

1 (3) The Institute may sue and be sued in its corporate name and may,
2 hold acquire and dispose of any property, movable and immovable.

3 (4) Subject to the provisions of this Bill, members admitted to the
4 Institute shall possess adequate knowledge and experience as Marketers and
5 Managers and be enrolled in the category of:

6 (a) Special Fellows (Honourary Fellow);

7 (b) Professional Fellows;

8 (c) Full Members;

9 (d) Associates members;

10 (e) Graduate members; and

11 (f) Student members

12 (5) Persons accorded status as professional Marketers and Managers
13 by the council shall be entitled to the use of that name and shall be recorded as:

14 (a) Honourary;

15 (b) Fellows;

16 (c) Full Members;

17 (d) Associates; and

18 (e) Graduates;

19 Provided they satisfy all the criteria as stipulated by the council from time to
20 time as applicable to each grade of membership and as contained in the bye-
21 laws of the Institute.

22 (6) Every professional member excluding companions are required
23 to attend a number of Mandatory Continuing Professional Education
24 Programme (MCPEP)- as specified by the Council and as contained in the bye-
25 laws as a prerequisite to upgrading.

26 (7) All newly elected members into grades of Associate and Full
27 members and Fellow shall undergo Membership Induction Programme (MIP)
28 before the confirmation of their election into these grades.

29 (8) The following are the designated letters for:

30 (a) Certified Companions of The Chartered Institute of Corporate

1 Marketing and Management of Nigeria shall be CCICMM;

2 (b) Certified Fellows of The Chartered Institute of Corporate
3 Marketing and Management of Nigeria shall be FCIMM;

4 (c) Certified Members of The Chartered Institute of Corporate
5 Marketing and Management of Nigeria shall be MCIMM;

6 (d) Certified Associates of The Chartered Institute of Corporate
7 Marketing and Management of Nigeria shall be ACIMM.

8 (9) Graduates and Students registered for training shall become
9 professional members only after satisfying requirements for membership as
10 stipulated in the bye-laws.

11 (10) Affiliates are companies or individuals with functional
12 working relationship with the Institute.

13 (11) Corporate members, firm, company, association, institution or
14 other corporate or incorporate body may at the discretion of the Council, be
15 admitted as a Corporate member and Admission as a corporate member shall
16 not confer professional membership of the Institute on any member of the
17 company or organization.

18 2.-(1) The principal officers of the Institute shall be the President,
19 Deputy president and a National Treasurer who shall be financial members
20 in the grades of Associates, full members and fellows of the Institute, to be
21 elected annually at the first Council meeting after the annual general
22 meeting and hold the same office for not more than 2 years continuously.

23 (2) The President shall be the Chairman at the meeting of the
24 Institute. But in the event of death, incapacity or inability for any reason of
25 the President, the Deputy President shall act in his stead for the unexpired
26 portion of the term of office.

27 (3) The President, Deputy President and National Treasurer shall
28 respectively be Chairman, Deputy Chairman and the Treasurer of the
29 Council.

30 (4) If the president or the deputy president or the National

1 Treasurer ceases to be a member of the Institute, he shall cease to hold any of
2 the offices designated under this section.

3 3.-(1) There shall be, as the governing body of the Institute, a council
4 charged with the administration and general management of the Institute.

5 (2) The council shall consist of the Following members-

6 (a) the President of the Institute shall be the Chairman;

7 (b) the Deputy President of the Institute who shall be the Vice-
8 Chairman;

9 (c) the Treasurer;

10 (d) four Vice presidents;

11 (e) one person representing the Federal Ministry or other Office in
12 charge of Establishment or Marketing and Management matters.

13 (f) six zonal Chairman elected every (2) years from six Geo Political
14 Zones;

15 (g) 12 others (besides the officers in (a) to (c) above who are individual
16 members of council elected at the annual general meeting.

17 (h) seven corporate members nominated by council

18 (i) three representatives from educational and training institutions
19 nominated by the Council;

20 (j) a Chairman Board of Fellows;

21 (k) Chairman of committees of Council (who are elected Council
22 members);

23 (l) Past presidents of the Institute and Chairmen of Council; and

24 (m) any co-opted member(s) up to maximum of 10.

25 (3) The provisions of the First Schedule to this Act shall have effect
26 with respect to the qualifications and tenure of office of members of the
27 Council and other matters therein mentioned.

28 4.-(1) There shall be appointed annually by the Council, a Board of
29 fellows, to Co-ordinate the activities of fellows of the Institute and to
30 recommend to the Council on yearly basis admission of members to the

1 fellowship and companionship grades.

2 (2) The Board of Fellows shall consist of persons who have been,
3 duly elected as Fellows of the Institute.

