



**Zambia Institute of
Human Resource Management**

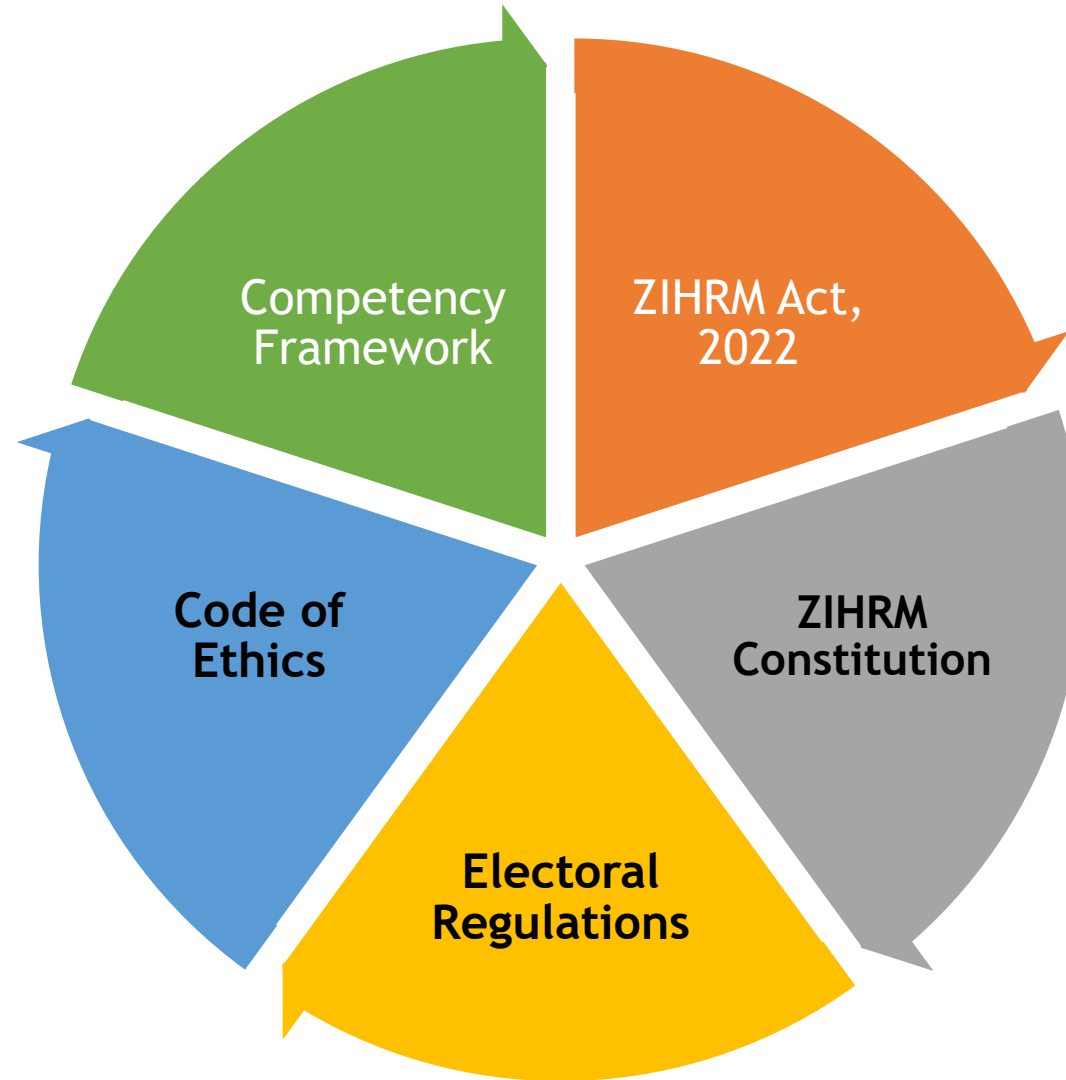
Special General Meeting at Avani Victoria Fall Resort on 28 October 2022

**Presentation on the ZIHRM Constitution, Electoral
Regulations and Code of Ethics**

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1. ZIHRM CONSTITUTION



ZIHRM Governance Framework

- ZIHRM Act, 2022
- ZIHRM Constitution
- Electoral Regulations
- Code of Ethics
- Competency Framework



