



# THE ARCHITECTURAL ASSOCIATION OF KENYA

Incorporating Architects, Quantity Surveyors, Town Planners, Engineers,  
Landscape Architects, Environmental Design Consultants and  
Construction Project Managers

Founded 31<sup>st</sup> May, 1967

## CONSTITUTION AND BY-LAWS

2018 AMENDMENTS



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## **1.0 TITLE**

The title of the Association is “The Architectural Association of Kenya” hereinafter called The Association.

## **2.0 INTRODUCTION**

The Association is a body corporate co-ordinating various professionals engaged in the built and natural environment incorporating but not limited to professions in Architecture, Engineering, Quantity Surveying, Town Planning, Landscape Architecture, Environmental Design Consultantancy and Construction Project Management. The Association promotes professional development, education, public awareness, and the protection of built and natural heritage.

## **3.0 OBJECTS**

The objects of the Association are:

- 3.1 To co-ordinate the activities of professions concerned with built and natural environment in Kenya and promote professional integrity and to direct the members of the Association in all matters of professional practice;
- 3.2 To advance the science and art of planning and building by developing the standards of professional education, training and practice, and facilitate matters of mutual interest of the member professions;
- 3.3 To create public awareness by marketing the services of member professions and provide professional opinions on the matters pertaining to violation of the statutes provided for good maintenance of the built and natural environment;
- 3.4 To establish and accredit Continuing Professional Development programmes for the members of the Association and encourage collaboration of professionals and societies engaged in the built and natural environment;
- 3.5 To offer community services by participation in the enhancement of built and natural environment, maintain building information services, and monitor quality controls on materials;
- 3.6 To liaise with the Government and regulatory agencies on the matters affecting registration and licensing of the professionals engaged in the built and natural environment;

- 3.7 To foster National, Regional and International co-operation in matters dealing with the built and natural environment;
- 3.8 To maintain and protect heritage of the built and natural environment;
- 3.9 To facilitate research and dissemination of information for the advancement of professional education, training, and practice;
- 3.10 To publish documents and publications for the benefit of the members of the Association and the general public in all matters of the built and natural environment;
- 3.11 To create revenue generating activities for the Association;
- 3.12 The Association shall have no political object. Notwithstanding this provision, by a resolution of the Governing Council, the Association in a non-partisan manner, reserves right and duty to participate, contribute or comment on issues of public interest.

#### **4.0 MEMBERSHIP**

The membership of the Association shall be comprised of:

- (a) Honorary Members*
- (b) Fellow Members;*
- (c) Corporate Members;*
- (d) Graduate Members*
- (e) Licentiate Members;*
- (f) Technician Members;*
- (g) Student Members;*
- (h) Visiting Members;*
- (i) Firm Members;*
- (j) Institutional Members;*

## **4.1 QUALIFICATIONS FOR MEMBERSHIP**

- 4.1.1 All members shall sign a declaration form as prescribed in By-Law 4.0.
- 4.1.2 Honorary Members shall be persons whom the Governing Council considers to be eligible by virtue of eminence in the arts, science or literature; and by services rendered to the Association or its associated professions; or by other outstanding and relevant attributes and who have been invited as prescribed by By-Law 3.1.
- 4.1.3 Fellow Members shall be corporate members who were declared Fellows by the Council at the commencement of this class of membership and thereafter corporate members who have fulfilled such conditions prescribed by the By-Law 3.2 and have been invited by the College of Fellows.
- 4.1.4 Corporate Members shall be those persons who were declared to be Corporate Members at the inaugural meeting of the Association and thereafter shall be persons who have fulfilled such conditions as prescribed by the By-Law 3.3.
- 4.1.5 Licentiate Members shall be those persons who were Technician Members at the inaugural meeting of the Association and thereafter shall be persons who have fulfilled such conditions as prescribed by the By-Law 3.4.
- 4.1.6 Graduate Members shall be persons who have passed prescribed examinations and have fulfilled such conditions as the By-Laws prescribed by the By-Law 3.5.
- 4.1.7 Technician Members shall be persons who have passed prescribed examinations and have fulfilled such conditions as the By-Laws prescribed by the By-Law 3.6.
- 4.1.8 Student Members shall be persons who have enrolled in relevant disciplines at institutions of higher learning and have fulfilled such conditions as prescribed by the By-Law 3.7.
- 4.1.9 Visiting Members shall be persons who are in Kenya for not more than three years and have fulfilled such conditions as prescribed by the By-Law 3.8.
- 4.1.10 Firm Members shall be professional firms in Kenya which have fulfilled such conditions as prescribed by the By-Law 3.9.

4.1.11 Institutional Members shall be professional institutes or societies in Kenya and have fulfilled such conditions as prescribed by the By-Law 3.10.

## **4.2 VOTING MEMBERS**

4.2.1 All Fellow Members, Corporate Members, Licentiate Members and Graduate Members of the Association shall be voting members.

4.2.2 Non-voting members of the Association shall be Honorary Members, Technician Members, Student Members, Visiting Members, Firm Members and Institutional Members. They shall not vote at the Annual General Meetings, other General Meetings or Meetings of the Council or Chapters.

## **4.3 PRIVILEGES OF MEMBERS**

Members shall have privileges to participate in Association activities as prescribed in By-Law 7.0.

## **4.4 TERMINATION OF MEMBERSHIP**

Membership to the Association may be terminated by the Governing Council under the conditions prescribed in By-Law 10.0.

# **5.0 STRUCTURE OF THE ASSOCIATION**

Association shall be constituted of the Chapters, Branches and the Governing Council.

## **5.1 CHAPTERS**

5.1.1 Chapters consisting of not less than 10 corporate Members shall be formed within the Association to represent each of the principal professions concerned with built and natural environment as set out in By-Law 2.1

5.1.2 The role and responsibilities of the Chapters shall be as prescribed in By-Law 13.0.

## **5.2 BRANCHES**

5.2.1 Branches of the Association may be formed in any geographical area or town where this is so requested by the members living there and they shall be established in a manner and upon such conditions as agreed by the Governing Council.

## **5.3 THE GOVERNING COUNCIL**

5.3.1 The Governing Council shall be composed of the office bearers (ex-officio); and a further twenty three corporate members elected in the manner provided in By-Law 12.1.a and 12.1.b.

5.3.2 The term of the Office of the Governing Council shall be two years. Re-nominated Office Bearers shall be eligible to hold the same office in the subsequent terms.

5.3.3 The Governing Council may co-opt other persons temporarily for a specific task.

5.3.4 The President shall be elected biennially by the members of the association by means of a popular ballot conducted in accordance with By-law 12.1.d-f.

5.3.5 The role and responsibilities of the Governing Council shall be as prescribed in By-Law 12.0.

## **5.4 OFFICE BEARERS**

5.4.1 The following office bearers who shall constitute part of the Governing Council shall be elected biennially by the members of the Association by means of a popular ballot conducted in accordance with by-law 12.1.d-f.

(a) *President*

(b) *Vice President*

(c) *Honorary Secretary*

(d) *Assistant Honorary Secretary*

(e) *Honorary Treasurer*

(f) *Honorary Registrar*

Office Bearers shall be eligible to hold the same office for a maximum of two terms

#### 5.4.2 QUALIFICATION FOR ELECTION OF OFFICE BEARERS OF THE ASSOCIATION

To qualify for election as Office Bearer of the Association, candidates shall meet the following minimum qualifications:

- 5.4.2.1 President: Candidates shall have been a Corporate Member of the Association and shall have served the AAK Governing Council for at least one Session.
- 5.4.2.2 Vice-President: Candidates shall have been a Corporate Member of the Association and shall have served the AAK Governing Council or Chapter Council for at least one Session.
- 5.4.2.3 Honorary Secretary: Candidates shall have been a Corporate Member of the Association and shall have served the AAK Governing Council or Chapter Council for at least one Session.
- 5.4.2.4 Assistant Honorary Secretary: Candidates shall have been a Corporate Member of the Association and shall have served the AAK Governing Council or Chapter Council for at least one Session.
- 5.4.2.5 Honorary Treasurer: Candidates shall have been a Corporate Member of the Association and shall have served the AAK Governing Council or Chapter Council for at least one Session.
- 5.4.2.6 Honorary Registrar: Candidates shall have been a Corporate Member of the Association and shall have served the AAK Governing Council or Chapter Council for at least one Session.

#### 5.5 DUTIES OF THE OFFICE BEARERS

Duties of the Office Bearers of the Association shall be as follows:

- 5.5.1 The President, when present, shall preside over all meetings of the Association and the Governing Council and shall be responsible for carrying out the policy of the Governing Council.
- 5.5.2 The Vice-President shall perform the duties of the President in his/her absence or any other responsibilities as delegated by the President and the Governing Council.

