



ASSOCIATION OF DESIGNERS OF KENYA

The Constitution And By-Laws

CONSTITUTION OF THE ASSOCIATION OF DESIGNERS OF KENYA

CONTENT OF THE CONSTITUTION

Section	Page
1.0. Definitions.....	4
2.0. Organization	4
3.0. Operation.....	5
4.0. Membership.....	6
5.0. Administration and Governance.....	9
6.0. Entrance fees and Subscriptions.	12
7.0 Professional Conduct....	13
8.0. Continuous Professional Development Programme.....	13
9.0. Academic & Mentorship Programme.	14
10.0. General Provisions	14
11.0. Interpretations of the constitution	14
12.0. Amendment of the constitution	15
13.0. Dissolution of the Association.	15

The **Association of Designers of Kenya**” (herein called “The Association) is a registered professional body under the provisions of the Societies Act, Chapter 108 of the Laws of Kenya to advance professional practices and promote standards of design profession in Kenya.

The association is registered specifically to advance the interests of Interior Designers, Graphic Designers and Product Designers in Kenya.

Specifically, the Association;

1. Shall represent the diverse interests of Designers in Kenya;
2. Commit to Continuous Professional Development for its members;
3. Shall work with educational Institutions for furtherance of training in Design and practice to promote Academic Mentorship Programme;
4. Commit to promote, encourage and improve the application of Design to technical and other related practices;
5. Shall establish programmes that promotes and foster better ties between Designers and the other Built Environment Professionals;
6. Shall contribute to and set standards for theoretical, practical and management training leading to acceptance to its Membership qualifications;
7. Do all other things incidental or conducive to the attainment of the above objects or any of them;

The Association shall have no political object. Notwithstanding this provision, by a resolution of the Governing Council, the Association in a non-partisan manner. The Association reserves right and duty to participate contribute or comment on issues of public interest.

BY-LAWS OF THE ASSOCIATION OF DESIGNERS OF KENYA.

SECTION 1 – DEFINITIONS

Name of the Association

- 1) a) The name of the Association is **Association of Designers of Kenya** herein called “the Association ”
- b) It is abbreviated as ADKE

Declaration

- 2) The Association is registered as a professional body under the provisions of the Societies Act, to advance professional practices and promote standards of design profession in Kenya.

Definitions

- 3) a) The constitution shall mean the Constitution of Association of Designers of Kenya and all subsequent amendments, code of conduct and rules thereto.
- b) The “Governing Council” shall mean the Governing Council established by this constitution
- c) The “Advisory Committee” shall mean the Advisory Committee established by this constitution

SECTION 2 – ORGANIZATION

Headquarters

- 4) a) The Headquarters of the Association shall be in Nairobi.
- b) In order to further the objects of the Association, the Governing Council may propose to the Annual General Meeting to set up Branches of the Association in Kenya for the holding of meetings, for discussions on subjects or for other activities, falling within the objects of the Association.

Qualification of the association

5) A qualifying academic programme in Design related filed and acknowledged by the Association shall form the basic foundation of qualification of members among other qualifications set by the Association.

b) Each member or firm shall belong to a chapter of Association so established

Establishment of special committees

6) a) To further the objects of the Association, there is established below committees

- i. *Education*
- ii. *Professional Ethics and Practice*
- iii. *Continuous Professional Development*
- iv. *Management.*

b) The Governing Council shall develop specific regulations to govern the membership and administrative affairs of each committee.

Establishment of the secretariat

7) a) There is established secretariat to carry out such functions as are necessary to allow the Governing council discharge its responsibilities.

b) The Governing Council shall appoint the Chief Executive Officer, who shall be the registrar and shall perform duties as may set forth.

c) The Governing Council shall determine the terms of service of the Association employees.

SECTION 3 –OPERATIONS

Declarations

- 8) a) The Association shall operate under this constitution with the provision of subjecting this document to all members before they are duly registered with the Association.
- b) The Association shall otherwise operate in accordance with any law, policy, or regulations of design practice in the country or as such the Ministry responsible for matters of Design may, from time to time adopt, with respect to the operations of such Associations.

