

A BILL

FOR

AN ACT TO ESTABLISH THE CHARTERED INSTITUTE OF HUMAN RESOURCES MANAGEMENT TO MAKE PROVISIONS, AMONGST OTHER THINGS, FOR MEMBERSHIP AND CONTROL OF THE PROFESSION OF HUMAN RESOURCES MANAGEMENT; AND FOR RELATED MATTERS

Sponsored by Hon. Zakari Adauda Nyampa.

[] Commencement

ENACTED by the National Assembly of the Federal Republic of Nigeria-

1 PART I - ESTABLISHMENT OF THE CHARTERED INSTITUTE OF HUMAN
2 RESOURCES MANAGEMENT

3 1.-(1) There is established the Chartered Institute of Human
4 Resources Management (in this Act referred to as "the Institute") which-
5 (a) shall be a body corporate with perpetual succession, and a
6 common seal which shall be kept in such custody as the Council may direct;
7 (b) may sue and be sued in its corporate name; and
8 (c) may acquire, hold and dispose of any property, moveable or
9 immovable.

Establishment
of the Chartered
Institute of Human
Resources
Management

10 (2) The Institute shall-
11 (a) determine the level of knowledge and skills to be attained by
12 persons seeking to become members of the profession and review such
13 standards as may be required;
14 (b) establish and maintain a register of members and publish the
15 register in line with the provisions of this Act;
16 (c) regulate the practice of Human Resources Management in
17 Nigeria in all its ramifications; and
18 (d) perform all other functions conferred on the Council under this
19 Act.

Membership of the Institute	1	2. -(1) Subject to section 12 of this Act, a person admitted to
	2	membership of the Institute shall be registered as a member of the profession in
	3	the category of-
	4	(a) Fellows;
	5	(b) Full Members;
	6	(c) Associate Members;
	7	(d) Graduate Members;
	8	(e) Student Members; or
	9	(f) Corporate or Institutional Members.
	10	(2) Every member of the Institute in all the categories listed in
	11	subsection (1) shall attend Mandatory Continuous Professional Training
	12	Programme (MCPTP) as specified by the Council for reorientation and
	13	development processes.
Membership Privileges	14	3. -(1) A member of the Institute is entitled to receive from the
	15	Council, a certificate in such form as the Council may approve for that purpose.
	16	(2) A member is entitled to use such letters after his name as may be
	17	authorised by the Council and, if registered into the category of-
	18	(a) Fellows, shall use the initials, "FCIHRM";
	19	(b) Full Members, shall use the initials, "MCIHRM"; and
	20	(c) Associate Members, shall use the initials, "ACIHRM".
Principal officers of the Institute and their responsibilities	21	4. -(1) The principal officers of the Institute are the -
	22	(a) President;
	23	(b) Deputy President; and
	24	(c) National Treasurer.
	25	(2) The principal officers shall-
	26	(a) be members of the Institute;
	27	(b) be elected at the Annual General Meeting (AGM) of the Institute;
	28	and
	29	(c) hold office each for a term of two years and may be eligible for re-
	30	election for one further term of two year and no more.

1 (3) The President shall be the Chairman at the meetings of the
2 Institute and, in the event of the death, incapacitation or inability for any
3 reason of the President to perform the functions of his office, the Deputy
4 President shall act in his place for the unexpired period of the term of office
5 or as the case may require, and any reference in this Act to the President shall
6 be construed accordingly.

7 (4) The President, Deputy President, and the National Treasurer
8 shall be the Chairman, Deputy Chairman and the Treasurer of Council
9 respectively.

10 (5) If the President, the Deputy President, or the National Treasurer
11 ceases to be a member of the Institute, he shall cease to hold any office
12 designated under this section.

13 5.-(1) There is established for the Institute a Governing Council (in
14 this Act referred to as "the Council") charged with responsibility for the
15 administration and general management of the Institute.

Establishment
of the Governing
Council

16 (2) The Council shall consist of-

17 (a) the President of the Institute as Chairman;

18 (b) the Deputy President of the Institute as Vice-Chairman;

19 (c) the Treasurer;

20 (d) the Registrar as Secretary;

21 (e) one person, representing the Federal Ministry of Education;

22 (f) five members who are Heads of Service of States and nominated
23 by the Council for two years;

24 (g) three educational and training institutions nominated by the
25 Council;

26 (h) Chairman, Board of Fellows; and

27 (i) the immediate past President of the Institute and Chairman of
28 the Council.

29 (3) The provisions of the First Schedule to this Act shall have effect
30 with respect to the qualifications and tenure of office of members of the

