ACTION ITEMS

for the 2024 Fall Business Session

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★ PART I ★
Report from the
Council Committee on Nominations

The nominated individuals, if approved, would begin serving in their roles effective January 1, 2025.

A. Commission Member Nominees

The names listed below will be placed in nomination for election to three-year terms (2025-2027) at the Council's Business Session on November 12-14, 2024.

1. ELECT : Russell Penner, James Rumsey Technical Institute, Director/Principal, Martinsburg, WV *(Three-year term on the Commission as an At-Large Member)*
2. ELECT : Laura Travis, Tennessee College of Applied Technology - Dickson, President, Dickson, TN *(Three-year term on the Commission as (School Administrator)*
3. RE-ELECT : Holly McClanan, Southeastern Regional School District, Superintendent, South Easton, MA *(Three-year term on the Commission as an At-Large Member)*

B. Council Committee on Accreditation Standards and Conditions

The names listed below will be placed in nomination for election to three-year terms (2025-2027) at the Council's Business Session on November 12-14, 2024.

1. ELECT: Sandy Elliott, Adult Education Supervisor, Wayne County Schools Career Center, Smithville, OH
2. ELECT: Tachaka Hollins, Assistant Vice Chancellor for Academic Affairs, Tennessee Board of Regents, Nashville, TN

C. Council Appeal Panel

The names listed below will be placed in nomination for election to three-year terms (2025-2027) at the Council's Business Session on November 12-14, 2024.

Three-Year Term (2025-2027)

Chad Burchell, Vice President for Student Services, Ogden-Weber Technical College, Ogden, UT (Administrative)
Josh Cotter, Director, South Central Career Center, West Plains, MO (Administrative)
Ahmad Dib, President, Southwest Schools / Nuvani Institute, Uvalde, TX (Administrative)
Michael Gannon (Public Member), Ashland, VA
Wendy Jacob, J7, HUMINT Training- Joint Center of Excellence, Fort Huachuca, AZ (Academic)
James King (Public Member), Blountville, TN
Karen Larsen, Vice President for Instruction & Institutional Effectiveness, TCAT-Jackson, Jackson, TN (Academic)
Joseph Molmer, Executive Director, Academy for Nursing and Health Occupations, West Palm Beach, FL (Administrative)
Debbie Petriee, President, TCAT – Jacksboro, Jacksboro, TN (Administrative)
Rose Phillips, J7, HUMINT Training- Joint Center of Excellence, Fort Huachuca, AZ (Academic)
Jeff Sisk, Executive Director, Center for Workforce Development, Tennessee Board of Regents, Nashville, TN (Administrative)
Joe Stoff, Education and Training Officer, National Geospatial College, St. Louis, MO (Academic)

D. Council Committee on Nominations -2025-2027

The names listed below will be placed in nomination for election at the Council's Business Session on November 12-14, 2024.

Two persons nominated by the Commission Executive Committee:

1. ELECT: Robert Clark, Public Member, Orlando, FL
2. ELECT: Kim Ziebarth, Associate Commissioner for Technical Education, Utah System of Higher Education, Salt Lake City, UT

E. Officers of the Council Committee on Nominations for 2025

The names listed below will be placed in nomination for election at the Council's Business Session on November 12-14, 2024.

Two persons nominated by the Commission Executive Committee:

1. ELECT: Robert Clark, Public Member, Orlando, FL (Chair)
2. ELECT: Jeff Sisk, Executive Director, Center for Workforce Development, Tennessee Board of Regents, Nashville, TN (Vice Chair)

***F. Commission Chair – 2025**

ELECT: Gwen Sutton, President, Technical College of Applied Technology-Memphis, Memphis, TN

***G. Commission Vice Chair – 2025**

ELECT: Comelia Dunbar-Jackson, Corporate Nursing Program Director, Delta College, Baton Rouge, LA

***H. Commission Treasurer – 2025**

ELECT: Darline Glaus, Chief Education & Training, Defense Medical Activity, Fort Meade, MD

***I. Commission Executive Committee Members – 2025**

1. ELECT: Thomas Pfundstein, Finishing Trades Institute, Director, Hanover, MD
2. ELECT: Amit Shorewala, Ace Institute of Technology, President, New York, NY

***J. Commission Finance Committee**

ELECT: Stephanie Houston, Assistant Superintendent, Innovation & Engagement San Bernardino County Superintendent of Schools, San Bernardino, CA

***K. Commission Committee on Policies and Rules (2025-2027)**

1. ELECT: Josh Cotter, Director, South Central Career Center, West Plains, MO
2. ELECT: Jim Taggart, President, Ogden-Weber Technical College, Ogden, UT

***L. Officers of the Council Committee on Accreditation Standards and Conditions – 2025**

1. ELECT: Darline Glaus, Chief Education & Training, Defense Medical Activity, Fort Meade, MD (Chair)
2. ELECT: Will Pierce, Assistant Commissioner, Utah System of Higher Education, Salt Lake City, UT (Vice Chair)

***M. Officers of the Commission Committee on Policies and Rules –2025**

1. ELECT: Josh Cotter, Director, South Central Career Center, West Plains, MO (Chair)
2. ELECT: Holly McClanan, Southeastern Regional School District, Superintendent, South Easton, MA (Vice Chair)