Calendar year

- 9) The year of the Association shall start on the first day of January each year

SECTION 4- MEMBERSHIP.

Qualification of Membership

- 10) a) Individual shall be members of the Association if is they have undergone educational academic qualification in Design whose qualification are determined by the Association.
- b) All persons or organizations who are declared or accepted to be members shall sign a declaration to abide by this Constitution, By-laws and regulations of the Association, and to be bound by the Code of Conduct provided by this Association.
- c) The membership to the Association shall consist of:
- i. *Those founder members who satisfied the conditions for membership.*
 - ii. *The members of any Association or society of Design who were members at the time of adoption of this constitution who shall apply to be members of the Association.*

- iii. *Any other member excluded by clause (i) and (ii) who shall apply to be members of the Association pursuant to qualifications in this constitution.*

Classes of Membership

11) The Association accepts memberships in various categories, as indicated below.

i. Graduate Member who shall

- a) Holder a Bachelor degree in Design or its equivalent qualification recognized by the Association.
- b) Be eligible to vote on any issue concerning the Association subject to the payment of all dues that may be set by the Association from time to time.
- c) Fulfill such other conditions as the regulations prescribe.

ii. Technician member who

- a) Hold a Diploma or Higher National Diploma in Design or its equivalent qualification from a recognized institution or equivalent.
- b) Be eligible to vote on any issue concerning the Association subject to the payment of all dues that may be set by the Association from time to time.
- c) Fulfill such other conditions as the regulations prescribe.

NOTE: *Persons holding certificate in Design or its equivalent qualification must undergo a qualification criteria set out by the regulations provided by the Association.*

iii. Corporate member: to qualify, a candidate:

- a) must hold a University Degree in Design or equivalent from a recognized Association
- b) Been a private practitioner, an employee of a professional firm or a public officer or otherwise engaged in the work design for a period not less than 6 years.
- c) Been a member of this Association for a consecutive period of not less than 4 years.

- d) Must have undertaken Professional trainings as guided by the regulations developed by the Continuous Professional Development committee

iv) Student Member who

- a) Shall include persons enrolled as a student for a bachelor degree or diploma in Design or its equivalent at an institution of Higher Learning in Kenya.
- b) may attend all Association meetings and enjoy all other rights and privileges
- c) Upon graduation and undertaking practical internship programme lasting not less than one year, a member shall acquire Graduate membership status through upgrading.
- d) Shall fulfill such conditions as the regulations prescribe.

v) Firm Member

- a) Entail companies, professional firms, bodies or institutions that offer services of design profession or related services.
- b) Shall fulfill such conditions as the regulations prescribe.

vi) Honorary Member

- a) shall be such person who in the opinion of the Governing Council has contributed to the advancement of the design profession in Kenya.
- b) Shall not pay any subscription fees to the Association.

vii) Institution Partner

- a) shall be a firm, company, body or Institution which provides allied services and products of design profession.
- b) There shall be a charter so established to provide a working framework.

- 12)** a) The name and address of every member shall be maintained at the Secretariat and such other particulars as the Governing Council may from time to time prescribe.
- b) The rights and privileges of a member of any category are personal and shall not be transferred in any manner to any other person.
- c) A member wishing to advance to another class of membership shall make an upgrading application as shall be provided in the regulations thereof.
- d) A registration number shall be issued to a member upon registration
- e) A Certificate of Membership indicating registration number shall be issued to a member upon registration and payment of all dues thereof.
- f) All members of the Association shall have right to participate in any activities of the Association by attending or subscription.