First Schedule

	1	Council and other matters mentioned in the First Schedule.
Board of Fellows	2	6. -(1) There shall be appointed annually by the Council a Board of
	3	Fellows to coordinate the activities of Fellows of the Institute and to
	4	recommend to the Council on a yearly basis admission of members to the
	5	membership category of Fellows.
	6	(2) The Board of Fellows shall consist of persons who have been duly
	7	elected as Fellows of the Institute.
	8	PART II - FINANCIAL PROVISIONS
Fund of the Institute	9	7. -(1) There is established a fund of the Institute (in this Act referred to
	10	as "the Fund") into which shall be paid all-
	11	(a) fees and other money payable to the Institute under this Act; and
	12	(b) revenue from other sources both local and international.
	13	(2) There shall be paid out of the Fund-
	14	(a) all expenditure incurred by the Council in the discharge of its
	15	functions under the Act;
	16	(b) the remuneration and other allowances of the Registrar and other
	17	staff of the Institute; and
	18	(c) such reasonable traveling and subsistence allowances of members
	19	of the Council in respect of the time spent on the duties of the Council as the
	20	Council may determine.
	21	(3) The Council may invest money in any bond or other security
	22	created, issued by, or guaranteed on behalf of the Federal Government or in any
	23	other securities in Nigeria approved by the Council.
Power to borrow	24	8. The Council may borrow money for the purpose of the Institute and
	25	any interest payable on the money borrowed shall be paid out of the Fund of the
	26	Institute.
Accounts and audit	27	9. -(1) The Council shall-
	28	(a) keep proper accounts on behalf of the Institute in respect of each
	29	year and proper records in relation to those accounts; and
	30	(b) cause the accounts to be audited by an auditor appointed from the

1 list and in accordance with the guidelines supplied by the Auditor-General
2 for the Federation.

3 (2) The report of the audited accounts shall be submitted to the
4 members of the Institute for their approval at a meeting of the Institute.

5 (3) The auditor appointed for the purpose of this section shall not
6 be a member of the Council.

7 PART III - REGISTRAR AND THE REGISTER

8 **10.** -(1) The Council shall appoint a fit and proper person as the
9 Registrar of the Institute for the purpose of this Act.

Appointment,
duties and
responsibility of
the Registrar

10 (2) The Registrar shall be a-

11 (a) financial member of the Institute; and

12 (b) Fellow of the Institute.

13 (3) The Registrar shall be the Chief Executive of the Institute and
14 Secretary to the Council.

15 (4) The Registrar shall prepare and maintain, in accordance with
16 the rules made by the Council under subsection (5), a register of names,
17 addresses, approved qualifications and other relevant requirements as may
18 be specified, for all persons who are enrolled as Fellows, Full Members,
19 Associate Members, Graduate Members and Student Member of the
20 Institute.

21 (5) The Council shall make rules as to the form and keeping of the
22 register and the making of entries, in particular for-

23 (a) application for enrolment;

24 (b) determining the qualification which is relevant to the
25 profession and accepted for the purpose of this Act; and

26 (c) specifying the fees and subscription to be paid to the Institute in
27 respect of the entry of names into the register and authorising the Registrar
28 to refuse to enter any name until a specified fee is paid.

29 **11.**-(1) The Registrar shall-

30 (a) correct in accordance with the Council's direction, any entry in

Publication of
register and list
of corrections

1 the register which the Council directs him to correct as being in the Council's
2 opinion an entry which is incorrectly made;

3 (b) make any alterations in the registered particulars of registered
4 members;

5 (c) remove from the register, the name of a registered member who
6 has died or a person whose name is directed to be struck off as a result of
7 disciplinary action;

8 (d) record the names of members of the Institute who are in default for
9 more than four years in the payment of annual subscription and to take such
10 actions as may be deemed fit under this Act;

11 (e) cause the register to be printed, published and put on sale to
12 members of the public not later than two months from the commencement of
13 this Act;

14 (f) subsequently, in each year after the year in which the register is
15 first published under paragraph (e), cause to be printed, published and put on
16 sale either a corrected edition of the register or a list of corrections made to the
17 register since it was last printed;

18 (g) cause a print of each edition of the register and of its list of
19 corrections to be deposited at the principal office of the Institute; and

20 (h) keep the register and list so deposited and make the register and list
21 available, at all reasonable times, for inspection by members of the public,
22 either physically or virtually through an internet portal.

23 (2) A document purporting to be a print of an edition of the register
24 published under this section by authority of the Registrar, or document
25 purporting to be print of an edition so published, shall without prejudice to any
26 other mode of proof, be admissible in any proceeding as evidence that any
27 person specified in the documents read together, as being registered was so
28 registered at the date of the edition or of the list of corrections as the case may
29 be, and that any person not so specified was not so registered.

30 (3) Where a person is, in any proceeding, shown to have been or not to

1 have been registered at a particular date, he shall, unless the contrary is
2 proved, be taken for the purpose of those proceedings as having at all
3 material times thereafter continued to be, or not to be, so registered.

4 **12.**-(1) Subject to this Act, an individual is eligible to be registered Qualification for
Membership
5 as a Human Resources Management Practitioner if he-

6 (a) passes the qualifying examination accepted by the Council;

7 (b) completes the practical training prescribed by the Institute
8 under this Act;

9 (c) holds any other qualification accepted by the Institute; or

10 (d) qualifies for enrolment as a member in any of the categories
11 specified for the purpose of this Act.

12 (2) An applicant shall, in addition to evidence of qualification,
13 satisfy the Council that he-

14 (a) is of good character;

15 (b) has attained the age of 21 years; and

16 (c) has not been convicted by any court of law in Nigeria or
17 elsewhere for an offence involving fraud or dishonesty.

18 **13.**-(1) The Council shall publish particulars of qualifications Approval of
qualification
19 accepted by the Council for registration.

20 (2) The Council shall approve any institution for the purpose of this
21 Act, and may for such purpose approve-

22 (a) any course of training at an approved institution which is
23 intended for persons seeking to become or are already Human Resources
24 Management practitioners and which the Council considers as designed to
25 confer on persons relevant and sufficient knowledge and skills for
26 admission into the Institute; or

27 (b) any qualification which, as a result of an examination taken in
28 conjunction with a course of training approved by the Council under this
29 section, is granted to candidates reaching a standard at the examination
30 indicating in the opinion of the members of the Council, that the candidates

1 have sufficient knowledge and skill to practice the profession.

