

The Institute of Management Consultants.

Constitution, By-Laws and Policies

THE INSTITUTE OF MANAGEMENT CONSULTANTS 18/19,
Ahmadu Bello Way, 8th Floor NNDC Building, (Ahmed
Talib House) P.O.Box 9194 Kaduna, Nigeria Tel:
234(0)7030802998

EMAIL: info@imcinig.com

Website: www.imcnig.com

**THE INSTITUTE OF MANAGEMENT CONSULTANTS
(The Independent Association of Management Consultants)**

CONSTITUTION

CONSTITUTION

CONTENTS

| | | | |
|---------|-------|---|--|
| Article | 1 | - | Name, Purposes and Territory |
| | 1.1 | - | Name |
| | 1.2 | - | Purposes |
| | 1.3 | - | Territory |
| Article | 2 | - | Constitution |
| | 2.1 | - | Constitution |
| Article | 3 | - | Membership |
| | 3.1 | - | Management Consultant – Definition |
| | 3.1.1 | - | Body of Knowledge |
| | 3.1.2 | - | Eligibility |
| | 3.1.3 | - | Grades |
| | 3.1.4 | - | Dues and Fees |
| Article | 4 | - | Geographical Groups of Members |
| | 4.1 | - | Zones |
| | 4.2 | - | Chapters |
| | 4.3 | - | Dissolution |
| Article | 5 | - | The Trustees |
| | 5.1 | - | Number |
| | 5.2 | - | Election |
| | 5.3 | - | Tenure |
| | 5.4 | - | Functions |
| | 5.5 | - | Provisional Council |
| | 5.6 | - | Vacancy |
| | 5.7 | - | Seal |
| | 5.8 | - | Property |
| Article | 6 | - | The Governing Council, Executive Committee |
| | 6.1 | - | Authority |
| | 6.2 | - | Management |

| | | | |
|---------|-------|---|---------------------------------|
| | 6.3 | - | Quorum and Majority |
| | 6.4 | - | Meetings |
| Article | 7 | - | Corporate Officers |
| | 7.1 | - | Composition |
| | 7.2 | - | Authority |
| | 7.3 | - | Vacancies |
| Article | 8 | - | Management |
| | 8.1.1 | - | General Body |
| | 8.1.2 | - | Composition and Voting Rights |
| | 8.1.3 | - | Quorum and Majority |
| | 8.1.4 | - | Meetings |
| | 8.2 | - | Governing Council |
| | 8.2.1 | - | Composition |
| | 8.2.2 | - | Quorum and Majority |
| | 8.3 | - | Executive Committee |
| | 8.3.1 | - | Composition |
| | 8.4 | - | Dissolution |
| | 8.5 | - | Law |
| Article | 9 | - | Nominations and Elections |
| | 9.1 | - | Nominations |
| | 9.2 | - | Nominees |
| | 9.3 | - | Elections |
| | 9.4 | - | Election of Trustees |
| Article | 10 | - | Auditors |
| Article | 11 | - | Amendments to the Constitution. |

INSTITUTE OF MANAGEMENT CONSULTANTS
(The Independent Association of Management Consultants)

CONSTITUTION

ARTICLE 1 - NAME, PURPOSE AND TERRITORY

- 1.1 **Name:** The name of this association will be “Institute of Management Consultants”, hereinafter referred to briefly as ‘Institute’ or the ‘Association’.
- 1.2 **Purpose:** The purposes of the Institute are to bring together those professionals who offer consulting services in the field of management sciences and related disciplines. It shall endeavor to:
- a. Develop, improve and encourage the profession of management consultancy,
 - b. Promote the interests of management consultants by liaison and rapport with industry, commerce, government and other bodies,
 - c. Establish a code of operating standards and ethics which would enhance the credibility of the profession and encourage its acceptability,
 - d. Encourage and assist the professionals engaged in these fields to maintain the integrity and competence of the profession,
 - e. Provide a vehicle for interchange of knowledge, experience and discussion of problems among the professionals,
 - f. Disseminate appropriate information to potential clients and the public, on the nature, role, function, range, contributions and benefits of availing of the services of professional consultancy services,
 - g. Make known the names of members of the institute and their areas of competence to all organizations and institutions seeking assistance,

- h. Advance the art and science of management consultancy and interchange of information by aiding research, development and education in the field of management sciences
- i. Co-operate and liaise with other industrial, technical, educational, professional and government bodies in matters of mutual interest and benefit,
- j. Collaborate other National and International bodies,
- k. Increase the number of practicing Management Consultants,
- l. Encourage the export of Management Consultancy Services,
- m. Set and approve minimum standards for admission into the Institute and certification by the Institute.

The means to these ends are holding of meetings for the reading and discussion of professional papers, publication and circulation of professional works, and all other activities necessary for the fulfillment of these objectives.

- 1.3 **Territory:** The Territory on which the Institute's operations are to be conducted shall be the whole of Nigeria.

