

**THE HUMAN RESOURCE MANAGEMENT PROFESSIONALS BILL,  
2025**

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*Clause*

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**THE HUMAN RESOURCE MANAGEMENT PROFESSIONALS BILL,  
2025**

**A Bill for—**

**AN ACT** of Parliament to provide for regulation of the human resource management profession including the examination, certification, registration, licensing and continuous professional development; to establish the Institute of Human Resource Management and the Human Resource Management Professionals Examinations Board; and for connected purposes.

**ENACTED** by the Parliament of Kenya, as follows—

**PART I— PRELIMINARY PROVISIONS**

Short title.

**1.** This Act may be cited as the Human Resource Management Professions Act, 2026.

Interpretation.

**2.** In this Act, unless the context otherwise requires—

“Cabinet Secretary” means the Cabinet Secretary responsible for matters related to human resource management;

“Board” means the Human Resource Professional Examinations Board established under section 16:

“Council” means the Council of the Institute of Human Resource Management established under section 9;

“Disciplinary Committee” means the Disciplinary Committee established under section 43;

“Fellow” means a person registered as a Fellow of the Institute pursuant to section 28;

“General Meeting” means a meeting of the Institute convened pursuant to section 39;

“Honorary member” means a person recognised as an Honorary member of the Institute in accordance with section 31;

“Institute” means the Institute of Human Resource Management established under section 7;

“license” means the practising license issued to a member of the Institute under section 36;

“member” means a person registered as a member of the Institute pursuant to section 26;

“Human Resource professional” means a person who is registered and licensed under this Act to engage in the practice of human resource management

“Registration Committee” means the Committee established pursuant to section 24;

“Special General Meeting” means a meeting convened pursuant to section 40.

Object of the Act.

**3.** The object of this Act is to—

- (a) set the standards of practice for human resource management professionals;

- (b) provide for the examination and certification of persons seeking to be human resource management professionals;
- (c) establish a framework for the registration, licensing and continuous professional development of human resource management professionals;
- (d) establish a framework for discipline of human resource management professionals; and
- (e) promote innovation and digital transformation in human resource practice, including the integration of emerging technologies, data analytics and artificial intelligence

Application.

**4.** This Act applies to the human resource management profession, including persons seeking entry as professionals, human resource management professionals and persons practicing as human resource management professions.

Guiding principles

**5.** The implementation of this Act shall be guided by—

- (a) the national values and principles of governance established under Article 10 of the Constitution;
- (b) the values and principles of public service under article 232 of the Constitution;

- (c) advancement of the human resource management profession at regional and international levels;
- (d) promotion of gender equality, inclusivity and non-discrimination in human resource practice; and
- (e) inclusivity and equitable representation across career levels, gender, regions and sectors in the governance and regulation of the profession.

**PART II— ESTABLISHMENT OF THE INSTITUTE OF HUMAN RESOURCE MANAGEMENT**

Interpretation

6. In this part—

“Chief Executive Officer” means the Chief Executive Officer appointed under section 14.

Establishment of the Institute.

7. (1) There is established the Institute of Human Resource Management.

(2) The Institute shall be a body corporate with perpetual succession and a common seal and shall, in its corporate name, be capable of—

- (a) suing and being sued;
- (b) acquiring, holding, charging or disposing of movable and immovable property;
- (c) entering into contracts;

- (d) borrowing and lending money; and
- (e) performing such other acts as may be necessary for the performance of its functions under this Act.

(3) Without prejudice to subsection (2), the Institute shall operate as an independent, non-partisan professional body free from undue political, commercial or sectoral influence in its regulatory functions.

Functions of the Institute.

**8. The Institute shall—**

- (a) establish and enforce standards of professional practice and ethical conduct of human resource management professionals;
- (b) regulate and build competence of human resource professionals;
- (c) set standards on training, certification and , registration, of human resource professionals;
- (d) provide continuous professional development to members of the Institute;
- (e) advise the Human Resource Management Professionals Examination Board on matters related to examination and certification of human resource professionals;
- (f) provide guidance to the Registration Committee on matters relating to registration;

- (g) promote the welfare of the members of the Institute;
- (h) monitor compliance with standards of professional practice and ethical conduct of human resource management professionals;
- (i) advise the Cabinet Secretary on matters relating human resource management including governance, public interest and emerging issues in human resource management;
- (j) undertake and disseminate research on human capital trends, labour relations in accordance with the labour laws, employment practices, workplace transformation and future of work to inform policy and practice;
- (k) promote the adoption of best practices in the adoption of HR technology, including AI, automation and digital HR solutions in the public and private sector; and
- (l) collaborate with international professional bodies, universities and research organizations to align local human resource practices with global standards.

Governance of the  
Institute

**9.** The governance and management of the Institute shall vest in the Council.

Composition of  
the Council.

