found guilty of professional misconduct;
- (c) Is unable to perform the functions of the office due to mental or physical infirmity; or
- (d) Is adjudged bankrupt.

ARTICLE 15 – STAFF OF THE INSTITUTE

The Council may appoint such staff as may be necessary for the proper and efficient discharge of the functions of the Institute, upon such terms and conditions of service as the Council may determine.

PART III – MEMBERSHIP AND REGISTRATION

ARTICLE 16- MEMBER CATEGORIES

16.1 Any person wishing to join the Institute shall apply for registration in accordance with the procedures outlined in this Constitution or by the Council and may be registered as a member in one of the categories under this Article.

16.2. The following are categories of membership—

1. Fellows

- (a) Fellows are esteemed members who have made significant contributions to the profession of Public Relations and Communication Management.
- (b) Fellows are invited by the Council based on their outstanding service and commitment to the profession.
- (c) Each Fellow shall be titled “Fellow of the Public Relations Society of Kenya” and shall be entitled to use the designatory letters “FIPRC-K” after their names.
- (d) Fellows have full voting rights and are eligible to hold any office within the Institute.

2. Full Members:

- (a) Full Members are professionals with substantial experience in Public Relations and Communication Management.
- (b) To qualify as a Full Member, an individual must have at least three years of professional experience in the field.
- (c) Full Members shall be entitled to use the designatory letters “MIPRC-K” after their names.
- (d) Full Members have full voting rights and are eligible to hold any office within the Institute.

3. Associate Members

- (a) Associate Members are professionals in the early stages of their careers in Public Relations and Communication Management.
- (b) To qualify as an Associate Member, an individual must have less than three years of professional experience in the field.

(c) Associate Members shall be entitled to use the designatory letters “AIPRC-K” after their names.

(d) Associate Members do not have voting rights and are not eligible to hold office within the Institute.

4. Trainee Members

(e) Trainee Members are individuals currently undertaking professional studies in Public Relations and Communication Management.

(f) Trainee Members are encouraged to participate in Institute activities to gain practical insights and professional development.

(g) Trainee Members do not have voting rights and are not eligible to hold office within the Institute.

5. Honorary Fellows

(a) Honorary Fellows are distinguished individuals who have rendered special services to the Institute or the profession of Public Relations and Communication Management.

(b) Honorary Fellows are invited by the Council based on their exceptional contributions and support to the profession.

(c) Honorary Fellows enjoy all the privileges of membership but do not have voting rights and are not eligible to hold office within the Institute.

(d) The title of “Honorary Fellow of the Public Relations Society of Kenya” is an honorary designation without designatory letters.

ARTICLE 17 – QUALIFICATIONS FOR REGISTRATION AS A MEMBER

17.1 General Qualifications to be a member

1. Subject to this Constitution, a person is qualified to be registered as a member of the Institute if the person—

- (a) Has undertaken Certified Public Relations and Communications Examination and has been awarded by the Examination Board a certificate or other evidence confirming that the applicant has passed the examination and has been certified to be a member through examination; or
 - (b) Holds other qualifications approved by the Council, which may include degrees or diplomas in related fields from recognized institutions, or equivalent qualification from reciprocal jurisdictions.
- 2. The qualifications contemplated under 1 (b) refers to—
 - (a) Educational achievements that are comparable in scope, content, and rigor to the certified public relations and communications examination and must be in fields closely related to Public Relations and Communication Management; and
 - (b) the qualification must include a component of practical experience or internships in the field of public relations and communication management.

17.2. Provisional registration

1. The Council may grant provisional registration to applicants who meet the basic qualifications but need to fulfill additional criteria within a specified period.
2. Provisional members shall receive guidance and support from the Institute to meet the full membership requirements.
3. The Council shall conduct a final evaluation before granting full membership status to provisional members.

17.3. In exceptional cases, the Council may waive certain requirements for applicants who demonstrate extraordinary professional achievements or contributions to the field.

17.4 Applicants who are denied membership may appeal the decision to the Council, providing additional evidence or clarification to support their case.

ARTICLE 18 –MEANING OF PROFESSIONAL PRACTICE

For the purposes of this Article, a person is deemed to be a Public Relations and Communication Management practitioner if the person—

- (a) Engages in the practice of Public Relations and Communication Management either as an employee or consultant or holds themselves out to the public as a person entitled to do so; and
- (b) Offers to perform or performs services involving expertise in Public Relations and Communication Management.