***N. Commission Review Committee – 2025**

Tom Aasheim, Director of Technical Education, Finishing Trades Institute of the Upper Midwest
James Brosnan, Superintendent, Northern Berkshire Vocational Regional School District, North Adams, MA
Chris Burgio, Campus President, Concorde Career College, South Haven, MS
Laura Carew, DAU Protocol, Events and Strategic Partnerships Office of the President, Ft. Belvoir, VA

Billy Clark, President, Delta College of Arts and Technology, Baton Rouge, LA
Robert J. Clark, Public Member, Orlando, FL
Ahmad Dib, President, Southwest Schools / Nuvani Institute, Uvalde, TX
Comelia Dunbar-Jackson, Corporate Nursing Program Director, Delta College, Baton Rouge, LA (Ex-Officio)
Maurice “Moe” Dunn, White House Communications Agency, Washington, DC
Sandy Elliott, Adult Education Manager, Wayne County Career Center, Smithfield, OH
Paul Hacking, President, Tooele Technical College, Tooele, UT
Bobbi Hess, Executive Associate, Strategic Insight, Arlington, VA
James King, Public Member, Blountville, TN
Krishna Maddipatla, President, Eastern Virgina Career College, Fredericksburg, VA
Kirk Nooks, President/CEO, Council on Occupational Education, Atlanta, GA (Ex-Officio)
Will Pierce, Assistant Commissioner, Utah System of Higher Education, Salt Lake City, UT
Carol Puryear, Public Member, Murfreesboro, TN
Anna Sanfilippo, President, Century College, San Juan, PR
Susan Shockley, Co-op/Placement Coordinator, George Stone Technical College, Pensacola, FL
Ashley Smith, Director of Compliance, Unitech Training Academy, Lafayette, LA
Gwen Sutton, President, Technical College of Applied Technology – Memphis, Memphis, TN (Ex-Officio)
Jim Taggart, President, Ogden-Weber Technical College, Ogden, UT
Yudeimy “Amy” Valdes, Director, Hollywood Career Institute, Hollywood, FL
Christian Vige, Provost, Delta College of Arts & Technology
Myra West, Public Member, Livingston, TN

*Recommended to and through the Commission

PART II
Handbooks of Accreditation
Proposed Changes

Revisions cited in this section are specific to the
Generic, Registered Apprenticeship Program (RAP), and Federal versions
of the Handbook of Accreditation except if noted otherwise throughout this document.
Applicable revisions approved by the membership will apply to the Job Corps Center version.

- Deletions appear in ~~red strikethrough~~.
- Additions appear in yellow.

Revisions to the Handbooks, if approved, become effective January 1, 2025.

SECTION III. Affiliation with COE	
C. Guidelines and Requirements for Workshop Attendance	
5. Team Member/Team Leader Certification	
FEDERAL Only **p.13**	5. Team Member/Team Leader Certification Those who volunteer to serve as the leaders and members of team visits conducted by the Council for candidate status, accreditation, substantive changes, and other circumstances, are required to be certified in the team reporting processes of the Council every three (3) years. Attendance at workshops for team member/team leader certification will fulfill this requirement. Those who wish to serve as team leaders must maintain team member certification as well as team leader certification. Subject to disclosure on the Conflict-of-Interest Form, due to the limited number of sector institutions and the sensitive nature of some of the programs, Federal institutions may utilize Team Members from the same state.

STANDARD TWO – Educational Programs	
Criteria of Accreditation Related to "Educational Programs"	
F. Associate Degree Nursing Programs (RAP) **G. Associate Degree Nursing Programs (Generic)**	
GENERIC Version **Page 65-66** **RAP Version** **Page 60-62** **FEDERAL Version** **NA**	**Revise as follows:** ~~1. The governing organization and nursing education unit ensure representation of the nurse administrator and nursing faculty in governance activities; opportunities exist for student representation in governance activities.~~ ~~2. Partnerships that exist promote excellence in nursing education, enhance the profession, and benefit the community.~~ ~~3. The nursing education unit is administered by a nurse who holds a graduate degree with a major in nursing.~~ ~~4. The nurse administrator is experientially qualified, meets governing organization and state requirements, and is oriented and mentored to the role.~~ ~~5. When present, the nursing program coordinators and/or faculty who assist with program administration are academically and experientially qualified.~~ ~~6. The nurse administrator has authority and responsibility for the development and administration of the program and has sufficient time and resources to fulfill the role responsibilities.~~ ~~7. The nurse administrator has the authority to prepare and administer the program budget with faculty input.~~ ~~8. Policies for nursing faculty and staff are comprehensive, provide for the welfare of faculty and staff, and are consistent with those of the governing organization; differences are justified by the purpose and outcomes of the nursing program.~~ ~~9. Full-time nursing faculty hold educational qualifications and experience as required by the governing organization, the state, and the governing organization's accrediting agency.~~ ~~They are qualified to teach the assigned nursing courses. (Full and part-time faculty include those individuals teaching and/or evaluating students in the classroom, clinical, or laboratory settings.)~~ ~~10. Part-time nursing faculty hold educational qualifications and experience as required by the governing organization, the state, and the governing organization's accrediting agency.~~ ~~They are qualified to teach the assigned nursing courses. (Full and part-time faculty include those individuals teaching and/or evaluating students in the classroom, clinical, or laboratory settings.)~~

