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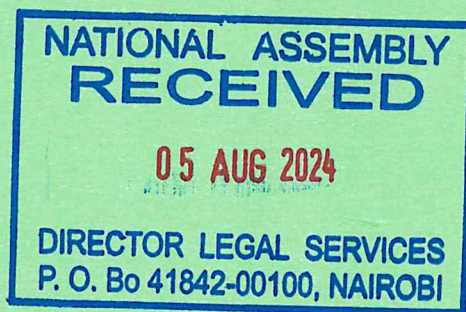
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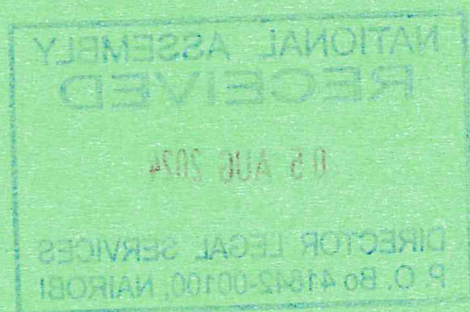
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THE ENVIRONMENTAL PROFESSIONALS INSTITUTE OF KENYA BILL, 2024

A Bill for —

AN ACT of Parliament to provide for the establishment of the Environmental Professionals Institute of Kenya; to provide for the registration, licensing and regulation of the standards and practice of environmental professionals and for connected purposes

ENACTED by the Parliament of Kenya as follows —

PART I—PRELIMINARY

1. This Act may be cited as the Environmental Professionals Institute of Kenya Act, 2024. Short title.

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

“Council” means the Council of the Institute established under section 5;

“environmental professional” means a person who has successfully undertaken a degree course in the field of environment, natural resources, earth sciences, or research as may be prescribed by the Council and is registered in accordance with section 21;

“practicing certificate” means a practicing certificate issued by the Council;

“president” means the person elected as the president of the Institute;

“Institute” means the Environmental Professionals Institute of Kenya established under section 3;

“register” means the register of environmental professionals maintained under section 25; and

“Registrar” means the Registrar of environmental professionals appointed under section 10.

PART II—ESTABLISHMENT OF THE ENVIRONMENTAL PROFESSIONALS INSTITUTE OF KENYA

3. (1) There is established an institute to be known as the Environmental Professionals Institute of Kenya. Establishment of
the Institute.

(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) purchasing, acquiring, holding, charging or disposing of movable and immovable property;
- (c) raising or borrowing money; and
- (d) performing such other functions necessary for the proper performance of its functions under this Act.

(3) The Headquarters of the Institute shall be in Nairobi but the Institute may establish offices at any other place in Kenya.

4. (1) The Institute shall register, regulate and exercise general supervision and control over the professional development and practice of environmental professionals in Kenya.

Functions of the Institute.

(2) Without prejudice to the generality of the foregoing, the functions of the Institute shall be to—

- (a) establish, monitor and publish the standards of professional competence and practice amongst environmental professionals;
- (b) register environmental professionals in accordance with the requirements of this Act;
- (c) promote research in environmental practice and related matters;
- (d) liaise with the National Environment Management Authority established under the Environmental Management and Co-ordination Act and other national agencies in charge of environmental management towards the betterment of the environmental profession;
- (e) provide a medium for communication and exchange of information, knowledge and ethical standards for those persons engaged in the field of environment;
- (f) network with local, regional and international institutions to promote and develop progressive

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environment practices and the environmental profession;

- (g) develop and facilitate programmes for training and continuous professional education and development for environmental professionals;
- (h) regulate the conduct of registered environmental professionals under this Act in order to maintain proper professional standards;
- (i) formulate policies that promote and enhance the environmental profession;
- (j) regulate the practice, competence and professional conduct of environmental professionals;
- (k) promote and protect the welfare and interests of the environmental professionals;
- (l) promote inter-professional collaboration with other professional bodies;
- (m) cause to be maintained a register of the persons registered and licenced to practice in accordance with this Act;
- (n) determine and revise categories under which environmental professionals may be registered;
- (o) advise the government in relation to the aspects of supervision and control over the professional development and practice of environmental professionals in Kenya;
- (p) provide professional advice and collaborate with private and public institutions in relation to the aspects of professional development and practice of environmental professionals; and
- (q) carry out such other functions prescribed under this Act or any written law.