2 (3) The Council may, if it deems fit, withdraw any approval given
3 under this section in respect of any course, qualification or institution, but
4 before withdrawing the approval, the Council shall-

5 (a) give notice that it proposes to withdraw the approval to each
6 person in Nigeria appearing to the Council to be a person by whom the course is
7 conducted or the qualification is granted or the institution is controlled, as the
8 case may be;

9 (b) give the person an opportunity of making representation to the
10 Council with regard to the proposal; and

11 (c) take into consideration any representation made in respect of the
12 proposal.

13 (4) Any period during which the approval of the Council under this
14 section for a course, qualification or institution is withdrawn, the course,
15 qualification or institution shall not be treated as approved under this section,
16 but the withdrawal of such an approval shall not prejudice the registration or
17 eligibility for registration of any person who by virtue of the approval was
18 registered or eligible for registration immediately before the approval was
19 withdrawn.

20 (5) The giving or withdrawal of an approval under this section shall
21 have effect from such date, either before or after the execution of the
22 instrument signifying the giving or withdrawal of the approval, as the Council
23 may specify in that instrument, and the Council shall-

24 (a) publish, as soon as possible, a copy of every such instrument in the
25 print media; and

26 (b) not later than seven days before its publication, send a copy of the
27 instrument to the Minister.

28 (6) The members of the Council shall keep themselves informed of
29 the nature of the-

30 (a) instruction given at approved institutions to persons attending

1 approved courses of training, and
2 (b) examination as a result of which approved qualifications are
3 granted,
4 and for the purpose of performing that duty, the Council may appoint, either
5 from among its own member or otherwise, persons to visit approved
6 institutions, or to attend such examinations.

7 PART IV - MISCELLANEOUS PROVISIONS

8 **14.**-(1) The Council shall set up a Visitation Panel which shall Visitation Panel
9 report to the Council on-

10 (a) the sufficiency of the instruction given to persons attending the
11 approved course of training at the institution visited,

12 (b) the sufficiency of the examinations attended, and

13 (c) any other matter relating to the institution or examination on
14 which the Council may, either generally or in a particular case, request the
15 Visitation Panel to report,

16 but the Visitation Panel shall not interfere with the giving of any instruction
17 or the holding of any examination.

18 (2) On receiving a report made under this section, the Council may,
19 if it deems fit, and shall, if so required by the Institute, send a copy of the
20 report to the person appearing to the Council to be in charge of the institution
21 or responsible for the examination to which the report relates, requesting
22 that person to make observations on the report to the Council within the
23 period as may be specified in the request, not being less than one month
24 beginning with the date of request.

25 **15.**-(1) There is established the Chartered Institute of Human
26 Resources Management Investigating Panel (in this Act referred to as "the
27 Panel"), charged with the duty of-

Establishment
of an Investigating
Panel and Disciplinary
Tribunal

28 (a) conducting preliminary investigation into any case where it is
29 alleged that a person registered has misbehaved in that person's capacity as
30 member or shall for any other reason, be subject of proceedings before the

1 Tribunal; and

2 (b) deciding whether the case may be referred to the Tribunal.

3 (2) The members of the Panel shall be appointed by the Council and
4 shall consist of two members of the Council and three registered members who
5 are not members of the Council.

6 (3) There is established the Chartered Institute of Human Resources
7 Management Disciplinary Tribunal (in this Act referred to as "the Tribunal")
8 charged with the duty of considering and determining any case referred to it by
9 the Panel established under subsection (1).

10 (4) The Tribunal shall consist of the Chairman of the Council and six
11 other members appointed by the Council, one of whom may be a legal
12 practitioner with at least 10 years post call experience.

Third Schedule

13 (5) The provisions of the Third Schedule to this Act shall, so far as
14 applicable to the Tribunal and Panel respectively, have effect with respect to
15 those bodies.

Penalties for
unprofessional
conduct

16 **16.**-(1) Where-

17 (a) a member is adjudged by the Tribunal to be guilty of infamous
18 conduct in any professional respect,

19 (b) a member is convicted by any court of law in Nigeria or elsewhere,
20 having powers to award imprisonment for an offence, whether or not
21 punishable with imprisonment, which, in the opinion of the Tribunal, is
22 incompatible with the status of a professional Human Resources Management
23 consultant, or

24 (c) the Tribunal is satisfied that the name of any person has been
25 fraudulently registered,
26 the Tribunal may, if it deems fit, give a direction reprimanding that person or
27 ordering the Registrar to strike his name off the register.

28 (2) The Tribunal may, if it deems fit, defer its decision as to the action
29 taken under subsection (1) until a subsequent meeting of the Tribunal, but no-

30 (a) decision shall be deferred under this provision for a period

1 exceeding one year; and

2 (b) person shall be a member of the Tribunal for the purpose of
3 reaching a verdict on a deferred or further deferred decision unless he was
4 present as a member of the Tribunal when the decision was deferred.

5 (3) For the purpose of subsection (1) (b), a person shall not be
6 treated as a convict unless the conviction stands at a point where no appeal or
7 further appeal is pending or may, without extension of time, be brought in
8 connection with the conviction.