	~~11. Preceptors, when utilized, are academically and experientially qualified, oriented, mentored, and monitored, and have documented roles and responsibilities.~~ ~~12. The number and qualifications of staff within the nursing education unit are sufficient to support the nursing program.~~ ~~13. Public information is accurate, clear, consistent, and accessible, including the program's accreditation status and the ACEN contact information.~~ ~~14. The curriculum includes cultural, ethnic, and socially diverse concepts and may also include experiences from regional, national, or global perspectives.~~ ~~15. The curriculum and instruction processes reflect educational theory, interprofessional collaboration, research, and current standards of practice.~~ ~~16. Courses required for each program are offered with sufficient frequency for the student to complete the program within the publicized time frame.~~ ~~17. Student clinical experiences and practice learning environments are evidence-based; reflect contemporary practice and nationally established patient health and safety goals; and support the achievement of the end-of-program student learning outcomes.~~ ~~18. Fiscal resources are sustainable, sufficient to ensure the achievement of the end-of-program student learning outcomes and program outcomes, and commensurate with the resources of the governing organization.~~ ~~19. The nursing program has a current systematic plan of evaluation~~ ~~The systematic plan of evaluation contains the following components:~~ ~~[See Section VII. Definitions - Plan.]~~ ~~20. Specific, measurable expected levels of achievement for each end-of-program student learning outcome and each program outcome.~~ ~~21. Appropriate assessment method(s) for each end-of-program student learning outcome and each program outcome.~~ ~~22. Regular intervals for the assessment of each end-of-program student learning outcome and each program outcome.~~ ~~23. Sufficient data to inform program decision-making for the maintenance and improvement of each end-of-program student learning outcome and each program outcome.~~ ~~24. Analysis of assessment data to inform program decision-making for the maintenance and improvement of each end-of-program student learning outcome and each program outcome.~~ ~~25. Documentation demonstrating the use of assessment data in program decision-making for the maintenance and improvement of each end-of-program student learning outcome and each program outcome.~~

	~~26. The evaluation of Associate Degree Nursing Programs demonstrates that students have achieved each end-of-program student learning outcome and each program outcome.~~ ~~27. The program demonstrates evidence of students' achievement of each end-of-program student learning outcome.~~ ~~28. There are ongoing assessments of the extent to which students attain each end-of-program student learning outcome.~~ ~~29. There is an analysis of assessment data and documentation that the analysis of assessment data is used in program decision-making for the maintenance and improvement of students' attainment of each end-of-program student learning outcome.~~ ~~30. The program demonstrates evidence of graduates' achievement on the licensure examination. The program's most recent annual licensure examination pass rate will be at least 80% for first-time test-takers during the same 12-month period.~~ ~~31. There is an ongoing assessment of the extent to which graduates succeed on the licensure examination.~~ ~~32. There is an analysis of assessment data and documentation that the analysis of assessment data is used in program decision-making for the maintenance and improvement of graduates' success on the licensure examination.~~ ~~33. There are a minimum of the three (3) most recent years of available licensure examination pass rate data, and data are aggregated for the nursing program as a whole as well as disaggregated by program option, location, and date of program completion~~ ~~34. The program demonstrates evidence of students' achievement in completing the nursing program.~~ ~~35. The expected level of achievement for program completion is determined by the faculty and reflects student demographics.~~ ~~36. There is an ongoing assessment of the extent to which students complete the nursing program.~~ ~~37. There is an analysis of assessment data and documentation that the analysis of assessment data is used in program decision-making for the maintenance and improvement of students' completion of the nursing program.~~ ~~38. There are a minimum of the three (3) most recent years of annual program completion data, and data are aggregated for the nursing program as a whole as well as disaggregated by program option, location, and date of program completion or entering cohort.~~ ~~39. The program demonstrates evidence of graduates' achievement in job placement.~~ ~~40. The expected level of achievement for job placement is determined by the faculty and reflects program demographics.~~ ~~41. There is an ongoing assessment of the extent to which graduates are employed.~~

	~~42. There is an analysis of assessment data and documentation that the analysis of assessment data is used in program decision-making for the maintenance and improvement of graduates being employed.~~ ~~43. There are a minimum of the three (3) most recent years of available job placement data, and data are aggregated for the nursing program as a whole.~~ **Replace with:** 1. The school's most recent ACEN Self-Study Report. 2. The school's most recent ACEN Site Visit Report, including all correspondences with ACEN. 3. The school's most recent ACEN Annual Report showing compliance with all ACEN standards.

★ PART III ★
By-Laws of the Council
Proposed Changes

- Changes appear in Blue.
- Deletions appear in ~~Red Text in Blue.~~

Revisions to the By-Laws, if approved, become effective November 14, 2024.

ARTICLE I.

NAME, ORGANIZATION, AND OFFICES

Section 1.1. Name

The name of the corporation shall be the Council on Occupational Education, Inc. (hereinafter the "Council").

Section 1.2. Organization

The Council is a non-profit membership corporation chartered under the laws of the State of Georgia. The Council shall qualify at all times as an organization exempt from federal income taxes under the Internal Revenue Code of 1986 (the "Code"), as it may be amended from time to time. The Council shall also qualify at all times as an organization to which tax-deductible contributions may be made pursuant to the provisions of the Code.