- 5.5.3 The Honorary Secretary shall liaise with the Secretariat in dealing with all correspondence of the Association under the general direction of the Governing Council and shall be responsible for the safe keeping of all records of the Association.
- 5.5.4 The Assistant Honorary Secretary shall perform the duties of the Honorary Secretary in his/her absence and any other responsibilities as delegated by the Honorary Secretary and the Governing Council.
- 5.5.5 The Honorary Treasurer acting under the general direction of the Governing Council shall cause to be kept the proper books of accounts, prepare budgets and financial reports.
- 5.5.6 The Honorary Registrar shall cause to be maintained a Register of all members with their full names, addresses, qualifications, class of membership and Chapter; shall receive applications for the membership on presentation by the Chapter Council and shall cause to be maintained an up-to-date list of members.

## **6.0 MANAGEMENT**

### **6.1 ADMINISTRATIVE MANAGEMENT**

- 6.1.1 The management of the affairs and business of the Association shall be based on the policy guidelines formulated by the Governing Council and implemented by a qualified Chief Executive Officer appointed by the Governing Council.
- 6.1.2 The Governing Council shall cause to be kept proper administration through the Secretariat headed by the Chief Executive Officer.

### **6.2 FINANCIAL MANAGEMENT**

- 6.2.1 The Governing Council shall cause to be kept the funds and resources of the Association and use the same for the furtherance of its objects.
- 6.2.2 The Governing Council shall cause to be kept proper record of accounts for the capital, funds, receipts and expenditure of the Association, so that the true financial state and condition of the Association may at all times be exhibited by such accounts and shall be available to members for scrutiny if required.

- 6.2.3 The Financial year of the Association shall end on the 31<sup>st</sup> day of December in each year; and the accounts of the Association shall be made up each year to that date and after having been approved by the Governing Council and audited by an elected Auditor, the report shall be presented to the next annual general meeting.
- 6.2.4 Auditors shall be elected annually at the Annual General Meeting. They shall have access at all reasonable times to the accounts and securities, and shall report thereon to the next Annual General Meeting.
- 6.2.5 The Governing Council shall receive and allocate to each Chapter such funds as prescribed by in the By-Law 15.2 and such further funds as the Governing Council may consider necessary.

## **7.0 ENTRANCE FEES AND SUBSCRIPTIONS**

- 7.1 Entrance fees and subscriptions shall be paid to the Association in accordance with the amounts as prescribed in By-Law 22.0. Any member who has not paid his/her annual subscription, or who is a defaulter under the By-Laws, shall not vote.

## **8.0 GENERAL MEETINGS**

- 8.1 The General Meetings of the Association shall be convened by the Honorary Secretary, or the President or Vice-President on the instructions of the Governing Council or as prescribed in By-Law 14.0.
- 8.2 There shall be at least one General Meeting held in each year, which shall be known as the Annual General Meeting, at which the business shall include receiving a report from the President, the Trustees, the Honorary Treasurer, Auditors and the appointment of Auditors; and announcements of the Chapter nominations to the Governing Council during the election year.
- 8.3 PROCEDURE AT MEETINGS
  - 8.3.1 At all meetings of the Association, the President or, in his absence, the Vice-President, or in the absence of both these officers, a member selected by the meeting, shall take the Chair.
  - 8.3.2 Resolutions shall be decided by simple majority of eligible voting members by a show of hands. In the case of equality of votes the person who occupies the chair shall have a second or a casting vote.

#### 8.4 RESOLUTION AFFECTING ONE PROFESSION

8.4.1 Any resolution of the Governing Council which principally affects the interests of one profession shall be seconded by a representative of the Chapter concerned.

### **9.0 TRUSTEES**

9.1 Trustees of the Association may be appointed by the President of the Association on nomination at any General Meeting at which the Appointment of Trustees is properly upon the agenda.

9.2 Tenure of office for each trustee shall be a maximum of five years with an option for reappointment during the General Meeting.

9.3 There shall not be less than two or more than five Trustees and they shall be Fellow or Corporate Members. Office Bearers of the Association, Chapters or Branches shall not be eligible for appointment as Trustees of the Association.

9.4 Trustees shall cause to be kept audited accounts of investments, securities and immovable property acquired by the Association and are vested in the names the Trustees.

9.5 Trustees shall present an annual report to the Annual General Meeting.

### **10.0 COLLEGE OF FELLOWS**

10.1 The Governing Council shall confirm nominations received and approved by the College of Fellows as prescribed in By-Law 3.2.

10.1 Fellows of the Association shall not be eligible to hold elected offices of the Association, Chapter or Branches.

### **11.0 PROFESSIONAL AFFIXES**

11.1 Fellow, Corporate and Licentiate Members may use professional affixes as prescribed in By-Law 8.0.

## **12.0 PROFESSIONAL CONDUCT**

- 12.1 Every member, firm and chapter shall be bound by the Principles of Professional Conduct and to the Code of Conduct as prescribed in By-Laws 19.0 and 20.0.

## **13.0 BY-LAWS**

- 13.1 The Governing Council is empowered to create, revoke or amend By-Laws to regulate all matters referred thereto by this Constitution and on any other matters on which regulations are required which are consistent with the Constitution.
- 13.2 The creation, revocation or amendment of By-Laws concerning the scale of entrance fees, of fees for advancing from one class to another and of annual subscriptions shall only be effected at a General Meeting.

## **14.0 AMENDMENT OF CONSTITUTION**

- 14.1 This Constitution may be amended by a resolution of the General Meeting at which the proposed amendment is properly upon the agenda, such resolution having been voted in favour of the motion by two-thirds of those present and entitled to vote, subject to the appropriate quorum being observed as prescribed in By-Law 14.1.4.

## **15.0 DISSOLUTION**

- 15.1 The dissolution of the Association shall be by a resolution of the Association in a General Meeting at which the proposed dissolution is properly upon the agenda, such resolution having been voted in favour of the motion by two-thirds of those present and entitled to vote, subject to the appropriate quorum being observed as prescribed in By-Law 14.1.4.
- 15.2 In the event of the dissolution of the Association, the Governing Council last in office shall, in consultation with the Trustees, Chapters, Institutional and Firm members decide upon the disposal of the Association funds, investments, securities and property. Such disposal shall be in accordance with the Objects of the Association described in Clause 3 above.

## **16.0 INTERPRETATION**

- 16.1 Any dispute arising out of the interpretation of this Constitution or of the By-Laws shall be referred to a panel consisting of three persons, one of whom shall be an advocate appointed by the Governing Council and two of whom shall be Corporate Members.

## **17.0 ARBITRATION**

- 17.1. In case of a dispute between the Association and any of its members or any other persons or organizations, the dispute shall be referred to an arbitration panel of 3 persons appointed by the Chairman of the Chartered Institute of Arbitrators (Kenya Branch), one of whom shall be an advocate and the other two shall be Corporate Members of the Association.
- 17.2. In cases where contract documents and other legal documents have empowered the President of the Association to nominate an arbitration panel, the President, or in his absence the Vice-President, shall do so on behalf of the Association, in consultation with the Governing Council.



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## **BL 1.0 DEFINITIONS**

- 1.1 'The Constitution' shall mean the Constitution adopted in General Meeting on the 10<sup>th</sup> day of March 2003, and all subsequent amendments thereto.
- 1.2 'Approval' or 'approved' shall mean the approval of or by the Governing Council of the Association.

## **BL 2.0 CHAPTERS OF THE ASSOCIATION**

- 2.1 The Chapters of the Association, as constituted in Clause 5.1.1. of the Constitution, shall be, but not limited to the following:
  - (a) The Chapter of Architects;*
  - (b) The Chapter of Engineers;*
  - (c) The Chapter of Quantity Surveyors;*
  - (d) The Chapter of Town Planners;*
  - (e) The Chapter of Landscape Architects;*
  - (f) The Chapter of Environmental Design Consultants;*
  - (g) The Chapter of Construction Project Managers*
- 2.2 A Chapter shall be composed of all members of particular profession being one of the professions described in By-law 2.1 above; provided that a member who is so qualified may join more than one Chapter.

## **BL 3.0 MEMBERSHIP**

### **3.1 HONORARY MEMBERS**

- 3.1.1 The Governing Council may invite a member or other person to be enrolled as Honorary Member. The Proposal shall be put to a Governing Council Meeting and, if supported by two thirds of those present, the President shall write a letter of invitation to that person and if the invitation be accepted that person shall be enrolled as an Honorary Member of the Association for such time as the Governing Council may decide.