- On 8 April 2022, the Zambian Parliament enacted the Zambia Institute of Human Resource Management Act, No. 3 of 2022, which repealed the Zambia Institute of Human Resources Management Act, No. 11 of 1997.
- Section 5(1) of the Act requires the Institute to adopt a Constitution passed by a two-thirds majority of members voting.
- Contents of Constitution (section 5(2) of the Act) include conduct of meetings, elections of the President, Vice President and other elective Council members, composition, functions, powers and procedures of committees of the Institute, memberships matters (rights, privileges and obligations) and any other matter which the membership decides.

- Current Constitution was passed by the Institute's first AGM held on 9 May 1998 at Savoy Hotel, Ndola.
- Today's SGM will rewrite history by ushering in a new governance regime.

HIGHLIGHTS ON ZIHRM CONSTITUTION | ARRANGEMENT OF CLAUSES



Clause No.	Clause
1	Commencement
2	Interpretation
3	Classes of membership
4	Application for membership
5	Subscription fees
6	Cessation and re-admission to membership
7	Council
8	Election
9	Information and Communication Technology
10	General meetings of Institute

Clause No.	Clause
11	Notice of meetings
12	Quorum and adjournment
13	Proceedings of annual general meeting
14	Notices
15	Resolutions of Institute
16	Representation of the Institute on other bodies and entities
17	Code of Ethics
18	Branches and other organisations
19	Amendment of Constitution
20	Revocation of 1998 Constitution
21	Savings and transitional provisions

HIGHLIGHTS ON ZIHRM CONSTITUTION | WHAT IS NEW?



Interpretation Clause	9 key terms defined.
Subscription Fees	Dates by which fees are to be paid and circumstances under which waiver of fees may be granted by Council specified.
Cessation and re-admission to membership	Circumstances of membership cessation mirror those in the Act and more provided for.
Composition of Council	Changed to reflect the Council membership as per the Act.
Information and Communication Technology	Use of ICT by the Institute in exercising its powers or performing its functions prescribed.
Extraordinary Meeting of the Council	Times when Extraordinary Meeting can be held stated.
Business of Annual General Meeting	<ul style="list-style-type: none"> • Presentation of Council report • Presentation of financial statements of previous FY • Presentation of auditor's report • Election of Council members (where applicable) • Appointment of auditors for ensuing year • Any matter for which due notice is given by the member
Extraordinary General Meeting	Special General Meeting renamed to Extraordinary General Meeting

HIGHLIGHTS ON ZIHRM CONSTITUTION | WHAT IS NEW? *Cont'd*



Quorum and Adjournment	<ul style="list-style-type: none"> • Minimum quorum set at 150 members. • Length of delay that triggers adjournment.
Notice	Service of notices to members by ordinary mail, courier and electronic means included.
Resolutions of the Institute	Registrar to keep a register of resolutions and minutes to aid decision making and institutional memory.
Representation of the Institute on Other Bodies and Entities	<ul style="list-style-type: none"> ▪ Procedure for nominating members of the Institute to such bodies, organisations and entities be expressly prescribed. ▪ Register of appointments to be maintained by the Registrar.
Code of Ethics	Reference made to code of ethics contained in separate document.
Branches and Other Organisations	Provisions on creation of branches and other organisations.
Revocation of 1998 Constitution	Expressly state that the 1998 Constitution is revoked.
Savings and Transition	Savings and transitional arrangements.
Alteration of Constitution	Manner of altering Constitution by 75% majority of voting members specified.

What
Stays!

Term of office of Council remains the same but aligned with the Act.