ARTICLE 19 – PRACTICING CERTIFICATE

19.1 A person who intends to practice as a Public Relations and Communication Management practitioner shall apply every year to the Council for the issuance of a practicing certificate.

22.6 An application shall be in a manner prescribed by the Council and shall be accompanied by the required fees.

19.3 The Council shall issue a practicing certificate or renew an existing certificate if it is satisfied that the person:

- (a) Is registered as a Full Member;
- (b) Has attained the requisite Continuous Professional Development (CPD) points for the period as determined by the Council; and
- (c) Meets such other requirements as the Council may determine.

19.4 A practicing certificate shall be valid for a period of one year from the date of issuance unless its holder:

- (a) Is removed from the register; or
- (b) Has been suspended under this Constitution.

ARTICLE 20 – PUBLIC RELATIONS AND COMMUNICATION MANAGEMENT FIRMS

20.1. Eligibility for Registration

1. A business entity may register a Public Relations and Communication Management firm with the Institute if the entity meets the following criteria:

- (a) has a certificate of registration of as a business entity or incorporation;
- (b) has at least one partner or principal shareholder who is registered as a Practitioner with the Institute;
- (c) fulfills any additional conditions as may be determined by the Council, which may include but are not limited to:
 - (a) Demonstrating adherence to the Code of Ethics of the Institute.
 - (b) Providing proof of professional liability insurance.
 - (c) Meeting specified operational standards and quality control measures.

20.2. Application for Registration

1. A firm that meets the qualifications specified in Section 1 may apply to the Council for registration.
2. The application shall be made in the manner prescribed by the Council and shall include:

(a) A completed application form.

(b) Payment of the requisite application fees.

20.3. Upon receiving an application for registration, the Council shall review the application and accompanying documents, and if satisfied that the firm meets all the requirements for registration, it shall issue a certificate of registration to the firm.

20.4 The certificate of registration shall include—

(a) The name and registration number of the firm.

(b) The date of issuance and the expiration date of the certificate.

(c) The names of the registered Practitioners associated with the firm.

20.5 A certificate of registration of a firm shall be valid for a period of two years from the date of issuance unless suspended or revoked in accordance with the provisions of this Constitution.

20.5. Renewal of Registration

1. A registered firm shall apply for renewal of its registration before the expiration of its current certificate.
2. The renewal application shall be made in the manner prescribed by the Council and shall include payment of the requisite renewal fees.
3. The Council shall review the renewal application and, if satisfied that the firm continues to meet the registration requirements, renew the certificate of registration.

20.6. Suspension and Revocation of Registration

1. The Council may suspend or revoke a firm's registration if:
 - (a) The firm no longer meets the eligibility criteria specified in Section 1.

- (b) The firm or its associated Practitioners are found to be in breach of the Institute's Code of Ethics or other professional standards.
 - (c) The firm fails to comply with any conditions imposed by the Council as part of the registration process.
- 2. Prior to suspension or revocation, the Council shall provide the firm with a notice of the intended action and an opportunity to respond or rectify the issues within a specified period.
- 3. The decision to suspend or revoke a registration shall be communicated to the firm in writing, stating the reasons for the action and the conditions for reinstatement, if applicable.

20.7. Appeal

- 1. A firm aggrieved by the decision of the Council to refuse, suspend, or revoke its registration may appeal to the Institute's Disciplinary Committee within thirty days of receiving the decision.
- 2. The Disciplinary Committee shall review the appeal and make a determination within sixty days.
- 3. The decision of the Disciplinary Committee on the appeal shall be final, unless otherwise directed by a court order.

ARTICLE 21 – MEETINGS OF THE INSTITUTE

There shall be three classes of meetings of the Institute as provided under this Article.

21.1 Council Meetings

- 1. The meeting of the Council shall be held as appropriate and in the spirit of the Institute's objectives and shall be chaired by the President of the Institute.
- 2. The Council meeting shall be held at least four times in the year.

21.3 General Meetings

There shall be two classes of general meetings as follows—

1. Annual General Meetings

- (a) The annual general meeting shall be held not later than the 30th of December in each year.
- (b) Notice in writing of such annual general meeting, accompanied by the annual statement of account and the agenda for the meeting shall be sent to all members not less than 21 calendar days before the date of the meeting and, where practicable, by advertisement not less than 14 days before the date of the meeting.
- (c) Any member that may have an agenda they wish discussed at the Annual General Meeting shall communicate in writing to the Secretary within 7 days after the issuance of notice for the meeting.
- (d) The agenda for any Annual General Meeting (AGM) shall consist of the following—
 - i. Confirmation of the minutes of the previous annual general meeting.
 - ii. Consideration of the accounts.
 - iii. Election of office bearers, committee members.
 - iv. Appointment of auditors as laid down in this constitution and the accompanying by-laws.
 - v. Such other matters as the Council may decide.
 - vi. Any other business with the approval of the President.