## **BL 3.2 FELLOW MEMBERS**

Fellow members shall be:

### **3.2.1 Fellow members shall be:**

- ( a ) Those Corporate members nominated by the Governing Council to the Class of Fellows, and;*
- ( b ) Those Corporate members invited by the College Fellows into the Class of Fellows.*
- ( c ) Those nominated Corporate members who have paid Fellowship entrance fee equivalent to ten years annual subscription fees for Corporate members applicable at the time of admission.*

### **3.2.2 Roles of the College of Fellows:**

- ( a ) Complement the Governing Council in guiding the activities of the Association.*
- ( b ) Assist the Governing Council with the following: Provide advisory opinions on matters of interest in the Built and Natural Environments; Carry out advocacy in line with the Objects of the Association; Provide mentorship to students and young professionals; and provide mediation within the Association.*

### **3.2.3 To qualify for invitation as a Fellow, a candidate shall have:**

- ( a ) Attained the age of 45, or;*
- ( b ) Been a Corporate member for a period of not less than 15 years, or*
- ( c ) Served or been elected as Chairman or President of the Association; or*
- ( d ) Advanced the Objects of the Association by outstanding performance in international organizations, received awards, authored publications, staged exhibitions, made technical innovations locally or internationally.*

### **3.2.4 Admission of new members:**

- ( a ) The Governing Council shall, in each Session of the Association, nominate a maximum of 7 Corporate members, for admission into the College of Fellows.*
- ( b ) The College of Fellows shall, in each Session of the Association, invite to the Class of Fellows a maximum of 5 Corporate members from the list provided by the Governing Council.*

- 3.2.5 The Fellowship award shall be conferred upon the recipients and certificates presented during the final Annual General Meeting of each Session of the Association.

### **BL 3.3 CORPORATE MEMBERS**

Corporate Members shall be:

- 3.3.1 Those persons declared to be Corporate Members at the inaugural meeting of the Association on the 31<sup>st</sup> of May, 1967: and those persons who were invited to become Corporate Members by virtue of their Corporate Membership of the East Africa Institute of Architects or the Royal Institution of Chartered Surveyors, Kenya status, and who accepted such invitation prior to the 31<sup>st</sup> of December, 1967; and
- 3.3.2 Those persons who are elected as Corporate Members as provided for in these By-Laws.
- 3.3.3 To qualify for election as a Corporate Member, a candidate shall have:
- ( a ) attained the age of 21 years; and*
  - ( b ) been a private practitioner or an employee of a professional firm; or of a public office department or educational body or be otherwise engaged in the work of any of the professions set out in By-Law 2.1; and*
  - ( c ) qualified the relevant examinations prescribed in Appendix II to these By-Laws; and*
  - ( d ) been registered or eligible for registration by the relevant Board of Registration in Kenya.*

### **B.L 3.4 LICENTIATE MEMBERS**

Licentiate Members shall be

- 3.4.1 Those persons who were invited to become Technician Members by virtue of their membership of the East Africa Institute of Architects or the Royal Institute of Chartered Surveyors , Kenya Branch, and the Architectural Association of Kenya, and who accepted such invitation prior to the 31<sup>st</sup> December 1998; and
- 3.4.2 Those persons who are elected as Licentiate Members as provided for in these By-laws.

3.4.3 To qualify for election as a Licentiate Member a candidate shall have:

- ( a ) attained the age of 30 years; and*
- ( b ) been an employee of a professional firm, or a public office for a minimum of 10 years where that department is engaged in any of the professions set out in By-Law 2.1.*
- ( c ) qualified the examination prescribed in Appendix II to these By-Laws.*
- ( d ) been registered or eligible for registration by the relevant Board of Registration in Kenya.*

## **B.L 3.5 GRADUATE MEMBERS**

Graduate Members shall be:

3.5.1 Those persons who were invited to become Graduate Members by virtue of their membership of the East Africa Institute of Architects or the Royal Institute of Chartered Surveyors of Kenya, Kenya Branch, and by virtue of their Kenya status, and who accepted such invitation prior to the 31<sup>st</sup> of December, 1967; and

3.5.2 Those persons who are elected as Graduate Members as provided for in these By-laws.

3.5.3 To qualify for election as a Graduate Member a candidate shall have:

- ( a ) attained the age of 21 years; and*
- ( b ) been an employee of a professional firm, or of a public office where that department is engaged in any of the professions set out in By-Law 2.1, or enrolled at a recognised institution of higher learning; and*
- ( c ) qualified the examination prescribed in Appendix II to these By-laws.*

3.5.4 Graduate members are required to upgrade to Corporate Membership within a period of one year after they have been registered or become eligible for registration by the relevant Board of Registration in Kenya.

3.5.5 All Graduate members may remain as Graduate Members for a period of up to five (5) years from the date of admission into this class, after which they will be required to apply for Corporate Member status or relinquish AAK membership.

### **B.L 3.6      TECHNICIAN MEMBERS**

Technician Members shall be:

- 3.6.1 Those persons who were invited to become technician members by virtue of being building technician of the East Africa Institute of Architects or the Royal Institute of Chartered Surveyors, Kenya Branch; who accepted such invitation prior to the 31<sup>st</sup> of December 1967; and
- 3.6.2 Those persons who are elected as Technician Members as provided for in these By-Laws.
- 3.6.3 To qualify for election as a Technician Member a candidate shall have:
  - ( a ) Attained the age of 21 years; and*
  - ( b ) Been an employee in a firm, or a public office where that department is engaged in any of the professions set out in By-Law 2.1, and*
  - ( c ) Qualified the examinations prescribed in Appendix II to these By-laws.*

### **B.L 3.7      STUDENT MEMBERS**

Student Members shall be:

- 3.7.1 Those persons who are elected Student Members as provided for in these By-laws.
- 3.7.2 Student Membership shall be limited to a period of ten years, and at the end of such period a student's membership shall lapse.
- 3.7.3 To qualify for election as a Student Member a candidate shall have:
  - ( a ) Attained the age of 16 years; and*
  - ( b ) Been an employee or a trainee engaged in any of the professions set out in By-Law 2.1, and enrolled at a recognised institution of higher learning.*

### **B.L 3.8 VISITING MEMBERS**

Visiting Members shall be:

- 3.8.1 Those persons have attained the age of 21 years;
- 3.8.2 Those persons who are in Kenya on a temporary basis for not more than three years and are attached as such to a public office department or to a project aided by another country; and
- 3.8.3 Those persons who are engaged or have previous qualifications by way of experience, training, university degree or have registration in a country other than Kenya for any of the professions set out in By-Law 2.1; or
- 3.8.4 Any other qualifications as the Chapter Council may approve from time to time.

### **B.L 3.9 FIRM MEMBERS**

Firm Members shall be:

- 3.9.1 Those professional firms, engaged in any of the professions set out in By-Law 2.1, and in which all the partners of an unlimited company; or all the directors and or shareholders of a limited company; are the Fellow, Corporate or Licentiate members of the Association; and
- 3.9.2 Those professional firms accepted to become firm members by the respective Chapters; or
- 3.9.3 Those who have met any other criteria that Governing Council may approve from time to time.

### **B.L 3.10 INSTITUTIONAL MEMBERS**

Institutional Members shall be:

- 3.10.1 Those professional institutes or societies related with any of the professions set out in By-Law 2.1, and which subscribes to the principles and objects of the Association and maintain the same professional standards of the Association and its Chapters;

- 3.10.2 Those professional institutes or societies which are accepted to become an Institutional Member by the respective Chapters;
- 3.10.3 Any other criteria as the Governing Council may approve from time to time.

#### **B.L 4.0 MEMBERS’ DECLARATION**

- 4.1 All persons who are declared or accepted to be members and all candidates for election as members shall sign a declaration to abide by the Constitution and By-Laws of the Association, and to be bound by the Principles of Professional Conduct and Code of Conduct promulgated by the Association as set out in Appendix I.

#### **B.L 5.0 APPLICATION FOR MEMBERSHIP**

- 5.1 All candidates for election as Corporate, Licentiate, Graduate, Technician, Student, Visiting, Institutional or Firm shall complete an application form, sign the declaration as required under By-Law BL 4.0 above and submit it to the Secretariat for the consideration by the respective Chapter.
- 5.2 All candidates for election shall be proposed by and seconded by Fellow or Corporate Members of the Chapter or Chapters which they are qualified to join; provided that no candidate shall be proposed or seconded by the Association President nor by the Chairperson of such Chapters.
- 5.3 Exceptionally and notwithstanding the provisions of By-Law BL 5.2. above, if a candidate is unable to find Fellow or Corporate Members willing to support his/her application because he/she is not known in Kenya, the President or Vice-President, in consultation with the Chapter Council concerned, shall have the power to sign the application form.
- 5.4 Membership application shall be made on prescribed Application Forms with an entrance fee with the first annual subscription in accordance with By-Law 22.0
- 5.5 The Chapter Council shall be entitled to change the application in regard to either the class or the Chapters at the time of election if they consider that such change is appropriate in view of candidate’s qualifications.
- 5.6 All applications for membership shall be signed by the Chairperson of the Chapter or Chapters concerned to indicate approval of the application by the Chapter and shall be confirmed by the Governing Council at the first opportunity.

- 5.7 Should additional information or any investigation be required by the Chairperson of the Chapter Council or by a qualifications committee, an application may be held in suspense until such additional information is received.