9 (4) When the Tribunal gives a directive for the purpose of effecting
10 penalties for unprofessional conduct, the Tribunal shall cause notice of the
11 directive to be served on the person to whom it relates.

12 (5) The person to whom such a directive relates, at any time within
13 28 days from the date of service on him of notice of the directive, may appeal
14 against the directive to the Federal High Court and the Tribunal may appear
15 as respondent to the appeal and, for the purpose of enabling directive to be
16 given as to the costs of the appeal and proceeding before the Federal High
17 Court, the Tribunal shall be deemed to be a party to the appeal whether or not
18 it appears on the hearing of the appeal.

19 (6) A directive of the Tribunal under subsection (1) shall take effect
20 where-

21 (a) no appeal under this section is brought against the directive
22 within the time limited for such an appeal, or at the expiration of the time;

23 (b) such an appeal is brought and is withdrawn or struck out for
24 want of prosecution, or dismissed for lack of merit; or

25 (c) an appeal is brought and is not withdrawn or struck out, if and
26 when the appeal is dismissed.

27 (7) A person whose name is removed from the register following a
28 directive of the Tribunal under this section is not entitled to be registered
29 again except under a direction in that behalf given by the Tribunal on the
30 application of that person and a directive under this section for the removal

1 of a person's name from the register may prohibit an application under this
2 subsection by that person until the expiration of that period from the date of the
3 direction, and where he has duly made an application, from the date of his last
4 application, as may be specified in the direction.

When a person
is deemed to
practice as a
professional
Human Resources
Management
Practitioners

5 **17.**-(1) From the commencement of this Act, any person who was not
6 a member of the Institute and who under this Act, is qualified to apply for and
7 obtain membership of the profession may, within the period of three months
8 beginning with the date of the commencement of this Act, apply for
9 membership of the Institute in the manner prescribed by the Council and if
10 approved, he shall be enrolled or registered, as the case may be, according to
11 the person's qualification.

12 (2) A person is deemed to be a professional Human Resources
13 Management practitioner if, for consideration of remuneration to be received
14 whether by himself or in partnership with any other person-

15 (a) he engages in the practice of Human Resources Management in
16 Nigeria or holds himself out to the public as a professional Human Resources
17 Management consultant;

18 (b) he renders professional service or assistance in or about matters of
19 principle or detail relating to Human Resources Management in Nigeria or
20 data; or

21 (c) renders any other service that may, by regulations made by the
22 Council, be designated as service constituting practice as a professional
23 Human Resources Management practitioner or consultant.

Rules of practice

24 **18.**-(1) The Council may make rules for the-

25 (a) training of suitable persons in Human Resources Management;

26 (b) licensing of persons employed in Human Resources
27 Management;

28 (c) prescribing the fees to be paid by Human Resources Management
29 practitioners or consultants; and

30 (d) restriction of right of practice where conditions are not met.

1 (2) The Council may also make rules prescribing the amount and
2 due date for payment for membership of annual subscription and for such
3 purposes, different amounts may be prescribed by the rules according to the
4 category of membership of the Institute.

5 (3) Rules made under this section shall, if the Chairman of the
6 Council directs, be published in the print media.

7 **19.** The Council may award honorary membership of the Institute Honourary
8 to persons it considers worthy of such honour, on terms and conditions Membership
9 prescribed by the Council and approved by the Institute in its general
10 meeting.

11 **20.** The Institute shall- Library facilities

12 (a) provide and maintain a library comprising books and
13 publications for the advancement of knowledge in Human Resources in
14 Nigeria and such other books and publications as the Council may consider
15 necessary for that purpose;

16 (b) encourage research into Human Resources Management in
17 Nigeria, methods and allied subjects to the extent that the Council may
18 consider necessary; and

19 (c) encourage the production and sale of materials, books and
20 journals arising from its research and consultancy activities.

21 **21.** Rules and regulations made under this Act shall be subject to Rules and
22 confirmation by the Institute at its next AGM or at a special meeting of the Regulations
23 Institute convened for the purpose, and if annulled, shall cease to have effect
24 on the day after the date of annulment, but without prejudice to anything
25 done under any such rules.

26 **22.**-(1) From the commencement of this Act- Transfer of
27 Property

28 (a) all properties held by or on behalf of the Incorporated Institute
29 before this Act, by virtue of this section shall be vested on the Institute; and

30 (b) subject to subsection (2), any act, or matter made or done by the
 Incorporated Institute before this Act shall continue to have effect.

Second Schedule	1	(2) The provisions of this Act shall have effect with respect to matters
	2	arising from the transfer by this section to the Institute of the property of the
	3	Incorporated Institute before this Act, and with respect to the other matters
	4	mentioned in the Second Schedule to this Act.
Interpretation	5	23. In this Bill-
	6	"Board" means the Board of Fellows;
	7	"Council" means the Governing Council of the Institute established under
	8	section 5 (1) of this Act;
	9	"fees" includes annual subscription;
	10	"Fund" means Fund of the Institute established under section 7 of this Act;
	11	"Minister" means the Minister charged with the responsibility for education;
	12	"President" and "Deputy President" respectively mean the office holders as
	13	specified under section 4 of this Act; and
	14	"register" means the register prepared and maintained under section 10 (4) of
	15	this Act.
Citation	16	24. This Bill may be cited as the Chartered Institute of Human
	17	Resources Management (Establishment) Bill, 2025.