5. There is established a Council of the Institute which shall be the governing body responsible for the management of the Institute.

Council of the
Institute.

6. (1) The Council shall be composed of—Composition of
the Council.

- (a) the president;
- (b) the vice-president;
- (c) seven representatives of the general membership of the Institute; and
- (d) the Registrar who shall be an *ex-officio* member.

(2) The members of the Council shall be elected by the members of the Institute in accordance with the First Schedule to this Act.

(3) The members of the Council, other than the *ex-officio* member, shall hold office for a period of three years on such terms and conditions as may be specified in the instrument of appointment, and shall be eligible for re-appointment for one further term.

7. The Council shall have the powers necessary for the proper performance of its functions under this Act and in particular, but without prejudice to the generality of the foregoing, the Council shall have power to—

Powers of the
Council.

- (a) control, supervise and administer the assets of the Institute in such manner as best promotes the purpose for which the Institute is established;
- (b) determine the provisions to be made for capital and recurrent expenditure and for the reserves of the Institute;
- (c) receive grants, gifts, donations or endowments and make legitimate disbursements therefrom;
- (d) open such banking accounts for its funds as may be necessary;
- (e) invest funds of the Institute not immediately required for its purposes in the manner provided in section 37; and
- (f) undertake activity necessary for the fulfilment of the functions of the Institute.

8. The Council shall pay its members such remuneration, fees or allowances for expenses as it may determine, on the advice of the Salaries and Remuneration Commission.

Remuneration of
the Council
members.

9. A person is eligible for election as a member of the Council if such person—

Eligibility for election as a member of the Council.

- (a) has been a member of good standing of the Institute for at least three years;
- (b) has practised as an environmental professional for at least five years;
- (c) has not been found liable for professional misconduct in the three years immediately preceding the election; and
- (d) meets the requirements of Chapter Six of the Constitution.

10. (1) There shall be a Registrar of the Institute who shall be competitively recruited and appointed by the Council and whose terms and conditions of service shall be determined by the Council in the instrument of appointment or otherwise from time to time.

Registrar.

(2) The Registrar shall—

- (a) be the Chief Executive Officer of the Institute and shall, subject to the direction of the Council, be responsible for the day to day management of the affairs and staff of the Institute;
- (b) be an *ex-officio* member of the Council but shall have no right to vote at the meetings of the Council;
- (c) be the secretary to the Council; and
- (d) be responsible to the Council generally for the implementation of this Act.

(3) The Registrar shall serve for a term of four years renewable once subject to satisfactory performance.

11. A person shall not be appointed as a Registrar under this section unless such person is registered as an environmental professional under this Act and—

Qualification of the Registrar.

- (a) holds a degree from a university recognised in Kenya;
- (b) is a citizen of Kenya;
- (c) has at least ten years proven experience in matters related to environment;

(d) has knowledge and experience in policy formulation, administration and management;

(e) is a member of good standing of the Institute; and

(f) meets the requirement of Chapter Six of the Constitution.

12. (1) The Council may establish such committees consisting of members of the Council as it may consider necessary for the discharge of its functions.

Committees of the Council.

(2) The decisions by a committee under subsection (1) shall be ratified by the Council.

13. The Council may appoint such officers, agents and other staff as are necessary for the proper discharge of the functions of the Institute and the Council under this Act, upon such terms and conditions of service as the Council may determine.

Staff of the Institute.

14. The Council may, on the advice of the Registrar, engage on behalf of the Institute the services of experts and consultants in respect of the functions of the Institute in connection with which they are considered to have special competence.

Experts and consultants.

15. The Council may, by a resolution generally or in any particular case, delegate to any of its committees the exercise of the powers or the performance of the functions or duties of the Council or the Institute under this Act or under any other written law.

Delegation by the Council.

16. (1) The conduct and regulation of the business and affairs of the Council shall be as provided for in the Second Schedule.

Conduct of business and affairs of the Council.

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

17. (1) The common seal of the Institute shall be kept in the custody of the Registrar or of such other person as the Council may direct, and shall not be used except upon the order of the Council.

Common seal.