Section 1.3. Offices

The Council shall maintain its principal place of business in Fulton County in the State of Georgia, at a registered office at which its registered agent will be located. The Council may establish other offices as the governing Commission may determine.

ARTICLE II.

PURPOSES AND POWERS

Section 2.1. Purposes

The Council is organized exclusively for educational purposes; its mission is the improvement of occupational education. Specifically, the Council shall:

(a) Identify institutions offering occupational education of acceptable quality and integrity to be designated as accredited institutions;
(b) Promote the systematic development and implementation of high-quality, industry-validated, occupational education standards, curriculum resources, and assessment devices;
(c) Promote, through positive action, cooperation, and articulation among individuals, institutions, agencies, and groups interested in occupational education;
(d) Seek and disseminate information bearing upon the solution of important occupational education problems;
(e) Work cooperatively with all parties interested in improving occupational education; and,
(f) Engage in such other activities as are consistent with the purposes of the organization and with the provisions of these Bylaws.

Section 2.2. Powers

The Council shall have all powers and authority as are now or may be granted to non-profit corporations under the laws of the State of Georgia which are not inconsistent with the purposes set forth above.

ARTICLE III.

MEMBERSHIP AND VOTING

Section 3.1. Membership

Membership is granted to all institutions which have achieved status as accredited institutions under the accreditation standards and conditions of the Council.

Section 3.2. Voting

The business of the Council shall be conducted by its members. Each member institution's, chief administrative officer or a specifically named representative of that institution appropriately designated by the chief administrative officer, may cast one vote.

Section 3.3. Meetings and Notice

There shall be an annual meeting of the members of the Council at a time and place determined by the governing Commission. Special meetings of the Council members may be called by a majority of the members of the Commission. Notice of both annual and special meetings shall be provided to all members at least thirty days before such meeting or shall be repeated no more than ten days before such meeting.

Section 3.4. Quorum

A quorum for the transaction of business at the annual meeting or a special meeting of the Council shall be the number of qualified voters present at the time.

Section 3.5. Council Committees

The Council may establish such standing, ad hoc, and special committees as it deems necessary or appropriate or as required by these Bylaws. Members of standing committees of the Council, except for the Council Committee on Nominations, shall be elected by the Council upon nomination by the Council Committee on Nominations or from the floor. The Council Committee on Nominations shall be elected by the Council upon nomination by the Executive Committee of the Commission. Members of ad hoc and special committees shall be appointed by the Council Chair.

Each Council standing committee shall have six elected members who are elected for three-year terms. Special and ad hoc committees may have one or more members as deemed appropriate by the Chair who shall make the appointments. In addition, the chief executive officer of the Council and the Commission is a non-voting member of all committees, *ex officio.* This person may not serve as either the Chair or the Vice-Chair of any committee. The chief executive officer will serve as Secretary of all committees.

The minutes of all Council committee meetings shall be provided to the Commission at its next regular meeting following the Committee meeting. All matters to be submitted to the Council by a committee as items for action by the Council shall be subject to review and recommendation by the Commission and shall not be acted upon by the Council without recommendation from the Commission.

Committee members shall not receive any salary for service on Council committees. Committee members shall be reimbursed for reasonable expenses incurred for travel to and attendance at committee meetings.

The Council shall have standing committees as follows: a Council Committee on Nominations, a Council Committee on Accreditation Standards and Conditions, and a Council Appeal Panel. The Council may create other standing committees as the need arises and as approved by the Council without the need for a Bylaw amendment.

Section 3.6. Council Committee on Nominations

The Council Committee on Nominations shall receive recommendations from the Council membership and shall nominate persons for election by the Council to full-term membership on the Commission, and to the standing committees of the Council.

Section 3.7. Council Committee on Accreditation Standards and Conditions

The Council Committee on Accreditation Standards and Conditions shall engage in a continuous evaluation of the Council's accreditation standards and conditions and shall seek their improvement. Standards should offer high-quality, industry-validated, criteria for the recognition of quality occupational education institutions. The Committee shall review on an annual basis and may make recommendations for new or revised standards and conditions for review and recommendation by the Commission and approval by the Council.

Section 3.8. Council Appeal Panel

Upon nomination by the Council Committee on Nominations, the Council shall elect forty-five persons, fifteen to be elected each year, to serve three-year terms on a Council Appeal Panel. These Council Appeal Panel members shall be elected from among the active membership chief administrative officers and academic personnel of institutions accredited by the Commission and the former Commission public members. Seven of the panel members must represent the general public. (See *Policies and Rules* for qualifications for those eligible to serve as public members.) Council Appeal Boards to hear appeals of accreditation decisions made by the Commission shall be composed of six members who fulfill academic and administrative classifications, with at least one member representing the general public, and shall be elected by the Commission Executive Committee from among the members of the Council Appeal Panel as provided in Section 4.17.

Section 3.9. Membership Termination

Institutions remain members only so long as they continue to meet the Council's accreditation standards and conditions and so long as they continue to abide by the Commission's policies and rules; loss of accreditation operates as an expulsion from Council membership.

