

INSTITUTE OF HUMAN RESOURCE MANAGEMENT

MINUTES OF THE FIRST (1ST) ANNUAL GENERAL MEETING OF THE INSTITUTE OF HUMAN RESOURCE MANAGEMENT HELD AT BOABOB CONFERENCE ROOM, SAWELA LODGES, NAIVASHA ON TUESDAY, 15TH OCTOBER 2019 AT 11.00 A.M.

PRESENT:	Mr Joseph V. Onyango, MBS	-	Chairman
	Mr Stephen Kibet Malakwen	-	Vice Chairman
	Dr Jacob Mbijjiwe	-	Council Member
	Ms Hellen Apiyo	-	Council Member
	Mr Wycliffe Osoro	-	Council Member
	Ms Patricia Okello	-	Council Member
	Mr Bildad Kisero	-	Council Member
	Ms Dorcas Wainaina, OGW	-	Executive Director /Council Secretary and Ex-official Member
	Members	-	759 members were present
BY INVITATION:	CS Daniel Ndonye	-	Maonga Ndonye Associates - Corporate Secretary
	CS Samuel Gachie	-	Maonga Ndonye Associates - Taking Minutes
	CPA Peterson Mwangi	-	Accountant
APOLOGIES:	Ms Miriam Mwangi	-	Council Member

AGENDA

1. The Secretary to read the notice convening the meeting.
2. To receive a report of the Chairman of the Institute.
3. To receive, consider and adopt the report of the Council of the Institute pursuant to Section 6(m) of the Human Resource Management Professionals Act, 2012 (HRMP Act);
 - a. Report on Certified Human Resource Professionals (CHRP) Program.
 - b. Code of Conduct.
4. To receive, consider and adopt the Audited Financial Statements of the Institute for the financial years 2015/2016, 2016/2017 and 2017/2018.
5. To receive an update on acquisition of HR Centre.
6. To note that in accordance with Section 39 (3) of HRMP Act, the Auditor General continues in office as the Auditor of the Institute.
7. To consider any other business of which due notification will have been received by the Secretary.

ITEM	DISCUSSION
AGM MIN 1/2019	NOTICE CONVENING THE MEETING
	<p>The Chairman called the meeting to order at 11.35 a.m. and, after a word of prayer by Council Member Patricia Okello, he welcomed all present to this first Annual General Meeting of the Institute of Human Resource Management (IHRM).</p> <p>At the request of the Chairman, the Corporate Secretary read the notice convening this meeting.</p>

	<p>The Chairman then introduced the Council Members present, Executive Director, Members of the Council Committees present, Acting CEO of Human Resource Management Professionals Examination Board (HRMPEB), Principal of College of Human Resource Management (CHRM), Board members of HRMPEB present and Board members of CHRM present. He also introduced the Corporate Secretary who was assisting to conduct the proceeding of this meeting.</p>
AGM MIN 2/2019	REPORT OF THE CHAIRMAN OF THE IHRM
	<p>The Chairman read his Statement which covered, among other issues, the mandate of IHRM, milestones attained by IHRM so far, how IHRM was preparing itself for the future, a summary of financial performance of IHRM for the years ended 30th June 2015, 30th June 2016 and 30th June 2017, challenges likely to be faced going forward, and the ongoing initiatives.</p> <p>He then invited the members of the taskforce that had been formed to lead the process of amendment of the Human Resource Management Professionals (HRMP) Act, 2012 who presented their preliminary report covering the terms of reference of the taskforce, the regulations suggested to operationalize the HRMP Act and the proposed amendments to the HRMP Act 2012.</p> <p>On a proposal by Mr Alban Mwendar (IHRM No. 41) and seconded by Mr Joseph Emodia (IHRM No. 9826), it was unanimously resolved that the report of the Chairman be and is hereby adopted.</p>
AGM MIN 3/2019	REPORT OF THE COUNCIL OF THE INSTITUTE
	<p>a) A report on Certified Human Resource Professionals (CHRP) Program</p> <p>At the request of the Chairman, the Acting CEO of HRMPEB and Principal of CHRM presented a report on the Certified Human Resource Professionals (CHRP) Program which covered, among other issues, highlights on CHRP Program, institutions approved to train CHRP, update on the CHRP November 2019 examination series, background on College of Human Resource Management (CHRM), programmes offered by CHRM, organisational structure of CHRM, student population, financial performance and the financial budgets of CHRM for 2019.</p> <p>At the request of the Chairman, Mr Raimond Molenje made a brief presentation on the proposed online CHRP program.</p> <p>b) Code of Conduct</p> <p>At the request of the Chairman, the Executive Director presented a summary of the proposed Code of Conduct to the members.</p> <p>In terms of the next steps, she reported that the Code of Conduct would be published for public participation and thereafter would be presented to the Cabinet Secretary - Public Service, Youth and Gender Affairs for gazettment.</p> <p>At 2.15 p.m., the meeting was adjourned for lunch break and resumed at 3.20 p.m.</p>

