



Commission on Accreditation of Allied Health Education Programs

2020 Annual Business Meeting April 20, 2020 Virtual Minutes

Call to Order: President Glen Mayhew called the meeting to order at 2:00 PM Eastern. The roll was called and a quorum was confirmed.

Minutes Approval: President Mayhew called for a motion of the draft April 14, 2019, Annual Meeting minutes.

<p>Motion to approve the April 14, 2019 Annual Business Meeting minutes as distributed.</p>
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Moved and seconded; motion carried.

Treasurer's Report: Treasurer Kate Feinstein presented the Treasurer's Report and reviewed the financial documents provided, noting a clean financial audit from a third party.

President's Report: President Mayhew reported on the adoption of a new 3-year strategic plan that set our priorities while staying focused on our mission. The new strategic plan has 4 major goals: Achieve greater efficiency and consistency in the application of CAAHEP Standards, policies and procedures; Strengthen the relationship with and support of CoAs; Build an efficient and sustainable structure; and Recognize existing and innovative educational delivery models.

He also reported that the past year has also had its share of challenges to overcome. It started with CAAHEP's operational database that suddenly becoming unsupported and CAAHEP seeking new technology solutions. This was followed by the Coronavirus, which left not only CAAHEP, CoAs and all our accredited programs, but the entire country in a new normal of social distancing and virtual classroom and work environments.

He concluded his report with an example of how CAAHEP and CoAs support each other. During a meeting he held with the CoA leadership about COVID-19, he shared how the CoAs were quick to provide support to each other. There was an immediate willingness to share what new modifications that were being made to policies and processes to help ensure our future allied health providers were being successful in new and innovative ways of demonstrating entry level competency.

Executive Director's Report: Kathy Megivern provided a report of the staff's activities, including all of the preparation for the re-recognition by the Council on Higher Education Accreditation (CHEA). There was a CHEA site visit scheduled for July 2020, however, due to the COVID-19 pandemic the visit was rescheduled to January 2021. In addition, she outlined the situation with our technology system, introduced the new service provider and reported the progress that was being made. She provided an overview of changes that needed to be made in order to reconfigure the 2020 Annual Meeting to be an online event.

New Business: President Mayhew brought forward the request to become a Sponsor:

Motion to approve the Sponsoring Organization the American Red Cross.

Moved and seconded; the motion carried.

Bylaws Committee Chair Donald Balasa reviewed the proposed changes to the CAAHEP Bylaws as distributed (copy attached).

Motion to approve the edit to the CAAHEP Bylaws.

Moved and seconded; the motion carried.

There was no discussion during the Open Forum period.

Adjournment: There being no further business to conduct, the Annual Business Meeting adjourned at 3:12 PM.

CAAHEP Bylaws Committee Report

April 2020

Proposed Bylaws changes and the rationale

As was reported at last year's Annual Meeting, the CAAHEP Board, Liaisons and staff met in January 2019 to begin drafting the new Strategic Plan. In preparation for this meeting, we had reviewed the existing plan to determine what might remain relevant and surveyed the Committees on Accreditation for their input.

Some of the newly developed goals and objectives require Bylaws changes. Primarily, this has to do with the size of the CAAHEP Board of Directors (currently 16).

Specifically, the third goal placed an emphasis on good governance:

Goal #3: Build an efficient and sustainable structure

Objective 3.2: Conduct a Governance Study

Action Step 3.2a: Review and Evaluate the make-up of the Board

Research indicates that Boards are most efficient and effective when they are composed of 9-12 people. In addition to improving the functioning of the Board, a smaller size would, of course, also save money on travel.

We currently have a Board of 16. Four seats are for sponsoring organizations, four seats for Committees on Accreditation and four seats for deans (2 for ASAHP and 2 for NN2). In addition, there is an "at-large" educator seat as well as two public members and the recent graduate. After the proposed Bylaws amendments take effect we would end up with two seats for Sponsoring Organizations, two seats for Committees on Accreditation, two seats for deans (one for ASAHP and 1 for NN2). The recent graduate would remain a Commissioner, but not be a member of the Board. Keeping the at-large educator and the two public member seats, this would result in a Board of nine people. The Board understands that

this will impact the workload and they are working on changing criteria for committee membership and liaisons to allow Commissioners and CoA members to serve in these capacities and share the work.