ARTICLE IV.
THE COMMISSION

Section 4.1. General Powers

The affairs of the Council shall be governed by its Commission. All appropriate and lawful corporate powers shall be and are hereby vested in and shall be exercised by the Commission. The Commission shall also be responsible for making recommendations regarding accreditation standards and conditions to the Council and for establishing and implementing policies and rules appropriate for the enforcement of such accreditation standards and conditions which govern the election to, and the termination of, membership in the Council.

Section 4.2. Commission Responsibilities

In addition to its general responsibilities for the governance of the Council, the Commission shall accredit or preaccredit institutions, centers, and other entities offering instructional programs designed to prepare individuals with competencies required for employment in a specific trade, occupation, or profession. The Commission shall be responsible for:

(a) Reviewing and making recommendations regarding changes in accreditation standards and conditions recommended to the Council from the Council Committee on Accreditation Standards and Conditions;
(b) Interpreting the accreditation standards and conditions established by the Council;
(c) Reviewing and approving recommendations regarding changes in policies and rules recommended by the Commission Committee on Policies and Rules;
(d) Reviewing and evaluating, on a continuing basis, the Commission's policies and rules;
(e) Accrediting institutions of workforce development programs which meet the established accreditation standards and conditions;
(f) Withholding, deferring, or withdrawing the accreditation of such institutions which fail to meet, or which fail to continue to meet, the established accreditation standards and conditions;

(g) Conducting periodic assessments and imposing appropriate disciplinary measures to ensure that members continue to meet accreditation standards and conditions;
(h) Providing appeals and other appropriate due process procedures regarding accreditation decisions which result in (1) denial of candidate status, (2) removal of candidate status, (3) accreditation denial, and (4) accreditation discontinuance, with the understanding that the decision of the Commission regarding such appeals shall be final;
(i) Publishing, at least annually, a list of institutions and other entities accredited by the Commission;
(j) Establishing appropriate personnel policies, determining an appropriate salary schedule, and ensuring the employment of sufficient qualified personnel to accomplish the work of the Commission and the Council;
(k) Establishing appropriate financial policies and ensuring the employment of sufficient qualified personnel to assure the continued financial soundness of the Commission and the Council; and,
(l) Selecting, by majority vote of the seats on the Commission, the individual who shall serve as the chief executive officer serving the Council and the Commission.

Section 4.3. Election and Terms of the Members of the Commission

At its annual meeting, the Council shall elect individuals to membership on the Commission so that at the time of members' election the Commission shall be comprised of:

(a) Nine administrators of occupational education institutions accredited by the Commission;
(b) Three occupational education teachers presently engaged in teaching or supervision in institutions accredited by the Commission;
(c) Three persons representing the general public who are not currently employed by an educational institution; and,
(d) Four members at large.

Membership of the Commission shall include a public member for every seven members on the Commission.

The individual who serves as the Immediate Past Chair of the Commission, if not a current elected member of the Commission, shall be a voting member, *ex officio*, of the Commission.

The individual elected by the Commission to serve as the chief executive officer for the Commission and the Council shall be a non-voting member, *ex officio*, of the Commission.

Such classifications are to be those in existence at the time of the individual's election. Notification of a change in an individual's classification subsequent to election to membership on the Commission shall be made in writing to the Chair of the Commission but will not disqualify such an individual from completing the term of office to which the person was elected. Such a change may disqualify the individual from reelection unless there is a vacancy in the person's new classification and the person is properly elected by the Council as a member within that new classification.

Individuals who are to serve on the Commission will be elected by a majority vote of the Council members present and voting at the annual meeting of the Council.

Each person elected as a member of the Commission shall serve for a term of three years. Commission members may be elected to serve no more than two, full, three-year terms in succession; members having served two, full, three-year terms are ineligible to succeed themselves for a period of three years. Terms shall begin on January 1st of the year following an election.

Section 4.4. Vacancies

A vacancy occurring for any reason during the term of office of a member shall be filled by the remaining Commissioners at a regular or special meeting. The individual elected to fill such a vacancy shall be elected from among persons in the same membership classification. A Commissioner so elected shall serve the unexpired term of the predecessor. A vacancy that will occur because of a Commissioner's resignation may be filled before the effective date of the resignation; however, the new Commissioner shall not take office until the effective date of such a resignation.

Section 4.5. Commission Officers

Upon the recommendation of the Nominating Committee, the Commission will elect from among its individual members, by majority vote of the Commissioners present and voting at a regular or special meeting, persons to fill the offices of Chair, Vice Chair, and Treasurer.

Commission officers will serve a term of one year or until their successor has been elected and has assumed office. There shall be no limit on the number of consecutive terms an officer may serve.

The officers will perform the duties ordinarily associated with their respective offices. The officers of the Commission are the officers of the Council.

Section 4.6. Regular Meetings

The Commission shall have at least four regular meetings each year at times and at places determined by the Commission. The Commission may have as many regular meetings as the fulfillment of its duties requires.

Section 4.7. Special Meetings

Special meetings of the Commission may be called by the Chair or at the request of five Commissioners. Special meetings will be held at a time and place to be determined by the Chair. A special meeting held at the request of a minority of Commissioners shall be held within thirty days of the Chair's receiving such a request.