SECTION 5- ADMINISTRATION AND GOVERNANCE

- 13)** a) The activities of the Association shall be administered by the Governing Council constituted by;
- i. *Chairperson*
 - ii. *Secretary*
 - iii. *Treasurer*
 - iv. *Chairperson of Interior Design Chapter*
 - v. *Chairperson of Graphic Design Chapter*
 - vi. *Chairperson of Product Design Chapter*
 - vii. *Registrar*

b) A member of the Governing Council shall hold office for a term of three years but shall, on the basis of satisfactory performance, be eligible for reappointment.

d) The Governing Council shall direct, control and administer the affairs of the Association. It shall carry out rules and instructions of this Association and shall act for and on behalf of the Association in all matters within its jurisdiction.

e) The Governing Council members shall be guided by the administrative regulations established thereof.

f) The Governing Council shall meet at the discretion of the Chairperson, not less frequently than once every two months.

The
Advisory Committee

14) a) There is established An Advisory Committee which shall constitute;

- i. *The chairperson of the Governing Council*
- ii. *The public officer in charge of matters of Design in the Ministry responsible for its matters.*
- iii. *Two distinguished persons practicing Design in Kenya.*
- iv. *Two distinguished persons from institutions of higher learning in Kenya.*
- v. *The Secretary of the Governing council*
- vi. *The Association Registrar*

b) The Committee shall;

- i. *Play an advisory role to the Governing council.*
- ii. *provide strategic directions and guidance to the Association*

c) Members mentioned in a) iii and iv shall serve for a period of two years renewable once.

15)a) It shall be the duty of the Governing Council to co-ordinate and control the affairs of the Association, regulate its membership and safeguard their interests.

b) The Council shall have responsibility of ensuring that the members adhere to the By- laws, regulations and code of conduct of the Association.

c) The Council shall have the power to appoint sub-committees as it may deem necessary to make reports on specific matters upon which such action as considered appropriate shall be taken by it.

d) The Council shall have control over the funds of the Association and shall defray all expenses therefrom.

e) In the event of any matter or question arising which is not covered wholly or in part by the regulations of the Association for the time being in force, then the Chairperson after due deliberation with other Council members shall convene a Special General Meeting during which they shall submit their proposal for ratification.

16) a) The voting members at the Annual General Meetings of the Association shall be as prescribed by this constitution and By- Laws.

b) Elections of Governing Council members shall be held in an Annual General Meetings of the Association where applicable.

c) There shall be regulations governing the voting process which shall be tabled to all members 3 months to election for rectification and adoption

d) Election shall be by majority vote of eligible members provided by a quorum.

Resignation of a council member

17)a) Any Governing Council member may resign from the Association by giving a written notice to the Chairperson of the Association.

b) Resignation shall not relieve the member so resigning of the obligation to pay any dues, or other charges theretofore accrued and unpaid.

c) Any membership may be revoked from the Association by two thirds votes from the general membership, if actions are deemed inappropriate by the Association pursuant to the regulations.

General meetings

18)a) General meetings of members may be held at least once every six months.

b) The General meetings shall be convened by the Secretary as the regulations may prescribe

c) Special meetings may be called by the Governing Council at any time either at its own discretion or at the written request of twenty five percent of members of the Association.

d) At least fourteen days' notice shall be given for any general meeting of the Association.

Annual General meetings

19)There shall be held at least one General Meeting in each year, which shall be known as the Annual General Meeting at which the business shall include receiving a report from the Chairperson and the Treasurer, the election of the Governing Council members for the ensuing year if applicable, and any other agenda as prescribed by the regulations thereof.

Decisions at meetings

20) Every decision at any meeting shall be by majority vote unless otherwise required by the regulations.

Trustees

21)a) There shall be trustees of the Association who shall be responsible for the administration and management of the Association's funds, investments, securities and property.

b) Any properties, investments, securities, land, buildings and immovable property acquired by the Association shall be vested in the names of not less than three and not more than five trustees who shall be Graduate members of the Association, elected at an Annual General Meeting.

c) Trustees shall serve for a period of four years after being elected and such trustees shall be eligible for re-election for one further term.