(2) The common seal of the Institute, when affixed to a document and duly authenticated, shall be judicially and officially noticed and unless proved to the contrary, an

order or authorization by the Council under this section shall be presumed to have been duly given.

(3) The common seal of the Institute shall be authenticated by the president of the Institute and the Registrar.

(4) Notwithstanding the provisions of subsection (3), the Council shall, in the absence of either the president or the Registrar in a particular matter, nominate one member to authenticate the seal on behalf of either the president or the Registrar.

18. (1) No act or omission by a member of the Institute or by an officer, employee, agent or servant of the Institute shall, if the act or omission was done bona fide for the purposes of executing a function, power or duty under the Act, render such member, officer, employee, agent or servant personally liable to an action, claim or demand whatsoever.

Protection from
personal liability.

(2) The provisions of subsection (1) shall not relieve the Institute of the liability to pay compensation to a person for an injury to the person, their property or interests caused by the exercise of a power conferred by this Act or by failure, whether wholly or partially, of an action.

PART III- REGISTRATION AND LICENSING OF ENVIRONMENTAL PROFESSIONALS

19. (1) A person who is registered under this Act shall be a member of the Institute.

Membership of
the Institute.

(2) The members of the Institute shall be classified into the following categories—

- (a) lead members comprising members of the Institute who are registered pursuant to section 21;
- (b) Fellow members comprising of persons who become fellows pursuant to subsection (3);
- (c) Honorary Fellows comprising of persons who become honorary fellows pursuant to subsection (4);
- (d) associate members comprising persons eligible to be registered under section 21 but who do not

meet the requirements prescribed under that section; and

- (e) corporate members comprising of firms which practice environmental management activities and are issued with a practicing certificate in accordance with section 23.

(3) Where the Council considers that a member of the Institute has rendered outstanding services to the environment profession, the Council may, invite the member to become a Fellow.

(4) Where the Council considers that a person (not being a member of the Institute) has rendered special services to the Institute or the environment profession, the Council may invite the person to become an Honorary Fellow of the Institute.

(5) The Honorary Fellow shall not be a member of the Institute.

20. The members of the Institute shall have the following rights—

Membership rights.

- (a) to be issued with an annual practising certificate upon meeting the requirements under section 21;
- (b) vote at an election of the Institute or on a matter of the Institute; and
- (c) vie for an office of the Institute.

21. A person shall be eligible for registration under this Act as an environmental professional if that person—

Qualifications for registration.

- (a) is of good conduct;
- (b) has paid the prescribed fees;
- (c) has successfully undertaken a degree course in the field of environment, natural resources, earth sciences, or research as may be prescribed by the Council; and
- (d) holds such other qualification as the Council may prescribe.

22. (1) A person who is eligible to be registered as an environmental professional may apply in the prescribed

Registration.

form to the Registrar for registration in the register and every such application shall be accompanied by the prescribed fee.

(2) Where a person has complied with the provisions of subsection (1) and has been accepted by the Council as being eligible for registration and has satisfied the Registrar that they have been so accepted, they shall be registered.

23. (1) A person intending to register an environmental firm under this Act shall apply to the Council in the prescribed manner accompanied by the prescribed fee.

Registration as an environmental firm.

(2) An application under subsection (1) shall be accompanied by—

- (a) a registration certificate of business name or certificate of incorporation of the entity;
- (b) a practicing certificate for each of the partners who must be environmental professionals;
- (c) the profile of each partner; and
- (d) a written commitment that the Council shall be allowed to verify the suitability of the firm for the purposes of registration.

(3) An environmental firm with more than fifty per centum of its shares held by Kenyan citizens shall upon registration be considered a local environmental firm and be recognized as such in the register.

(4) An environmental firm registered in another jurisdiction recognized by the Council may apply to the Council to be allowed to practice, provided that the application is made in partnership with a local firm.

(5) The Council may require the applicant to furnish such further information or evidence of eligibility for registration as it may deem fit.

24. The Registrar shall issue to every person or firm registered under this Act, a certificate of registration in the prescribed form.

Certificate of registration.

25. The Registrar shall maintain a register of persons registered as environmental professionals to be known as the Register of Environmental Professionals.

Register of environmental professionals.