ARTICLE 2 - CONSTITUTION

2.1 Constitution

The Institute shall consist of:

- a. The Board of Trustees
- b. The chairman and a Council
- c. The Director-General,
- d. A Body Called Executive Committee
- e. The National Secretariat

- f. The General Body
- g. All Fellows, Members, Associate Members, Affiliate members and Academic Members,
- h. The Person holding the offices specified in Article 8.3.1 other than (a) and (b) above

ARTICLE 3 - MEMBERSHIP

3.1 Management Consultant-Definition

3.1.1 Body of Knowledge: A Management Consultant is an independent and qualified person who identifies and investigates problems concerned with policy, organization, procedures and methods; arriving at his recommendations by factual investigation and with due regard to the need for preserving perspective. He has to have adequate experience in providing such advice in at least one of the following areas: Economic Advice in Industry, Organization Development, Policy Formation and Management Development; Financial Management, Accounting and Costing, Personnel Management, and related Sciences. He should also have a working knowledge in several of the remaining areas and a good general knowledge of the management Consulting Profession, the Economic and Business Environment, the Administration and Management of Organizations and the art and methods of communication. In view of the above requirements, a Management Consultant should acquire, partly prior to entering the profession and partly by study and practical experience, a minimum Body of Knowledge. The framework of a minimum Body of knowledge is specified in terms of a Statement of Policy. All members must possess or must employ professionals who possess, this minimum Body of Knowledge and must continue to develop and practice it during the duration of membership.

3.1.2 Eligibility:

Any situation, organization or individual subscribing to the purposes of the Institute and practicing in one or more areas of management consultancy shall be eligible for Member in accordance with this Constitution and By-laws.

3.1.3 Grades:

The Institute shall have 5 grades of Membership – Fellow, Members, Associate Members, Academic Members and Affiliate Members. The qualifications, privileges and requirements for admission to each grade shall be stated in the by-laws.

3.1.4 Dues and Fees

Dues and fees shall be specified in the by-laws.

ARTICLE 4 - GEOGRAPHICAL GROUPS OF MEMBERS

The establishment of groups of members given below for promoting the objectives and interests of the institute and the rules for their operations shall be as provided in the by-laws.

- 4.1 **Zone:** The geographical areas in the territory of the institute shall be grouped under Zones as given in the bye-laws. The voting members of each Zone shall elect a Zonal representative to the Governing Council and the Executive Committee.
- 4.2 **Chapters:** In the Zone, there shall be established chapter comprising of groups of members residing in specified geographical areas. The voting members of the chapter shall elect a Chairman.
- 4.3 **Dissolution:** In the event of any of the above groups being dissolved, all funds held by them shall become the property of the institute.

ARTICLE 5 - THE TRUSTEES

5.1 Number:

There shall be not less than two but not more than ten trustees at any given time.

5.2 Election:

The Trustees shall be elected by the Governing Council of the Institute and they must be persons whether or not members of the institute who are ready and willing to shoulder the responsibilities of the Institute.

5.3 Tenure:

The Trustees may hold office for life subject to the provision of the Constitution as specified in Section 5.6.

5.4 Functions:

The Board of Trustees shall appoint Council Members representing interest groups as specified in section 8.2.1 (h-1) and shall be appoint replacements for all vacancies in the Council

Members of the Board of Trustees shall be personally and severally liable for all the actions of the Institute as well as its debts. They shall be members of the Governing Council automatically. The Trustees shall appoint the Director-General and determine his tenure and remuneration.

5.5 Provisional Council

The Trustees shall appoint the chairman and members of the provisional council for a tenure of 5 years. Thereafter, election to the Council shall be annually as specified in Section 8 of this Constitution.

5.6 Vacancy

A vacancy may occur when a member dies or resigns or has become insane, or is officially declared bankrupt, or is convicted of a criminal offence involving dishonesty by a court of competent jurisdiction. The council at its ordinary meeting may elect any member to fill the vacancy.

5.7 Seal:

The Institute shall have a common seal which shall be kept in the custody of the Director-General and used only for the Institute's official business.

5.8 Property

The Trustees shall ensure that all the properties of the institute and all incomes therefrom shall be used solely for the promotion of the aims and objectives of the Institute of Management Consultants.

ARTICLE 6 - THE GOVERNING COUNCIL, EXECUTIVE COMMITTEE

6.1 Authority:

The council shall be the governing body of the institute and shall be charged with the general control and superintendence of the policy, finances and property of the Institute. The council shall approve a schedule bank for the deposit of the funds received by the institute. The council shall also designate officers to execute withdrawals thereon. The interpretation of the constitution and by-laws rests with the council.

6.2 Management: The Executive Committee shall be the Management committee charged with the day-to-day management of the institute. The chairman shall be the Director-General. The Director-General and the management committee shall be responsible to the council for the day-to-day management of the institute.

6.3 Quorum and Majority: The Executive Committee shall be able to conduct business if at least four members are present. Decisions of the Executive Committee shall be taken by a simple majority of the members present.

6.4 Meetings: The Executive Committee shall meet at least four times during the fiscal year. It shall be convened within 20 days upon the request of 5 or more members.

6.5 Vacancy: A vacancy may occur when a member dies or resigns or has become insane, or is officially declared bankrupt, or is convicted of a criminal offence involving dishonesty by a court of competent jurisdiction,

or when a member fails to attend three consecutive meetings without reasons or apology.

ARTICLE 7 - CORPORATE OFFICERS

7.1 Composition: The officers of the Institute of Management Consultants shall be the Director-General, the Hon. Secretary and the Hon. Treasurer. The offices of the secretary and the Treasurer may at the discretion of the General body be held concurrently by one person. They shall be elected by the General Body.