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SCHEDULES

FIRST SCHEDULE

Section 5 (3)

SUPPLEMENTARY PROVISIONS RELATING TO THE COUNCIL

Qualification and Tenure of Office of Principal Officers of the Council

1.-(1) Subject to this paragraph, every elected principal officer of the Council shall hold office for a term of two years and may be eligible for re-election for another term of two years and no more.

(2) A principal officer of the Institute who ceases to be a member shall, if he is also a member of Council, cease to hold office as a member of the Council.

(3) Any elected member of the Council may by notice in writing under his hand addressed to the President resign his office, and any appointed member may, likewise resign his office.

(4) A person who retires from or otherwise ceases to be an elected member of the Council shall be eligible again to become a member of the Council, and any appointed member may be reappointed.

(5) Election to the Council shall be held in the manner prescribed in rules made by the Council and unless otherwise prescribed, they shall be decided by a secret ballot.

(6) If an elected member vacates office, the Council may, if the time between the unexpired portion of the term of office and the next general meeting of the Institute appears necessary to fill the vacancy, co-opt some fit persons for the period.

(7) The election of members of the Council shall be effected in the manner prescribed as follows-

(a) at least eight weeks before each AGM of the Institute, the Council may nominate candidates for election to the Council, provided that the number of candidates nominated shall not exceed 50% of those retiring;

(b) not less than seven weeks before each AGM of the Institute, the

- 1 Secretariat shall issue to all professional members a notice which shall-
- 2 (i) specify the names of elected Council members whose terms of
- 3 office will expire at the close of the next AGM,
- 4 (ii) specify any other vacancy in the membership of the Council
- 5 which may be filled by election,
- 6 (iii) specify the names of any candidates nominated by the Council for
- 7 election to the Council,
- 8 (iv) invite nominations of other candidates on the prescribed
- 9 nomination form, and
- 10 (v) contain other particulars as may be prescribed by the Council;
- 11 (c) candidates for election to the Council, other than candidates
- 12 nominated in the following manner-
- 13 (i) at least five weeks before each AGM, nomination forms including
- 14 details of all particulars required to be given shall be duly completed in the
- 15 manner set out below and shall be sent to the Secretariat of the Institute, and
- 16 (ii) each nomination form shall relate to one candidate only and shall
- 17 contain his class and grade of membership in the Institute, his full-time
- 18 managerial or other appointment, if any, or, if retired, such appointment
- 19 immediately before retirement and his date of retirement, and such other
- 20 particulars as may be prescribed by the Council;
- 21 (d) each candidate shall be sponsored by two persons who shall be
- 22 members of the Institute entitled to vote and each nomination form shall
- 23 contain, in addition to the particulars referred to in sub paragraph (c), a
- 24 statement of the names, addresses, class and grade of membership of each of
- 25 the sponsors; and
- 26 (e) vote shall be taken by secret ballot at the AGM.

27 *Powers of the Council*

28 2.-(1) The Council shall-

- 29 (a) have powers to engage in legal activities, which in its opinion will
- 30 facilitate the carrying on of the activities of the Institute;

1 (b) exercise such powers of the Institute and do, on behalf of the
2 Institute, such acts as may be exercised and done by the Institute;

3 (c) exercise any power granted by the Institute in a general
4 meeting, and subject to such bye-laws or provisions, as may be prescribed
5 by the Institute in a general meeting, but no byelaw made by the Institute in a
6 general meeting shall invalidate any prior act of the Council which would
7 have been valid if such byelaw had not been made;

8 (d) exercise powers on behalf of the Institute to borrow money, to
9 mortgage or charge its undertaking and property or any part thereof and to
10 issue debentures, debenture stocks, and other securities whether outright or
11 security for any debt, liability or obligation of the Institute;

12 (e) set up annually after the AGM, an executive committee of the
13 Council, which shall meet regularly and carry out the normal business of
14 Council between the regular meetings of Council; and

15 (f) establish a branch of the Institute in any locality within the
16 country.

17 *Power to make, alter or repeal bye-laws of the Institute*

18 (2) The Council shall have power to make, alter or repeal any bye-
19 law as the Council may deem necessary for the proper conduct and
20 management of the Institute and the Council shall adopt the means deemed
21 sufficient to bring to the notice of the Institute and all its members, any bye-
22 laws, alterations or repeals made under the powers conferred by this
23 paragraph:

24 Provided that no bye-law shall be inconsistent with, affect or repeal
25 anything contained in this Act or constitute an amendment of, or addition to
26 these presents as could only lawfully be made by special resolution.

27 *Proceedings of the Council*

28 3.-(1) Subject to this Act, the Council may, in the name of the
29 Institute, make standing orders regulating the proceedings of the Institute or
30 of the Council and, in the exercise of its powers under this Act may, set up

1 committees in the general interest of the Institute, and make standing orders for
2 the committees.

3 (2) Standing orders shall provide for decisions to be taken by a
4 majority of the members and, in the event of equality of votes, for the President
5 or the Chairman, as the case may be, to have a second or casting vote.

6 (3) Standing orders made for a committee shall provide that the
7 committee is to report back to the Council on any matter not within its
8 competence to decide.

9 (4) The quorum of the Council shall be seven and the Council shall fix
10 the quorum of a committee.

11 *Meetings of the Institute*

12 *Annual General Meetings (AGM)*

13 4.-(1) An AGM of the Institute shall be held once in every calendar
14 year, at a time and place as may be determined by the Council, provided that
15 every AGM after the first AGM shall be held not more than 15 months after the
16 holding of the last preceding such meeting.