Section 4.8. Written Response in Lieu of a Meeting

Any action which is required to be or which may be taken at a meeting of the Commission may be taken without a meeting if consent in writing, setting forth the specific action to be taken, shall be approved by a majority all Commissioners and filed with the minutes of the proceedings of the Commission.

Section 4.9. Notice of Meetings

Regular meetings shall be called by written notice to each Commissioner at the address of the Commissioner as shown on the records of the Council. Such notice shall be communicated at least thirty days prior to the meeting date .

Written notice of special meetings shall be communicated to each Commissioner at least ten days prior to the meeting. The purposes of business to be conducted shall be indicated in the notice of special meetings. Additional items of business may be placed on the agenda of special meetings by a vote of two-thirds of the Commissioners present and voting.

Any Commissioner may waive notice of any meeting. The attendance of the Commissioner at any meeting shall constitute such a waiver of notice except where the Commissioner objects to the holding of the meeting or the transaction of business at the beginning of the meeting and does not thereafter vote on or assent to actions taken at the meeting.

Section 4.10. Quorum

A majority of the Commissioners shall constitute a quorum for the transaction of business at any meeting of the Commission.

Section 4.11. Voting

Voting by proxy shall be prohibited in all meetings of the Commission.

At the discretion of the Chair of the Commission, voting on matters that are deemed to be emergent may be conducted by electronic methods. Procedures for this method of voting will be outlined in the Policies and Rules of the Commission.

Section 4.12. Assent to Actions Taken

A Commissioner who is present at a meeting is deemed to have assented to an action taken unless (1) the Commissioner objects to the meeting or to the conduct of business upon arrival at the meeting and participates no further in the meeting; or (2) the Commissioner's dissent, non-participation or abstention is noted in the minutes of the meeting; or (3) the Commissioner delivers written notice of the dissent, non-participation, or abstention to the presiding officer prior to adjournment or to the members of the Council immediately after adjournment of the meeting.

Section 4.13. Removal of Commissioners

The Commission may remove a Commissioner, for good cause shown, by a majority vote of the Commissioners present and voting at a regular or special meeting of the Commission. One, but not the only, good cause is the loss of accreditation status of the institution with which the Commissioner is directly connected. The Commission may also remove any Commissioner who fails to continue to meet high standards of honesty, integrity, and ethical behavior.

Commissioners and committee members elected to Commission and Council appointed committees must attend all meetings and events required by these Bylaws. Should an emergency occur and they cannot attend, they must contact the Chair to be excused. Failure to comply or respond in a timely manner may result in removal by the Executive Committee from the elected or appointed position. The position will be filled according to Section 4.4 Vacancies as provided by these Bylaws.

Section 4.14. Compensation

Commissioners shall not receive any salary for service on the Commission. Commissioners shall be reimbursed for reasonable expenses incurred for travel to and attendance at Commission meetings, for travel to and attendance at meetings of Commission committees, and for other expenses incurred in connection with Commissioners' conduct of the affairs of the Commission.

Section 4.15. Commitment and Conflict of Interest

Commissioners shall take and sign an oath of office. In accordance with the governing corporate statutes of Georgia, Commissioners shall disclose all conflicts of interest they might have with any action being taken or proposed to be taken by the Commission and such Commissioners shall take no part in any such action. The non-participation of any Commissioner disclosing such a conflict shall be noted in the minutes of the Commission meeting.

Section 4.16. Commission Committees

The Commission may establish such standing, ad hoc, and special committees as it deems necessary or appropriate or as required by these Bylaws. Members of standing committees shall be elected by the Commission from among its members for three-year terms upon nomination by the Executive Committee or from the floor. Members of ad hoc and special committees shall be appointed by the Commission Chair. Individuals who were former Commissioners may be elected or appointed as voting members of any Commission committee.

All standing committees of the Commission shall include elected Commissioners or former Commissioners as specified in these Bylaws. Special and ad hoc committees may include one or more Commissioners or former Commissioners as deemed appropriate by the Chair of the Commission who shall appoint such committees. In addition, the chief executive officer of the Council and the Commission is a non-voting member of all committees, *ex officio*, except that this person may not serve as either the Chair or the Vice-Chair of any committee. The chief executive officer will serve as Secretary of all committees.

The minutes of all committee meetings shall be provided to the Commission at its next regular meeting following the Committee meeting. All actions taken by committees shall be subject to the review and approval of the Commission.

Section 4.17. Executive Committee

The Executive Committee shall be composed of the Chair, the Vice Chair, the Immediate Past-Chair, and the ~~Secretary-~~ Treasurer of the Commission plus two additional Commissioners elected by the Commission for one-year terms. There is no limit on the number of consecutive terms members of this Committee may serve.