26. (1) The Registrar shall, from time to time, in accordance with the directions of the Council, make corrections to the register in relation to an entry.

Removal of name from the register.

(2) A change in the entry under subsection (3) shall be made by the Registrar as soon as is practicable after receipt of the notification.

(3) The Registrar shall remove from the register—

- (a) the name of a deceased person;
- (b) the name of a person convicted of an offence under this Act where the avenue of appeal has been exhausted;
- (c) an entry which has been incorrectly or fraudulently made in the register; and
- (d) the name of a person who violates the provisions of Chapter Six of the Constitution and has been convicted for such an offence and the avenue of appeal has been exhausted.

(4) The Registrar may, with the written consent of a member of the Institute, remove from the register the name of a person who has ceased to practice.

27. (1) The Registrar shall publish in the *Gazette* as soon as may be practicable after registration the name of every environmental professional registered under this Act.

Publication of register.

(2) The publication of the list of registered environmental professionals in the *Gazette* shall be prima facie evidence that the persons named therein are registered under this Act and the absence of the name of a person from such list shall be prima facie evidence that the person is not so registered.

28. (1) A person shall not practice as an environmental professional unless such person has—

Authorization to practice.

- (a) been registered under this Act;
- (b) complied with the prescribed requirements for continuing education and professional development; and
- (c) been issued with a valid practicing certificate by the Institute in accordance with regulations made under this Act.

29. (1) A practicing certificate granted under this Act shall be valid for one year, for the duration between the 1st January and 31st December in every year, and may, upon expiry be renewed.

Period of validity of practicing certificate.

(2) The Council may refuse to issue or renew a practicing certificate or cancel, withdraw or suspend a practicing certificate if satisfied that the environmental professional is guilty of professional misconduct or is in breach of the provisions of this Act or regulations made thereunder, for a period of twelve months.

PART IV—ENFORCEMENT

30. (1) A person who wilfully procures or attempts to procure registration or a practicing certificate under the provisions of 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 five hundred thousand shillings or to imprisonment for a term not exceeding five years or both.

False registration or licensing.

(2) Upon conviction of an offence under this section by a person registered or authorized to practice under this Act, the Registrar shall upon direction from the Council remove such person's name from the register and cancel the practicing certificate.

31. A person registered as an environmental professional commits an act of professional misconduct if such person —

Professional misconduct.

- (a) deliberately fails to follow the laid down standards of conduct and practice of the profession as may be laid down by the Council under this Act or any other written law;
- (b) commits gross negligence in the conduct of professional duties;
- (c) releases information concerning the affairs of a client that is gathered in the course of a professional engagement without the consent of the client;
- (d) performs an assignment which is beyond the scope of the professional's competency, knowledge, and expertise; or

- (e) allows another person to practice in their name, where such person is not registered under this Act or a holder of a practicing certificate issued under this Act.

32. (1) A person, being dissatisfied with services offered by an environmental professional or who alleges breach of the standards of conduct as may be specified by the Council from time to time, may make a written complaint to the Council in the prescribed manner.

Disciplinary proceedings by the Council.

(2) Where the Council is satisfied in respect of a person registered or practicing under this Act, that such person—

- (a) has been convicted of an offence under this Act or under any other law punishable by imprisonment, the commission of which in the opinion of the Council has brought the profession to disrepute;
- (b) has committed an act of negligence or malpractice in respect of their profession; or
- (c) has committed an act of impropriety or misconduct in respect of their profession,

the Council may subject to subsection (9) —

- (i) issue the environmental professional with a letter of admonishment;
- (ii) remove such person's name from the Register;
- (iii) impose a fine which the Council deems appropriate in the circumstances;
- (iv) suspend such person's practicing certificate or registration for a period not exceeding twelve months; or
- (v) cancel such person's practicing certificate.

(3) Upon an inquiry held by the Council to determine a complaint made under subsection (1), the person whose conduct is being inquired into shall be afforded an opportunity of being heard, either in person or by an advocate of his own choice.

(4) For the purpose of proceedings at an inquiry held under this section, the Council may administer oaths and may, subject to the provisions of regulations made under this Act, enforce the attendance of persons as witnesses and the production of books and documents as evidence.