7.2 Authority: The officers shall perform these functions:

- a. The Director General shall be the principal officer of the association and shall preside at the meeting of the Executive Committee and the meetings of any other bodies as specified in the by-laws. The Director General shall have no vote, unless the votes cast are equally divided. The Director General may visit groups of members as he is able and promote the objectives of the Institute of Management Consultants.
- b. The Hon. Secretary shall maintain the records of activities, membership and any other aspects of the association as required by the law. The Hon. Secretary shall be responsible for the arrangements of all meetings of the General Body, the Governing Council, the Executive Committee and such other specified in the by-laws.
- c. The Hon. Treasurer shall conduct the fiscal affairs of the Institute and maintain records thereof.

7.3 Vacancies: The existence of a vacancy in the Executive Committee shall be determined by the Executive Committee, which shall fill such a vacancy for a period not exceeding the unexpired term of that office.

ARTICLE 8 - MANAGEMENT

The main bodies of the Association shall be:

- a. The General Body
- b. The Board of Trustees

- c. The Council,
- d. The Executive Committee,
- e. Corporate Officers hereinafter referred to as “Officers”.

The General Body and the Executive Committee may designate and appoint committees and delegate powers that normally come under their competence as they deem necessary to fulfill the functions assigned to them.

8.1 General Body

8.1.1 Composition and Voting Rights: The General Body of the Institute shall comprise of all the voting members as defined in the by-laws who shall have one vote each.

8.1.2 Authority: The General Body shall be the supreme authority of the Institute. It shall legislate, guide and direct the Institute in all its activities, in particular.

- a. It shall receive, review and accept the annual report and audited accounts and shall appoint the auditor.
- b. It shall ratify the establishment and termination of groups of members
- c. It shall elect the President and Council annually
- d. It shall name the inheriting body with similar purposes as the Institute of Management Consultants in the event of winding up of the Institute.

8.1.3 Quorum and Majority: 15 voting members of 15% of the total voting members whichever is less, as recorded in the official membership records at the end of the previous year, shall constitute the quorum. Decisions of the General Body shall be taken by the majority of these voting members, unless otherwise provided for in the constitution and by-laws.

8.1.4 Meetings

- a. The General Body of the Institute shall ordinarily meet once in the fiscal year. However, it may be convened at any time if the President after consulting the various bodies of the Institute deems it

necessary. It shall also be convened at the request of 15% of the voting members within 3 months of the request.

- b. There shall be minimum of 30 days for the meeting of the General body. The notice shall indicate the agenda, venue, date and time.

8.2 Governing Council

8.2.1 Composition:

The Governing Council shall be composed of the following officers:

- a. Members of the Board of Trustees
- b. One elected chairman
- c. 10 elected members from the General Body
- d. Zonal Representatives elected by their respective zones,
- e. The Director-General
- f. The Treasurer
- g. The Secretary
- h. One Representative from the Chamber of Commerce
- i. One Representative of a Nigerian University
- j. One Representative of a Nigerian Polytechnic
- k. One Representative of the Manufacturers Association of Nigeria.
- l. One Government Representative
- m. One Representative from Industry
- n. 5 Coopted members as the council deems fit.

8.2.2 Quorum and Majority: Five members of the council meeting shall transact the business of council. All decisions shall be taken by a simple majority of votes unless otherwise specified in the constitution of the Institute.

8.3 Executive Committee:

8.3.1 Composition: The Executive Committee shall be composed of the following offers: 2 elected members at large, 2 nominated members, the secretary,

the Treasurer, the Director-General, the Directors at the Secretariat and the Zonal Representatives.

Members of the Executive Committee shall continue to hold office and discharge their duties until successors take over.

- 8.4 Dissolution:** The Institute shall not be dissolved unless $\frac{3}{4}$ of the voting members as per the official records of the institute at the end of the previous year at a special ballot held for that purposes, vote for its dissolution. The assets shall be inherited by a body decided by the General Body.
- 8.5 Law:** Anything not provided in this constitution and by-laws shall be as per the Nigerian Law on the subject.

ARTICLE: 9 - NOMINATIONS AND ELECTIONS

- 9.1 Nominations:** The Nominations Committee constituted in accordance with the by-laws shall submit to the Executive Committee a list of nominees for such offices as may be specified in the by-laws to be elected by the voting members. The committee shall submit along with this list the bio-data and statement of each on how the nominee intends to serve the institute.
- 9.2 Nominees:** Nominations may be made to the above referred to offices by setting forth the name of the proposed candidate and office. The required number of such nominations shall be specified in the by-laws. The Executive Committee shall submit to all the voting members the names, bio-data and statements of all the nominees for elections in accordance with the by-laws.
- 9.3 Elections:** The Nomination Committee shall supervise the conduct of the elections, counting of ballots and communicate the results to the council for declaring the results as given by the by-laws.
- 9.4 Election of Trustees:** When a vacancy occurs on the Board of Trustees, the Governing Council shall elect a member of the council to fill the vacancy. The newly elected trustee shall give a written undertaking to shoulder the

responsibilities of trustees of the institute as specified in section 5.4 of this constitution.

ARTICLE 10 - AUDITORS

The General Body shall appoint auditors to scrutinize and report on the affairs of the Institute.