Powers to remove and fill
Vacancies of trustees

22)a) Any trustee who fails to act in accordance with any of the Association's rules shall be removed at a General Meeting if it is deemed fit and all vacancies occurring by such removal, resignation or death shall be filled at a general meeting.

b) All income received from any property vested in the trustees shall be paid to the Treasurer. Any expenditure in respect of such property which in the opinion of the trustees is necessary or desirable shall be reported by the Trustees to the Governing Council which shall authorize expenditure of such monies as its deemed fit.

SECTION 6- ENTRENANCE FEE AND SUBSCRIPTIONS.

- Fees payable
- 23)a) Entrance fees and annual subscriptions shall be paid to the Association in such manner as the regulations prescribe and membership shall be conditional upon such payment.
- b) A Graduate, Technician, Corporate, and student Member who has not paid annual subscription, or who is a defaulter under the regulations, shall not be entitled to vote.
- Auditors
- 24)a) There shall be an Auditor for the Association who shall be appointed at an Annual General Meeting.
- b) The auditor shall have access, at all reasonable times to the accounts and securities and shall report thereon to the next General Meeting.
- c) A copy of the report on the accounts and statements shall be furnished to all members at the same time as the notice convening the Annual General Meeting.
- d) An auditor may be paid such fees for his/her duties as may be resolved by the Annual General Meeting appointing him/her or by the Governing Council.

SECTION 7- PROFESSIONAL CONDUCT

- Code of professional Conduct manual
- 25)a) The Association shall develop a Professional Code of Conduct as guided by the practice of design in Kenya and beyond. (*a copy is Attached as schedule I of this Constitution*)
- b) Every member and firm shall be bound by the Professional Code of Conduct as prescribed in the regulations provided during and after registration.

SECTION 8- CONTINUOUS PROFESSIONAL DEVELOPMENT PROGRAMME(CPD)

Participation in CPD Programmes

26) a) All members shall participate in the Continuous Professional Development Programme conducted by the Association based on criteria approved by the Governing Council.

b) All members shall obtain the minimum recommended credit points to retain their membership by attending the Continuous Professional Development programmes which are endorsed by the Governing Council from time to time.

SECTION 9- ACADEMIC & MENTORSHIP PROGRAMME

27)a) The Association shall establish and maintain the academic and mentorship programme

b) There shall be a special committee formed of not more than 5 members formed to manage and develop such regulations and guidelines so required to run the programme.

c) All student members of the Association shall automatically belong to this programme.

d) The chairperson of this programme shall be co-opted to the governing council as required

SECTION 10- GENERAL PROVISIONS.

General provisions

28) a) No action of the Association, the Governing Council, The Advisory Committee, any other Committee, the secretariat or any special committee of the Association, or any office shall directly or indirectly nullify or contravene any act or policy of the Kenyan constitution.

b) No members of the Association may use the seal, logo, or initials of the Association on card, stationery, or any other manner to identify him unless otherwise directed the Chairperson.

c) All members of the Association serving in any committee or performing any other official duty on behalf of the Association are hereby held indemnified by all members of the Association jointly against a suit or action in respect of any matter or thing done by them in the execution of their duties in terms of this constitution

SECTION 11- INTERPRETATION OF THE CONSTITUTION.

Interpretation

29)In case of doubt as the meaning or interpretation of this constitution, the Governing Council shall be final arbiter and its decision shall be binding upon all members until then next Annual General Meeting where if so desired, the matter may be referred to members present and entitled to vote for decision by the majority.

SECTION 12- AMENDMENTS OF THE CONSTITUTION.

Amending this
Constitution

30) a) Amendments to this constitution may be made consistent with the regulations at any duly scheduled meeting of the Association upon written proposal signed by at least ten members at least 14 days before such a meeting. A two thirds majority is required for passage of such amendments.

b) This constitution may be automatically amended by the above procedure upon receipt of new rules concerning the Association or its members from otherwise establishment of the Ministry in charge of matters relating to Design.

SECTION 13- DISSOLUTION.