AGM MIN 4/2019	AUDITED FINANCIAL STATEMENTS OF THE INSTITUTE FOR THE FINANCIAL YEARS 2015/2016, 2016/2017 AND 2017/2018
	<p>a) Audited Financial Statements for the financial year ended 30th June 2018</p> <p>The Chairman reported that the audit of the Financial Statements of the Institute for the financial year ended 30th June 2018 was being carried out by the Auditor General and that the Audited Financial Statements for the financial years ended 30th June 2018 and 30th June 2019 would be presented to the members for adoption at the next Annual General Meeting in 2020.</p> <p>b) Audited Financial Statements for the financial year ended 30th June 2017</p> <p>At the request of the Chairman, CPA Peterson Mwangi presented the Audited Financial Statements of the Institute for the financial year ended 30th June 2017 which covered the Statement of Financial Performance, Statement of Financial Position, Statement of Changes in Net Assets, Statement of Cash Flows and Statement of Comparison of Budget and Actual Amounts.</p> <p>CPA Peterson Mwangi further reported that the Auditor General had expressed “No Opinion” on the Financial Statements of the Institute for the financial year ended 30th June 2017 since the Auditor General had not obtained sufficient, appropriate audit evidence and explanations to provide a basis for an opinion.</p> <p>c) Audited Financial Statements for the financial year ended 30 June 2016</p> <p>The Audited Financial Statements of the Institute for the financial year ended 30th June 2016 were also tabled and noted.</p> <p>The Chairman invited questions on the Financial Statements from the floor and the following concerns were raised by the members:-</p> <ul style="list-style-type: none"> i) That the Audited Financial Statements of the Institute for the financial year ended 30th June 2017 circulated to the members had not been signed by the Auditor General and that the audit opinion provided therein indicated that the Accounts presented fairly, in all material respects, the financial position and performance of the Institute contrary to what had been reported at this meeting that the Auditor General had expressed a “no opinion” on those accounts. ii) That the Audited Financial Statements of the Institute for the financial year ended 30th June 2016 had been audited by Charles & Co contrary to the provisions of Section 39 (3) of HRMP Act, 2012 which provides that the Accounts of IHRM should be audited by the Auditor General. iii) That the Financial Statements had not been circulated within the required timeline of at least 21 days to the date of holding the Annual General Meeting. <p>The Council responded to the above concerns raised by the members. The Chairman reported that the Institute was facing a challenge in adequate capacity especially on financial management but assured the members that this issue would be addressed and dealt with accordingly by the Council.</p> <p>Upon deliberation, and on a proposal by Mr Raimond Molenje (IHRM No. 10932) and seconded by Ms. Charity Bett (IHRM No. 1606), it was resolved as follows:-</p> <ul style="list-style-type: none"> 1) That the Audited Financial Statements of the Institute for the years ended 30th June 2016 and 30th June 2017 duly signed by the Auditor General would be presented at an Extraordinary General Meeting for consideration and adoption by the members. 2) That the Council would convene an Extraordinary General Meeting within six (6)