**10.** The Council shall comprise of —

- (a) a Chairperson who shall be a qualified human resource professional with at least fifteen years' experience in human resource management, elected by the members of the Institute in the manner prescribed by regulations;
- (b) the Principal Secretary of the Ministry for the time being responsible for public service or a representative designated in writing by the Principal Secretary;
- (c) the Principal Secretary of the Ministry for the time being responsible for labour and human resource development or a representative designated in writing by the Principal Secretary;
- (d) the Principal Secretary of the Ministry for the time being responsible for education or a representative designated in writing by the Principal Secretary;
- (e) six persons with at least ten years' experience in human resource management representing the regions specified under the First Schedule;
- (f) a representative of the Attorney General, who shall be an *ex-officio* member;
- (g) a representative of the Federation of Kenyan Employers; and
- (h) the Chief Executive Officer/Secretary, who shall be an *ex-officio* member.

Term of office.

**11.** (1) The Chairperson shall hold office for one term of four years and may be eligible for re-election for a further term of four years.

(2) A member of the Council elected pursuant to section 10(d) shall hold office for one term of three years and may be eligible for re-election for one further term of three years.

Removal from office.

**12.** The Chairperson or a member of the Council appointed pursuant to section 10(a) or (d) may be removed from office for—

- (a) violation of the Constitution;
- (b) absence without justifiable cause, from three consecutive meetings of the Council;
- (c) conviction of an offence whose term of imprisonment exceeds six months, without the option of a fine;
- (d) incapacitation by physical or mental illness; or
- (e) bankruptcy.

Vacancy.

**13.** The office of the Chairperson or a member of the Council appointed pursuant to section 10(a) or (d) shall become vacant where the holder of the office—

- (a) dies;
- (b) resigns, in writing, addressed to the appointing authority;

(c) upon expiry of their term of office; or

(d) is removed from office pursuant to section 10.

Chief Executive  
Officer.

**14.** (1) The Council shall, through an open and competitive process appoint a suitable candidate as the Chief Executive Office of the Institute and whose terms and conditions of service shall be determined by the Council in the instrument of appointment.

(2) A person qualifies for appointment as the Chief Executive Officer, where the person—

(a) is a registered human resource professional in good standing;

(b) has at least ten years' experience in human resource management, three of which shall be in a position of senior management;

(c) meets the requirements of Chapter Six of the Constitution;

(d) holds professional certification in human resource management as provided under this Act.

(3) The Chief Executive Officer shall be—

(a) the secretary to the Council;

(b) responsible for the management of the day-to-day affairs of the Institute; and

(c) the accounting officer of the Institute.

**PART III— ESTABLISHMENT OF THE HUMAN RESOURCE MANAGEMENT PROFESSIONALS’ EXAMINATIONS BOARD.**

Interpretation

**15.** In this part—

“Chief Executive Officer” means the Chief Executive Officer appointed under section 23.

Establishment of the Board.

**16.** (1) There is established the Human Resource Management Professionals Examinations Board.

(2) The Board shall be a body corporate with perpetual succession and a common seal and shall be capable in its corporate name of—

(a) suing and being sued;

(b) acquiring, holding, charging or disposing of movable and immovable property;

(c) borrowing and lending money; and

(d) doing or performing all such other acts necessary for the proper performance of its functions under this Act.

Composition of  
the Board.

17. (1) The Board shall comprise of —

- (a) the Chairperson, who shall be nominated by the Council and appointed by the President and shall be a qualified human resource professional with at least ten years' professional experience in examination management or human resource management;
- (b) three persons who shall be qualified human resource professionals nominated by the Council, taking into consideration regional and ethnic balance;
- (c) two persons nominated by the Cabinet Secretary of the Ministry for the time being responsible for education, one of whom shall be from the Kenya Institute of Curriculum Development and one from the Kenya National Examination Council;
- (d) the Principal Secretary for the Ministry responsible for matters relating to public service or a representative designated in writing by the Principal Secretary;
- (e) one person nominated by the Commission for University Education;
- (f) one person nominated by the Attorney-General; and
- (g) the Chief Executive Officer, who shall be the secretary and an *ex-officio* member.

(2) The Chairperson and members of the Board, shall hold office for a term of four years and shall be eligible for re-appointment for one further term of four years.

Removal of the Chairperson and members of the Board.

**18.** The Chairperson or a member of the Board appointed under section 17(1)(a)(b) or (g) may be removed from office for—

- (a) violation of the Constitution;
- (b) absence without justifiable cause, from three consecutive meetings of the Examinations Board;
- (c) conviction of an offence whose term of imprisonment exceeds six months, without the option of a fine;
- (d) incapacitation by physical or mental illness from performing his or her duties as a member of the Examinations Board; or
- (e) bankruptcy.

Vacancy in the Board

**19.** The office of the Chairperson or a member appointed pursuant to section 17(1)(a)(b) or (f) shall become vacant where the holder of the office—

- (a) dies;
- (b) resigns, in writing, addressed to the appointing authority; or
- (c) is removed from office pursuant to the provisions of this Act or any other law.

Functions of the Board.

**20.** (1) The Board shall be responsible for the conduct of examinations for qualification and certification of human resource management professionals.