4 PART II- FINANCIAL PROVISIONS

5 5.-(1) The Council shall establish and maintain a fund, the
6 management and control of which shall be in the hands of the Council and
7 into which shall be paid:

8 (a) all monies received by the Council in pursuance of this Bill

9 (b) all fees and other monies payable to the Council by its
10 members, individuals and corporate bodies; and

11 (c) such monies as may be provided by the Federal, state and Local
12 Government or individuals or corporate bodies, national or international to
13 the Council by way of grant, subvention or by way of loan or otherwise.

14 (2) There shall be paid out of the fund of the Institute:

15 (a) all expenditure incurred by the Council in the discharge of its
16 functions under this Bill;

17 (b) the remunerations and allowances of the Registrar and other
18 staff of the Institute; and

19 (c) such reasonable traveling and subsistence allowances of
20 members of the Council in respect of the time spent to the duties of the
21 council.

22 (3) The Council may invest money of the Fund in any security
23 created or issued by or on behalf of the Government of the federation or in
24 any other securities in Nigeria approved by Council.

25 (4) The Council may, from time to time, borrow money for the
26 purpose of the Institute and any interest payable on moneys so borrowed
27 shall be paid out of the fund.

28 (5) The Council shall keep proper accounts on behalf of the
29 Institute in respect of each year and proper record in relation to those
30 accounts and the Council shall cause the account to be audited by an auditor

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

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

5 PART III - THE REGISTRAR

6 6.-(1) It shall be the duty of the council to appoint a fit person to be
7 the Registrar for the purpose of this Bill.

8 (2) The registrar shall be the Head of Administration of the Institute
9 and Secretary to the Council.

10 (3) The Registrar shall prepare and maintain, in accordance with the
11 rules and made by the Council, a register of the Names, Addresses, approved
12 qualifications and other relevant particulars as may be specified in the rules, of
13 all persons who are entitled to be enrolled as companions, fellows, member or
14 associates.

15 (4) The Register shall consist of five parts of which one part shall be in
16 respect of companions, the second part shall be in respect of fellows, the third
17 part shall be in respect of members, the fourth shall be in respect of associates
18 and the fifth part shall be in respect of graduates and students.

19 (5) Subject to the following provisions of this section, the Council
20 may make rules with respect to the form and keeping of the register and making
21 of entries therein, and in particular:

22 (a) the making of applications for enrolment;

23 (b) Providing for notification to the Registrar, by the person to whom
24 registered particulars relate, of any change in those particulars;

25 (c) authorizing a registered persons to have any qualification which is
26 in relation to the relevant division of the profession, either an approved
27 qualification or an accepted qualification for the purpose of this Bill registered
28 in relation to his name in addition to or, as he may elect, in substitution for any
29 qualifications so registered;

30 (d) Specifying the fees including subscription to be paid to the

1 Institute in respect of the entry of names on the Register authorizing the
2 Registrar to refuse to enter a name of the Register until the fess specified for
3 the entry has been paid;

4 (e) Specifying anything failing to be specified under this section,
5 but rules made for the purpose of subsection of the Institute convened for
6 that purpose or at the next annual general meeting as the case may be.

7 (6) The Registrar shall-

8 (a) correct, in accordance with the Council's directions, any entry
9 in the Register which the Council directs him to correct as being in the
10 Council's opinion an entry which was incorrectly made;

11 (b) make from time to time any necessary alterations in the
12 registered particulars of registered persons;

13 (c) remove from the Register, the name of any registered person
14 who has died;

15 (d) record the names of members of the institute who are in default
16 for more than twelve months in the payment and annual subscriptions, and
17 take such actions in relation there to (including removal of the names of the
18 defaulters from the register) as the Council may direct or require.

19 (7) If the Registrar-

20 (a) sends by post to any registered person a letter addressed to him
21 at his address on the Register enquiring whether the registered particulars
22 relating to him are correct and receives no reply to the letter within the period
23 of six months from the date of posting; and

24 (b) upon the expiration of that period sends in the like manner to the
25 person in question a second similar letter and receives no reply to that letter
26 within three months from the date of posting it;

27 The registrar may remove the particulars relating to the person in question
28 from the Register and the Council may direct the Registrar to restore to the
29 appropriate part of the Register any particular removed there from under this
30 sub section.

1 section, is granted to candidates reaching a standard at the examination
2 indicating in the opinion of the members of the Council that the candidates
3 have sufficient knowledge and skill to practice the profession.

4 (2) The Council may, if it thinks fit, withdraw any approval given
5 under this section in respect of any course, qualification or Institution but
6 before withdrawing such an approval the Council shall-

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

11 (b) give each such person an opportunity of making to the Council
12 Representation with regard to the proposal; and

13 (c) take into consideration any representation made in respect of
14 the proposal.