The Executive Committee shall:

(a) Have power to act for the Commission on all matters concerning both Council governance and accreditation when the Commission is not in session. Actions so taken shall conform with these Bylaws and with the standards and conditions of the Council and the policies and rules of the Commission and shall be subject to the approval of the Commission at its next regular or special meeting;
(b) Serve as a Commission Nominating Committee and make nominations for all vacancies on the Commission which are created because of the resignation or removal of a Commissioner;
(c) Serve as a Commission Nominating Committee and make nominations for membership on all Commission standing committees;
(d) Nominate persons to be elected to the Council Committee on Nominations;
(e) Establish a schedule of membership dues and fees required of accredited institutions and of those entities seeking accreditation;
(f) Establish and approve the budget of the Council;
(g) Elect a five-person, plus one alternate, Council Appeal Board from among the individuals elected by the Council to comprise the Council Appeal Panel to hear a formal, complete, and properly-filed appeal of an accreditation decision; one member of the Council Appeal Board shall be named by the Executive Committee as the Council Appeal Board Chair and another as its Vice Chair;
(h) Serve as the search and screening committee to recommend qualified individuals for the position of the chief executive officer to serve the Council and Commission any time that office is to be filled;
(i) Approve special projects of the Commission which relate to the recognition and improvement of the quality of occupational education; and,
(j) Oversee and evaluate annually the performance of the chief executive officer serving the Commission and the Council.

Section 4.18. Commission Finance Committee

~~The Commission Finance Committee shall consist of the Treasurer of the Commission who shall be the Committee's Chair, the chief executive officer of the Commission and Council who shall serve as Secretary of the Committee, the Chair of the Commission who shall serve as a member, and two additional Commissioners or former Commissioners elected by the Commission for terms of three years staggered so that one at large member shall be elected each year.~~

The Commission Finance Committee shall consist of the Treasurer of the Commission who shall be the Committee's Chair, the Chair of the Commission, the Immediate Past Chair of the Commission, and two additional Commissioners or former Commissioners elected by the Commission for terms of three years.

The Commission Finance Committee shall be responsible for developing and maintaining the corporation's financial policies subject to the approval of the Commission. This Committee shall make recommendations to the Commission concerning policies for the management, investment, and expenditure of Council resources. This Committee is also responsible for overseeing the creation of the Council budget; the budget shall be recommended by this Committee to the Executive Committee for approval. Specific concerns of this Committee are membership dues and fees which are to be approved by the Executive Committee upon the recommendation of this Committee. This Committee will also recommend an appropriate employee salary schedule to the Commission for its approval. The Committee shall oversee the completion of an annual outside auditor's report on the financial status of the Council and shall submit such a report to the Commission for acceptance.

Section 4.19. Commission Committee on Policies and Rules

The Commission Committee on Policies and Rules shall conduct a continuous review and evaluation of the policies and rules through which the Commission implements the Council's accreditation standards and conditions and recommend appropriate revisions to the Commission for its approval.

ARTICLE V.
BOOKS AND RECORDS

Section 5.1. Books and Records

The Commission shall maintain complete and accurate books and records. It shall keep minutes of the proceedings of the Council, the Commission, and all committees. The Commission shall record, at the Council's principal office, the names and addresses of the member institutions and of non-member institutions which are candidates for membership. All books and records may be examined in accordance with policies established by the Commission.

ARTICLE VI.
CONTRACTS AND CHECKS

Section 6.1. Contracts

The signature of the chief executive officer, with the affixing of the corporate seal, shall be sufficient to indicate that the Commission has approved entering any contract or executing any instrument delivered in the name of and on behalf of the Council and shall be necessary to bind the Council to the terms of such contract or instrument. Neither the Commission nor its officers or agents shall incur indebtedness in excess of current annual allocations from annual membership dues and special fees without the approval of the Council membership.

Section 6.2. Checks

All checks issued by the Council for disbursement of funds in accordance with the approved annual budget, in fulfillment of approved agreements, in payment of invoices made upon approved purchase orders, or in payment of salary or personnel benefits in accordance with employment agreements and policies shall be issued in the name of the Council. Such checks shall be valid when signed by any two staff members from among those staff members authorized to do so by the Commission.

ARTICLE VII.
DUES AND FEES

Section 7.1. Dues and Fees

The Council, through the Executive Committee of the Commission, shall determine the amount of dues and fees which shall be paid by each member institution and by institutions ~~which seek~~ seeking membership through Commission accreditation. The amount of dues and fees shall be sufficient to provide for the activities and operations of the Commission and the Council. As a condition of membership, all members shall agree specifically to abide by and become liable for such dues and fees as are established by the Council.

ARTICLE VIII.
FISCAL YEAR

Section 8.1. Fiscal Year

The fiscal year of the Council shall begin on the first day of July of each year and end on the thirtieth day of June next succeeding, or as determined by the Commission.

ARTICLE IX.
INDEMNIFICATION

Section 9.1. Indemnification

The Council shall indemnify and hold harmless each person who shall serve at any time hereafter as a Commission member, officer, employee, or agent of the Council (including the heirs, executors, administrators, or estates of such persons) from and

against any and all claims and liabilities to which such persons shall become subject by reason of his or her having heretofore or hereafter being a Commission member, officer, employee, or agent of the Council, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him or her as such Commission member, officer, employee, or agent to the full extent permitted under applicable Georgia law, and shall reimburse such a person for all legal and other expenses reasonably incurred by him or her in connection with any such claim or liability; provided, however, that no such person shall be indemnified against, or be reimbursed for, any expense incurred in connection with any claim or liability arising out of any appropriation of any business of the Council, any act or omission not in good faith or which involved intentional misconduct or a knowing violation of law, or any transaction from which he or she derived an improper personal benefit.