(5) A person whose name has been removed from the register or whose practicing certificate has been cancelled or suspended shall forthwith surrender to the Registrar their certificate of registration or practicing certificate and a person who fails to do so commits an offence and shall be liable, on conviction, to a fine not exceeding three hundred thousand shillings or imprisonment to term not exceeding six months or both.

(6) Subject to the provisions of this section and to rules as to procedure made under this Act, the Council may regulate its own procedure in disciplinary proceedings.

(7) The power to direct the removal of the name of a person from the register or to cancel the practicing certificate of a person shall include a power exercisable in the same manner to direct that during such period as may be specified in the order, the registration of a person's name in the register or the practicing certificate granted to them shall not have effect.

(8) A person who, when summoned by the Council, fails to attend as a witness or to produce a book or document which they are required by the Council to produce, commits an offence and shall be liable, on conviction, to a fine not exceeding three hundred thousand shillings or to imprisonment for six months or both.

(9) Notwithstanding any other provisions of this Act, the Council shall not remove the name of a person from the register, or cancel a practicing certificate granted to a person, unless such a decision is supported by a majority of the Council members.

33. (1) Subject to the provisions of this Act, the removal of a person's name from the Register shall be notified by the Registrar to that person by registered mail sent to the address appearing in the register against their name immediately before such removal.

Effect of removal,
suspension or
cancellation.

(2) Where the name of a person has been removed from the Register, the name of that person shall not, subject to the provisions of this Act, be entered again in the Register except by order of the Council.

(3) Where an order has been made for the removal of a person's name from the Register, or for suspending a person's registration under this Act, or for cancellation or suspension of a practicing certificate granted to a person under this Act, the Council may, either on its own motion or on the application of the person concerned and in either case after holding such inquiry as the Council may deem fit, cause the name of that person to be restored to the register or terminate the suspension of the registration, or as the case may be, grant a new practicing certificate or terminate the suspension of the existing practicing certificate in such case, either without fee or on the payment of such fee not exceeding the appropriate registration or practicing certificate fee, as the Council may determine.

(4) Subsection (1) shall not apply when a person's name has been removed from the Register at the person's request or with their consent in circumstances under which it could not have been removed without consent.

(5) Notwithstanding the provisions of subsection (3), a person whose name was removed from the Register at the person's request, shall upon application and on payment of the prescribed fee, have their name restored to the register.

34. A person aggrieved by a decision of the Council under this Act may appeal within thirty days to the High Court and in such an appeal, the High Court may confirm, annul or vary the decision as it deems fit. Appeals.

35. (1) A person who, not being eligible to be registered or licensed under this Act, wilfully and falsely takes or uses a name, title or addition implying a qualification to practice as an environmental professional or who, not being registered or issued with a practicing certificate under this Act, practices or professes to practice or publishes their name as practicing as an environmental professional commits an offence and shall be liable, on conviction, to a fine not exceeding five hundred thousand Offences by unregistered or unlicensed persons.

shillings or to imprisonment for a term not exceeding five years or both.

(2) A person who, not being eligible to be registered or issued with a practicing certificate under this Act, uses the title “environmental professional” commits an offence and shall be liable, on conviction, to a fine not exceeding three hundred thousand shillings or imprisonment for a term not exceeding six months or both.

36. A person who obstructs or hinders, or knowingly makes a false or misleading statement to a member, officer, servant or agent of the Council who is carrying out duties under this Act commits an offence and shall be liable, on conviction, to a fine not exceeding three hundred thousand shillings or imprisonment for a term not exceeding one year or both.

Obstruction of officers of the Council.

PART V—FINANCIAL PROVISIONS.

37. The funds of the Institute shall comprise—

Funds of the Institute.

- (a) such fees, monies or assets as may accrue to or vest in the Institute in the course of the exercise of its powers or the performance of its functions under this Act or under any other written law;
- (b) all monies from such other source as may be provided for or donated or lent to the Institute;
- (c) donations, grants, gifts and endowments from lawful organizations or sources; and
- (d) such monies as may be payable to the Institute pursuant to this Act or any other written law.

38. The financial year of the Council shall be the period of twelve months ending on the 31st December of every year.

Financial year.

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

Annual estimates.