ARTICLE 11 - AMENDMENTS TO THE CONSTITUTION

Amendment to the Constitution is to be proposed at a regular meeting of the Governing Council with a vote of at least 2/3 of the members present for it to be placed on the ballot. It may also be proposed by a communication of at least 15% of the voting members. The schedule of balloting and declaration of results shall follow thereafter. The vote of at least 2/3 of all ballot cast, provided the total number of votes is not less than 30% of the total voting members, shall be necessary for its adoption. Amendments shall take effect thirty days after adoption.

BY-LAWS

CONTENTS

| | | | |
|---------|-------|---|--|
| Section | 1 | - | Seat of Office |
| | 1.1 | - | Registered Office |
| | 1.2 | - | Principal Office |
| | 1.3 | - | Emblem |
| Section | 2 | - | Membership |
| | 2.1 | - | Grades |
| | 2.2.1 | - | Fellows |
| | 2.2.2 | - | Members |
| | 2.2.3 | - | Associate members |
| | 2.2.4 | - | Academic Members |
| | 2.2.5 | - | Institutional members |
| | 2.2 | - | Eligibility |
| | 2.3 | - | Rights and Privileges |
| | 2.4 | - | Nomination and Election of fellows |
| | 2.5 | - | Publication |
| | 2.6 | - | Dues and Fees |
| | 2.6.1 | - | Dues |
| | 2.6.2 | - | Entrance Fees |
| | 2.6.3 | - | Certificate |
| | 2.6.4 | - | Billing, Termination and Reinstatement |
| | 2.7 | - | Resignation |

| | | | |
|---------|-------|---|--------------------------------------|
| | 2.8 | - | Membership Check |
| Section | 3 | - | Group members |
| | 3.1 | - | Zones |
| | 3.1.1 | - | Membership |
| | 3.1.2 | - | Budget |
| | 3.2 | - | Chapters |
| | 3.2.1 | - | Formation |
| | 3.2.2 | - | Membership |
| | 3.2.3 | - | Finance |
| | 3.2.4 | - | Reports |
| Section | 4 | - | Management |
| | 4.1 | - | General Body |
| | 4.2 | - | Executive Committee |
| | 4.3 | - | Committees |
| | a. | | Finance Committee |
| | b. | | Membership Committee |
| | c. | | Publication and Conference Committee |
| | d. | | Nominations Committee |
| | e. | | Ad hoc Committee |
| | 4.4 | - | Budget |
| Section | 5 | - | Nominations and Elections |
| Section | 6 | - | Amendments |

INSTITUTE OF MANAGEMENT CONSULTANTS

BY-LAWS

SECTION 1 - SEAT OF OFFICE

- 1.1 **Registered Office:** The registered office of the Institute is located in Kaduna.
- 1.2 **Principal Office:** The institute shall have a principal office for the conduct of the business of the institute. The location of this shall be in Kaduna.
- 1.3 **Emblem:** The emblem of the Institute shall be protected by legal registration and shall be reproduced only in official business of the institute.

SECTION 2 - MEMBERSHIP

2.1 Grades: The Grades of membership of the Institute shall be as follows:

- a. Fellows,
- b. Members – both individual and organizations
- c. Associate Members
- d. Affiliates
- e. Academic Members

2.2 Eligibility, Designation and Decoration

The requirements and privileges for each membership grade shall be as follows:

2.2.1 Fellow (FIMC)

2.2.1.1 Eligibility and Selection

- a) The grade of Fellow (FIMC) is the highest honor bestowed by the Institute, reserved for individuals who have demonstrated extraordinary achievements and made outstanding contributions to the field of Management Consulting,

Business Administration, Management Science, Economics, Technology, or in any field of human endeavor aimed at solving the world's problems, fostering international collaboration and driving sustainable progress.

b) Candidates for Membership should meet several of the following criteria, minimum 5:

1. Demonstrating excellence in their field through achievements such as awards, grants, patents, or significant industry innovations
2. Contribution to research projects or leading initiatives in academia or industry
3. Presenting work at major conferences, symposia, or industry events
4. Taking on leadership roles in professional organizations, companies, or community groups
6. Developing innovative technologies, processes, or methodologies
7. Participating in knowledge dissemination through various channels (e.g., in high impact factor and citiscore journals academic journals, industry publications, reputable newspaper and media publication, public engagement),
8. Showing commitment to mentoring and developing others in their field
9. Demonstrating the practical application or commercialization of their work
10. Actively promoting and implementing consulting principles in their work and team environments
11. Engaging in interdisciplinary collaborations or cross-sector partnerships
12. Showing potential for future impact and leadership in their field
13. Must have received awards or recognition in the field of Management Consulting, Business Administration, Finance, Management Science, Economics, Technology, or any field of human endeavor
14. Received funding exceeding \$100,000 as seed grant to start a business or builded a startup with a valuation exceeding \$250,000 within a short timeframe.
15. Media coverage for impactful achievements.
16. Driving a small domestic company to achieve international market dominance through innovative leadership and business strategies.
17. Leading the turnaround of a company, saving hundreds of jobs and stabilizing the economy of a region or sector.
18. Participated as judge of the works of your peers in reputable competitions across the world.
19. Designed consulting methodologies that prioritize environmental, social, and governance (ESG) factors, influencing global corporate sustainability practices, consulted for international companies, firms or organizations.