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

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

26 (a) Publish as soon as possible a copy of every such instrument in
27 the print media; and

28 (b) Not later than seven days before its publication, send a copy of
29 the instrument to the minister.

30 10.-(1) It shall be the duty of the members of the Council to keep

1 themselves informed of the nature of-

2 (a) The instrument given at approved institution to persons attending
3 approved courses of training; and

4 (b) the examinations as a result of which approved qualifications are
5 granted and for the purposes of performing that duty the council may appoint,
6 either from among its own members or otherwise, persons to visit approved
7 institutions, or to attend such examinations.

8 (2) It shall be the duty of a visitor appointed under this section to
9 report to the Council on-

10 (a) the sufficiency of the instruction given to persons attending
11 approved courses of training at institutions visited by him;

12 (b) the sufficiency of the examination attended by him; and

13 (c) any other matters relating to the institution or examination on
14 which the council may, either generally or in a particular case, request him to
15 report, but no visitor shall interfere with the giving of any instruction or the
16 holding of any examination.

17 (3) On receiving a report made in pursuance of this section, the
18 Council may, if it thinks, and shall if so required by the Institute, send a copy of
19 the report to the person appearing to the Council to be in charge of the
20 Institution or responsible for examination to which the report relates requesting
21 that person to make observation on the report to the Council within such period
22 as may be specified in the request, not been less than one month beginning with
23 the date of the request.

24 **PART V - PROFESSIONAL DISCIPLINE**

25 **11.-(1)** There is established a tribunal to be known as the Professional
26 Marketing and Management (PMAM) Disciplinary Tribunal (in this Bill
27 hereafter referred to as "The Tribunal"). Which shall be charged with the duty
28 of considering and determining any case referred to it by the Panel established
29 by subsection (3) of this section, and any other case of which the tribunal has
30 cognizance under his bill.

1 (a) The Tribunal shall consist of a Chairman of the Council and six
2 other members appointed by the Council;

3 (3) There shall be a body, to be known as the Professional
4 Marketing and Management Investigation Panel (PMMIP) (in this Bill
5 referred to as “The Panel”), which shall be charged with the duty of—

6 (a) Conducting a preliminary investigation into any case where it is
7 alleged that a member has misbehaved in his capacity as a professional
8 Marketing and Management practitioner, or should for any other reason be
9 the subject of proceedings before the tribunal; and

10 (b) Deciding whether the case should be referred to the tribunal.

11 (4) The panel shall be appointed by the Council and shall consist of
12 two members of the Council and three registered members who are not
13 members of the Council.

14 (5) The provisions of the Third Schedule to this Bill, shall, so far as
15 applicable to the Tribunal and panel respectively, have effects with respects
16 to those bodies.

17 (6) The Council may make rules or bye-laws not contained in this
18 bill as to acts which constitute professional misconduct.

19 **12.- (1) Where-**

20 (a) a member is judged by the Tribunal to be guilty of infamous
21 conduct in any professional respect;

22 (b) a member is convicted, by any Court in Nigeria or elsewhere
23 having power to award imprisonment, of an offence (whether or not
24 punishable with imprisonment which in the opinion of the Tribunal is
25 incompatible with the status of a professional marketing and management
26 practitioner; or

27 (c) the Tribunal is satisfied that the name of any person has been
28 fraudulently registered;

29 The Tribunal may, if it thinks fit, give a direction reprimanding that person

1 or ordering the Registrar to strike his name off the relevant part of the register.

2 (2) The Tribunal may, if it thinks fit, defer its decision as to the giving
3 of a direction until a subsequent meeting of the Tribunal; but-

4 (a) no decision shall be deferred under this subsection for periods
5 exceeding two years in the aggregate; and

6 (b) no person shall be a member of the Tribunal for purposes of
7 reaching a decision which has been deferred or further deferred unless he was
8 present as a member of the Tribunal when the decision was deferred.

9 (3) For the purposes of subsection (1) (b) of this section, a person
10 shall not be treated as convicted unless the conviction stands at a time when no
11 appeal or further appeal is pending or may (without extension of time) be
12 brought in connection with the conviction.

13 (4) When the Tribunal gives a direction under subsection (1) of this
14 section, the Tribunal shall cause notice of direction to be served on the person
15 to whom it relates.

16 (5) The person to whom such a direction relates may, at any time
17 within three months from the date of service on him of notice of the direction,
18 appeal against the direction of the Court.