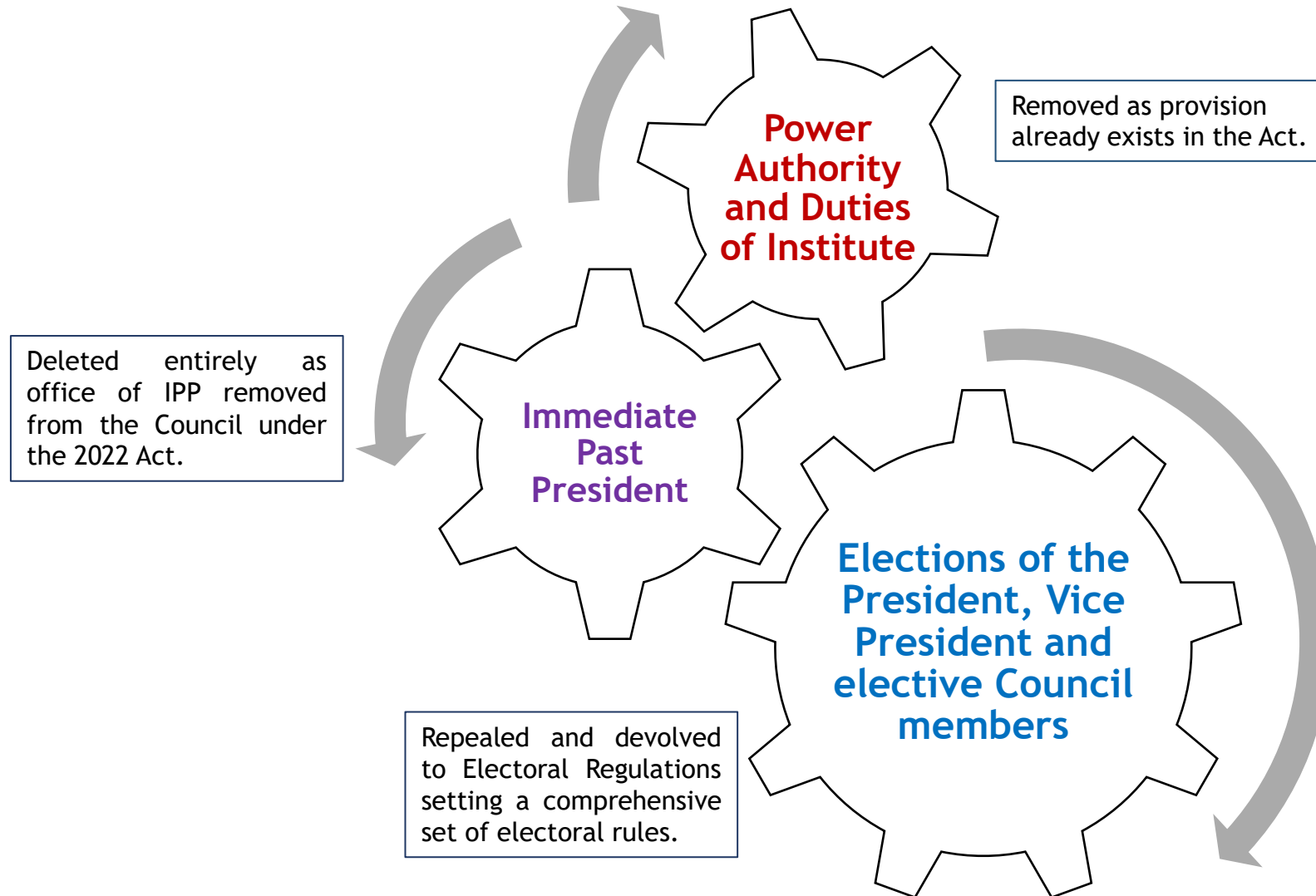
Vacancies: casual vacancies on Council between elective AGMs.

Functioning of Council renamed to ‘Decisions of the Council’ with a few new insertions made.

Annual General Meetings renamed to ‘General Meetings of the Institute’ with expanded provisions.

Notice of AGMs: notice period of 21 days maintained.

HIGHLIGHTS ON ZIHRM CONSTITUTION | WHAT HAS BEEN REPEALED?



2. ELECTORAL REGULATIONS



- The Electoral Regulations will govern the conduct of Council elections and other elections of the Institute (section 5(2) of the ZIHRM Act, 2022).
- The Regulations must be adopted by a two-thirds majority of members voting as required by section 5(1) of the Act.
- Once adopted, the proposed Regulations will replace the abbreviated Electoral Rules of 2019.