Membership of the FIMC is only by invitation. You must be invited by two established Fellows. After invitation, you then go through a selection process.

c) The selection process shall include:

- i. Rigorous peer review of the candidate's contributions and achievements
- ii. Passing the above Minimum 5 criteria
- iii. Evaluation by the Membership Committee, composed of distinguished Fellows
- iii. Final approval by the Board of Directors

d) The number of new Fellows elected each year shall not exceed 10% of the total Membership body, ensuring the exclusivity of this honor.

2.3.1.2 Rights and Responsibilities

b) Fellows are expected to:

- i. Serve as ambassadors for the Institute and their profession
 - ii. Participate in mentoring programs for early-career professionals and students
 - iii. Contribute to the Institution's strategic initiatives and policy-making processes
 - iv. Engage in peer review for the Institution's publications and Membership nominations
- c) Fellows have the exclusive right to use the post-nominal letters FIMC.

2.3.1.3 Recognition and Benefits

a) New Fellows will be formally inducted at the Annual Membership Ceremony, receiving a certificate (and Plaque if paid for)

c) Fellows will have priority consideration for representing the Institute at national and international conferences, government advisory panels, and other high-level forums.

d) The Institution will maintain a Fellow Spotlight program, regularly featuring the work and achievements of its Fellows in its publications and media channels.

2.3.1.4 Selection and Composition of the Membership Committee

a) Purpose of the Membership Committee

The Membership Committee is responsible for reviewing and evaluating candidates for the Fellowship (FIMC) of the Nigerian Institute of Management Consultants (FIMC). The Committee ensures that only those who have demonstrated extraordinary achievements and made outstanding contributions to the fields of Management and Consulting are awarded Fellowship status.

b) Composition of the Membership Committee

The Membership Committee shall be composed of distinguished Fellows of IMC who have already demonstrated excellence in their respective fields. These individuals are nationally and internationally recognized experts, ensuring a high standard of evaluation.

2.2.2 Members-M.I.M.C

A seasoned management consultant with a recognized reputation who can demonstrate he or she has served clients satisfactorily as a full-time and ethical practitioner for uninterrupted period of 3 years or a cumulative period of 5 years. He or she would normally have a University degree or HND from a Polytechnic or other equivalent professional qualification acceptable to the Council of the Institute. Applicants without academic qualifications are assessed on the quality and extent of their experience.

2.2.3 Associate Members – A.M.I.M.C.

An Individual who can demonstrate he or she is serving clients satisfactorily as a full time and ethical practitioner for a period of at least one year. He or she would normally hold a University degree or HND from a Polytechnic or other professional qualification acceptable to the Council of the Institute. Applicants without academic qualification are assessed on the basis of the quality and extent of their experience.

2.2.4 Affiliate Members – No Appellations

This is a grade for new entrants in the field of consultancy. It is also for individuals who have equivalent experience and qualification of a regular member but are in allied fields such as engineering consulting, legal and secretarial services, accounting firms, architects, etc., or for individuals who have planning responsibilities in large organizations or internal consultants in non-consulting organizations. Applicants without academic qualifications are assessed on the basis of the quality and extent of their experience.

2.2.5 Academic Members-M.I.M.C.

This is the grade for full time faculty members of Universities and Polytechnics or other Educational Institutions of comparative standard who must hold the rank of Professor or Associate Professor or Reader, or Principal Lecturer or Senior Lecturer and have been responsible for significant assignment in the practice of management consulting or planning.

2.2.6 Institutional Members:

This grade is for organizations and training Institutions involved in management science or with interest in the promotion of management consultancy.

2.3 Rights and Privileges

Members shall be entitled to all right and privileges of the Institute. Individual members shall be entitled to designate letters of qualifications after their names in accordance with their respective grades of membership except for Affiliates. They shall be referred to as voting members of the Institute of Management Consultants. Organizations and institution with nominate members as follows:

- Small sized organizations with professional staff of 2 or more but less than 10-(1 member);
- Medium-sized organizations with professional staff of 10 or more but less than 20 - (2 members);
- Large-sized organizations with professional staff of 20 or more – (3 members).

The members nominated by the organizations and Institutions will be entitled to all rights and privileges of the members except the designation of letters of qualification after their names. The organizations shall indicate the officers authorized to nominate and correspond on their behalf.

The Affiliate Members will be entitled to all rights and privileges of the Institute excluding voting rights and the holding of an elected office.

2.4 Nomination and Election of Fellows

A fellow of the Institute shall be proposed by any voting member and seconded by at least five voting members. Nominations shall be forwarded to the council through the Executive Committee for consideration and election. The election of the Fellows shall be by simple majority vote after receiving the bio-data and description of the outstanding services of the candidate. The bio-data and description of outstanding services must be circulated to Council members at least 10 days before the meeting at which the election of the Fellow is to be considered.

2.5 Publications

Every member of the Institute shall receive such publications of the Institute as determined by the Executive Committee from time to time.

2.6 Dues and Fees

2.6.1 Dues: Annual dues apply to all membership grades, including individual members, organizational members, affiliates, and academic members. Specific rates for each category are determined periodically and communicated to members.

2.6.2 Entrance Fees: Entrance fee for the individual members shall be less than that for Organizations and Institutions. The entrance fee shall be payable with the application for admission. A notice that a member has been elected shall be sent to every newly admitted member and he shall enjoy all rights and privileges of the membership from the first day of the calendar month after election but only after they have paid up dues and fees. Members who receive transfer from one grade to another grade shall only pay the difference in membership fees of the respective grades.