(2) Despite the generality of subsection (1), the Board shall—

- (a) prescribe and regulate syllabuses of instruction for human resource management professionals' examinations;
- (b) prepare and conduct examinations for persons seeking registration under the Act;
- (c) issue certificates to candidates who have satisfied examination requirements;
- (d) issue professional qualifying certificates and other awards to candidates who have satisfied examination requirements; and
- (e) promote recognition of its examinations locally and internationally.

(3) The Board shall, in the performance of its functions under subsection (2), consult and get the concurrence of the Council whenever the Board proposes to amend the syllabuses of study for human resource professionals.

Powers of the Board.

**21.** In the performance of its functions under section 20, the Board shall have the powers to—

- (a) gazette certified Human Resource Management Professionals, for public notice;

- (b) make rules regulating the conduct of examinations, issuance of certificates and for all purposes incidental thereto;
- (c) investigate and determine cases involving indiscipline by students registered with the Board;
- (d) prescribe the fees and other charges payable with respect to examinations or certification;
- (e) withhold or cancel the results of candidates involved in examination irregularities or malpractices;
- (f) enter into association, partnership or linkage with any person to facilitate the conduct of the affairs of the Board; and
- (g) appoint any person with specified qualifications to assist in the administration of examination as may be prescribed by the Board.

Remittance to the Institute.

**22.** (1) The Board shall remit to the Institute not less than fifteen percent of the surplus of the fees and other charges collected under section 21(d) for the purpose of supporting continuing professional development in human resource management.

(2) For the purposes of this section, 'surplus' means the excess of fees and charges after deducting operational costs, as determined by the Board in consultation with the Institute

Chief Executive  
Officer.

**23.** (1) The Board shall, through an open and competitive process appoint a suitable candidate as the Chief Executive Officer and whose terms and conditions of service shall be determined by the Board in the instrument of appointment.

(2) A person qualifies for appointment as the Chief Executive Officer, where the person—

- (a) is a certified and registered human resource professional, in good standing;
- (b) has at least ten years professional experience in human resource management, three of which shall be in a position of senior management; and
- (c) meets the requirements of Chapter Six of the Constitution.

(3) The Chief Executive Officer shall be—

- (a) the secretary to the Board;
- (b) responsible management of the day-to-day affairs of the Board; and
- (c) the accounting officer of the Board.

#### **PART IV—COMMITTEES AND MEMBERSHIP OF THE INSTITUTE**

Establishment of  
the Registration  
Committee.

**24.** There is established the Human Resource Management Registration Committee which shall comprise—

- (a) a chairperson appointed by the Cabinet Secretary, upon recommendation by the Council who shall not hold a public office at the time of appointment and shall possess similar qualifications to that of a member of the Council;
- (b) the Principal Secretary responsible for public service or a representative designated in writing;
- (c) the Attorney General or a representative designated in writing;
- (d) two members of nominated by the Council, who shall be members of the Institute, in good standing;
- (e) a representative of the Board;
- (f) a representative of the Public Service Commission;
- (g) a representative of an umbrella body of employers in Kenya; and
- (h) the Chief Executive Officer of the Institute, who shall be the Registrar.

Functions of the  
Registration  
Committee

**25. (1) The Registration Committee shall—**

- (a) receive, consider and approve applications for registration of members of the Institute;
- (b) issue practicing certificates to members of the Institute;

- (c) monitor and enforce compliance with professional standards published by the Institute;
- (d) recommend corrective or disciplinary actions to the Disciplinary Committee, for non-compliance with professional standards;
- (e) keep an updated register of the members of the Institute;
- (f) advise the Council on matters pertaining to professional standards necessary for quality assurance;
- (g) determine the fees and other charges payable with respect to registration and licensing; and
- (h) perform any other function that may be necessary for the proper administration of its functions under this Act.

(2) The register in sub-section (1) (e) shall be accessible to the public, subject to application and payment of prescribed fees and the provisions of the Data Protection Act.

*Cap 411C*

Categories of membership of the Institute.

**26. (1)** The membership of the Institute shall be classified as—

- (a) fellows, comprising persons registered pursuant to section 28;
- (b) members, comprising persons registered pursuant to section 29;

(c) associate members, comprising persons registered pursuant to section 30; and

(d) student members, comprising individuals enrolled in human resource or human resource related courses at recognised institutions, who shall not have voting rights but may participate in development programs and select Institute activities as part of professional orientation and mentorship.

(2) Notwithstanding subsection (1), a member of the Institute who has been, as a result of disciplinary proceedings, suspended or expelled from the membership of the Institute, shall not be a member of the Institute during the period of suspension or expulsion.

(3) A person who has been expelled from membership of the Institute shall not be re-admitted as a member of the Institute without the authority of a special resolution of the members of the Institute.

Disqualification  
from registration.

**27. (1)** A person is disqualified from registration as a member of the Institute under this Act where person—

(a) is convicted of any offence involving fraud or dishonesty;

(b) is an undischarged bankrupt;

(c) is of unsound mind and has been certified to be so by a medical practitioner;

(d) is found liable for professional misconduct in accordance with this Act; or

(e) does not meet the requirements of Chapter Six of the Constitution

(2) A decision arising from the Disciplinary Committee to disqualify a member shall require to be validated by a special resolution of the members of the Institute.