## **B.L 6.0 ELECTION OF MEMBERS**

- 6.1 Election shall be by a majority vote of the Chapter Council.

- 6.2 In the event that an application is rejected,

*( a ) The entrance fee and first annual subscription shall be returned to the candidate;*

*( b ) Unless the Chapter Council otherwise decides, the candidate shall be given a short summary of the reasons for rejection but no other correspondence or legal proceedings shall be entered into;*

*( c ) The candidate may not re-apply for membership for a period of twelve months from the date of the decision of the Chapter Council;*

*( d ) Any such applicant may appeal to the Governing Council.*

- 6.3 Upon election, the Honorary Registrar shall inform the candidate and shall enter the name of the candidate in the Registrar of Association.

- 6.4 Certificate of membership shall be issued to the Member by the Governing Council.

- 6.5 A member wishing to advance to another class of membership shall make a new application as provided in BL. 5.1 above.

- 6.6 Any member who wishes to join a second chapter and who is appropriately qualified shall make a new application as provided in BL. 5.1 above.

## **B.L 7.0 PRIVILEGES OF MEMBERS**

- 7.1 Members of all classes shall have the right to attend General Meetings of the Association and meetings of their Chapter Branch or Group and may join in all discussions and participate in all Association, Chapter, Branch or Group activities.

7.2 Only voting members are eligible to vote at the General Meetings, meetings of the Governing Council and meetings of Chapters or Branches. Non voting members shall not vote at any of the aforesaid meetings.

7.3 Any Voting Members who are members of more than one Chapter shall have only one vote at the General Meetings.

7.4 All members shall have right to participate in any activities of the Association by attending or subscribing to:

*( a ) Conferences and seminars;*

*( b ) SACCO and mortgage Schemes;*

*( c ) Professional and medical Insurance Schemes;*

*( d ) Benevolent Funds and Bursaries;*

*( e ) Documents and stationaries;*

*( f ) Journals and publications; and any other activities approved by the Governing Council and organised by the Chapters from time to time.*

7.5 CONTINUOUS PROFESSIONAL DEVELOPMENT PROGRAMME

7.5.1 All members shall participate in the Continuous Professional Development Programme conducted by their respective Chapters based on criteria approved by the Governing Council.

7.5.2 All members shall obtain the minimum recommended credit points to retain their membership by attending the Continuous Professional Development programmes which are accredited by the Governing Council from time to time.

## **B.L 8.0 PROFESSIONAL AFFIXES**

8.1 All Fellow Members shall be entitled to use the following affix:

*Fellow Members*

*F.A.A.K.*

8.2 All Corporate Members shall be entitled to use one or more of the following affixes in accordance with the Chapter or Chapters of which they are a member:

<i>Chapter of Architects</i>	<i>M.A.A.K. (A)</i>
<i>Chapter of Engineers</i>	<i>M.A.A.K. (E)</i>
<i>Chapter of Quantity Surveyors</i>	<i>M.A.A.K. (QS)</i>
<i>Chapter of Town Planners</i>	<i>M.A.A.K. (TP)</i>
<i>Chapter of Landscape Architects</i>	<i>M.A.A.K(LA)</i>
<i>Chapter of Environmental Design Consultants</i>	<i>M.A.A.K. (EDC )</i>
<i>Chapter of Construction Project Managers</i>	<i>M.A.A.K. (CPM)</i>

8.3 All Licentiate Members shall be entitled to use one or more of the following affixes in accordance with the Chapter or Chapters of which they are a member:

<i>Chapter of Architects</i>	<i>L.A.A.K.(A)</i>
<i>Chapter of Engineers</i>	<i>L.A.A.K. (E)</i>
<i>Chapter of Quantity Surveyors</i>	<i>L.A.A.K. (QS)</i>
<i>Chapter of Town Planners</i>	<i>L.A.A.K. (TP)</i>
<i>Chapter of Landscape Architects</i>	<i>L.A.A.K. (LA)</i>
<i>Chapter of Environmental Design Consultants</i>	<i>L.A.A.K. (EDC )</i>
<i>Chapter of Construction Project Managers</i>	<i>L.A.A.K. (CPM)</i>

8.4 All Institutional and Firm Members shall be entitled to cite their affiliation with the Association on their Official Stationary as: Affiliated Member of the Architectural Association of Kenya.

8.5 No other affixes shall be used by any member in relation to membership of the Association.

## **B.L 9.0 FEES AND SUBSCRIPTIONS**

9.1 The Governing Council shall recommend to the General Meeting about the amount of fees payable for Entrance, Transfer of Membership Class and Annual subscription as revised from time to time and updated in the Appendix III.

- 9.2 All application for the Transfer of Membership Class and Entrance shall be accompanied by the requisite fees and annual subscription.
- 9.3 Annual subscription shall be due on 1<sup>st</sup> January every year and shall be payable by 31<sup>st</sup> March.
- 9.4 In the case of a member elected after the 1<sup>st</sup> October, the subscription shall be deemed payment for the following year.
- 9.5 The Honorary Registrar in liaison with the Secretariat shall cause notice for the renewal of annual subscription by the 31<sup>st</sup> December of every year.
- 9.6 The Defaulters, whose subscription fall in arrears after 31st March, shall be notified by the Honorary Registrar in liaison with the Secretariat advising such member that his/her annual subscription has been outstanding for a period of three months and sent by electronic communication to the address last mentioned on the Register.
- 9.7 The Hon. Registrar shall, upon receipt of full payment of a Firm, Corporate, or Licentiate member's Annual Subscription, facilitate the issuance of a serialised Annual Membership Certificate. This certificate shall be issued to the member within thirty days of receipt of payment and shall be deemed to be proof of membership valid for that calendar year, subject to B.L. 9.4.

## **B.L 10.0 TERMINATION OF MEMBERSHIP**

- 10.1 Membership of the Association may be terminated by the Governing Council:
- 10.1.1 On receipt by the Governing Council of a letter of resignation from a member; or
- 10.1.2 Upon being notified of the death of a member; or
- 10.1.3 In the case of Corporate Members, if an application for registration by the appropriate Statutory Board of Registration is refused or, being already so registered, the member ceases to be eligible for registration; or
- 10.1.5 In the event that a member, after having been warned by the Governing Council in writing, fails or refuses to abide by the Constitution or By-Laws of the Association; or

- 10.1.6 In the event that a member is found by the Governing Council to be guilty of unprofessional conduct such as to warrant the termination of his/her membership; or
- 10.1.7 In the case of Visiting Members on leaving Kenya or after being a Visiting Member for three year, whichever shall be the earliest.
- 10.1.8 If a member fails to attain the minimum recommended CPD Credit Points as prescribed in By-Law 7.5.
- 10.2 On termination of membership:
  - 10.2.1 On termination of membership, the name of the member shall be removed from the Register of the Association and the member shall be so advised in writing by the Honorary Registrar.
  - 10.2.2 On termination of membership, the member shall return any Certificate of Membership which may have been issued by the Association.
  - 10.2.3 On termination of membership a member shall not be entitled to any refund of annual subscription.
- 10.3 Suspension of Membership
  - 10.3.1 Membership of the Association shall become suspended if an annual subscription which is properly due from a member remains unpaid for a further 31 days after a letter has been written on the instructions of the Governing Council in accordance with By-Law BL. 9.6 above;
  - 10.3.2 Any member who is suspended on account of non-payment of Annual Subscriptions may be reinstated immediately upon payment of:
    - a. *A reinstatement fee equivalent to 25% of the applicable Annual Membership Subscription if the reinstatement is done before end of the current year or full year annual membership subscription if the reinstatement is effected after end of the year*
    - b. *Current year Annual Subscription*

## **B.L 11.0 REINSTATEMENT OF MEMBERSHIP**

- 11.1 Any member whose name is removed from the Register of the Association may be reinstated at the discretion of the Governing Council and on such terms as they may consider appropriate.

## **B.L 12.0 THE GOVERNING COUNCIL**

- 12.1 The Governing Council of the Association shall be comprised of the office bearers (ex-officio) and a further twenty three(23) corporate members nominated by their respective chapters in such a manner as is provided for by-laws 12.1.a and 12.1.b. All members of the Governing Council shall be members of their respective Chapter Councils.
  - 12.1.a Each Chapter shall be entitled to elect and/or nominate at the very least, two (2) representatives to the Governing Council and such other additional representatives as shall be required to fill the vacancies announced by the Governing Council for each chapter in accordance with By-Law 12.1.b
  - 12.1.b The constitution and/or composition of the remaining vacancies in the Governing Council shall be divided amongst the Chapters in accordance with the ratio of the paid up corporate membership in each Chapter vis-à-vis the paid up membership of the Association.
  - 12.1.c In the event that any Office Bearer's position is rendered vacant for whatever reason, the Governing Council shall appoint a suitably qualified person from within the Council to act in the vacated position for the remainder of the Session.
  - 12.1.d The Governing Council shall review the membership figures biennially and shall declare the number of vacancies to be filled from each Chapter at least eight (8) weeks before the Annual General Meeting.
  - 12.1.e Not less than four (4) weeks before each Annual General Meeting, the Honorary Secretary shall circulate to each voting member detailed information and instruction on the electronic voting system to be adopted including information on the voting method and period. All voting members shall be entitled to vote irrespective of whether he is a member of the Chapter or Chapters to which the candidate belongs.
  - 12.1.f The retiring Council shall appoint three scrutineers who shall count the vote cast prior to the Annual General Meeting and shall report the results and/or findings at the Annual General.