2.6.3 Certificate: Individual members shall receive a Certificate of Membership upon election and after they have paid up all dues and fees as specified.

2.6.4 Billing, Termination and Reinstatement: The annual fees period is January 1 to December 31. Billing covering these dues shall be mailed to every member not later than February 28. If these bills remain unpaid after February 28, the office shall notify the member that the rights and privileges of the member has been

suspended and if the bill remains unpaid till the end of the then current calendar year, the membership shall be terminated. The suspended membership rights and privileges shall be restored on receipt of the dues in arrears plus fresh entrance fee.

2.7 Resignation: A member in good standing may resign by submitting to the office of the Institute a written resignation. The resigned member may resume his membership upon payment of current dues. The Executive Committee may waive the fresh entrance fee if it deems so.

2.8 Membership Check: Institutional members but not educational institutions shall submit to the Chairman of the membership Committee by 10th January a statement indicating the number of consultants on their roll as on 31st December of the year. The membership Committee shall if necessary make changes in the membership Category of Institutional members.

SECTION 3 - GROUPS OF MEMBERS

3.1 Zones: The areas of conduct of the Institute of Management Consultants will be grouped into four zones.

Northern Zone: Kano, Jigawa, Kaduna, Katsina, Sokoto, Kebbi, Zamfara, Borno, Yobe and Kwara States (Zonal Centre-Kano).

Middle Belt Zone: Abuja, Benue, Bauchi, Gombe, Niger, Adamawa, Taraba, Kogi, Kwara, Nassarawa and Plateau State (Zonal Centre-Jos).

Western Zone: Ondo, Oyo Lagos, Ogun, Ekiti, Osun, Edo and Delta States (Zonal Centre-Lagos).

Eastern Zone: Anambra, Imo, Cross River, Ebonyi, Akwa Ibom, Enugu, Bayelsa, Abia and Rivers State (Zonal Centre-Aba).

The Governing Council may alter the boundaries of the Zones.

3.1.1 Membership: All members of the Institute with their mailing address within the Zone shall be members of the zone.

3.1.2 **Budget:** Every zone shall submit its budget for the current year to the Executive Committee not later than August 1. There shall be no Zonal dues although voluntary donations may be canvassed for the purpose of financing a specified project or activity provided prior consent of the Executive Committee is obtained.

3.2 **Chapters**

3.2.1 **Formation:** A Chapter may be formed in a geographical area where 10 or more members reside. The requirement of 10 members may be waived on the assurance of Zonal Representative that formation of the Chapter will stimulate sufficient additional support and the requisite membership will be forthcoming before the end of the fiscal year. The chapter authorized by the Executive Committee shall adopt by-laws within a period of six months.

3.2.2 **Membership:** Any member of the Institute with his mailing address within the territorial limits of the Chapter will become a member of the Chapter.

3.2.3 **Finances:** The chapter shall submit its budget for the current year to the Executive Committee not later than February 28. There shall be no chapter dues. However, the chapter may collect voluntary contributions to meet emergency or special expenses.

3.2.4 **Reports:** Chapters shall submit along with the budget a statement of all activities and a statement of accounts for the previous year.

SECTION 4 - MANAGEMENT

4.1 General Body

- 4.1.1** The General Body is the supreme body and has the right to amend the Constitution. The Executive Committee derives its authority through the Council from the General Body and its shall uphold the Constitution in letter and in spirit.
- 4.1.2** The decision of the General Body, the Governing Council, the Executive Committee and any other committee in accordance with the power vested in them shall be final and binding on the members.
- 4.1.3** The General Body at its meeting shall transact the business on the agenda communicated by the Executive Committee. It shall also transact other business suggested by a voting member if notice is given to the Secretary by the voting member at least 10 days prior to the scheduled date of the meeting with the approval of the Executive Committee.
- 4.1.4** The Hon. Secretary and the Hon. Treasurer shall prepare the annual report and audited financial statements respectively. The council after its approval shall circulate them to the membership at least 30 days before the General Body meeting. The General Body shall elect the Council, the President, the Vice Presidents, Hon. Treasurer, Hon. Secretary and members at large and the Nomination Committee and their tenure of office shall be one year.

4.2 Executive Committee

- 4.2.1** The agenda, venue and time of the meeting of the Executive Committee shall be communicated to its members at least 10 days in advance. However, for a meeting of this body to be held waiving the requirement of notice, the concurrence of 2/3 of its members in its favour shall be required.
- 4.2.2** The Executive Committee may invite any person to a specific meeting if in their view his presence shall contribute in carrying out the assignments of the association.
- 4.2.3** Partial or full reimbursement of actual and necessary expenses may be authorized for the members of the Executive Committee and for the

officers for performance of duties over the above their duties as member of the Executive Committee.

- 4.2.4 The tenure of all officers shall commence on 1st January and end on 31st December.

4.3 Director-General

4.3.1. The Board of Trustees may appoint a Director-General for the administration of the Institute and shall fix his tenure of office and determine his salary.

4.3.2 He shall be the Chief Operating Officer of the Institute in charge of its principal office, its staff and operations and shall be the custodian of all property and equipment of the Institute.

4.3.3 He shall be a member of the Council and Chairman of the Executive Committee with voting rights. He may attend all committee meetings as ex-officio without vote.