Registration of  
Fellows

**28.** (1) A person qualifies for registration as a Fellow, where the person —

(a) is a registered member of the Institute;

(b) holds a valid practicing licence;

(c) has at least fifteen years' professional experience in human resource management; and

(d) has rendered outstanding services to the profession.

(2) The Council may invite a member who meets the criteria set out under this section and further prescribed through Regulations to be recognised as a Fellow of the Institute, in accordance with the Fellows Charter prescribed by the Council under this Act.

(3) A person duly recognised as a Fellow shall bear the title "Fellow of the Institute of Human Resource Management" and designatory letters FIHRM.

Registration as a  
Member of the  
Institute.

**29.** (1) A person qualifies for registration as a Member of the Institute where the person—

(a) holds a degree in human resource management or any other relevant field, from an institution of higher education recognized in Kenya;

- (b) has successfully undertaken a professional course prescribed by the Board or any other relevant institution; and
- (c) has at least five years' professional experience in human resource management.

(2) A person duly registered as a Member of the Institute shall bear the title "Member of the Institute of Human Resource Management" and designatory letters MIHRM)

Registration as an Associate Member of the Institute.

**30.** (1) A person qualifies for registration as an Associate Member of the Institute where the person holds any of the following qualifications—

- (a) holds a degree, certificate or diploma in human resource management or any other relevant field, from an institution of higher education recognized in Kenya; and
- (b) has successfully undertaken a professional course prescribed by the Examinations Board or any other relevant institution.

(2) A person who is duly registered as an associate of the Institute shall bear the title "Associate Member of the Institute of Human Resource Management" and designatory letters AIHRM.

Recognition of  
Honorary  
Members.

**31.** (1) Where the Council considers that a person, not being a registered member of the Institute, has rendered distinguished services to the Institute or the Human Resource profession, the Council may confer the person the title of Honorary Membership of the Institute.

(2) The Council shall, through Regulations, prescribe the objective criteria for determination of the services that qualify an individual for conferment of Honorary status.

Membership  
Rights.

**32.** The members of the Institute shall have the following rights:

- (a) Fellow, Member and Associate members, with a practicing certificate shall have all rights of a member;
- (b) a Fellow, Member or Associate member, without a practising certificate shall have no right to vie for office in any election or matter;
- (c) a honorary member shall have the right to be nominated by the Institute to Constitutional or statutory body.

Registration of  
human resource  
firm.

**33.** (1) A person may apply to the Registration Committee for registration as a human resource firm, if the firm——

- (a) is duly incorporated in Kenya, with human resource management as an object;
- (b) has at least one director who is a member of the Institute and who holds a valid practising certificate; and

(c) is engaged in the practice of human resource management.

(2) A human resource firm registered under this section shall—

(a) ensure that it engages at least one licensed human resource professional in good standing when providing professional services; and

(b) submit to the Institute an annual compliance return in the prescribed form.

(3) The Registration Committee may suspend or revoke the registration of a human resource firm where it ceases to meet the requirements under this Act or fails to comply with any directive issued by the Institute.

Application for  
registration

**34.** (1) Save for persons eligible for recognition as Fellows, a person who meets the criteria set out under this Act may apply to the Registration Committee for registration.

(2) The Council may prescribe the procedure and fees payable for registration by way of Regulations.

Certificate of  
Membership.

**35.** (1) The Registration Committee shall issue a certificate of membership to a person registered under this Act upon first registration.

(2) A certificate of membership shall remain valid for the duration of the person's membership, subject to the provisions of this Act.

Practising License.

**36.** (1) A person who intends to offer or offers professional human resource services shall annually, in addition to the certificate of membership issued under section 35, apply to the Registration Committee for issuance of a practising licence.

(2) A person holding a license issued pursuant to this section may, at least three months before the expiry of their license, apply for renewal of the certificate to the Registration Committee.

(3) The procedure and form of application for the practising license shall be as prescribed under Regulations.

(4) For the purposes of this section, a member of the Institute shall be deemed to be engaged in the practice of human resource management where—

- (a) the member offers human resource services for gain or reward, whether individually or through a firm or organisation;
- (b) the member holds a position in which they are responsible for the formulation, execution, or oversight of human resource management functions; or
- (c) the member presents themselves to the public as a human resource practitioner or consultant.

Validity period of a practicing licence.

**37.** A practicing license issued under this Act shall be valid from the first day of January of the year it is issued to the thirty-first day December of the year it is issued.

(2) Despite sub-section (1) a practicing certificate shall bear the date of the day on which it is issued and shall have effect from the beginning of that day.

Suspension or  
revocation of  
registration  
certificate or  
licence

**38.** (1) The Registration Committee may suspend a registration certificate or licence issued under this Act, for such period as the Committee may determine.

(2) A licence or registration certificate may be suspended where—

(a) the suspension is necessary to facilitate investigation into an alleged offence or professional misconduct; and

(b) the holder is found by the Disciplinary Committee to have grossly violated the code of conduct.