(2) The annual estimates shall make provision for the estimated expenditure of the Institute for the financial year and in particular, the estimates shall provide for—

- (a) the payment of the allowances and other charges in respect of members of the Council;
- (b) the payment of salaries, pensions, gratuities and other charges in respect of staff of the Institute;
- (c) the proper maintenance of the buildings and grounds of the Institute;
- (d) the maintenance, repair and replacement of the equipment and other property of the Institute; and
- (e) the creation of such reserve funds to meet future or contingent liabilities in respect of retirement benefits, insurance or replacement of buildings or equipment, or in respect of such other matter as the Council may deem appropriate.

(3) The annual estimates shall be approved by the Council before the commencement of the financial year to which they relate.

40. The Council shall cause to be kept proper books and records of accounts of the income, expenditure and assets of the Institute to be audited as of the 31st December of every year.

Accounts and audit.

41. The Council may invest funds, not immediately required for its purposes, in securities in which for the time being trustees may by law invest trust funds, or in any other securities or banks.

Investment of funds.

PART VI – MEETINGS OF THE INSTITUTE

42. (1) The Council shall convene an ordinary general meeting of the Institute in the month of March of every year at such venue as may be determined by the Council.

Ordinary general meeting.

(2) The Council shall present to the ordinary general meeting a full report of the activities of the Institute in the immediately preceding year.

43. (1) A special general meeting shall be convened—

Requisitioning a special general meeting.

- (a) if requisitioned by at least ten percent of the members of the Institute; or
- (b) by the Council on its own motion after giving a thirty days' notice.

(2) The notice requisitioning a special general meeting under subsection (1)(a) shall—

- (a) be in writing;
- (b) be signed by the members of the Institute as specified in subsection (1);
- (c) specify the object of the proposed meeting; and
- (d) be submitted to the Registrar.

(3) The Council shall, within fourteen days of receiving a requisition submitted under subsection (2), convene a special general meeting of the Institute.

(4) If within fourteen days after the requisition, the Council fails to convene a general meeting in accordance with the requisition and specifying that it shall be held within thirty days, the members may themselves convene that general meeting to be held within two months after such requisition.

44. Subject to the provisions of this Act, the manner of convening general meetings of the Institute and the procedure at a general meeting shall, be as may be prescribed, from time to time, by the Council.

Convening and
procedure of
meetings.

45. (1) Except for the purpose for which a special resolution is expressly required by this Act or by regulations made under this Act, the resolutions of the Institute in a general meeting shall be by simple majority vote.

Resolutions of the
Institute.

(2) In this Act a "special resolution" means a resolution passed by not less than two-thirds of such members of the Institute as may be present and vote thereon at a general meeting of the Institute, duly convened with notice of the intention to propose such resolution.

46. Every member present at a general meeting of the Institute shall have one vote, and the president of that Council shall also have a casting vote.

Voting.

47. Subject to the provisions of this Act, the procedure of voting at the general meetings, shall, be as may be prescribed, from time to time, by the Council.

Voting procedure.

48. A resolution of the Institute in a general meeting shall not be altered or rescinded within nine months after

Alteration of
resolutions.

the passage of the resolution without a special resolution of the Institute.

49. The Council shall cause proper minutes and resolutions of the meetings of the Council and of the general meeting to be taken and recorded.

Minutes.

PART VII – MISCELLANEOUS

50. In carrying out its functions, the Institute shall work in collaboration and co-operation with the National Environment Management Authority established under the Environmental Management and Co-ordination Act.

Collaboration
with the National
Environment
Management
Authority.
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51. (1) The Council may, subject to the provisions of this Act and with the approval by a resolution of members make regulations generally for the better carrying into effect the provisions of this Act.

Regulations.

(2) Without prejudice to the generality of the foregoing, the regulations under this Act may—

- (a) prescribe the form and method of keeping the Register under this Act;
- (b) prescribe forms, methods and regulations concerning conditions for the issuance of licenses;
- (c) prescribe the manner of professional development, subject matter of professional development courses, standards of proficiency for the environmental profession, whom provision is made under this Act to be regulated;
- (d) prescribe the code of ethics, rules of professional conduct and standards and conditions of practice of persons registered or licensed under this Act;
- (e) provide for the procedure to be followed by the Council in a disciplinary inquiry;
- (f) provide for enforcing the attendance of witnesses and the production of books and documents at an inquiry held by the Council;
- (g) prescribe forms to be used in connection with this Act or fees to be charged under this Act;
- (h) prescribe the procedure for application and issuance of a practicing certificate under this Act; and

- (i) prescribe anything required by this Act to be prescribed.