In addition, the Board wants to form a committee of students/recent graduates which would work via email and Zoom to address issues of concern. The Recent Graduate Commissioners who have served on the Board have been outstanding. However, having the Recent Graduate Commissioner on the Board has not been as valuable as we had hoped because they can only serve one term and since they are new to accreditation, by the time they figure it all out, their term is at an end! In addition, as young professionals they often have found it difficult to get the time off needed for Board meetings and calls.

The Board felt it was important to let all current Board members have the opportunity to serve out their full two terms, so a phase-in timetable was developed and is referenced in the Appendix to the Bylaws. During the interim years, one group may have more seats than another for a year or two until the “extra” seats rotate off. The Board discussed whether this would be a problem and concluded that all Board members have a fiduciary responsibility to act in the best interests of CAAHEP no matter which group they represent, so the “balance” issue should not be a problem.

It will take several years to reach that goal of nine members through attrition, but it begins this year when one of the Sponsoring Organization seats, one of the CoA seats and the Recent Graduate seat all rotate off.

Here is the schedule for rotations off the Board:

As of 6/30/20: One Sponsoring Organization, one CoA and the Recent Graduate

As of 6/30/22: The second Sponsoring Organization seat

As of 6/30/23: One ASAHP seat

As of 6/30/24: One NN2 seat and the second CoA seat

Beginning 7/1/24 the Board will have nine members: two Sponsoring Organization seats, two CoA seats, one ASAHP and one NN2 seat, two public member seats and one at-large educator seat.

Much thought and effort has gone into these changes and the Bylaws Committee urges that you vote to approve them. If you have any questions prior to the Annual Business Meeting, please contact Kathy Megivern (megivern@caahep.org).

All proposed Bylaws changes are highlighted in yellow.



Adopted 04/19/94; Amended 4/27/96; 4/23/99, 4/12/03, 4/22/06, 4/28/08, 4/19/10, 4/30/12, 4/20/15, 4/14/2019 and 4/19/20.

BYLAWS OF THE COMMISSION ON ACCREDITATION OF ALLIED HEALTH EDUCATION PROGRAMS

A Nonprofit Organization Incorporated in the State of Illinois

ARTICLE I - NAME

The name of this organization shall be Commission on Accreditation of Allied Health Education Programs (CAAHEP or Commission).

ARTICLE II - PURPOSES

The purposes of CAAHEP are to:

1. Promote and support the education of competent and compassionate allied health professionals who will provide the highest quality of care for their patients;
2. Promote the continued improvement of allied health education programs;
3. Inform the public of the status of the educational programs accredited by the Commission;
4. Establish standards of accreditation based on input from the professions and other communities of interest;
5. Recognize allied health education programs that meet or exceed the CAAHEP Standards of accreditation for each allied health profession;
6. Maintain the integrity and ensure the credibility of the process of accrediting allied health education programs;

7. Enhance and promote dialogue among all parties and accrediting agencies in the allied health professions regarding the issues that affect the accreditation of allied health education programs, and to take a leadership role in coordinating a collective approach to resolving problems in the allied health professions;
8. Provide, at the request of any institution maintaining an allied health education program, accreditation and related coordination services for programs seeking initial or continuing CAAHEP accreditation;
9. Compile, analyze, and disseminate information and data on allied health education and accreditation within the allied health educational system and to prospective/current students and the public;
10. Promote the study of critical issues in allied health education and accreditation and respond to the changing health care needs of society by assisting institutions that offer allied health education programs to respond creatively and appropriately to public policy initiatives;
11. Engage in charitable, educational, or other substantially related activities.

ARTICLE III - REGISTERED OFFICE AND AGENT

CAAHEP shall have and continuously maintain in the State of Illinois a registered office and an agent whose office shall be identical with such registered office. It may have such other offices within or without the State of Illinois and such other registered agents as the Board of Directors may from time to time determine.

ARTICLE IV - MEMBERSHIP

Section 1: Categories. CAAHEP shall have six categories of membership, four of which are organization- or agency-based and two of which are individual-based. The designation and qualifications of the members of each category shall be as described in the Appendix.