19 (6) A direction of the Tribunal under subsection (1) of this section
20 shall take effect-

21 (a) where no appeal under this section is brought against the direction
22 within the time limited for such an appeal, on the expiration of that time;

23 (b) where such an appeal is brought and is withdrawn or struck out for
24 want of prosecution on the withdrawal or striking out of the appeal;

25 (c) where such an appeal is brought and is not withdrawn or struck out
26 if and when the appeal is dismissed and shall not take effect except in
27 accordance with the provision of this subsection.

28 (7) A person whose name is removed from the register in pursuance of
29 a direction of the tribunal under this section shall not be entitled to be registered
30 again except in pursuance of a direction in that behalf given by the Tribunal on

1 the application of that person; and a direction under this subsection by that
2 person until the expiration of such period from the date of the direction (and
3 where he has duly made such an application, from the date of this last
4 application) as may be specified in the direction.

5 **PART VI - MISCELLANEOUS AND GENERAL**

6 **13.** At the commencement of this Bill, any person not a member of
7 the former institute who, but for this Bill, would have been qualified to apply
8 for and obtain membership of the profession may, with the period of three
9 months beginning with the date of commencement of this Bill, apply for
10 membership of the Institute in such manner as may be prescribed by rules
11 made by the council and if approved, he shall be enrolled or registered, as the
12 case may be, according to his qualifications.

13 **14.** A person shall be deemed as a professional marketing or
14 management practitioner if, for consideration of remuneration received or to
15 be received, and whether by himself or in partnership with any other
16 person-

17 (a) he engages himself in the practice of marketing or
18 management;

19 (b) he renders professional service or assistance in or about matters
20 of principle or detail; relating to management related or data; or

21 (c) he or she renders any other service which may be by rules or
22 bye-Laws made by the Council designated as service constituting practice
23 as a professional management and marketing practitioner.

24 **15.-(1)** The Council may make rules for-

25 (a) The training of suitable persons in marketing and management;

26 (b) the licensing of people to be employed in management and
27 marketing positions;

28 (c) the fees to be paid by management and marketing practitioners;

29 and

30 (d) restrictions on the right to practice-when all prescribed

1 conditions have not been met.

2 (d) restrictions on the right to practice-when all prescribed conditions
3 have not been met.

4 (2) The Council may also make rules prescribing the amount and due
5 date for payment of the annual subscription and for such purpose different
6 amount may be prescribed by the rules according to the grades of membership.

7 (3) Rules when made shall, if the Chairman of the Council so directs,
8 be published in the print media.

9 **16.** The Council shall be free to award honorary membership of the
10 Institute to persons whom it considers worth of such honour, on terms and
11 condition prescribed by the Council and approved by the Institute in the
12 general meeting.

13 **17.** The Institute shall-

14 (a) provide and maintain a library comprising books and publications
15 for the advancement of knowledge in marketing and management, and such
16 other books and publications as the Council may think necessary for the
17 purpose;

18 (b) encourage marketing into management, engineering and allied
19 subjects to the extent that the Council may from time to time consider
20 necessary;

21 (c) undertake regular study of the existing Management Information
22 Services including the library system, internet and electronic mail services and
23 related operations and evolve a state of the art technology driven Research,
24 Publication and Management Information Services Centre; and

25 (d) engage in the production and sale of material, books and journal
26 arising from its research and consultancy activities.

27 **18.-(1)** Any regulation made under this Bill shall be published in the
28 print media as soon as possible.

29 (2) Rules made for the purposes of this Bill shall be subject to
30 confirmation by the Institute at its next annual general meeting or at any special

1 meeting of the Institute convened for the purposes, and if then annulled shall
2 cease to have effect on the day after the date of annulment, but without
3 prejudice to anything done in pursuance or intended pursuance of any such
4 rules.

5 **19.-(1)** On the commencement of this Bill-

6 (a) all property held on immediately before that day or on behalf of
7 the former Institute shall, by virtue of this subsection and without further
8 assurance, vest in the Institute and be held by it for the purposes of the
9 Institute;

10 (b) the former institute shall cease to exist; and

11 (c) Subject to subsection (2) any act, matter or thing made or done
12 by the former institute shall continue to have effect.

13 (2) The provisions of the second schedule to the Bill shall have
14 effect with respect to, and to matters arising from, the transfer by this section
15 to the Institute of the Property of the former institute, and with respect to
16 other matters mentioned in that Schedule.

17 **20.-(1)** If any person for the purpose of procuring the registration
18 of any name, qualification or other matter-

19 (a) makes a statement which he believes to be false in a material
20 particular, that person is guilty of an offence.