HIGHLIGHTS ON ELECTORAL REGULATIONS | WHAT'S NEW?



Interpretation Clause	8 key terms used in the Regulations defined.
Principles of election and voting system	In the conduct of manual and electronic voting.
Electoral Body	Members in AGM to appoint the electoral body, e.g., ECZ, or service provider of electronic voting system.
Appointment of Electoral Committee	Qualification, appointment procedures and functions outlined.
Nomination and Campaigns	Provisions on notices, nomination of candidates and contents of nomination papers, submission of nominations, withdrawal of nominations, scrutiny of nomination papers, campaigns by candidates, agents and observers and election with ballot.
Election Procedure	Provisions made for publication of list of voters, ballot paper, procedure for voting, the polls, proxy voting, voting by proxy, recount of ballot papers, counting of votes and certificate of results, equality of votes, control of persons during polling and determination of election disputes.
General Provisions	Procedure for amending Regulations and indemnification of Electoral Committee members, returning officer and electoral officers.

WHAT REMAINS THE SAME?	Proxy Voting maintained but clarified to specified how many proxies on can hold.
WHAT HAS BEEN REPEALED?	Eligibility of Candidate repealed as already adequately provided for in the Act.



Principles & Scope:

[1] registration of members as voters; [2] identification of a voter; [3] voting; [4] collating and tallying of the votes; and [5] transmitting the results of elections.

Selection Procedure:

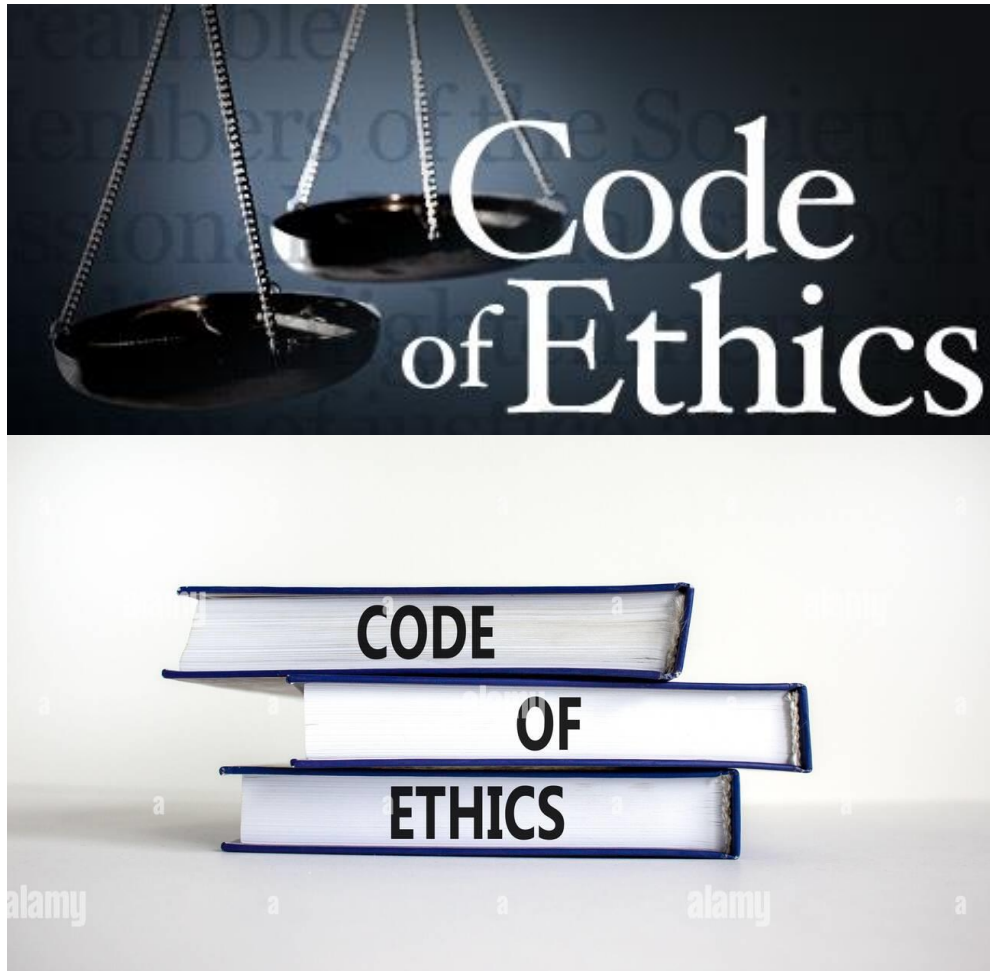
Chair appointed by committee of past Presidents and Four (4) other members of selection panel.