52. (1) Notwithstanding anything in this Act, a person who, immediately before the date of commencement of this Act was engaged in the practice of the environment profession shall be entitled to continue in such practice without a practicing certificate under this Act —

Transitional provisions.

- (a) for a period of one year beginning with the date of the commencement of this Act; and

- (b) if before the expiration of six months, the person applies for a practicing certificate under this Act, until the practicing certificate is granted or finally refused, or the application is withdrawn.

(2) The Council of the Environmental Professionals Institute of Kenya existing before the enactment of this Act shall assume the responsibilities imposed on the Council by this Act as an Interim Council until the first elections are held under this Act.

(3) A person who was immediately before the commencement of this Act serving as the Chief Executive Officer or an employee of the former Institute shall continue in office until the expiry of their term.

(4) The president elected at the last annual general meeting of the former Institute shall continue to act as president of the Institute until the first elections held under this Act.

(5) A rule or regulation made, order or directive issued, notification given or an administrative act undertaken by the former Council of the former Institute, shall be deemed to have been made, issued, given or undertaken under this Act and shall continue in force and have effect as if it had been so made, issued, given or undertaken under this Act.

(6) The property, which, immediately before the commencement of this Act, was vested in the former Institute, shall, on the date of commencement of this Act, vest in the Institute, subject to the interests, liabilities,

charges, obligations and trusts affecting that property.

(7) The first annual general meeting of the Institute shall be convened by the Interim Council within a period of twelve months of the commencement of this Act.

(8) “former Institute” means the Environment Institute of Kenya existing before the enactment of this Act.

FIRST SCHEDULE (section 6)**ELECTION OF COUNCIL MEMBERS**

1. The election of the president, vice-president and members of the Council shall be—

Elections of the members of the Council.

- (a) conducted in a transparent and fair manner;
- (b) in every third year after the election of the Council;
- (c) by secret ballot; and
- (d) conducted on the same day by the members physically present.

2. The elections for the membership of the Council shall be conducted by such body as the Council may propose and approved by the general meeting preceding the election.

Supervision of the election.

SECOND SCHEDULE (Section 16)

PROVISIONS AS TO THE CONDUCT OF BUSINESS AND AFFAIRS OF THE COUNCIL

1. (1) The Council shall meet not less than four times in every financial year and not more than four months shall elapse between the date of one meeting and the date of the next meeting. Meetings.

(2) Notwithstanding subparagraph (2), the president of the Council may convene a special meeting of the Council for the transaction of the business of the Council, upon requisition in writing by at least five members of the Council.

(3) Unless three quarters of the total members of the Council otherwise agree, at least fourteen days' written notice of every meeting of the Council shall be given to every member of the Council

2. (1) The quorum for the conduct of the business of the Council shall be five members. Quorum.

(2) The president shall preside at every meeting of the Council and in the absence of the president, the vice-president shall preside at such meeting and shall have all the powers of the president with respect to that meeting and the business transacted thereat.

(3) In the absence of both the president and vice-president, the members present shall elect one of their members to preside and the person so elected shall have all the powers of the president with respect to that meeting and the business transacted thereat.

(4) Unless a unanimous decision is reached, a decision on a matter before the Council shall be by a majority of the votes of the members present and voting, and in case of an equality of votes, the president or the person presiding shall have a casting vote.

(5) Subject to subparagraph (5), no proceedings of the Council shall be invalid by reason only of a vacancy among the members thereof.

(6) Subject to the provisions of this Schedule, the Council may determine its own procedure and the

procedure for a committee of the Council and for the attendance of other persons at its meetings and may make standing orders in respect thereof.

3. (1) A member of the Council, other than an *ex officio* member, may be removed from office at a general meeting by a vote of at least two thirds of the members present and eligible to vote on grounds of —

Removal from Office.