21 (2) If, one or after the commencement of this Bill, any person not a
22 member of the Institute practices as a registered member of profession of
23 marketing and management for or in expectation of reward, or takes or uses
24 any name, title, addition or description implying that he is in practice as a
25 registered member of the profession of administration and research, he is
26 guilty of an offence:

27 Provided that, in the case of a person falling within Section 8 of this Bill-

28 (a) This subsection shall not apply in respect of anything done by
29 him during the period of three months mentioned in that subsection;

30 (b) If within that period he duly applies for membership of the

1 Institute, then unless within that period he is notified that his application has
2 not been approved, this subsection shall not apply in respect of anything done
3 by him between the end of that period and the date on which he is enrolled or
4 registered or is notified.

5 (3) If, on or after the commencement of this Bill, a registered member
6 of the Institute holds himself out as, or take or uses any name, title, addition or
7 description implying that he is, a manager and marketing practitioner, he is
8 guilty of an offence.

9 (4) If the Registrar or any other person employed on behalf of the
10 Institute willfully makes any falsification in any matter relating to the Register,
11 he is guilty of an offence.

12 (5) A person guilty of an offence under this section shall be liable-

13 (a) to summary conviction to a fine of an amount not exceeding
14 N250,000;

15 (b) on conviction or indictment to a fine of an amount not exceeding
16 N250,000 or to imprisonment for a term not exceeding two years, or both.

17 (6) Where an offence under this section which has been committed by
18 a body corporate is proved to have been committed with the consent or
19 connivance of, or to be attributed to any neglect on the part of any director,
20 manager, secretary or other similar officer of the body corporate or any person
21 purporting to act in any such capacity, he as well as the body corporate, shall be
22 deemed to be guilty of the offence and shall be liable to be proceeded against
23 and punished accordingly.

Interpretation

24 **21. In this Bill-**

25 “Board” means the Board of Fellows;

26 “Board” means the Council established as the governing body of the Institute
27 under Section 3 of this Bill;

28 “enrolled” in relation to a fellow, a member, an associate member or an affiliate
29 means registered in the part of the Register to fellow, member associate
30 member or affiliates as the case may be;

1 “Fees” includes annual subscriptions;
2 “Institute,” mean The Institute of Chartered Corporate Marketing and
3 Management of Nigeria established under section 1 of this Bill;
4 “Member” means the member of the Institute;
5 “Minister” means the Minister or other Federal Officer in charge of
6 Establishment and Administrative matters;
7 “President” and “Deputy President” mean respectively the office holders
8 under those names in the Institute;
9 “Register” means the register maintained in pursuance of Section 6 of this
10 Bill;
11 “Registrar” means the registrar of The Institute of Chartered Corporate
12 Marketing and Management of Nigeria appointed under Section 6 (1) of this
13 Bill;
14 “Tribunal” has the meaning assigned to it by Section 11 of this Bill.

15 22. This Bill may be cited as the Institute of Chartered Corporate Short Title
16 Marketing and Management of Nigeria Bill, 2016.

17 SCHEDULES

18 FIRST SCHEDULE

19 *Section 3(3)*

20 SUPPLEMENTARY PROVISIONS RELATION TO THE COUNCIL

21 *Qualification and Tenure of Office of Principal Officers of Council*

22 1.-(1) Subject to the provision of this paragraph, every elected
23 principal officer of the Council shall hold office for three years in the first
24 instance and shall be eligible for re-election for a further term of three years
25 in the same office beginning with the date of his appointment or election.

26 (2) An officer of the Institute who ceases to be a member shall, if he
27 also a member of Council, cease to hold office in the Council.

28 (3) An elected member may, by notice in writing under his hand
29 addressed to the President, resign his office, and any appointed member
30 may, likewise resign his office.

1 (4) A person who retire from or otherwise ceases to be an elected
2 member of the Council because of expiration of his term of office shall be
3 eligible again to become a member of the Council, and any appointed member
4 may be re-appointed.

5 (5) A member of the council who has served for a full term two (2)
6 tenure shall at its meeting before the annual general meeting of the Institute
7 retire:

8 Provided always that is any such member as aforesaid is the Chairman of
9 Council or the Deputy President of the Institute, he shall remain a member of
10 Council.

11 (6) Elections to the Council shall be held in such manner as may be
12 prescribed by rulers made by the Council and until so prescribed, they shall be
13 decided by a secret ballot.

14 (7) If for any reason there is a vacation of office by a member and such
15 member was elected, the council may, if the time between the unexpired
16 portions of the term of vacancy, co-opt some fit person for that time.