17 *Extra-Ordinary General Meeting*

18 (2) All general meetings of the Institute, which are not AGMs, shall be
19 called Extra-Ordinary General Meetings.

20 (3) The Council may call an Extraordinary General Meeting
21 whenever it deems fit and an Extraordinary General Meeting shall be convened
22 on request.

23 *Quorum at General Meetings*

24 (4) No business shall be transacted at any general meeting unless a
25 quorum is present when the meeting proceeds to business, and unless
26 otherwise provided, the quorum shall be 35 members present in person.

27 *Adjournment of Meetings*

28 (5) If within an hour from the time appointed for the holding of a
29 general meeting a quorum is not present, the meeting, if convened on the
30 requisition of members, shall be dissolved and in any other case it shall stand

1 adjourned to the same day in the next week, at the same time and place, or at
2 such other place as the Chairman of the meeting shall appoint, and if at such
3 adjourned meeting a quorum is not present within half an hour from the time
4 appointed for holding the meeting, the members present shall be a quorum.

5 *Special Business*

6 5. All business transacted at an Extraordinary General Meeting,
7 and an AGM except for the consideration of the account and balance sheet,
8 the report of the Council and of auditors, the fixing of the remuneration of
9 the auditors and the election of members of the Council at an AGM, shall be
10 deemed to be special business.

11 *Notices - Mode of Service*

12 6.-(1) A notice may be served by the Institute upon any member of
13 the Council, its committees and the Institute either personally or by sending
14 it through the post in prepaid letter addressed to the member at his address as
15 it appears in the professional register of members or other records of
16 members not being professional members.

17 (2) A notice if served by post shall be deemed to have been served
18 on the day following that on which the letter containing the notice is put into
19 the post or email and in proving such service, it shall be sufficient to prove
20 that the letter containing the notice was properly addressed and put in the
21 email or post office as a prepaid letter.

22 *Annual or Extra-Ordinary Meetings*

23 7.-(1) An Annual or Special Meeting of the Institute shall be
24 convened by at least 21 days' notice in writing.

25 (2) The notice shall be exclusive of the day on which it is served or
26 deemed to be served and of the day for which it is given and shall specify the
27 place, day and hour of the meeting, and in case of business other than
28 ordinary annual business of the Institute, the general nature of business.

29 (3) In the case of an AGM, the Secretary shall also send to each
30 member with the notice, a copy of the annual report of the Council, a copy of

1 the accounts of the Institute with the auditors' report thereon, and particulars of
2 all motions to be brought before the meeting.

3 *Special Motions at AGMs*

4 8. A member desiring to bring before the AGM any motion not
5 relating to the ordinary business of the AGM of the Institute may do so
6 provided that-

7 (a) notice in writing of the proposed motion is sent or given to the
8 Secretary not later than 45 days before the date of the AGM; and

9 (b) no less than 10 members entitled to vote at the AGM shall have
10 sent or given notice in writing to the Secretary not later than 30 days before the
11 date of the AGM expressing their desire that the proposed motion be brought
12 before the AGM and that the proposed motion relates to matters affecting the
13 Institute.

14 *Voting at General Meetings*

15 9.-(1) Except as provided in this Schedule regarding voting to elect
16 members to fill vacancies on the Council, a resolution put to the vote at any
17 AGM or Extra-Ordinary Meeting of the Institute shall be decided on a show of
18 hand unless (before or on the declaration of the show of hands) a poll is
19 demanded by at least 10% of those present provided that the matter arrived at is
20 not less than five.

21 (2) No amendment shall be permitted by resolution to amend the Act
22 or the rules and bye-laws of the Institute except with the consent of the
23 Chairman of the meeting (whose decision shall be final) if the amendment is
24 one of form only and not of substance.

25 (3) If a poll is duly demanded or required to be taken, it shall be taken
26 in accordance with the relevant bye-laws and the result of the poll shall be
27 deemed to be the resolution of the meeting at which the poll is demanded.

28 (4) Except as provided in this Schedule regarding voting to elect
29 members by ballot to fill vacancies on the Council, in the case of an equality of
30 votes, whether on a show of hands or on a poll, the Chairman of the meeting, at

1 which the show of hands takes place or at which the poll is required to be
2 taken, shall be entitled to a second or casting vote.

3 (5) A poll demanded on the election of a Chairman or on any
4 question of adjournment shall be taken and a poll demanded or required to
5 be taken of any other question shall be taken at such time and place as the
6 Chairman of the meeting directs and any business other than that upon
7 which a poll has been demanded or is required may be proceeded with
8 pending the taking of the poll.

9 (6) On a show of hands or a poll, every member present in person
10 shall (except as provided in the case of electing members to fill vacancies of
11 the Council) have one vote.

12 *Voting Rights of Corporate Members*

13 10. Each corporate member's voting power at any meeting of the
14 Institute shall be vested in a single person entitled as a "Voting
15 Representative", who, if he is a professional member of the Institute in his
16 own right, may exercise his rights to vote as an individual member in
17 addition to voting as a representative.

18 *Meeting of the Council*

19 11.-(1) Subject to the provisions of any standing order or byelaw of
20 the Council, the Council shall meet whenever it is summoned by the
21 Chairman, and if the Chairman is required to do so by notice in writing given
22 to him by not less than five other members, he shall summon a meeting of the
23 Council to be held within seven days from the date on which the notice is
24 given.