- 12.2 Notice for the Annual General Meeting of the Association shall be sent by the Honorary Secretary at least three weeks before each Annual General Meeting to all members of the Association.
- 12.3 The Annual General Meeting of the Association shall be held within one month after the Annual General Meetings of all the Chapters.
- 12.4 The representatives to the Governing Council elected from each chapter shall be announced at the Annual General Meeting of the Association in an election year.
- 12.5 A member of the Governing Council shall serve for a term of two (2) years with an option of re-election for further terms.
- 12.6 The Governing Council shall hold at least a bimonthly Meeting and not less than ten meetings in each Session of two years.
- 12.7 At all meetings of the Governing Council, the President or the Vice-President or in their absence a member selected by the meeting shall take the chair. Quorum at the meeting shall be five members.
- 12.8 Resolutions shall be decided with a simple majority by show of hands and in case of a tie, the person occupying the chair shall have a second or the casting vote.
- 12.9 The Governing Council shall expel any elected member from its Council if the member remains absent for three consecutive meetings, with or without apology.
- 12.10 The Governing Council shall fill the vacancy by replacement from the Chapter whose representative to the Governing Council has been expelled.
- 12.11 If a member of the Governing Council has sufficient cause for absence, the Chapter Council shall have the right to appoint an alternate member from his/her own Chapter Council.
- 12.12 Committees of the Governing Council shall be established at the beginning of each Session of the Association. The Standing Committees of the Governing Council shall be:
- a) Executive Committee
  - b) Advocacy & Communications Committee
  - c) Membership Services Committee
  - d) Administration & Finance Committee

- 12.13 The Governing Council shall nominate all the representatives to various organisations and or sub-committees of the Governing Council. Where such a nominee is not an elected Member of the Governing Council, the President is authorised to co-opt such members into the Committees.
- 12.14 The Committees, appointed as per By-Law.12.12 and the representatives nominated as per By-law By-Law.12.13 above shall have no right to incur any expenses on behalf of the Association unless specifically authorised by the Governing Council.
- 12.15 The Governing Council shall approve and accredit the Continuous Professional Development Programme conducted by the Chapters; and determine the criteria for awarding the credit points to from time to time as per By-Laws.7.5.1 and 7.5.2.

**B.L 13.0 CHAPTER COUNCIL**

- 13.1 The Management of the Chapter shall be conducted by a Chapter Council which is elected in accordance with the following By-Laws.
- 13.2 The Chapter Council shall be composed of the Office Bearers, the Chapter representatives to the Governing Council, not less than two members from the Corporate, Graduate or Licentiate members of the Chapter; and the Immediate Past Chairperson shall be ex-officio member.
- 13.3 Each chapter shall elect the office bearers of the Chapter Council and such number of representatives to the Governing Council as shall be necessary to fill the number of vacancies declared by the Governing Council in accordance with By-Law 12.1.a
- 13.4 Office Bearers of the Chapter shall be:
- (a) *Chairperson*
  - (b) *Vice-Chairperson*
  - (c) *Secretary*
  - (d) *Treasurer*
  - (e) *Registrar*
  - (f) *Assistant Secretary*

- 13.5 The Chapter Council members shall serve for the term of two years with an option of re-election for further terms. Chapter Office Bearers shall be eligible to hold the same office for a maximum of two terms.
- 13.6 In the event that any Chapter Office Bearer's position is rendered vacant for whatever reason, the Chapter Council shall appoint a suitably qualified person from within the Council to act in the vacated position for the remainder of the Session.
- 13.7 Notice for the Chapter Annual General Meeting shall be sent by the Chapter Secretary at least three weeks before each Annual General Meeting to all members of the Chapter.
- 13.8 During the Annual General Meeting at which election is an item on the agenda, the meeting shall appoint a corporate member who shall act as the Returning Officer for the purposes of Chapter election provided that the member does not have any vested interest in elections.
- 13.9 The Returning Officer shall receive the nominations from the floor for the election of the Chapter Office Bearers and the representatives to the Governing Council, conduct the elections and declare the results. The Returning Officer shall take the chair at the commencement of elections and cease to be a Chairperson immediately after declaring the results of the elections.
- 13.10 At the Annual General Meeting of the Chapter, at which election is an item on the agenda, all the voting members of the Chapter shall elect:
- ( a ) the Chapter Chairperson, Chapter Vice-Chairperson, Chapter Secretary, Chapter Assistant Secretary, Chapter Treasurer, Chapter Registrar and such number of representatives to the Governing Council as shall be required to fill the vacancies declared by the Governing Council in respect of each Chapter in accordance with By-Law 12.1.b*
  - ( b ) the representatives to the Chapter Committees, and not less than two representatives to the Chapter Council nominated from all the voting members;*
  - ( c ) during such elections, the nomination of a member for election must be made with his/her consent and shall be proposed and seconded by not less than three voting members of the Chapter present.*
- 13.11 During such elections, the nomination of a member for election shall be made with his/her consent and shall be proposed and seconded by not less than three voting members of the Chapter present.
- 13.12 The Chapter Chairperson shall be empowered to convene a meeting to either directly or through his/her Chapter Secretary for the purpose of the Chapter election and all subsequent meetings of the Chapter.

- 13.13 Each Chapter must hold at least one bimonthly Meeting of the Chapter Council and the deliberations at such a Meeting shall be reported to the Governing Council at its regular bimonthly meeting. The Chapter Council shall hold not less than eight meetings in each Session of two years.
- 13.14 At all meetings of the Chapter, the Chairperson or the Vice-Chairperson or in their absence a member selected by the meeting shall take the chair. Quorum at the meeting shall be five members.
- 13.15 Resolutions shall be decided with a simple majority by show of hands and in case of a tie, the person occupying the chair has a second or the casting vote.
- 13.16 The Chapter Council shall replace any elected member from its Council if the member remains absent for three consecutive meetings, with or without apology.
- 13.17 The Chapter Council shall replace any representative to the Governing Council who has been expelled or if the member remains absent for three consecutive meetings, with or without apology.
- 13.18 The Chapter Council may appoint Convenor to any standing or ad-hoc committees as it may consider necessary from time to time. A Convenor of such committee shall have power to co-opt any interested members from the Association. Where the Convenors of such committees are selected from outside the Chapter Council, the Chapter Chairperson is authorised to co-opt such members into the Chapter Committees.
- 13.19 The Chapter Council shall nominate all Chapter representatives to various organisations and or sub-committees of the Governing Council. Where such a nominee is not an elected Chapter Council Member, the Chapter Chairperson is authorised to co-opt such member into the Chapter Committee.
- 13.20 The Chapter Committees, appointed as per By-Law 13.18 and the representatives nominated as per By-law 13.18 above shall have no right to incur any expenses on behalf of the Chapter unless specifically authorised by the Chapter Council.
- 13.21 The Chapter Council shall conduct the Continuous Professional Development Programme and award credit points to the participants as approved and accredited by the Governing Council from time to time as per By-laws 7.5.1 and 7.5.2

## **B.L 14.0 GENERAL MEETINGS**

### **14.1 THE ANNUAL GENERAL MEETING OF THE ASSOCIATION**

- 14.1.1 The Annual General Meeting of the Association shall take place not later than 31<sup>st</sup> March in each year and shall mark the beginning of the Session. There shall be at least one Annual General meeting per year.
- 14.1.2 The Annual General Meeting of the Association shall be convened by the Honorary Secretary, or the President or the Vice-President on instructions of the Governing Council and shall give notice of three weeks in writing to every member.
- 14.1.3 The business of the Annual General Meeting of the Association shall include:
- ( a ) Receiving a report of the Governing Council from the President;*
  - ( b ) Receiving reports from the Trustees, Honorary Treasurer and the appointed Auditor for approving the annual audited accounts;*
  - ( c ) Receiving scrutineers report on the election of office bearers and announcements from the Chapters on nomination of Chapter representatives to the Governing Council for the new Session and declaring which members are elected to the Chapter Council; during an election year;*
  - ( d ) Appointing auditors for the current financial year; and*
  - ( e ) A debate on any other business for which the notice of 14 days has been given to members.*
- 14.1.4 The quorum at the General Meetings of the Association shall be:
- ( a ) Twenty Members, comprising Fellows, Corporate, Licentiate & Graduate members, for normal business and amendments of the Scale of Fees and annual subscriptions under the proviso to BL 20.0;*
  - ( b ) Increased to fifty Members, comprising Fellows and Corporate members, when motions under the proviso to Clause 14.0 and/ or 15.0 of the Constitution are to be discussed.*

## **14.2 THE ANNUAL GENERAL MEETING OF THE CHAPTERS**

14.2.1 The Annual General Meeting of the Chapter shall take place not later than the last day of February in each year and shall mark the beginning of the Session. There shall be held at least one Annual General Meeting per year.