Public campaigns prohibited but Institute to create electronic and physical platforms for candidates to canvass for votes.

Lists of voters to be published on Institute's website and other platform 30 days before elections.

Electoral complaints to be submitted to the EC within 7 days of election, EC to hear and render reasoned decision on the complaint within 14 days, party dissatisfied to appeal to High Court within 14 days of decision.

3. CODE OF ETHICS



- The Act requires Council to publish Code of Ethics:
“33. The Council shall adopt and publish a code of ethics for practitioners, which shall bind practitioners regulated under this Act.”
- To accord the Code of Ethics binding force, the Code will be issued by the Minister:
“59(1) The Minister may, by statutory instrument and on the recommendation of the Council, make Regulations for the better carrying out of the provisions of this Act.”
- The Code of Ethics is divided into four (4) parts, viz:
[1] Part 1 - Preliminary Provisions;
[2] Part 2 - Duties of Practitioners;
[3] Part 3 - Practitioner’s Relation and
[4] Part 4 - General Provisions.



- Integrity goes to the root of one's fitness to practice.
- A human resource practitioner, just as a lawyer, who allows his integrity to be undermined may be found guilty of professional misconduct and thereby suffer the ultimate sanction of having his/her name being struck off the roll (register) of practitioners.
- In **George M Mabwe v Council of Legal Education [1985] ZR 10**, the Supreme Court had this to say:

"The overriding criterion for fitness to practice is integrity and for a disqualification to be maintainable, it should be made to appear quite clearly that the misconduct complained of not only seriously undermined such integrity but also that no amount of contrition and subsequent good conduct can be regarded as having repaired and redeemed the applicant's integrity"

HIGHLIGHTS ON CODE OF ETHICS | DUTIES OF A PRACTITIONER (Part II)



Professionalism	False or misleading information	Confidentiality	Appropriation or conversion of property	Conflict of Interest	Honesty and integrity	Harassment	Engagement in other profession
<ul style="list-style-type: none"> Professional knowledge through CPD. Apply professional standards in advising clients. Not to engage in acts that undermine the dignity of the profession. 	<ul style="list-style-type: none"> About one's qualifications or employment (CV fraud). To knowingly assist fellow practitioner or student gain employment or enrollment or advancement at an educational institution. 	Treat confidential records and information at the practitioner's disposal received from a client and employer confidential.	Simply stated: thou shalt not steal.	Be free from any conflict of interest, financial interest or self-interest when discharging the practitioner's duties.	Highest standards of honesty and integrity demanded when dealing with clients, employer and the public.	Do not harass any person.	When engaged in another profession, business or occupation, do not jeopardise the professional integrity, independence or competence or the standing of the HRM profession.

Practitioner's relationship with Institute

- Cooperate with institute in resolving complaints involving another practitioner.
- Report to the Institute all acts of professional misconduct by another practitioner.

Practitioner's relationship with fellow practitioner

- Respect fellow practitioner in both formal and informal settings.
- Do not discriminate, physically molest, offer derogatory remarks or libel, falsely accuse, undermine the integrity of and lodge groundless charges.

Practitioner's relationship with society

- Apply fair and reasonable standards in treating members of the public.
- Uphold the dignity and integrity of the HRM profession and actively participate in its development.
- Do not allow professional judgment to be compromised because of bias or another person's undue influence.



GUIDELINES

- Breach of the Code is an act of professional misconduct sanctionable under the Act.*
- The Institute may issue guidelines for Code of Ethics for practitioners.*

THE END - THANK YOU!



Zambia Institute of
Human Resource Management