25 (2) At any meeting of the Council, the Chairman or, in his absence,
26 the Vice-Chairman shall preside, but if both are absent, the members present
27 at the meeting shall appoint one of them to preside at that meeting.

28 (3) Where the Council desires to obtain advice from any person on
29 a particular matter, the Council may co-opt him as a member for such period
30 as the Council deems fit, but a person who is a member by virtue of this

1 subparagraph shall not be entitled to vote at any meeting of the Council and
2 shall not count towards a quorum.

3 (4) Notwithstanding anything in this paragraph, the first meeting of
4 the Council shall be summoned by the Minister of Education, who may give
5 such direction as he thinks fit as to the procedure to be followed at the meeting.

6 *Committees*

7 12.-(1) The Council may appoint one or more committees to carry
8 out, on behalf of the Institute or of the Council, such functions as the Council
9 may determine.

10 (2) A committee appointed under this paragraph shall consist of the
11 number of persons determined by the Council, and a person other than a
12 member of the Council shall hold office on the committee in accordance with
13 the terms of the instrument by which he is appointed.

14 *Miscellaneous*

15 13.-(1) The fixing of the seal of the Institute shall be authenticated by
16 the signature of the President or of some other member of the Council
17 authorised generally or specially by the Institute to act for that purpose.

18 (2) A contract or instrument, which if made or executed by a person
19 not being a body corporate, would not be required to be under seal, may be
20 made or executed on behalf of the Institute or the Council as the case may
21 require, by any person generally or specially authorised to act for that purpose
22 by the Council.

23 (3) A document purporting to be duly executed under the seal of the
24 Institute shall be received in evidence and shall, unless the contrary is proved,
25 be deemed to be so executed.

26 (4) The validity of any proceeding of the Institute, Council or
27 committee of the Council shall not be affected by any vacancy in membership,
28 any defect in the appointment of member of the Institute, the Council or a
29 person to serve on the committee or by reason that a person not entitled to do so
30 took part in the proceedings.

1 (5) A member of the Institute or the Council, and any person
2 holding office on a committee of the Council, who has a personal interest in
3 any contract or arrangement entered into or proposed to be considered by the
4 Council on behalf of the Institute, the Council or a committee, shall disclose
5 his interest to the President or the Council as the case may be, and shall not
6 vote on any question relating to the contract or arrangement.

7 (6) A person shall not, by reason only of his membership of the
8 Institute, be required to disclose any interest relating solely to the audit of the
9 accounts of the Institute.

10 SECOND SCHEDULE

11 *Section 22 (2)*

12 TRANSITIONAL PROVISIONS AS TO PROPERTY.

13 *Transfer of property*

14 1.-(1) Every agreement to which the Incorporated Institute was a
15 party immediately before the commencement of this Act, whether in writing
16 or not and whether or not of such nature that the rights, liabilities and
17 obligations thereunder could be assigned by the Incorporated Institute, shall
18 have effect from the commencement of the Act so far it relates to property
19 transferred by this Act to the Institute, as if-

20 (a) the Institute had been a party to the agreement; and

21 (b) for any reference (however worded and whether express or
22 implied) to a member or members of the Council or the Incorporated
23 Institute there were substituted as respects anything failing to be done on or
24 after the commencement of the Act, a reference to-

25 (i) the Institute, and

26 (ii) a member or members of the Council under this Act.

27 (2) Other documents referring, whether specifically or generally,
28 to the Incorporated Institute shall be construed in accordance with
29 subparagraph (1).

30 (3) Without prejudice to the generality of the provisions of this

1 Schedule, where, by the operation of any of them or any section of this Act, any
2 right, liability or obligation vests in the Institute, the Institute and all other
3 persons shall, as from the commencement of this Act, have the same rights,
4 powers and remedies (and, in particular, the same rights as to the taking or
5 resisting of legal proceedings or the making or resisting of applications to any
6 authority) for ascertaining, perfecting or enforcing that right, liability or
7 obligation as they would have had if it had at all times been a right, liability or
8 obligation of the Institute.

9 (4) Any legal proceeding or application to any authority pending on
10 the commencement of this Act by or against the Incorporated Institute and
11 relating to property transferred by this Act to the Institute may be continued on
12 or after that day by or against the Institute.

13 (5) If the law in force at the place where any property transferred by
14 this Act is situated provides for the registration of transfers or property of the
15 kind in question (whether by reference to an instrument of transfer or
16 otherwise), the law shall, so far it provides for alterations of a register but not
17 for avoidance of transfers, the payment of fees or any other matter, apply with
18 the necessary modifications to the transfer of the property and the Council shall
19 furnish the necessary particulars of the transfer to the proper officer of the
20 registration authority, and of that officer in charge of the transfer accordingly.

21 *Transfer of Functions*

22 2.-(1) At its first meeting, the Council of the Institute shall fix a date
23 not later than six months after the commencement of this Act, for the AGM of
24 the Institute.

25 (2) The members of the Council of the Incorporated Institute shall be
26 deemed to be the members of Council of the Institute until the date determined
27 under subparagraph (1) when the Institute shall have its first AGM, and they
28 shall cease to hold office at the conclusion of such meeting.