(3) The Registration Committee may revoke a registration certificate or licence issued under this Act where—

(a) the holder acquired the registration certificate or licence through fraud or misrepresentation;

(b) the holder ceases to hold the academic or professional qualifications upon which the registration;

(c) where the holder is found by the Disciplinary Committee to have grossly violated the code of conduct;

(d) where the holder is convicted of an offence related to corruption; and

- (e) where the registration certificate or licence was issued erroneously; or
- (f) where the person is found to have committed gross misconduct as defined in the Code of Conduct by the Disciplinary Committee

#### **PART V— MEETINGS OF THE INSTITUTE**

The General Meeting.

**39.** (1) There shall be an Annual General Meeting of the Institute, which shall be held once, every calendar year and shall—

- (a) be the supreme authority of the Institute; and
- (b) consist of members of the Institute.

(2) The quorum of the General Meeting shall be at least five percent of the registered members of the Institute, who are in good standing.

(3) The chairperson of the Council shall preside at the annual general meeting of the Institute and in the absence of the chairperson, the vice chairperson of the Institute shall preside at the meeting.

(4) In the absence of both the chairperson and the vice chairperson of the Council at the annual general meeting of the Institute, the Council shall nominate one among its members to preside at the meeting

(5) The Chairpersons of the Council shall present to the General Meeting—

- (a) estimates of the revenue and expenditure of the Institute;
- (b) the Audited financial statements of the Institute; and
- (c) status report on policies and programs of the Institute for the immediately preceding financial year.

Special General Meeting of the Institute.

**40.** (1) The Institute may convene a Special General Meeting where—

- (a) at least five percent of members, in good standing, of the Institute issue a notice to the Council, requesting for the Special General Meeting; or
- (b) the Council, passes a resolution to hold such a meeting, subject to giving a thirty days' notice to the members, in good standing of the Institute.

(2) The quorum for the Special General Meeting shall be at least five percent of the registered members, in good standing of the Institute.

(3) A notice requisitioning a Special General Meeting under subsection (1)(a) shall—

- (a) be in writing;
- (b) be signed by at least five percent of the members, in good standing, of the Institute;
- (c) specify the objects of the proposed meeting; and

(d) be submitted to the Chief Executive Officer/Secretary.

(4) The Council shall, within thirty days of receiving a requisition under sub-section (3), convene a Special General Meeting of the Institute.

(5) The Cabinet Secretary shall prescribe regulations on the conduct of meetings of the Institute.

Resolutions of the Institute.

**41.** (1) A resolution of the Institute at a General Meeting shall be supported by a simple majority of the members present in the General Meeting.

(2) A resolution of the Institute at a Special General Meeting shall be supported by two-thirds of the members present at the Special General Meeting.

(3) A member of the Institute, who is entitled to vote, shall have one vote and the Chairperson shall have a casting vote.

#### **PART VI— DISCIPLINE**

Code of Ethics.

**42.** The members of the Institute shall subscribe to a Code of Ethics prescribed by the Council under the Second Schedule.

Establishment of  
the Disciplinary  
Committee.

**43.** (1) There is established the Disciplinary Committee, which shall comprise of seven persons appointed by the Cabinet Secretary as follows—

- (a) three persons nominated by the Council from amongst the members of the Institute, of whom one shall be designated as the Chairperson;
- (b) the Principal Secretary responsible for matters relating to labour or a representative designated in writing;
- (c) the Principal Secretary responsible for matters relating to public service or a representative designated in writing;
- (d) one person nominated by the Institute of Certified Public Accountants;
- (e) one person nominated by the Institute of Certified Public Secretaries; and
- (f) the Attorney General or a representative designated in writing.

(2) The nomination by the Council in subsection (1)(a) shall exclude any member currently serving in the Council.

(3) The Disciplinary Committee shall be responsible for hearing and determining disciplinary matters arising from a violation of the code of ethics by members of the Institute.

(3) The Disciplinary Committee shall establish a confidential whistle-blower mechanism that protects complainants from retaliation and provides anonymous reporting channels.

(3) Subject to this Act, the Disciplinary Committee shall regulate its own procedures.

Lodging of  
complaints against  
human resource  
professionals

**44.** (1) A person aggrieved by a member of the Institute in relation to professional services rendered or alleging breach of the standards specified in the Code of conduct may lodge a complaint before the Disciplinary Committee in writing.

*Cap 7L*

(2) In consideration of a complaint lodged under this section, the Disciplinary Committee shall apply the principles of fair administrative action as provided for under Article 47 of the Constitution and the Fair Administrative Action Act.

Powers of the  
Disciplinary  
Committee.

**45.** The Disciplinary Committee may, upon hearing a complaint against a member of the Institute on a violation of the Code of conduct order that—

- (a) such member be admonished;
- (b) such a member be exonerated;
- (c) such member be suspended from membership of the Institute for a specified period not exceeding five years;
- (d) such member pays a fine as may be determined by the Disciplinary Committee;

(e) such member's registration certificate or licence is revoked; or

(f) such combination of the above orders as the Committee deems fit.