17 (8) The appointment of members of the Council shall be effected in
18 the manner herein prescribed-

19 (a) not less than eight weeks before each annual meeting of the
20 Institute, the Council may nominate for election to the council for election,
21 such candidates (if any) as it shall think fit, who are willing to serve if elected,
22 provided that the number of candidates so nominated shall not exceed 50
23 percent of those retiring;

24 (b) not less than seven weeks before such annual general meeting of
25 the Institute, the Secretary shall issue to all professional members a notice
26 which shall-

27 (i) specify the names of elected Council members whose terms of
28 office will expire at the close of the next annual general meeting;

29 (ii) specify any other vacancy in the membership of the Council for
30 the election to the Council;

1 within Nigeria or overseas, subject to the banking laws of the Country and to
2 mortgage or charge its undertaking and property or any part thereof and to issue
3 the debentures, debenture stocks, and other securities whether outright or as
4 security for any debt, liability or obligation of the Institute;

5 (d) Shall set up every year as soon as practical after the annual general
6 meeting, and Executive Committee of Council which shall meet regularly and
7 carry out the normal business of Council between the regular meeting of
8 Council; and

9 (e) May at any time establish a branch of the Institute in any locality
10 within the country.

11 (2) The Council shall have power, from time to time, to make, alter
12 and repeal any bye-laws they may deem necessary or expedient or convenient
13 for the proper conducts and management of the Institute.

14 (3) The Council shall adopt such means as it shall deem sufficient to
15 bring to the notice of the Institute and all its members Bye-Laws, alteration and
16 repeals made under the powers conferred by this Bill no bye-law shall be
17 inconsistent with or shall affect or repeal anything contained in this Bill or
18 constitute such an amendment of or addition to this Bill, and such bye-law is
19 inconsistent with the provision of this bill, that bye-law shall be void to the
20 extent of that inconsistency.

21 *Proceedings of the Council*

22 3.-(1) Subject to the provisions of the Bill, and section 27 of the
23 Interpretation Bill, the Council may in the name of the Institute make standing
24 orders regulating the proceedings of the Institute of the Council, and in the
25 exercise of its power under this Bill may set up committees in the general
26 interest of the Institute, and make standing orders thereof.

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

30 (3) Standing orders made for a committee shall provide that the

1 committee is to report back to the Council or any matter not within its
2 competence to decide.

3 (4) The quorum of the Council shall be seven and the quorum of a
4 committee shall be fixed by the Council.

5 *Meetings of the Institute*

6 4.-(1) A general meeting of the Institute shall be held once in every
7 calendar years as its Annual General Meeting, at such time and place as may
8 be determined by the Council, provided that every Annual General Meeting
9 after the first Annual General Meeting shall be held not more than fifteen
10 months after the holding at least preceding meeting.

11 (2) The secretary shall also send to each member with such notice a
12 copy of the annual report of the Council, a copy of account of the Institute
13 with the Auditors' report thereon, and particulars of all motions to be brought
14 before the meeting.

15 (3) The Council may direct that—

16 (a) All general meetings of the institute which are not annual
17 general meetings shall be called Extra-ordinary General Meetings;

18 (b) an Extra-Ordinary General Meeting whenever it thinks fit.

19 (c) an Extra-Ordinary General Meeting shall be convened on
20 request by members.

21 (4) A Notice-

22 (a) May be served by the Institute upon any member of the Council,
23 its Committees and the member at his address as appearing in the
24 Professional Register of Members or order record of members not being
25 professional members;

26 (b) If served by post shall be deemed to have been served on the
27 day following that on which the letter containing the same is put into the
28 post and in proving such service; and

29 (c) It shall be sufficient to prove that the letter containing the notice
30 was properly address and put into the post office as prepaid.

1 (5) A business shall be deemed special if it is transacted-

2 (a) In an Extra-Ordinary Meeting; and

3 (b) at an Annual General Meeting with the execution of the
4 consideration of the account and balance sheet, and the report of the Council
5 and of auditors and the fixing of the remuneration of the auditors and election
6 of members the Council.

7 (6) An Extra-Ordinary or Special Meeting of the Institute shall be-

8 (a) called by a 21 days notice in writing and the Notice shall be
9 exclusive of the days on which it served or deemed to be served and of the day
10 which it is given and shall specify the place, the day, and the hour of the
11 meeting, and in this case of business other than ordinary annual business of the
12 Institute, the general nature of business, and

13 (b) conveyed by the Secretary on the request of the President of the
14 Institute or request in writing by at least 1000 financial members of which not
15 less than 10 signatories are from Six-Geo Political Zones of Nigeria

16 (7) A member wishing to bring before the Annual General Meeting
17 any motion not relating to the Ordinary Annual Meeting of the Institute may do
18 so provided-

19 (a) That notice in writing of the proposed motion be sent to the
20 Secretary and be received by him not later than 45 days before the date of the
21 Annual General Meeting;

22 (b) Not less than 10 members entitled to vote at the Annual General
23 Meeting shall have sent or given notice in writing to the Secretary to be
24 received by him not later than 30 days before the date of the Annual General
25 Meeting expressing their desire that the proposed motion be brought before the
26 Annual General Meeting under the proposed motion relates to matters
27 affecting the Institute.