14.2.2 The Annual General Meeting shall be convened by the Chapter Secretary on the instructions of the Chapter Council or the Chapter Chairperson or on receipt by the Chapter of a written requisition from ten (10) Voting Members stating the business to be debated.

14.2.4 The business of the Annual General Meeting of the Chapter shall include:

*( a ) Receiving reports of the Chapter Council from the Chapter Chairperson;*

*( b ) Receiving a report from the Honorary Chapter Treasurer and approving of annual audited accounts;*

*( c ) Conducting and receiving results of the Chapter elections for the Chapter Council, Chapter Office Bearers, the Chapter representatives to the Governing Council and the Chapter Committees for the ensuing year;*

*( d ) Debate on any other business for which the notice of 14 days has been given to members.*

14.2.5 The quorum at the Annual General Meeting for the Chapters shall be:

*( a ) 10 Voting Members for the Chapters of Architects and Quantity Surveyors;*

*( b ) 5 Voting Members for all other Chapters.*

## **14.3 OTHER GENERAL MEETINGS**

14.3.1 Any other General Meetings shall be convened by giving at least fourteen (14) days notice in writing accompanied by an agenda sent to all members.

14.3.2 A special General Meeting of both the Association and the Chapters may be held on receipt, by the relevant council, of a written requisition from ten (10) voting members stating the business to be debated.

## **B.L 15.0 FINANCIAL MANAGEMENT OF THE ASSOCIATION**

15.1 Sources of funds received and generated by the Governing Council include:

- ( a ) Fees and Subscriptions by the membership;*
- ( b ) Sale of documents and publications by the Secretariat;*
- ( c ) Funds allocated by the Governing Council;*
- ( d ) Profit generating activities;*
- ( e ) 25% of total revenue generated by Chapters.*

15.2 All funds received and generated by the Association shall be allocated as per the Financial Policy determined and announced by the Governing Council at the Annual General Meeting every year.

15.3 The financial year of the Association shall end of the 31<sup>st</sup> of December and all accounts and balance sheets shall be prepared to that date.

15.4 Bank accounts shall be opened and maintained at a bank, approved by the Governing Council, in which all funds of the Association shall be deposited and from which all payments by the Association shall be paid.

15.5 Signatories to the bank accounts and the cheques shall be the Treasurer and any of the following; President, Vice-President or the Honorary Secretary of the Association.

## **B.L 16.0 FINANCIAL MANAGEMENT OF THE CHAPTERS**

The Chapters shall have financial autonomy in accordance with By-Laws as follows:-

16.1 Source of funds received and generated by the Chapter includes.

- (a) Sale of documents and publications prepared by the Chapter;*
- (b) Profit generating activities;*
- (c) Funds allocated by the Governing Council*
- (d) Continuous Professional Development programmes;*
- (e) Donations and other sources;*

- 16.2 All funds received and generated by the Chapter shall be allocated as per the Financial Policy determined and announced by the Chapter Council at the Annual General Meeting every year.
- 16.3 The financial year of the Chapter shall end of the 31<sup>st</sup> of December and all accounts and balance sheets shall be prepared to that date and submitted to the Governing Council.
- 16.4 Bank accounts shall be opened and maintained at a bank, approved by the Chapter Council, in which all funds of the Chapter shall be deposited and from which all payments by the Chapter shall be paid.
- 16.5 Signatories to the bank accounts and the Cheques shall be the Treasurer and any of the following; Chairperson, Vice-Chairperson or the Honorary Secretary of the Chapter.
- 16.6 Chapter Councils shall submit accounts audited by the appointed auditors of the Association for amalgamation with the Governing Council accounts and for presentation to the Annual General Meeting of the Association.
- 16.7 The Association may Institute Legal proceedings against Office Bearers whom the Governing Council has evidence to have misappropriated Chapter or Association funds.
- 16.8 Chapters shall be allowed to directly purchase shares in assets held by the Trustees.
- 16.9 Chapters shall not incur debts without authority from the Governing Council.

**B.L 17.0 ADMINISTRATIVE MANAGEMENT OF THE CHAPTERS**

The Chapters shall have administrative autonomy in accordance with By-Laws 17.2 to 17.4.

- 17.1 The Secretariat shall serve all Chapters for normal services. Charges will be levied by the Secretariat at prevailing market rates for services related to profit making activities. The Governing Council shall provide a schedule of description of normal services.
- 17.2 The Chapter Council will be responsible for the entire management of Chapter affairs.

17.3 All correspondence shall be made with a copy to the Chief Executive Officer of the Association. Matters relating to the entire Association shall emanate from the Governing Council.

17.4 The Chapter Council shall undertake the following responsibilities:

*(a) Establish a marketing and public relations framework for its profession.*

*(b) Facilitate professional education, training and practice.*

*(c) Liaise with Governing Council to establish and implement Continuous Professional Development programmes (C.P.D.)*

*(d) Maintain professional ethics and conduct.*

*(e) Affiliate and subscribe to International and Regional Organisations.*

*(f) Facilitate and regulate membership into the Association related to the Chapter profession.*

## **B.L 18.0 DISCIPLINARY POWERS**

18.1 Should any complaint be received in writing by the Honorary Secretary concerning the conduct of a member, the matter shall be reported to the Chapter Council and if the Chapter Council rules that the matter be investigated, the Honorary Secretary shall send a copy of the complaint by registered letter to the member concerned.

18.2 The Chapter Council shall make such investigations as it considers appropriate and the member shall be invited to appear before an investigating committee appointed by the Chapter Council for the purpose; and consisting of three Corporate Members.

18.3 The said invitation shall be sent to the member by registered post and if it is not accepted or refused within one month of the date thereof the investigations shall proceed in the absence of the member.

18.4 The member shall have the right to be represented by a person who may or may not be legally qualified.

18.5 Unless the member otherwise agrees, the investigation shall be held in Camera.

18.6 Decisions of an investigating committee shall be by secret ballot.

18.7 A record of the proceedings shall be kept and, unless the member otherwise agrees, the record shall be confidential.

- 18.8 After completing its investigations the Chapter Council shall by secret ballot find the member guilty or not guilty of professional misconduct and shall at its discretion either:
- ( a ) Exonerate; or*
  - ( b ) Warn; or*
  - ( c ) Reprimand; or*
  - ( d ) Suspend; or*
  - ( e ) Terminate the membership of the member and the Honorary Secretary shall notify the member by registered post accordingly.*
- 18.9 The decision of the Chapter Council shall be made public within the Association by informing the Governing Council.
- 18.10 The Chapter Council's decision shall be final, but in the event that additional evidence subsequently appears which the Chapter Council consider to be material they shall review their previous decision.
- 18.11 If a member is aggrieved by the decision of the Chapter Council, he/she may appeal to the Governing Council for reprieve.
- 18.12 If a member shall be suspended or shall have had his/her membership terminated under this By-Law on account of unprofessional conduct, the appropriate Statutory Board of Registration shall be notified.
- 18.13 Should the same complaint have been previously and separately made to the appropriate Statutory Board of Registration and the Statutory Board has held and concluded an enquiry and recorded its decision, then the Governing Council may at its discretion waive its own investigations, note the decision of the Statutory Board and take appropriate action under BL. 18.8 above.
- 18.14 Should the same complaint be currently under investigation by the appropriate Statutory Board, then the Governing Council may postpone investigation by the Association until after the hearing before the Board whereupon BL. 18.13 above shall apply.

## **APPENDIX I**

### **B.L 19.0 PRINCIPLES OF PROFESSIONAL CONDUCT**

- 19.1 A member shall always discharge duties and shall not commit any act which will have the effect of avoiding or diminishing professional responsibility.
- 19.2 A members shall at all times be honest in dealings and decisions shall be made with integrity of purpose.
- 19.3 A member shall at all time be free from corruption.
- 19.4 A member's advice shall at all times be impartial.
- 19.5 A member must never place himself in a position where his/her duties are likely to create a conflict with the professional interest.
- 19.6 A member shall at all times act in an honourable manner towards professional colleagues.
- 19.7 A member may only advertise his/her professional services within the guidelines of the statutory bodies regulating the respective profession.