2. Special General Meetings

- (a) A special general meeting may be called for any specific purpose by the Council.
- (b) A notice in writing of such meeting shall be sent to all members not less than 21 calendar days before the date of such meeting.
- (c) A special general meeting may also be requisitioned for a specific purpose by order in writing to the secretary of not less than 1/3 of full members and such meetings shall be held within 21 days of the date of the requisition.
- (d) The notice for such meeting shall be as permitted under this constitution and no matter shall be discussed other than that stated in the requisition.
- (e) Quorum for General Meetings shall be not less than 10% of paid up members of the Institute.
- (f) If no quorum for a General Meeting is obtained, the Council shall call for a further meeting, which shall be held not more than three (3) months later. Notice of this meeting shall be given to all members of the Institute at least 14 days before the date of the meeting. The quorum for this second meeting shall be members who are present.
- (g) Any decision taken by the majority at members' meetings shall be binding to all members present, absent and objecting.

ARTICLE 22 – PROCEDURE AT MEETINGS

22.1. Chairing the Meeting

1. At all meetings of the Institute, the President shall preside.
2. In the absence of the President, the Vice-President shall preside.
3. If both are absent, a full member selected by those present at the meeting shall take the chair.

22.2 Speaking at Meetings

The President, or the person presiding over the meeting, may at their discretion, limit the number of persons permitted to speak in favor of or against any motion to ensure the orderly conduct of the meeting and the efficient use of time.

22.3. Voting Procedure

1. Except as otherwise provided in this Constitution, resolutions shall be decided by a simple majority vote by a show of hands by full members present at the meeting.
2. In the case of an equality of votes, the President or the chairperson presiding over the meeting shall have a second or casting vote to break the tie.

22.4. Documentation and Record Keeping

1. Accurate minutes of all meetings shall be recorded and maintained by the Secretary or an appointed member. These minutes shall be confirmed at the next appropriate meeting.
2. Members shall have the right to access the minutes of meetings upon request, ensuring transparency and accountability.

22.5. Quorum

The quorum requirements as specified in Article XXI, Section 5, shall be adhered to ensure that decisions are made with adequate representation of the membership.

22.6. Conduct and Decorum

1. All members present at meetings are expected to maintain decorum and respect for the procedures and decisions being made.
2. Disruptive behavior or conduct unbecoming of a professional setting shall not be tolerated.
3. Meetings shall be conducted in accordance with the established rules of procedure adopted by the Institute, ensuring fairness and orderliness.

PART V – DISCIPLINARY PROVISIONS

ARTICLE 23 – CODE OF ETHICS

A member of the Institute shall adhere to and subscribe to the Code of Ethics set out in the Second Schedule.

ARTICLE 24 – PROFESSIONAL MISCONDUCT

A member of the Institute commits professional misconduct if the member—

- (a) Allows any person to practice in their name as a practitioner;
- (b) Practices without a practicing certificate;
- (c) Engages in conduct that is dishonest, fraudulent, or deceitful; or d. Breaches the code of ethics.

ARTICLE 25 – DISCIPLINARY COMMITTEE

25.1 The Council shall establish the Disciplinary Committee which shall consist of seven members not being members of the Council.

25.2 The Chairperson of the Disciplinary Committee shall be a Fellow.

25.3 The functions of the Disciplinary Committee shall be to hear and determine any complaint referred to the Disciplinary Committee by the Council against a practitioner.

25.4 The Disciplinary Committee may publicize as it considers appropriate the facts relating to a practitioner who is found guilty of, and punished for, professional misconduct.

25.5 The Disciplinary Committee shall regulate its own procedure.

25.6 Where the involvement of a Disciplinary Committee member in a decision of the Committee is likely to result in conflict of interest, the Committee member shall not take part in proceedings.

ARTICLE 26 – COMPLAINTS

26.1 Any person aggrieved by the conduct of a practitioner may lodge a complaint with the Institute.

26.2 A complaint under subsection (1) may be made orally or in writing.

26.3 The Institute may refer the complaint to the Disciplinary Committee where the Institute has reasonable grounds to believe that a practitioner has contravened the code of ethics or any provision of this Constitution.