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

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

5 (9) Quorum at General Meeting no business shall be transacted at
6 any general meeting. Until there is a quorum of one thousand members
7 personally present.

8 (10) Voting at General Meeting shall take place after observing the
9 following-

10 (a) Except as provided in these rules regarding voting to elect
11 members to fill vacancies on the Council, a resolution put the vote at any
12 annual general meeting or special meeting of the Institute, shall be decided
13 on a show of hands unless (before or on the declaration of the shows of
14 hands) a poll is demanded by at least ten percent of those present provided
15 that the number arrived at is not less than five;

16 (b) no amendment shall be permitted to any resolution to alter,
17 amend or add to the rules and bye-laws of the Institute except with the
18 consent of the Chairman of the meeting and then only if in the opinion of the
19 Chairman (whose decisions shall be final) the amendment is one from only
20 are not of the substance;

21 (c) if a secret ballot is duly demanded or is required to be taken, it
22 shall be taken in accordance with the result of the secret ballot shall be
23 deemed to be the resolution of the meeting at which the secret ballot is
24 demanded;

25 (d) except as provided in these rules regarding voting to elect
26 members by ballot to fill vacancies in the Council, in the case of an equality
27 of votes, whether on a show of hands or on a secret ballot, the Chairman of
28 the meeting at which the show of hands take place or at which the poll is
29 required to take place or at which the poll is required to be taken shall be
30 entitled to second or casting vote;

1 he, shall summon the commencement of this Bill thinks fit as to the
2 Procedure which shall be followed at the meeting.

3 *Committees*

4 **6.-(1)** The Council may appoint one or more committees to carry
5 out, on behalf of the institute or the Council, such function as the Council
6 may determine.

7 (2) A Committee appointed under this paragraph shall consist of
8 the numbers of persons determine by the Council, and a person other than a
9 member of the Council shall hold office in the Committee in accordance
10 with the terms of the instrument by which he is appointed.

11 (3) A decision of a Committee of the Council shall be of no effect
12 until it is confirmed by the Council.

13 *Miscellaneous*

14 **7.-(1)** The fixing of the seal of the Institute shall be authenticated
15 by the signature of the President or of some other members of the Council
16 authorized generally or specified by the Institute to act for that purpose.

17 (2) Any contract or instrument which, if made or executed by a
18 person not being a body corporate, would not be required to be under seal,
19 may be executed on behalf of the Institute or of the Council the Council.

20 (3) Any document purporting to be duly executed under the seal of
21 the Institute, shall be received in.

22 **8.** The validity of any proceeding of the Institute or the Council or
23 of a Committee of the Council shall not be affected by any vacancy in
24 membership. Or by any defect in the appointment of a member of the
25 Institute or of the Council or of a person to serve in the committee or by
26 reason that a person not entitled to do so took part in the proceedings.

27 **9.** Any member of the Institute or the Council, and any person
28 holding office in a committee of the Council, who has a personal interest in
29 any contract or arrangement entered into a proposed to be considered by the
30 Council or a committee thereof, shall disclose his interest to the President or

1 to the Council, as the case may be, and shall not vote on any question relating to
2 that contract or arrangement.

3 10. A person shall not by reason only of his membership of the
4 Institute be required to disclose any interest relating solely to the audit of the
5 accounts of the institute.

6 SECOND SCHEDULE

7 Section 19(2)

8 TRANSITIONAL PROVISION AS TO PROPERTY, ETC

9 *Transfer of Property*

10 1.-(1) Every agreement to which the former institute was a party
11 immediately before the commencement of this Bill, whether in writing or not
12 and whether or not of such a nature that the rights, liabilities and obligations
13 there under could be assigned by the former institute, shall unless its terms or
14 subject matter make it impossible that it should have effects as modified in the
15 manner provided by this Bill so far as it related to property be transferred by
16 this Bill to the Institute, as if-

17 (a) the Institute had been a party, to the agreement.

18 (b) for any reference (however worded and whether expressed or
19 implied) to the former institute they were substituted, as respect anything
20 failing to be done or after the commencement of this Bill, a reference to the
21 Institute; and

22 (c) for any reference (however worded and whether expressed or
23 implied) to a member or members of the Council of the former institute or an
24 officer of the association they were substituted, as respect anything failing to be
25 done after the commencement of this Bill, a reference to a member of the
26 association who corresponds as nearly as may be to the member or officer in
27 question of the association.

28 (2) Other documents which refer, whether specially or generally, to
29 the former institute shall be construed in accordance with subparagraph (1) of
30 this paragraph.