### **B.L 20.0 CODE OF CONDUCT**

- 20.0 Without derogation to the authority of the Governing Council and Chapter Council for including other matters, a member shall be guilty of professional misconduct if he/she:

#### **20.1 PROHIBITED EMPLOYMENT**

Being employed as a Consultant, Adviser or Assistant to any firm or company concerned with the building industry under the following conditions:

- ( a ) Acts in a professional capacity for a third party to whom his/her principals owe contractual duty; and*  
*( b ) Allows his/her name and professional affixes to appear on the letterheads of the firm or company in a way other than in connection with his/her professional services to the firm or company;*

## **20.2 DISCOUNTS ETC**

- 20.2.1 Accepts any discount, gift or commission from contractors or tradesmen whether employed upon his/her work or not;

## **20.3 BUILDING MATERIALS**

- 20.3 Owns or has a commercial interest, either as a director of a company or as a consultant or advisor or as a shareholder in any material, device or invention used in a building without first informing his/her client thereof and obtaining his/her sanction before specifying the use of it in works under his/her direction.

## **20.4 NAME PLATES**

- 20.4.1 Exhibits his/her name outside the office in lettering more than 150mm in height or fails to exhibit both official emblems of the Board of Registration and Architectural Association of Kenya in the approved size.
- 20.4.2 Displays his/her name, name of the firm or the signature except on headed paper without including the word Architect/s, Quantity Surveyor/s, Engineer/s, Town Planner/s, and Landscape Architect/s, Environmental Design Consultant/s, Construction Project Manager/s as the case may be, on the site signboard, outside the office, documents or drawings. However, if one requires extra information, he may seek approval from the relevant Boards of Registration.

## **20.5 SITE NOTICE BOARDS**

- 20.5 Allows his/her name or the name of a firm of which he/she is a principal or manager to be exhibited on any notice board at a building under construction, alteration or extension unless the following restrictions are observed:
- 20.5.1 Such notice board shall show the name of the member or that of his/her firm but not both and shall contain no descriptive matter about him/her or them other than professional affixes, qualifications, services provided, address and both the official emblem stickers of the Board of Registration and Architectural Association of Kenya;

- 20.5.2 Such notice board shall show the name of the member or of his/her firm only if contract drawings or contract documents have been issued under his/her or their name;
- 20.5.3 The above information shall be in lettering not more than 150mm in height and the notice board and its format shall not be ostentatious;
- 20.5.4 Except with prior approval of the Governing Council shall locate a notice board containing the above information for any one site and such notice board shall be in proximity to the site.
- 20.5.5 Such notice boards shall not be erected before the commencement of normal building operations on the site and shall be removed on practical completion of the building works;

## **20.6 SIGN DOCUMENTS**

- 20.6.1 Issues any drawings, specifications, bills of quantities, certificates, or final accounts unless the same bear his/her name or signature;
- 20.6.2 Fails to affix both the official emblem stickers of the Board of Registration and Architectural Association of Kenya and professional licence number, on the copies of drawings submitted to the Local Planning Authority for approval, in a manner to be prescribed by the Association, from time to time.

## **20.7 PARTNERSHIPS**

- 20.7.1 Enters into partnership or directorship in regard to professional services with any person not registered or otherwise approved by the relevant Board of Registration, provided that nothing herein shall prevent a professional from entering into partnership or directorship with another;

## **20.8 COMPETITIONS**

- 20.8.1 Attempts in any way to secure work for which a competition has been instituted, except as competitor and in accordance with the conditions of that competition until the conditions of competition have ceased to be operative;

- 20.8.2 Attempts to influence unfairly or dishonourably whether directly or indirectly the award in a competition;
- 20.8.3 Acts as Professional or joint Professional for a work which is or has been the subject of a competition in which he/she is or has been engaged as assessor;
- 20.8.4 As an assessor acts as a consulting professional unless he has been appointed as such prior to the inception of the competition: Provided always that he may act as arbitrator in any dispute between the promoters and the selected Professional;

## **20.9 DESTRUCTION OF DOCUMENTS**

- 20.9.1 Willfully destroys his/her original documents and other documentary evidence necessary to verify his/her work until six years after the final completion of the contract and the settlement of all accounts;

## **20.10 SUPPLANTING**

- 20.10.1 Knowingly proceeds with work which was previously entrusted to another member before communicating with the member previously employed and taking steps to ensure that the engagement of the other member has been terminated;
- 20.10.2 Without prior approval of the Governing Council accepts a commission on a project where one or more members of the consulting team are persons who are not registered by the relevant Boards of Registration;

## **20.11 MONETARY INDUCEMENT**

- 20.11.1 Obtains or attempts to obtain professional work by means of offering or paying monetary or other valuable consideration or inducement to any person or persons or by any other improper means;

## **20.12 IMPARTIALITY**

- 20.12.1 Acts other than in an impartial manner between the employer and the contractor or interprets the conditions of a contract other than with entire fairness as between all parties to the contract;

### **20.13 REDUCING FEES**

20.13.1 Pays another member less than the fees agreed and form part of the terms in the conditions of engagement.

### **20.14 CONTRAVENTION OF BY-LAWS**

20.14.1 Knowingly contravenes the provisions of the By-Laws of the Association or make a false declaration in his/her application for membership;

### **20.15 PROFESSIONAL PRACTICE NOTES**

20.15.1 As a Professional member fails to comply with Professional Practice Notes issued by the Boards of Registration and;

### **20.16 INCOMPETENCE**

20.16.1 Conducts himself/herself in a manner which the Association may deem incompetent, dishonourable or negligent in connection with the professional work performed by him/her as a member of the Association.

## **APPENDIX II**

### **B.I 21.0 PRESCRIBED EXAMINATIONS**

#### **21.1 CORPORATE ARCHITECTS**

21.1.1 A graduate qualification after attending a course of five years or more in Architecture from a recognised University or equivalent followed by successfully taking the Professional Practice examination set by the Board of Registration of Architects and Quantity Surveyors of Kenya.

21.1.2 Such examinations as the Governing Council may approve from time to time.

## **21.2 CORPORATE ENGINEERS**

21.2.1 A graduate qualification in Engineering from a recognised University or equivalent institution followed by successfully taking the professional practice examination set by the Engineers Board of Kenya.

## **21.3 CORPORATE QUANTITY SURVEYORS**

21.3.1 A graduate qualification in Building Economics from a recognised University or equivalent institution followed by successfully taking the Professional Practice examination set by the Board of Registration for Architects and Quantity Surveyors, Kenya.

21.3.2 Such examinations as the Governing Council may approve from time to time.

## **21.4 CORPORATE TOWN PLANNERS**

21.4.1 A graduate qualification from a recognised University or equivalent institution in a relevant field of study such as Architecture, Economics, Building Economics, or Engineering; followed by a Master's degree or diploma in Physical Planning from a recognised University or equivalent institution; followed by successfully taking the Professional Practice examination set by the Physical Planners Registration Board of Kenya.

21.4.2 Such examination as the Governing Council may approve from time to time.

## **21.5 CORPORATE LANDSCAPE ARCHITECTS**

21.5.1 A graduate qualification in Landscape Architecture from a recognised University; or a graduate qualification in a relevant field of study followed by a Master's degree or a diploma in Landscape Architecture from a recognised University or equivalent institution followed by successfully taking the Professional Practice examination set by the relevant Board of Registration for Landscape Architects in Kenya.

21.5.2 Such examinations as the Governing Council may approve from time to time.

## **21.6 CORPORATE ENVIRONMENTAL DESIGN CONSULTANTS**

21.6.1 Such examinations as the Governing Council may approve from time to time.

## **21.7 CORPORATE CONSTRUCTION PROJECT MANAGERS**

21.7.1 Such examinations as the Governing Council may approve from time to time.

## **21.8 GRADUATE ARCHITECTS**

21.8.1 A graduate qualification after attending a course of five years or more in Architecture from a recognised University or equivalent institution; or

21.8.2 An equivalent examination approved by the Governing Council.

## **21.9 GRADUATE ENGINEERS**

21.9.1 A final degree examination in engineering after attending a course of four years or more from a recognised University; or

21.9.2 An equivalent examination approved by the Governing Council.

## **21.10 GRADUATE QUANTITY SURVEYORS**

21.10.1 A final degree examination in Building Economics after a three year course or four years or more from a recognised university or equivalent institution; or

21.10.2 An equivalent examination approved by the Governing Council.

## **21.11 GRADUATE TOWN PLANNERS**

21.11.1 A graduate qualification in Physical Planning from a recognised University, or other degree followed by an approved Master's Degree in Physical Planning or a Diploma in Physical Planning; or

21.11.2 An equivalent examination approved by the Governing Council.

### **21.12 GRADUATE LANDSCAPE ARCHITECTS**

21.12.1 A graduate or post graduate Landscape Architecture qualification from a recognised University.

21.12.2 An equivalent examination approved by the Governing Council.

### **21.13 GRADUATE CONSTRUCTION PROJECT MANAGERS**

21.13.1 Such examinations as the Governing Council may approve from time to time.

### **21.14 GRADUATE ENVIRONMENTAL DESIGN CONSULTANTS**

21.14.1 Such examinations as the Governing Council may approve from time to time.

### **21.15 LICENTIATE MEMBERS - All Chapters**

21.15.1 A Technician member having approved practical experience of at least ten years after Ordinary National Diploma or seven years after Higher National Diploma, with a member firm, or a public department where that department is engaged in any of the professions set out in By-Law 2.1, and

21.15.2 Such examination as the Governing Council may approve from time to time.

### **21.16 TECHNICIAN MEMBERS - All Chapters**

21.16.1 The examinations held by the Kenya National Examinations Council or other statutorily approved institution in the following courses:

Architecture, Quantity Surveying, Construction Technician Certificate Part II or Ordinary Diploma or Higher National Diploma in Building or Civil Engineering, Road Engineering, Water Engineering, Land Surveying or cartography and Aerial Survey.