(2) The Committee shall for the purposes provided for under subsection (1) have the powers to summon witnesses, call for documents, conduct investigations and liaise with relevant bodies

Appeal and  
Review of the  
decisions of the  
Disciplinary  
Committee

**46.** (1) A person, aggrieved by a decision of the Disciplinary Committee may—

(a) apply for a review of the decision where—

(i) no appeal is preferred;

(ii) there is apparent error on the face of the record;  
or

(iii) the applicant has discovered new information, which after due diligence, was not within the applicant's knowledge at the time of making the application; or

(b) appeal to the Council.

(2) A further appeal against a decision of the Council shall lie with the High Court.

## **PART VII— FINANCIAL PROVISIONS**

Funds of the  
Institute and  
Board

**47.** The funds of the Institute and Board comprise—

- (a) such levies, fees or other charges levied in accordance with this Act;
- (b) such monies, revenue or assets as may accrue to or vest in the Institute or Board in the course of the exercise of powers or the performance of functions under this Act;
- (c) such gifts, grants, loans or donations, made to the Institute or the Board;
- (d) appropriations from the national government as may be approved by Parliament; and
- (e) money from any other source received by the Institute or Board in the performance of its functions under this Act.

Accounts and  
Audit

**48.** (1) The Council and the Board shall cause to be kept all proper books and records of account of the income, expenditure, assets and liabilities of the Institute and the Board.

(2) The Institute shall by a resolution at an annual general meeting, appoint auditors to audit accounts of the Institute for every year.

(3) The Council shall present the audited accounts of the immediately preceding year at every annual general meeting

(4) The Institute and the Board shall prepare and approve annual budget estimates at least three months before the start of the financial year.

(5) No expenditure shall be incurred without budget approval by the Council and the Board.

(6) The Institute and the Board shall be subject to an annual independent financial audit and publish its audited accounts within three months of the end of the financial year.

#### **PART VIII—GENERAL AND MISCELLANEOUS PROVISIONS**

Power to make regulations.

**49.** (1) The Cabinet Secretary shall in consultation with the Council, prescribe regulations to provide for —

- (a) registration and licensing of members of the Institute;
- (b) prescribing the experience criteria to be met by candidates for registration;
- (c) award of fellowship to members of the Institute;
- (d) election of the Chairperson and members of the Council;
- (e) governing the calling, holding and conducting of meetings of the Council and members of the Institute, including the General and Special General Meeting;
- (f) convening meetings of the Institute;

- (g) prescribing a code of ethics, rules of professional conduct and standards of practice;
- (h) lodging and determination of complaints against a member of the Institute;
- (i) providing for the suspension, expulsion, or other penalties for professional misconduct, incapacity or incompetence;
- (j) capacity building and continuous professional development;
- (k) prescribing fees payable to the Institute;
- (l) promotion of the welfare and interests of members;
- (m) authorizing the making of grants for any purpose that may advance knowledge of human resource management or improve standards of practice; and
- (n) any other matter necessary for the proper administration of the Act.

(2) The Cabinet Secretary shall in consultation with the Board, prescribe regulations to provide for —

- (a) prescribing the curriculum and courses of study to be pursued by students and candidates to satisfy academic requirements for registration;
- (b) conduct of examinations and award of certification to members of the Institute;

(c) governing the calling, holding and conducting of meetings of the Board;

(d) prescribing fees payable to the Board; and

(e) any other matter necessary for the proper administration of the Act.

Appointments

**50.** The Cabinet Secretary shall appoint the chairpersons and members of the Institute and Board by notice in the *Gazette*.

Procedure of the Council and Board.

**51.** (1) The business and affairs of the Council and the Board shall be conducted in accordance with the Second Schedule.

(2) Except as provided in the Second Schedule, the Council and the Board may regulate their own procedure.

(3) Any three members present at a meeting of the Council or the Board shall constitute a *quorum*.

(4) The presence or absence of an *ex officio* member of the Council or the Board shall not be considered in the determination of the quorum of a meeting of the Council or the Board.

Seal.

**52.** (1) The seal of the Council or the Board shall be such device as may be determined by the Council or the Board and shall be kept by the Chief Executive Officer.

(2) The affixing of the seal shall be authenticated by the Chairperson or any other person authorized in that behalf by resolution of the Council or the Board.

(3) Any document purporting to be under the seal of the Council or the Board or issued on behalf of the Council or the Board shall be admissible in evidence in the absence of any proof to the contrary, and shall be deemed to be so executed or issued, as the case may be, without further proof.

Protection from personal liability.

**53.** Nothing done by a member of the Council or the Board or by any person working under the instructions of the Council or the Board shall, if done in good faith for the purpose of executing the powers, functions or duties of the Council or the Board under this Act, render such member or officer personally liable for any action, claim or demand.

Remuneration.

**54. (1)** The Chairperson, members and staff of the Institute and the Board shall be paid such remuneration or allowances as the Council and the Board may determine, in consultation with the Salaries and Remuneration Commission, the Cabinet Secretary and in accordance with any applicable public service guidelines.

(2) The Institute shall disclose the remuneration and allowances in its annual report to the members.

Staff and consultants

**55.** The Institute and the Board may appoint such number of staff, experts and consultants as are necessary for the proper discharge of their functions under this Act. `

Annual Report.