1 of such meeting.

2 (3) Any person who, immediately before the commencement of this
3 Bill, held office as the President or Deputy President of the former institute by
4 virtue of its articles of association shall on that day become the President or as
5 the case may be, the Deputy President of the Institute, and shall be deemed-

6 (a) to have been appointed to that office under this Bill, corresponding
7 to the relevant provision in the said articles of those articles of association; and

8 (b) to have been so appointed on the date on which he took the last
9 office, in pursuance of the relevant provisions of those articles.

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

18 (5) Any person being an office-holder in the Council of the former
19 Institute immediately before the commencement of this Bill and being deemed
20 under this paragraph to have been appointed to any like position in the Institute,
21 or the Council and thereafter ceasing to hold office otherwise than by reason of
22 his misconduct, shall be eligible for appointment to office in the institute or to
23 membership of the Council, as the case may be.

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

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THIRD SCHEDULE

Section 11(5)

SUPPLEMENTARY PROVISIONS RELATING TO THE DISCIPLINARY

TRIBUNAL AND INVESTIGATION PANEL

The Tribunal

1. The quorum of the Tribunal shall be four whom at least two shall be registered members.

2.-(1) The chief Justice of Nigeria shall make rules as to the selection of members of the Tribunal for the purpose of any proceeding and as to the procedure to be followed and the rules of evidence to be observed in proceeding before the Tribunal.

(2) The rules shall particularly provide-

(a) for securing that notice of the proceeding shall be given at such time and in such manner as may be specified by the rules, to the person who is the subject of the proceedings;

(b) for determining who in addition to the person aforesaid, shall be a party to the proceeding;

(c) for securing that any party to the proceedings shall, if he so requires, be entitled to be heard by the Tribunal;

(d) for enabling any party to the proceeding to be represented by a legal practitioner;

(e) subject to the provisions of section 12 of this Bill, as to the cost of proceeding before the Tribunal;

(f) for requiring, in the case where it is alleged that the person who is the subject of the proceedings is guilty of infamous conduct in any professional respect, that where the tribunal adjudges that the allegation has been proved beyond reasonable doubt it shall record a finding that the person is guilty of such conduct in respect of the matters to which the allegation relates; and

(g) for publishing in the print media notice of any direction of the

1 Tribunal which has taken effect providing that a person's name shall be struck
2 off a Register.

3 3. For the purpose of any proceeding before the Tribunal, any
4 member of the Tribunal may administer oaths and any party to the proceedings
5 may sue out of the Registry of the Supreme Court writs of subpoena and
6 testificandum and duces tecum, but no person appearing before the Tribunal
7 shall be compelled-

8 (a) to make any statement before the Tribunal tending to incriminate
9 himself, or

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

12 4.-(1) For the purpose of advising the Tribunal on questions of law
13 arising in the Proceeding before it, there shall be appointed by the Council on
14 the nomination of the chief Justice of Nigeria and shall be a legal practitioner of
15 not less than seven years standing.

16 (2) The chief Justice of Nigeria shall make rules as to the function of
17 assessors appointed under this paragraph, and in particular such rules shall
18 contain provisions for securing-

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

25 (b) that every such person as shall be informed if in any case the
26 Tribunal does not accept the device of the assessor on that question.

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

1 *The Panel*

2 5. The quorum of the Panel shall be three.

3 6.-(1) The Panel may, at any meeting of the Panel attended by the
4 members of the panel, make standing order with respect to the panel.

5 (2) Subject to the provisions of any such standing order, the panel
6 may regulate its own procedure.

7 *Miscellaneous*

8 7.-(1) A person ceasing to be a member of the Tribunal or the Panel
9 on the expiration of his term of office may be eligible for reappointment as a
10 member of that body.

11 (2) A person may, if eligible, be a member of both the Tribunal and
12 the Panel, but no person who acted as a member of the Panel with respect to
13 any case shall act as a member of the Tribunal with respect to that case.

14 8. Tribunal or the Panel may act notwithstanding any vacancy in
15 its membership, and the proceedings of either body shall not be invalidated
16 by any irregularity in the appointment of a member of that body, or (subject
17 paragraph 7(2) of this schedule) by reason of the fact that any person who
18 was not entitled to do so took part in the proceedings of that body.

19 9. Any document authorized or required by virtue of this Bill to be
20 served on the Tribunal or the Panel shall be served on the Registrar.

21 10. Any Lawful or reasonable expense of the tribunal or the Panel
22 shall be defrayed by the Institute.

EXPLANATORY MEMORANDUM

This Bill seeks to establish the Chartered Institute of Corporate Marketing and Management of Nigeria.