Dissolution

31)a) The dissolution of the Association must be approved by at least two-thirds majority of members present and entitled to vote at an Annual General Meeting, at which the proposed dissolution is properly on the Agenda.

b) If no quorum is obtained, the proposal to dissolve the Association shall be held one month later. Notice of this meeting shall be given to all members of the Association at least 14 days before the date of the meeting. The quorum for this second meeting shall be the number of members present.

c) In the event of the dissolution of the Association, the Governing Council last in office shall in consultation with the Trustees decide upon the disposal of the Association funds, investments, securities and property. Such disposal shall be in accordance with the objects of the Association under this constitution.

d) Subject to the payment of debts of the Association, the balance thereof shall be distributed in such other manner as may be decided upon by the Governing Council last in office in consultation with the Trustees.

WITNESS

This Constitution and By-Laws is a document belonging to and authored by the Association of Designers of Kenya herein referred to ADKE. These by-laws and regulations thereof contained in this document are applicable to all members of the Association categories of membership.

This constitution, by-laws and regulations thereof are meant to safeguard the interests of Designers in Kenya.

SCHEDULE I: PROFESSIONAL CODE OF CONDUCT FOR ADKE MEMBERS.

“This document is developed by
Association of Designers of Kenya-ADKE
for compliance by its members during the time being recognized as
either Graphic Designer, Interior Designer or Industrial Designer in
Kenya.”

Preamble .

The establishment of this Professional Code is in pursuant to the ADKE Constitution towards realization of its agenda to steer the purpose and objects of the association. The Governing Council recognizes that anchoring the institutional framework of ADKE on the best professional practices places the association at par with international Associations well as giving direction to the design Industry in Kenya.

This Code aims at establishing and promoting professionalisms in the design industry for wider usage across all related professionals.

As a mandatory requirement, all members subscribe to adhere to this code as they register to be members of the association.

To achieve professionalism as prescribed, ADKE expects its members to conduct themselves honourably and honestly in their dealings with their clients, the community and their professional colleagues.

Definitions

The terms used in developing this Code shall be defined in the same manner in which they are defined in the by-laws as enshrined in the Constitution of the ADKE

PRINCIPLES OF PROFESSIONAL CONDUCT AS A DESIGNER

There are a few elements that enable designers to be exceptional in their line of work. It's based on these attributes that forms the background of professionalism in the Industry. The association requires every member to bear minimum the following principles while practicing.

a) Open Mindedness

In as much as most design involves creating solutions out of nothing, good designers are just as great in making existing environments even better, and this enables them see opportunities where other do not.

b) Teamwork

Good Designers work well with others. Some designs require input of other professionals, and every good Designer must be able to work well with everyone involved in the design process.

c) Communication

A great Designer has to convey a message with every work they do, so they need to be able to appreciate the importance of communication.

Effective communication also extends to the ability to understand client expectations.

d) Attention to Detail

A great Designer is have an eye for detail that enables them to see things regular people do not.

e) Patience

Producing designs that are pleasing to a client, are relatable to the end user and at the same time aesthetically pleasing is not only hard work, but also nerve wrecking.

A good designer is one who has the patience to undergo numerous revisions, a horde of questions and tight schedules and still come up with the best possible design solution.

f) Perception

A great designer should be able to connect things. Design is not just about offering the obvious solutions to all problems presented.

Instead, good design involves the ability to introduce something new, something that people who don't possess the knowledge and insight of design will not be able to do, something that only a designer can do.