	<p>months of the date of passing this resolution to present the Audited Financial Statements of the Institute for the financial years ended 30th June 2016 and 30th June 2017.</p> <p>3) That the notice of the said Extraordinary General Meeting and all relevant documents including the Audited Financial Statements shall be circulated to the members at least 21 days prior to the scheduled date of the said meeting.</p> <p>4) That henceforth, a representative from the office of the Auditor General shall be invited to present the Audited Financial Statements of the Institute to the members.</p> <p>5) That the Auditor General be impressed upon to finalize the audit of the Financial Statements of the Institute for the year ended 30th June 2018.</p> <p>6) That the Audited Financial Statements of the Institute for the financial years ended 30th June 2018 and 30th June 2019 would be presented at the next Annual General Meeting in 2020.</p> <p>For record purposes, the Audited Financial Statements of the Institute for the years ended 30th June 2016 and 30th June 2017 were not adopted at this meeting by the members.</p>
AGM MIN 5/2019	ACQUISITION OF HR CENTRE
	<p>The Chairman reported that the former Council had made a resolution approving in principle acquisition of a HR Centre. The intention was to have IHRM, CHRM and HRMPEB in one location to enhance service delivery to all the relevant stakeholders.</p> <p>The Chairman also reported that the current Council in office was supportive of the decision to acquire a HR Centre. He requested the members to give a node in principle to enable the Council to take the next required steps.</p> <p>The Chairman then invited questions from the floor on the proposal to acquire a HR Centre and the members expressed the need to be provided with a written proof of concept which should include details on the amount of investment required, the financial position of IHRM and how the project would be financed, prior to giving a node.</p> <p>Upon deliberation, and on a proposal by Mr Jonathan Kipchoge (IHRM No. 1608) and seconded by Mr Joel Kibet Kimei (IHRM No. 1727), it was resolved that the Council would present to the members a proof-of-concept paper detailing the amount of investment required, the financial position of IHRM and how the project would be financed.</p>
AGM MIN 6/2019	RE-APPOINTMENT OF THE AUDITORS
	<p>It was noted that in accordance with the provisions of Section 39 (3) of HRMP Act, the Auditor General continued in office as the Auditor of the Institute.</p>
AGM MIN 7/2019	ANY OTHER BUSINESS
	<p>The Executive Director and Secretary of the Institute reported that she had received the following two notices of motion: -</p> <p>1) Notice of motion by Mr Stephen Amadalo, IHRM Member No. 6015 dated 3 October 2019 seeking 100% exemption from Certified Human Resource Professionals (CHRP) exam and certification for all IHRM Fellows, Members and Associate Members.</p> <p>2) Notice of motion by CS Japheth Alande, IHRM Member No. 2012 dated 11 October 2019 seeking to approve withdrawal of Kshs 2,000,000/- from the IHRM Funds towards the medical bill of the immediate former Chair of IHRM, Mr Elijah</p>

	<p>Sitimah.</p> <p>At the request of the Chairman, Mr Stephen Amadalo was invited to move his motion and thereafter, the Chairman invited views from the floor on the proposal seeking 100% exemption from CHRP exam and certification for any Fellow, Member and Associate Member of IHRM and any eligible Fellow, Member and/or Associate Member as per the provisions of Section 19 of the HRMP Act No. 52 of 2012 as at the 15th Day of October 2019.</p> <p>Having received the views from the members, and on a proposal by Mr Stephen Amadalo (IHRM No. 6015) and seconded by Mr Joel Kibet Kimeï (IHRM No. 1727), it was resolved as follows:-</p> <ol style="list-style-type: none"> 1) That any Fellow, Member and Associate Member of IHRM and any eligible Fellow, Member and/or Associate Member as per the provisions of Section 19 of the HRMP Act No. 52 of 2012 as at the 15th Day of October 2019 be exempted 100% from Certified Human Resource Professionals (CHRP) examination and certification. 2) That Certified Human Resource Professionals (CHRP) Examination and certification shall apply to any person who is not a Fellow, Member and/or Associate Member as per the provisions of Section 19 of the HRMP Act No. 52 of 2012 wishing to join the HR Practice in Kenya effective the 16th Day of October 2019 with necessary exemptions for foreigners having equivalent qualifications from foreign jurisdictions. <p>The Notice of motion by CS Japheth Alande, IHRM Member No. 2012 dated 11 October 2019 seeking to approve withdrawal of Kshs 2,000,000/- from the IHRM Funds towards the medical bill of the immediate former Chair of IHRM, Mr Elijah Sitimah was not moved since the mover, CS Japheth Alande, was not present at the meeting.</p>
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THERE BEING NO FURTHER BUSINESS, THE MEETING WAS CLOSED AT 6.57 P.M. WITH A WORD OF PRAYER BY MS LILIAN NGALA

Confirmed: _____ Date: _____
Chairman

Confirmed: _____ Date: _____
Secretary