**56.** (1) The Council and the Board shall, at the end of each year, separately, cause an annual report to be prepared.

(2) The annual reports shall be submitted to the Cabinet Secretary, the annual general meeting and publicised in any other manner as the Council or Board may determine.

(3) The annual report shall be published and publicised in the website of the Institute and the Board and shall include audited financials, membership statistics, disciplinary actions, strategic priorities, stakeholder engagement outcomes and any other relevant programme or statutory information

Prohibition against practising without a valid licence.

**57.** A person who practices human resource management in the public sector without a practicing licence, commits an offence and is liable on conviction to a fine not exceeding five hundred thousand shillings or to imprisonment for a period not exceeding one year or to both.

Offences by persons not eligible to be registered

**58.** A person who, while not being eligible to be registered under this Act, uses any title appropriate to a person so registered or holds himself out directly or indirectly as being so registered, commits an offence and is liable on conviction to a fine not exceeding five hundred thousand shillings or to imprisonment for a term not exceeding one year or to both.

Employment of unregistered staff in the public sector.

**59.** A person who, knowingly employs a person who is not registered or licensed as a human resource professional to undertake professional duties as such, commits an offence and is liable upon conviction to a fine not exceeding one hundred

thousand shillings or to imprisonment for a term not exceeding six months or to both.

General penalty **60.** A person who commits an offence under this Act for which no specific penalty is provided or who otherwise contravenes this Act shall, on conviction, be liable to a fine not exceeding one million shillings or to a term of imprisonment not exceeding one year or to both.

Falsification of records. **61.** A person who wilfully makes or causes to be made any false entry in, or falsification of, any register or record kept under this Act, or who presents or attempts to present himself or any person to be registered under this Act by making or producing or causing to be made or produced a false or fraudulent representation or declaration, either orally or in writing, commits an offence and shall be liable on conviction to a fine not exceeding two hundred thousand shillings or to imprisonment for a term not exceeding two years, or to both.

Savings and Transitional provisions. **62. (1)** The Institute of Human Resource Management established under the repealed Act shall continue to exist as the Institute of Human Resource Management under this Act and shall be deemed to have been established under this Act.

(2) All rights, obligations, assets, liabilities, and undertakings of the Institute of Human Resource Management existing immediately before the commencement of this Act shall, upon commencement, vest in the Institute of Human Resource Management as established under this Act.

(3) Any person who, immediately before the commencement of this Act, was a registered or licensed human resource

professional under the Institute of Human Resource Management shall be deemed to be registered or licensed under this Act and shall be subject to the provisions of this Act.

(4) The Human Resource Management Professionals Examinations Board (HRMPEB) established under the repealed Act shall continue to exist as the Human Resource Management Professionals Examinations Board under this Act and shall be deemed to have been established under this Act.

(5) Any examination, certification, or accreditation process commenced under the Human Resource Management Professionals Act, CAP. 538, and which remains incomplete at the commencement of this Act shall be continued under this Act and shall be deemed to have been conducted under this Act.

(6) Any reference to the Institute of Human Resource Management or the Human Resource Management Professionals Examinations Board in any written law or legal instrument in force immediately before the commencement of this Act shall be construed as a reference to the respective entities as continued under this Act.

(7) Any person who, immediately before the commencement of this Act, was serving the Institute or the Board in any capacity under the repealed Act will continue to serve the Institute or the Board for the remainder of their term or contractual period and may where applicable, be eligible for one further term under this Act.

Repeal of Cap 538

**63.** The Human Resource Management Professionals Act is hereby repealed.

DRAFT FOR PUBLIC PARTICIPATION

**FIRST SCHEDULE**

**(s. 10)**

**REGIONAL REPRESENTATION OF MEMBERS OF THE INSTITUTE**


**SECOND SCHEDULE**

**(s. 51)**

**PROVISIONS AS TO THE CONDUCT OF BUSINESS AND AFFAIRS OF THE INSTITUTE AND EXAMINATIONS BOARD.**

Interpretation.

**1.** In this Schedule, unless the context otherwise requires Chairperson means the Chairperson of the Council and the Chairperson of the Board.

Meetings

**2.** The Council and Board shall each meet at least four times in each year.



Secretary, shall be made available to him or any person nominated by him.

Committees of the Council or the Board

**9.** The Council or the Board may establish such committees as may be necessary for the performance of the functions of the Council or the Board and may, subject to the provisions of this Act, delegate powers conferred on it to any such committee

Power of the Council to regulate own procedure

**10.** Subject to the provisions of this Schedule, the Council or the Board shall regulate its own procedure.

Disclosure of interest

**11.** If a member of the Council or the Board is directly or indirectly interested in any contract, proposed contract or other matter before the Council or the Board and is present at a meeting of the Council or the Board at which the contract, proposed contract or other matter is the subject of consideration, he shall, at the meeting and as soon as reasonably practicable after the commencement thereof, disclose the fact and shall not take part in the consideration or discussion of, or vote on, any questions with respect to the contract or other matter, or be counted in the quorum of the meeting during consideration of the matter.