4.3.4 He shall submit a Budget for the Institute not later than October 15. For the succeeding year.

4.3.5 He shall be responsible for looking after the interests of the Institute and its members and maintaining liaison with the other professional bodies and the government.

4.3.6 He shall be responsible for bringing out the Members Directory and updating it periodically.

4.3.7 In the event of a Director-General not being appointed, the Secretary shall discharge all his duties.

4.4 Committees: The following committees shall be established and they shall be responsible to the council through the Executive Committee.

- a. Finance Committee: The finance Committee shall consist of the Treasurer as Chairman and the Past Treasurer and two other members of the Institute

duly co-opted as members. It shall assist the Executive Committee in making policy on fiscal matters, in publication of the budget and in reviewing the progress of income and expenditure.

- b. Membership Committee: This Committee shall consist of the Secretary as the Chairman and four Zonal representatives as members. It shall assist the Executive Committee in developing methods to extend membership, identifying services to the membership and ways and means of providing them in evolving dues and fees structure.

- c. Publication and Conference Committee: This Committee shall consist of one of the members at large nominated by the Executive Committee as the Chairman and four members of the Institute duly co-opted by the Executive Committee. It shall assist the Executive Committee in making policy on publication activities, in ensuring adequacy and excellence of the publications, in planning seminars on topical subjects and in formulating ways and means in establishing relationships between the Institute and other organizations who also arrange seminars and conferences in the same areas.

- d. Nominations Committee: This Committee shall consist of three voting members not holding any other office, elected by the General Body. They shall from amongst themselves name the Chairman of the committee. It shall assist the Executive Committee in the conduct of election, in calling for nominations for the various offices, in scheduling elections and in supervising the counting of ballots and declaration of results.

- e. Ad hoc Committees: These Committees may be established by the Governing Council, the Executive Committee or at the direction of the General Body for a specific short-term purpose.

4.5 Budget

4.5.1 The fiscal year of the Institute shall be January 1 to December 31.

4.5.2 The treasurer shall compile the budget from the requirements of the various groups receiving assistance not later than October 15. He shall present the budget to the Governing Council through the Executive Committee for approval and the approved budget shall be communicated to the members through publication.

4.5.3 Various groups and committees may however, request for funds in addition to those specified in the by-laws to support specific activities. All such request shall be considered by the Council and funds voted as necessary and feasible.

SECTION 5 - NOMINATIONS AND ELECTIONS

5.1 The Nominations Committee shall invite each year from the voting members nominations for the various elective offices of the Council and the Executive Committee.

5.2 All nominees for the elective offices shall be voting members. The Nominations Committee shall communicate to the Council through Executive Committee candidates for the various offices together with their bio-data and statement of intent.

5.3 The Executive Committee shall receive nominations signed by a proposer and a seconder from members eligible for voting and such nominations received shall be placed on ballot.

- 5.4 The Executive Committee shall announce the names, bio-data and statement of intent for each of the elective offices through a publication distributed to the entire membership.
- 5.5 The Nominations Committee shall prepare ballots and arrange for mailing to all the voting members not later than November 1 and the date for receiving the marked ballot shall not be later than December 30. In no case the time given to the voting members to cast their votes reckoned from the time of mailing shall be less than 30 days.
- 5.6 The Ballots shall be checked and counted under the supervision of the Nominations Committee and the Nomination Committee shall communicate the results to the Council before January 15.

SECTION 6 - AMENDMENTS

An amendment to the by-laws is to be proposed at a regular meeting of the Council and adopted by a vote of at least 2/3 of its members. Notice for amendment should be sent to the members of the council at least 10 days in advance of the meeting.

SECTION 7 - ACCREDITATION COMMISSION

The Accreditation Commission shall be responsible for receiving, investigating and approving accreditation of Consulting Firms, Training Institutions, and other relevant bodies that may desire and require accreditation by the Institute. The Commission shall comprise the Chairman and Chief Commissioner appointed by the Council, the Director-General, the

Secretary and one member each representing general consulting firms, training organizations, and the University/Polytechnic Community.

SECTION 8 - MEMBER ELIGIBILITY REVIEW

The Executive Committee shall review eligibility of each member periodically (not more than once every year) to ensure that all members continue to possess the minimum requirements for membership.

STATEMENT OF POLICY

CONTENTS

1. Code of Professional Conduct

- | | | | |
|---------|---|---|------------------------------|
| Article | 1 | - | Conduct |
| | 2 | - | Relations with Clients |
| | 3 | - | Responsibility to Community. |

2. Body of Knowledge

3. IMC and Government

4. Funds.

INSTITUTE OF MANAGEMENT CONSULTANT STATEMENT OF POLICY

The purpose of this statement is to provide a more detailed expose of specific objectives and purposes that are not appropriate for inclusion in the constitution and By-laws.

1. CODE OF PROFESSIONAL CONDUCT

Management Consultants by their services affect the productively, economic and social purposes in society today. In the pursuit of their profession, therefore, it is vital that management consultants conduct their work in an ethical manner so that they merit the confidence of their colleagues, clients, government and the public. The Institute of Management Consultant code of ethics represents the professional code of conduct for management consultants.