- (a) inability to perform the functions of the office arising from mental or physical infirmity;
- (b) suspension or expulsion as provided under the Act;
- (c) bankruptcy; or
- (d) failure to attend three consecutive Council meetings, without reasonable grounds acceptable to the Council.

(2) Before removal under subsection (1), such member of the Council shall be —

- (a) informed of the reasons for the intended removal, in writing; and
- (b) given an opportunity to put in a defence against the allegations, either in person or through an advocate.

4. (1) A member of the Council, who has an interest in a contract or other matter and present at a meeting, shall at the meeting and as soon as reasonably practicable after the commencement, disclose the fact thereof and shall not take part in the consideration or discussion of, or vote on any question with respect to the contract or other matter, or be counted in the quorum of the meeting during consideration of the matter.

Disclosure of interest.

(2) A disclosure of interest made under subparagraph (1) shall be recorded in the minutes of the meeting at which it is made.

(3) A member of the Council who contravenes subparagraph (1) commits an offence and shall be liable, on conviction, to a fine not exceeding five hundred thousand shillings.

5. A contract or instrument which, if entered into or executed by a person not being a body corporate would not require to be under seal, may be entered into or executed on behalf of the Council by a person generally or specially authorized by the Council for that purpose.

Contracts and
instruments.

6. (1) The Council shall establish the following committees for the effective discharge of its functions—

Committees of the
Council.

- (a) Legal Ethics and Membership Services Committee;
- (b) Partnership, Education and Communication Committee;
- (c) Resource Mobilization Committee; and
- (d) Finance and Administration Committee.

(2) Despite paragraph (1), the Council may establish such other ad hoc committees as may be necessary for the effective carrying out of the functions of the Council.

MEMORANDUM OF OBJECTS AND REASONS

Statement of objects and reasons for the Bill

The principal object of this Bill is to provide for a legal framework for the establishment of the Environmental Professionals Institute of Kenya. The Bill further seeks to promote professionalism within the environment profession and to also provide mechanisms for registration, licensing, regulation and professional development of environmental professionals.

Part I of the Bill contains preliminary provisions.

Part II of the Bill provides for the establishment of the Environmental Professionals Institute of Kenya; functions of the Institute; Council of the Institute; composition of the Council; powers of the Council; remuneration of Council members; eligibility of election as a member of the Council; Registrar; qualification of the Registrar; committees of the Council; staff of the Institute; experts and consultants; delegation by the Council; conduct of business and affairs of the Council; common seal; and protection from personal liability.

Part III of the Bill provides for the registration and licensing of environmental professionals including membership of the Institute; membership rights; qualifications for registration; registration; registration as an environmental firm; certificate of registration; register of environmental professionals; removal of name from register; publication of register; authorization to practice; and period of validity of practicing certificate.

Part IV of the Bill provides for enforcement including false registration or licensing; professional misconduct; disciplinary proceedings by the Council; effect of removal, suspension and cancellation; appeals; offences by unregistered or unlicensed persons; and obstruction of officers of the Council.

Part V of the Bill contains financial provisions including funds of the Institute; financial year; annual estimates; accounts and audit; and investment of funds.

Part VI of the Bill contains provisions on meetings of the Institute including ordinary general meeting, requisitioning a special general meeting; convening and procedure of meetings; resolutions of the Institute; voting; voting procedure; alteration of resolutions; and minutes.

Part VII of the Bill provides for miscellaneous provisions including collaboration with the National Environment Management Authority; power of the Council to make regulations; and transitional provisions.

The **First Schedule** of the Bill provides for the election of Council members.

The **Second Schedule** of the Bill contains provisions as to the conduct of business and affairs of the Council.

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

This Bill delegates legislative power to the Council of the Institute to make regulations for the carrying into effect of its provisions. The Bill does not limit fundamental rights or freedoms.

Statement that the Bill concerns county governments

The Bill does not affect the functions of the county governments as set out in the Fourth Schedule of the Constitution.

Statement as to whether the Bill is a money Bill within the meaning of Article 114 of the Constitution

The enactment of this Bill will not occasion additional expenditure of public funds.

Dated the 5th July, 2024.

GEORGE GACHAGUA,
Member of Parliament.