(2) A disclosure of interest made under this paragraph shall be recorded in the minutes of the meeting at which it is made

## **MEMORANDUM OF OBJECTS AND REASONS**

**The principal object of this Bill** is to repeal and re-enact the Human Resource Management Professionals Act (Cap. 538) in order to align the regulation of the human resource profession with contemporary governance frameworks, constitutional principles and international best practices.

The Bill seeks to provide for a modern legal and institutional framework for the examination, certification, registration, licensing and professional development of human resource management professionals in Kenya. It establishes two distinct bodies: the Institute of Human Resource Management, mandated with the regulation and advancement of the profession, and the Human Resource Management Professionals Examinations Board, which will oversee standards for training, examination and certification.

The Bill introduces clear eligibility criteria and procedures for registration and licensing, defines various categories of membership and mandates continuing professional development. It further introduces provisions for registration and regulation of human resource firms, including compliance mechanisms.

To strengthen accountability and integrity in the profession, the Bill establishes a Disciplinary Committee, prescribes a code of ethics and provides for enforcement mechanisms including penalties for misconduct or unauthorized practice. It also provides for transparent governance structures within the Institute and the Board, with emphasis on regional representation, gender parity and professional merit.

Additionally, the Bill promotes innovation and technological integration in the field of human resource management, including the use of artificial intelligence and digital solutions. It incorporates provisions that ensure adherence to constitutional principles, including the national values and principles of governance under Article 10 and the values and principles of public service under Article 232 of the Constitution.

The enactment of this legislation will strengthen the credibility, professionalism and regulation of human resource management practice in

Kenya and align the profession with emerging global trends in people management and organizational development.

**Part I of the Bill** sets out the short title of the Bill, defines key terms used in the Act, outlines the object and application of the Act and sets out the guiding principles. It anchors the law on constitutional values such as professionalism, equality, innovation, and public interest.

**Part II of the Bill** establishes the Institute of Human Resource Management (IHRM) as a corporate body. It sets out its functions, which include regulation of standards, ethics and professional development. It also provides for the governance structure of the Institute through the Council, including its composition, term of office, qualifications for membership and the appointment and roles of the Chief Executive Officer.

**Part III of the Bill** establishes the Human Resource Management Professionals Examinations Board (HRMPEB) as a corporate body responsible for the development, administration and regulation of examinations for certification. It provides for the Board's composition, powers, functions, appointment and removal of members, and the roles of its Chief Executive Officer.

**Part IV of the Bill** establishes the Registration Committee, outlines its functions and provides for the classification of membership into Fellows, Members, Associate Members and Student Members. It details the qualifications, registration processes, disqualifications and rights of members. It also regulates the registration and licensing of human resource firms.

**Part V of the Bill** provides for the conduct of meetings, including Annual General Meetings (AGMs) and Special General Meetings and sets the quorum and voting procedures. It affirms that the General Meeting is the supreme authority of the Institute.

**Part VI of the Bill** provides for the Code of Ethics, the establishment and composition of the Disciplinary Committee, the procedure for lodging complaints and powers of the Committee including the imposition of sanctions

such as suspension, revocation of licenses or fines. It also sets out the process of appeal and review of decisions of the Disciplinary Committee.

**Part VII of the Bill** outlines the sources of funds for the Institute and the Board, including fees, donations, and grants. It mandates the maintenance of proper accounts, annual auditing, and budget approval procedures. It also requires financial transparency through the publication of audited accounts.

**Part VIII of the Bill** empowers the Cabinet Secretary to make regulations in consultation with the Council and the Board. It also provides for appointments, procedures of the Council and Board, the use of official seals and protection from personal liability. Other provisions include rules on remuneration, staffing, annual reporting and the prohibition of unlicensed practice.

It introduces penalties for unauthorized use of professional titles, employment of unregistered individuals in the public sector, and general offences. It concludes with savings and transitional provisions, ensuring continuity from the repealed Cap. 538 and preservation of rights, obligations and existing memberships under the new law.

### **Schedules**

- **First Schedule:** Provides for regional representation in the Council of the Institute.
- **Second Schedule:** Details the conduct of business and affairs of the Council and the Board, including meetings, quorum, voting, disclosure of interest and establishment of committees.

### **Statement on the delegation of legislative powers and limitation of fundamental rights and freedoms**

This Bill delegates legislative powers only to the extent of giving effect to the provisions of this Act. The delegation of powers however does not limit fundamental rights and freedoms.

**Statement on how the Bill concerns county governments.**

The Bill does not concern county governments in terms of Article 110(1)(a) of the Constitution in that it does not contain provisions that affect the functions and powers of the county governments as set out in the Fourth Schedule to the Constitution.

**Statement that the Bill is not a money Bill within the meaning of Article 114 of the Constitution.**

This Bill is not a money Bill within the meaning of Article 114 of the Constitution.

**Dated the ..... June, 2025.**

**GEOFFREY KIRINGA RUKU,  
CABINET SECRETARY,  
MINISTRY OF PUBLIC SERVICE AND HUMAN CAPITAL  
DEVELOPMENT**