29 (3) A person who, immediately before the commencement of this Act,
30 held office as the President or Deputy President of the Incorporated Institute by

1 virtue of the Articles of Association shall, on that day, become the President
2 or, as the case may be, the Deputy President of the Institute, and shall be
3 deemed to have been elected-

4 (a) to that office under this Act, corresponding to the relevant
5 provision in the said Articles of Association; and

6 (b) on the date on which he took office, or last took office, under the
7 relevant provisions of those articles.

8 (4) The members of the Incorporated Institute shall, as from the
9 commencement of this Act, be registered as members of the Institute and,
10 without prejudice to the generality of the provisions of this Schedule relating
11 to the transfer of property, any person who, immediately before the
12 commencement of this Act, was a member of the staff of the Incorporated
13 Institute shall on that day become the holder of an appointment with the
14 Institute with the status, designations and functions which correspond as
15 nearly as may be to those appertaining to him in his capacity as a member of
16 staff of the Incorporated Institute.

17 (5) A person being an office holder on, or member of, the Council
18 of the Incorporated Institute immediately before the commencement of this
19 Act and deemed under this paragraph to have been appointed to any position
20 in the Institute, or the Council of the Institute, and hereafter ceasing to hold
21 office otherwise than by reason of his misconduct, shall be eligible for
22 appointment to the office in the Institute or to membership of the Council, as
23 the case may be.

24 (6) All regulations, rules and similar instruments made for the
25 purpose of the Incorporated Institute and in force immediately before the
26 commencement of this Act shall, except in so far as they are subsequently
27 revoked or amended by any authority having power in that behalf, have
28 effect with necessary modifications, as if duly made for the corresponding
29 purpose of the Institute.

1 THIRD SCHEDULE

2 *Section 15 (5)*

3 SUPPLEMENTARY PROVISIONS RELATING TO THE DISCIPLINARY

4 TRIBUNAL AND INVESTIGATING PANEL

5 *The Tribunal*

6 1.-(1) The quorum of the Tribunal shall be four.

7 (2) The Council shall make rules as to the selection of members of the
8 Tribunal for the purpose of any proceeding and as to the procedure to be
9 followed and rules of evidence to be observed in proceedings before the
10 Tribunal.

11 2. The rules shall in particular provide-

12 (a) for securing that notice of the proceedings shall be given , at such
13 time and in such manner as may be specified by the rules, to the person who is
14 the subject of the proceedings;15 (b) for determining who, in addition to that person, shall be a party to
16 the proceedings;17 (c) for securing that any party to the proceedings shall, if he so
18 requires, be entitled to be heard by the Tribunal;19 (d) for enabling any party to the proceedings to be represented by a
20 legal practitioner;21 (e) subject to the provisions of section 16 (5) of this Act, as to the costs
22 of proceedings before the Tribunal;23 (f) for requiring, in a case where it is alleged that the person who is the
24 subject of the proceedings is guilty of infamous conduct in any professional
25 respect, that where the Tribunal adjudges that the allegation has not been
26 proved, it shall record a finding that the person is not guilty of such conduct in
27 respect of the matters to which the allegation relates; and28 (g) for publishing in the print media, a notice of any direction of the
29 Tribunal, which has taken effect provided that a person's name shall be struck
30 off a register.

1 3. For the purpose of any proceeding before the Tribunal, any
2 member of the Tribunal may administer oaths and any party to the
3 proceedings may issue out of the registry of the High Court writs of
4 subpoena ad testificandum and ducestecum, but no person appearing before
5 the Tribunal shall be compelled to-

6 (a) make any statement before the Tribunal tending to incriminate
7 himself; or

8 (b) produce any document under such a writ which he could not be
9 compelled to produce at the trial of an action.

10 4.-(1) For the purpose of advising the Tribunal on questions of law
11 arising in the proceedings before it, there shall, in all such proceedings, be an
12 assessor to the Tribunal who shall be appointed by the Council on the
13 nomination of the Attorney-General of the Federation and shall be a legal
14 practitioner of no less than 10 years standing.

15 (2) The Attorney-General of the Federation shall make rules as to
16 the functions of assessors appointed under this paragraph and in particular
17 such rules shall contain provisions for securing that-

18 (a) where an assessor advises the Tribunal on any question of law
19 as to evidence, procedure or any other matter specified by the rule, he shall
20 do so in the presence of every party or person representing a party to the
21 proceedings who appears there or, if the advice is tendered while the
22 Tribunal is deliberating in private, that every such party or person shall be
23 informed what advice the assessor has tendered; and

24 (b) every such party or person shall be informed if in any case the
25 Tribunal does not accept the advice of the assessor on such a question.

26 (3) An assessor may be appointed under this paragraph either
27 generally or for any particular proceeding or class of proceeding, and shall
28 hold and vacate office in accordance with the terms of the instrument by
29 which he is appointed.

1 *The Panel*

2 5.-(1) The quorum of the Panel shall be three.

3 (2) The Panel may, at any meeting of the Panel attended by the
4 members of the Panel, make standing orders with respect to the Panel.

5 (3) Subject to the provisions of any such standing orders, the Panel
6 may regulate its own procedure.

7 *Miscellaneous*

8 6. A person ceasing to be a member of the Tribunal or the Panel shall
9 be eligible for reappointment as a member of that body.

EXPLANATORY MEMORANDUM

This Bill seeks to establish the Chartered Institute of Human Resources Management charged with the responsibility for registration of persons seeking to be Human Resources Management Practitioners, and for the promotion, study and practice of the profession of Human Resources Management.