The right accruing to any person under the foregoing provisions of this Article shall not exclude any other right to which he or she may be lawfully entitled nor shall anything herein contained restrict the right of the Council to indemnify or reimburse such person in any proper case even though not specifically herein provided for. The Council and its Commission members, officers, employees, and agents shall be fully protected in taking any action or making any payment under this Article or in refusing to do so in reliance upon the advice of counsel to the Council.

ARTICLE X.
LITIGATION, JURISDICTION, VENUE, CHOICE OF LAW, EXHAUSTION OF ADMINISTRATIVE REMEDIES, AND EXPENSES

Section 10.1. Suits Against the Council or Commission, Jurisdiction, Venue, Choice of Law, and Exhaustion of Administrative Remedies

Jurisdiction and venue of any suit, claim or proceeding, relating to membership, accreditation or accredited status, whether a claim for damages or injunctive or declaratory relief, brought by an accredited member, former member, or applicant for membership and accredited status, against the Council, or a Commissioner, officer, Commission member, committee member or status member acting in his or her official capacity shall be only in the U.S. District Court for the Northern District of Georgia or the Superior Court of Fulton County whichever shall have subject matter jurisdiction. The law of the State of Georgia shall govern the interpretation, validity and performance of the terms of these Bylaws, as well as any dispute between accredited institutions or applicants for accreditation and the Council, regardless of the law that might otherwise be applied under any principles of conflicts of laws. Accredited members, former members and applicants must exhaust all administrative remedies provided for in the Council Documents and Bylaws before initiating any suit, claim or proceeding in Court.

Section 10.2. Reimbursement of the Council's Litigation Expenses

An applicant for membership, a member or former member shall reimburse the Council for all costs and expenses, and attorney's fees actually and reasonably incurred by the Council in defending any suit, claim, or proceeding whether for damages or for injunctive or declaratory relief brought by an applicant, member or former member against the Council, or a Commissioner, officer, employee or agent of the Council acting in his or her official capacity where the Councilor the Commissioner, officer, employee or agent shall have been adjudged to be the prevailing party in the suit, claim or proceeding.

Section 10.3. Expenses

A member shall reimburse the Council for all costs, expenses, and attorney's fees incurred by the Council in the production of any of the Council's records relating to such member in response to lawful requests for parties in litigation, in preparation for possible litigation, or from state or federal agencies to which that party is a party or becomes a party.

Section 10.4. Obligation of Members

Acceptance or continuation of membership in the Council shall constitute each member's agreement to be bound by the provisions of this Article X while a member of and subsequent to the termination of membership in the Council.

Section 10.5. Obligation of Applicants

Application for membership to the Council shall constitute such applicant's agreement to be bound by the provisions of this Article X, regardless of whether such applicant becomes a member of the Council.

Section 10.6. Limitation of Liability

In any claim, cause, or action of any kind by any applicant for membership, member, or former member against the Council, the Council's liability is limited solely to reimbursement of any application or membership fees paid by said applicant for membership, member, or former member during the calendar year in which any such claim, cause, or action is initiated. The Council shall not be liable to any applicant for membership, member, or former member for any direct, indirect, incidental, special, consequential, or any other type of damages, including but not limited to lost profits, nor shall the Council be liable for any other person's or party's attorneys' fees or costs associated with any claim, cause, or action against the Council. This limitation of liability applies to any and all liability or causes of action however alleged or arising to the fullest extent permissible by law.

ARTICLE XI.
SEAL

Section 11.1. Seal

The seal of the Council shall be in such form as the Commission may from time to time determine. In the event that it is inconvenient to use such a seal at any time, the signature of the Chair or Vice-Chair of the Council following the word "SEAL" enclosed in parentheses or scroll shall be deemed the seal of the Council. The official seal shall be in the custody of the chief executive officer and shall be affixed by him or her on such papers as may be directed by law, by these Bylaws or by the Commission.

ARTICLE XII.
AUTHORITY

Section 12.1. Authority
Robert's Rules of Order, Newly Revised, shall govern all meetings of the Council, the Commission, and all committees insofar as they are applicable and not inconsistent with the statutes of Georgia, the Articles of Incorporation of the Council, these Bylaws, and such rules of order as may be adopted by the Council.

ARTICLE XIII.
AMENDMENTS TO BYLAWS

Section 13.1. Amendments to Bylaws

These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a vote of two-thirds of the votes cast at an annual or special meeting of the Council or by a majority of the total membership of the Council whichever is less, provided that notice of any proposed revision has been communicated to every member of the Council at least thirty days prior to the meeting at which such a revision is to be considered.

Revisions of these Bylaws as provided above shall not be considered by the Council until such proposed revisions have been submitted to, reviewed by, and approved by the Commission. Upon its election, in case of conflict of interest or other special circumstances, the Commission may choose to submit a proposed revision of the Bylaws to Council members without recommendation provided that the Commission communicates the basis for this election to the members along with the proposed revision. For the purpose of the review and approval by the Commission, proposed revisions of the Bylaws shall be submitted to the Commission at any regular or special meeting. After review and approval, or other appropriate action as described in this Section, the Commission shall forward the proposed revision to the membership of the Council for consideration. During its review, the Commission may make such editorial revisions as it determines are necessary or appropriate.