ARTICLE 1: Management Consultants shall maintain high standard of diligence, creativity, productivity and shall:

- a) Accept responsibility for their action
- b) Be honest in stating claims from available data.
- c) Undertake tasks and accept responsibility only if qualified by training or experience or after full disclosure to their clients of pertinent qualifications.
- d) Maintain their professional skills at the level of the state of the art and recognize the importance of current events in their work,
- e) Advance the integrity and prestige of the management consulting profession by practicing in a dignified manner and by adequate compensation.

ARTICLE 2: Management Consultant shall in their relations with clients:

- a) Keep information on business affairs of the client in confidence while on assignment and later, until such information is properly released, provided such actions conform with other parts of this code:
- b) Inform their clients of any circumstances that could lead to conflict of interests;
- c) Neither give nor accept directly or indirectly any gift, payment or services of more than nominal value to or from those having business relationships with their clients:
- d) Assist and advise their clients in anticipating possible consequences, direct or indirect, immediate or remote of the work or plans of which they have knowledge;
- e) Advertising, if any, should be done in a professional manner.

ARTICLE 3: Management Consultants shall in fulfilling their responsibility to the community:

- a) Protect the welfare of the public and express and guard against abuses in those areas affecting public interest:
- b) Contribute professional advice as appropriate to civic and non-profit organizations;
- c) Seek knowledge and public appreciation of the management consultancy profession and its achievement:

2. BODY OF KNOWLEGDE

2.1 The General Body of Knowledge: Four specific areas can be identified with which every management consultant must be familiar. These are:

- a) The Principle and Practice of Management Consulting
 - The History development, nature and scope of Management Consulting;
 - Requirement, attributes, recruitment and training of Consultancy Staff;
 - Methodology of management Consulting;
 - Administration of a consultancy practice.
- b) The Broad Spectrum of Commerce, TRADE, Industry and Public Service:

- General economic, political, business and legal framework of the country;
- Special characteristics of the business world (private, Public and joint sectors);
- Central and state governments and their organization.

c) Management and organization:

- Management Philosophy and thought;
- Management principle and practice;
- Management policies and their execution through organization;
- The Human factors in the organization.

d) The art and methods of written and oral

communication 2.2 The Specialized Body of Knowledge

Every Management Consultant must possess comprehensive knowledge in at least one of the following areas and a working knowledge in several of the remaining areas:

a) Economic Advice on Industry

(ies): -Industry economic statistics; -

Industry feasibility;

-Overall knowledge of economic factors affecting industry.

b) Company Development, Policy Formation and management

development: -Business appraisal and policy;

-Principles and practice of management; -

Corporate strategy and planning; -Organizational

theory, development and change;

- Organization structure, controls and co-ordination; -Organizational Behavior;

-Management of Change

-Management Development and Training;

-Long range planning;

c) Production Management;

-Production and factory management principles and policy;

-Plant location and Layout;

-Product design/development and standardization;

-Production planning, scheduling and control; -

Industrial engineering;

-Value analysis;

-Materials planning and control;

-Quality control;

-Preventive maintenance

management. d) Marketing

Management: -Marketing strategy and

planning; -Marketing Organization;

-Product and packing policy and planning;

-Demand forecasting, pricing and other marketing techniques;

-Economic and market research;

- Advertising and sales promotion;
- Sales administration;
- Distribution and warehousing;
- Specialized Marketing of Consumer/Industrial products.

e) Financial Management, Accounting, Costing and Administration:

- Financial analysis;
- Financial policy;
- Capital structuring and acquisition;
- Profit planning and control;
- Business formation, valuation, mergers, liquidation; -Capital budgeting and investment Evaluation; -Cost-benefit analysis;
- Fund management accounting approaches and techniques;
- Management accounting approaches and techniques; - Management and operational audits/reviews; -Financial and cost accounting system and controls; -Behavior aspect of accounting;
- O &M and administration.

f) Personal Management and Administration:

- Personnel policy and administration;
- Manpower planning and development;

- Selection and recruitment;
- Human Resource of development and utilization; -Manpower training;
- Salary and wage administration;
- Industrial Relation;
- Communications;
- Personnel Legislation.

g) Systems and Information Sciences;

- Definition of information and identification of information needs; -Computer hardware and software evaluation; -System analysis, design and programming;
- Data processing (mechanical and electronic);
- Data banks;
- Processing control systems.

3. INSTITUTE OF MANAGEMENT CONSULTANTS AND GOVERNMENT

The Institute of Management Consultants may promote the necessary activities including governmental, legislative and administrative to:

- a) Enhance the professional, social, economic and ethical standards of the management consulting profession.,
- b) Liaise and represent to the government problems of the profession.

While members of the association are at liberty to express their own opinions on any matter, care must be taken that these are not taken as representing the opinion of the IMC. The Institute will co-operate with the legislative bodies and other agencies of national and local government and with international agencies. The Institute is concerned with the professional welfare of its members and their professional staff. It will endeavor to organize or sponsor career development seminars and educational activities which will upgrade the skills of its members and their staff. It will provide information on existing legislation or proposed legislation which may affect the professional well-being of its members.

4 FUNDS

The Institute of Management Consultants and its units may raise funds other than received through dues by arranging conferences, seminars, bringing out brochures wherein paid advertisements from organizations can be included and from donations from members and well-wishers will express understanding that while accepting advertisement or donations, the Institute incurs no obligation whatsoever. The Institute may raise loans from whosoever, whenever desirable