ARTICLE 27 – PROCEEDINGS OF THE DISCIPLINARY COMMITTEE

27.1 A complaint submitted to the Disciplinary Committee shall be determined in accordance with the procedure set out.

27.2 The Disciplinary Committee shall prepare a statement setting out the allegations of professional misconduct to be investigated.

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

27.4 The Chairperson of the Disciplinary Committee shall give notice of the date, time, and place fixed for the inquiry to the person whose conduct is the subject of the investigation.

27.5 A notice specified under sub-paragraph (1) shall be delivered to the person whose conduct is the subject of investigation at least fourteen days before the date fixed for the inquiry.

27.6 A person whose conduct is the subject of the investigation may appear at the inquiry either personally or through another authorized representative.

27.7 Where the person whose conduct is the subject of the investigation fails to appear at the time and place fixed in the notice, the inquiry may proceed or be adjourned.

27.8 For the purpose of the conduct of inquiry, the Disciplinary Committee has the power to:

- (a) Administer oaths;
- (b) Summon persons to attend and give evidence;
- (c) Order the production of relevant documents; and
- (d) Recover in whole or in part the cost of the inquiry from any or all the parties involved in the proceedings as the Committee deems fit.

27.9 Notices, orders, and summonses of the Disciplinary Committee shall be issued by the Chairperson of the Disciplinary Committee.

27.10 The Disciplinary Committee is not bound by the rules of evidence.

27.11 The Chief Executive Officer or their nominee may attend meetings of the Disciplinary Committee and may, with the consent of the President at a meeting, take part in the deliberations on any matter arising at the meeting, but they shall not be entitled to vote on any such matter.

27.12 The decision of the Disciplinary Committee shall be by the majority of the members present and voting.

27.13 For the purpose of making the decision, every member of the Disciplinary Committee has one vote, and, in the event of an equality of votes, the Chairperson of the Disciplinary Committee has a casting vote.

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

ARTICLE 28 – RECOMMENDATIONS TO THE DISCIPLINARY COMMITTEE

28.1 The Disciplinary Committee may, on the completion of an inquiry into the alleged professional misconduct of a practitioner, make one or more of the following decisions:

- (a) Order the cancellation of the Practicing Certificate or the Certificate of Registration;
- (b) Order the suspension of the Practicing Certificate or the Certificate of Registration for a specified period and on such conditions as determined by the Disciplinary Committee;
- (c) Reprimand the practitioner;
- (d) Impose an administrative penalty, not exceeding two million shillings; e. Order that the practitioner be re-trained;

(e) Direct the practitioner whose conduct is the subject of the complaint to compensate the complainant an amount not exceeding one million Kenya shillings;

(f) Dismiss the complaint.

28.2 The Institute shall communicate the decision of the Disciplinary Committee to the parties within seven days from the date the decision is made.

28.3 Subject to Article 31, the decision of the Disciplinary Committee is binding on the practitioner and the Institute.

ARTICLE 29 – APPEAL

29.1 A party aggrieved by a decision of the Disciplinary Committee may appeal to the Council within thirty days from the date of the decision, providing the grounds upon which the appeal is made.

29.2 The Council shall upon receipt of an appeal, consider the appeal and may—

(a) Uphold the decision of the Disciplinary Committee;

(b) Vary the decision of the Disciplinary Committee; or

(c) Make any other decision as may be appropriate.

29.3 The Council shall make the decision on the appeal within sixty days.

29.4 A person aggrieved by the decision of the Council may appeal to a court of competent jurisdiction.

PART VI – FINANCIAL PROVISIONS

ARTICLE 30 – FUNDS OF THE INSTITUTE

The funds of the Institute shall consist of—

- (a) Such monies or fees as may be payable to the Institute under this Constitution;
- (b) Such monies or assets as may accrue to the Institute in the exercise of its powers or the performance of its functions; and
- (c) Grants or donations to the Institute.

ARTICLE 31 – FINANCIAL YEAR

The financial year of the Institute shall be the period of twelve months ending on the 31st day of December in each year.

ARTICLE 32 – ANNUAL ESTIMATES OF REVENUE AND EXPENDITURE

32.1 At least three months before the commencement of each financial year, the Council shall cause to be prepared estimates of the revenue and expenditure of the Institute for that financial year.

32.2 No expenditure shall be incurred except in accordance with the annual estimates approved by the Council.

ARTICLE 33 – ACCOUNTS AND AUDITS

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

33.2 The accounts of the Institute shall be audited by auditors appointed by the Institute and approved at an Annual General Meeting.