CODE OF CONDUCT.

a) Duty to the Clients

A member

- shall be truthful in all their professional communications.
- shall not sub-contract the principal design work commissioned by a client without the client's full knowledge and consent.
- may offer professional services to a client for any form of legal compensation.
- shall undertake to perform professional services only when they, together with their consultants, are qualified by education, training or experience to perform the services required.
- shall treat all knowledge of a client's intentions, production methods and business organisation as confidential and shall not, at any time divulge such information without the consent of the client. It is the designer's responsibility to ensure that all members of his/her staff are similarly bound to confidentiality.

b) Responsibility to Other Designers and Colleagues

A member shall;

- pursue their professional activities with honesty, integrity and fairness, and with respect for other Designers or colleagues contractual and professional relationships.
- not accept instruction from their clients which knowingly involves plagiarism, nor shall they consciously plagiarize another's work
- only take credit for work that has actually been created by the Member or the Member's firm or under the Member's immediate direction and control.
- not attempt, directly or indirectly, to supplant another designer who has a firm commitment with a client in relation to a particular project.

Responsibility to this Association and Design Profession

A member;

- Shall seek continually to upgrade their professional knowledge and competence with regard to the i design profession pursuant to the ADKE Constitution.
- Shall carry appropriate insurance, to include Employers' Liability, Public Liability, Product Liability and Professional Indemnity. Members shall also, where appropriate, carry directors' and Office bearers' Insurance where appropriate.
- Any company who has not renewed membership of the Association must remove any logo and initials of the Association designation from all product literature, advertising and stationery on termination of membership.
- Shall, wherever possible, encourage and contribute to the sharing of knowledge and information among designers, the design industry and the general public.

c) Responsibility as an Employer

A member shall;

- adhere to the requirements of Labour Laws.
- ensure that sub-contractors engaged by them carry insurance cover appropriate to their role, including Public Liability and Employer's Liability.

d) Responsibility as an Employee

A member shall

- adhere to the agreed contract of employment, and shall not divulge confidential business information to another party.
- not identify as their own any plans or designs prepared by the employer or employer's company.

e) Responsibility to other Consultants, Design Team Members and Suppliers

Members shall ensure that information provided to consultants and suppliers for the execution of a project is professionally prepared and accurate.

f) Responsibility to the Public

A member shall

- Exercise reasonable skill and care in conformity with the normal standards of their interior design profession, competence in the conduct of their business and act at all times with honesty.
- In performing professional services, members shall at all times consider the health, safety and welfare of the public.
- accept a professional obligation to enhance quality of life within the community through design excellence.

- In performing professional services, not knowingly violate the law or advise or assist clients in conduct they know to be illegal.
- not make misleading, deceptive or false statements or claims regarding their professional qualifications, experience or performance.
- undertake to perform professional services only when they are qualified by education, training or experience to do so.
- endeavour to act in the best interests of ecology and the natural environment and wherever possible to promote the conservation of energy and the recycling of materials.

g) Publicity

Members may themselves, or by means of persons or organizations acting on their behalf, promote and publicize their practice provided the advertising material contains only truthful, factual statements and does not breach copyright agreements.

DISPUTES & COMPLAINTS

While the Association demands high standards of professionalism from its members, it is recognized that occasionally a member may breach this Code. If you feel that one of our members has breached the Code and wish to make a formal complaint, please write to info@adke.or.ke for full details of our disciplinary process.

Please note that the Association cannot:

- Award compensation to a complainant
- Impose any fines on our members
- Restrict one of our members from practicing as a designer

Whilst the association members shall conform to the existing laws, regulations and professional codes as established by the Kenya Government, the association

shall have the power only to enforce its own Code and derivatives from its constitution or any of its regulations provided.

Any member, who, in the opinion of the Disciplinary Committee of the Association, has acted in contravention of the Association's Code, may be cautioned, suspended, expelled from membership or such as may be decided. Such action shall only occur after a member has been given the opportunity to answer all allegations of misconduct brought by the Disciplinary Committee. The decision of the Disciplinary Committee shall be final and binding.

MEMBER APPELATIONS

If you are a member in good standing, you can use the ADKE acronym after your name. Using your ADKE designation shows your clients, employers, and peers that you are deeply committed to your profession. It demonstrates to a prospective employer that you have the qualifications that give you an edge.

Use your ADKE credential:

- On your business cards, website, and letterhead
- When being interviewed by the Media
- When receiving recognition in press releases, newsletters, and announcements