21.16.2 An equivalent examination approved by the qualifications and practice committee of the Architectural Association of Kenya.

21.16.3 Such other examinations as the Governing Council may approve from time to time.

### **APPENDIX III**

#### **B.L 22.0 APPROVED FEES AND SUBSCRIPTION FOR MEMBERSHIP**

##### **22.1 ENTRANCE FEES**

An entrance fee shall be paid with an application for the membership or transfer from one class of membership to another in accordance with the following scale:

<i>Candidate for Fellow Membership</i>	<i>Kshs</i>	<i>75,000.00</i>
<i>Candidate for Corporate Membership</i>	<i>Kshs.</i>	<i>1,000.00</i>
<i>Candidate for Licentiate Membership</i>	<i>Kshs.</i>	<i>1,000.00</i>
<i>Candidate for Graduate Membership</i>	<i>Kshs.</i>	<i>600.00</i>
<i>Candidate for Technician Membership</i>	<i>Kshs.</i>	<i>600.00</i>
<i>Candidate for Student Membership</i>	<i>Kshs.</i>	<i>500.00</i>
<i>Candidate for Visiting Membership</i>	<i>Kshs.</i>	<i>75,000.00 (valid for 3 years)</i>
<i>Firm Members</i>	<i>Kshs.</i>	<i>2,000.00</i>
<i>Institutional Members</i>	<i>Kshs.</i>	<i>5,000.00</i>

##### **22.2 ANNUAL SUBSCRIPTION**

The first annual subscription shall be accompanied with an application for membership and thereafter the annual subscription shall be paid on the 1<sup>st</sup> of January of each year. The scales for annual subscriptions shall be as follows:

22.2.1 Members normally resident in Kenya

<i>Corporate Members .</i>	<i>Kshs. 7,500.00</i>
<i>Licentiate Members</i>	<i>Kshs. 5,500.00</i>
<i>Graduate Members</i>	<i>Kshs. 3,750.00</i>
<i>Technician Members</i>	<i>Kshs. 1,500.00</i>
<i>Firm Member</i>	<i>Kshs. 15,000.00</i>
<i>Institutional Member</i>	<i>Kshs. 50,000.00</i>

22.2.2 Members normally resident outside Kenya

<i>Corporate Members .</i>	<i>Kshs. 7,500.00</i>
<i>Licentiate Members</i>	<i>Kshs. 5,500.00</i>
<i>Graduate Members</i>	<i>Kshs. 3,750.00</i>
<i>Technician Members</i>	<i>Kshs. 1,500.00</i>

22.2.3 Annual Subscription for membership to a Second Chapter will be equivalent to 50% of the Annual subscription fee payable in the respective membership

22.3.1 A Development Levy shall be paid by all new and existing members as follows:

<i>Firm Members</i>	<i>Ksh. 15,000/-</i>
<i>Fellow Members</i>	<i>Ksh. 15,000/-</i>
<i>Corporate Members</i>	<i>Ksh. 7,500/-</i>
<i>Licentiate Members</i>	<i>Ksh. 5,500/-</i>
<i>Graduate Members</i>	<i>Ksh. 3,750/-</i>
<i>Technician Members</i>	<i>Ksh. 1,500/-</i>
<i>Institutional Member</i>	<i>Ksh. 50,000/-</i>

- 22.3.2 Development Levy shall be a one-off payment levied on all members and applicable for a period of three years (2015-2017);
- 22.3.3 Development Levy shall not be applied with respect to membership to a second Chapter;
- 22.3.4 The Association shall apply all funds raised from this levy toward purchase and fit-out of new AAK Office Suite.

## **APPENDIX IV**

### **B.L 23.0 RECOMMENDED SCALE OF PROFESSIONAL FEES**

#### **23.1 For Architects:**

As set out in the Schedule of Charges issued by the Architects Chapter and approved by the Governing Council; or “Republic of Kenya Conditions of Engagement and Scale of Fees for Professional Services for Building Works” issued by the Building Department, ministry for the time being in charge of building works or the relevant Conditions of Engagement and Scale of Professional Charges contained in By-Laws made by the Board of Registration of Architects and Quantity Surveyors.

#### **23.2 For Engineers:**

For Building Works, as set out in “Republic of Kenya Conditions of Engagement and Scale of Fees for Professional Services for Building Works” issued by the Building Department, ministry for the time being in charge of building works or for all other Works, as set out in the “A.C.E. Conditions of Engagement” issued by the Association of Consulting Engineers of Kenya.

#### **23.3 For Landscape Architects:**

As set out in the Schedule of Charges issued by the Landscape Architects Chapter and approved by the Governing Council; or the relevant Conditions of Engagement and Scale of Professional Charges contained in By-Laws made by the relevant Board of Registration.

#### **23.4 For Quantity Surveyors:**

As set out in the Schedule of Charges issued by the Quantity Surveyors Chapter and approved by the Governing Council; or “Republic of Kenya Conditions of Engagement and Scale of Fees for Professional Services for Building Works” issued by the Building Department, ministry for the time being in charge of building works or the relevant Conditions of Engagement and Scale of Professional Charges contained in By-Laws made by the Board of Registration of Architects and Quantity Surveyors.

#### **23.5 For Town Planners:**

As set out in the Schedule of Charges issued by the Town Planning Chapter and approved by the Governing Council; or The relevant Conditions of Engagement and Scale of Professional Charges contained in By-Laws made by the Physical Planners Registration Board.

#### **23.6 For Construction Project Managers**

As set out in the Schedule of Charges issued by the Construction Project Management Chapter and approved by the Governing Council; or the relevant Conditions of Engagement and Scale of Professional Charges contained in By-Laws made by the relevant Board of Registration.

#### **23.7 For Environmental Design Consultants**

As set out in the Schedule of Charges issued by the Environmental Design Consultants Chapter and approved by the Governing Council; or the relevant Conditions of Engagement and Scale of Professional Charges contained in By-Laws made by the relevant Board of Registration.

## APPENDIX V

### B.L 24.0 THE PROGRAM & PROCEDURES FOR ELECTION OF OFFICE BEARERS FOR THE ASSOCIATION

#### 24.1 PROGRAM

- Step 1. Date of AGM is fixed by the Governing Council
- Step 2. Approval of scrutineers clause 12.1.g not less than 10 weeks before AGM.
- Step 3. Honorary Secretary request for nomination clause 12.1.d not less than 8 weeks before the AGM.
- Step 4. Commencement of electronic voting system
- Step 5. Presentation of results at the AGM.

#### 24.2 PROCEDURES

24.2.1 Not less than 8 weeks before the elections, the Governing Council must provide the scrutineers with the following for approval:

- (a) Eligible voter register derived from list of members in good standing 8 weeks before the General Meeting*
- (b) Design and types of electoral material; electronic ballots, etc.*
- (c) A written procedure of handling and management of electronic voting system and nominations*

24.2.2 At the time of nomination the candidate must provide in soft copy the following information which will be distributed to voting members.

- (a) Position he/she is vying for*
- (b) Name, Date of birth, Workplace*
- (c) Recent Passport Photograph (in jpeg format)*
- (d) Brief profile not exceeding 1 A4 size page*

24.2.3 All the prospective candidates must conduct themselves in a proper professional manner during the election process. The scrutineers will monitor the election process within, but not restricted to, the following guidelines:

*(a) Campaigns and limitations vis a vis professional conduct*

*(b) Conduct of sitting officials and impartiality*

*(c) Processing of complaints and irregularities*

*(d) Malpractice such as buying of votes, and forgeries, etc.*

## **B.L 25.0 GUIDELINES FOR THE CONDUCT DURING THE ELECTION FOR OFFICE BEARERS OF THE ASSOCIATION**

**25.1** Candidates shall adhere to Guidelines for the conduct during the Election for Office Bearers of the Association as adopted by the Governing Council on 22<sup>nd</sup> April 2015 and subsequent amendments.

**25.2** Candidates shall submit completed and duly signed declaration forms, together with their nomination form, confirming that they have read and understood the Guidelines for the Conduct of the Election of Office Bearers for the Architectural Association of Kenya and agree to be bound by the rules set therein.



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