33.3 The auditors shall submit an audit report annually to the Council.

33.4 Within six months after the end of the financial year, the Council shall lay audited accounts before the Annual General Meeting of the members together with the report of the auditor.

PART VIII – SAVINGS AND TRANSITION PROVISIONS

ARTICLE 34 – SAVINGS AND TRANSITION

34.1 In this Part, “Former Society” means the Public Relations Society of Kenya registered pursuant to the Society’s Act.

34.2 Upon the commencement of this Constitution:

- (a) All property, assets, rights, liabilities, obligations, agreements, and other arrangements of the former Society shall vest in the Institute.
- (b) Anything done by the former Society before the commencement of this Constitution shall be deemed to have been done by the Institute.
- (c) All persons who prior to the commencement of this Constitution were in the employment of the former Society, shall be the employees of the Institute on such terms as the Council may determine.
- (d) The Council of the former Society existing before the enactment of this Constitution shall assume the responsibilities of the Council of the Institute until the first election is held under this Constitution.
- (e) Any membership certificate issued by the former Society shall remain valid unless otherwise revoked under this Constitution.
- (f) A member of the former Society shall assume a corresponding membership status in the Institute under this Constitution.

ARTICLE 35 - AMENDMENT OF THE CONSTITUTION

35.1 This Constitution may be amended by a resolution passed by a two-thirds majority of members present and voting at a General Meeting.

35.2 Notice of the proposed amendment shall be given to members at least twenty-one days before the meeting.

SCHEDULE CODE OF ETHICS

The members of the Institute shall adhere to the following code of ethics to uphold the highest standards of professionalism in Public Relations and Communication Management:

INTEGRITY

A member is expected to act with honesty and integrity at all times to secure and retain the confidence of those with whom the member comes into contact and to protect the reputation of the Public Relations and Communication Management profession in general. Members shall avoid actions or situations that may compromise their integrity or that of the Institute.

CONFIDENTIALITY

1. A member should provide objective counsel to those they represent and honor confidential information provided to them.

2. Members should safeguard the confidentiality of both current and former clients or employers.
3. Confidential information should not be disclosed, except upon order of a court, without securing and making known the consent of the said client or employer.
4. Members must take all necessary measures to protect sensitive information from unauthorized access or disclosure.

ACCURACY

1. A member shall take all reasonable steps to ensure the accuracy of all information provided in advancing the interests of clients or employers.
2. Members should verify facts before dissemination and correct any inaccurate information promptly.
3. Information should be presented in a fair, objective, and transparent manner, avoiding any form of misrepresentation.

CONFLICT OF INTEREST

1. A member shall avoid any professional conflicts of interest and disclose such conflicts to affected parties when they occur.
2. Members should act in the best interests of their clients and the public, ensuring that personal or financial interests do not compromise their professional responsibilities.

FALSEHOOD

1. A member should not intentionally disseminate false or misleading information. Proper care should be taken to avoid doing so unintentionally and correct any such act promptly.
2. Members have a positive duty to maintain accuracy and truthfulness in all communications.
3. A member shall not engage in any practice that corrupts the integrity of channels of public communication or uses manipulative methods or techniques designed to create subconscious motivations that the individual cannot control of their own free will and so cannot be held accountable for the action taken on them.

DISHONESTY

1. A member shall not obtain information by deceptive or dishonest means or use confidential information for personal benefit.
2. No member should seek to secure another member's client by deceptive means.
3. Members should promote fair competition and not engage in activities that bring disrepute to the profession.

INFLUENCE

1. A member shall not propose or undertake any action that may constitute an improper influence on the public.
2. A member shall not offer their services as a free inducement to a client to secure other paid services.
3. Members should act transparently and avoid any practices that might be seen as manipulative or unethical.

PROFESSIONALISM

1. A member shall adopt the highest standards of professional behavior and responsibly use specialized knowledge and experience.
2. A member shall not intentionally injure the professional reputation or practice of another member.
3. Members should continuously seek to improve their skills and knowledge, contributing positively to the development of the profession.

DUTY TO REPORT

1. A member who has evidence that another member has been guilty of unethical, illegal, or unfair practices shall inform the Institute.
2. Members should cooperate with any investigations conducted by the Institute and provide truthful and accurate information.

SEXUAL HARASSMENT

1. A member shall not engage in any form of sexual harassment.
2. Members should promote a work environment that is free from harassment and discrimination, treating all individuals with respect and dignity.

CYBERBULLYING

1. A member shall not engage in any form of bullying, including cyberbullying.
2. Members should use digital platforms responsibly, avoiding any behavior that could harm others or damage the reputation of the profession.