Section 2: Membership. Membership in CAAHEP shall be as described in the Appendix.

Section 3: Representation. The representation of the Commission shall consist of the following:

- A. Each member, either individually or as part of a member group, has the right to the number of representatives ("Commissioner(s)") as set forth in the Appendix. All Commissioners are to be selected in accordance with the procedures set forth in the Appendix. Each member or member group, whichever is applicable, shall designate in writing the individual(s) to serve as its Commissioner(s). The Board of Directors shall designate in writing the Commissioner(s) selected by the Board of Directors to represent those members appointed by the Board. Commissioner(s) shall have full authority to vote on behalf of and act for the member or member group represented in all matters coming before CAAHEP.
- B. For each Commissioner so designated, an Alternate may be designated in writing by the appointing body, who, in the absence of the Commissioner, shall have full authority to vote for such member or member group at any meeting of the Commission at which the relevant Commissioner would have had the right to vote if present. An Alternate may not serve in the place of the applicable Commissioner in any elected or appointed position of CAAHEP held by the Commissioner. An Alternate may only vote in the place of a Commissioner at Commission meetings.

Section 4: Voluntary Membership Termination. Any member may terminate its/his/her membership; however, organizational members shall be obligated to pay all dues, assessments, and any other indebtedness to CAAHEP for the fiscal year in which it terminates its membership. Such termination notice shall be in writing and delivered to the Executive Director.

Section 5: Membership Termination. Any organizational member may be suspended or expelled, for cause, by a two-thirds vote of the entire Commission, provided that the organizational member shall have been furnished a full statement of the charges against such member and shall have been afforded adequate opportunity for a hearing to be conducted by the Board of Directors in accord with CAAHEP policies as established by the Commission and Article X, Rules of Order. Any individual member may be dismissed for cause by a two-thirds vote of the Board of Directors.

ARTICLE V - COMMISSION

Section 1: Commission. The Commission shall be composed of Commissioners who have been duly appointed/elected by a member, member group, or the Board of Directors as set forth in Article VI, Section 3.

Section 2: Composition. The composition of the Commission shall be as described in the Appendix.

Section 3: Selection. Commissioners shall be selected as described in the Appendix.

Section 4: Powers, Duties, and Responsibilities. In addition to any powers, duties, and responsibilities of the Commission set forth elsewhere in these Bylaws, the powers, duties, and responsibilities of the Commission include the following:

- A. Approval of CAAHEP's bylaws, mission, and vision statements.
- B. Approval of certain members of the Commission, as described in the Appendix.
- C. Determining whether an occupation is eligible to participate in the CAAHEP system.
- D. Monitoring of the Board of Directors' development of accreditation standards and accreditation activities to ensure the quality and equity of CAAHEP's accreditation practices.
- E. Achievement of national recognition as an accrediting agency through appropriate national and/or international recognized agency(ies) as deemed necessary.

Section 5: Term and Tenure of Commissioners. The terms of Commissioners shall be three years. All terms of office due to expire do so at the close of CAAHEP's fiscal year (June 30). **There is no limit on the number of terms someone may serve as a Commissioner.**

Section 6: Vacancies. Commission vacancies resulting from expiration of term, resignation, death, or any other reason shall be filled by the organizational member that appointed/elected the Commissioner whose departure has created a vacant Commissioner's position, or, in the case of Categories 3.C, D, E; 4; and 5 Commissioners, by the Board of Directors, in accordance with the selection procedures set forth in Article V, Section 3 and the Appendix.. A Commissioner selected to fill such a vacancy shall serve for the remainder of a full term as set forth in Article V, Section 5.

Section 7: Loss of Powers, Rights, Privileges, and Benefits. A Commissioner representing either a member that has not paid its dues within 30 days of its membership renewal date or a member from a member group that has not paid its dues within 30 days of its membership renewal date shall lose all the powers, rights, privileges, and benefits of a Commissioner. A Commissioner losing the powers, rights, privileges, and benefits of a Commissioner under this Section shall be reinstated as a Commissioner upon payment of dues by the delinquent member. Upon reinstatement, the Commissioner shall serve the remainder of the term as originally appointed/elected. A loss of privileges under this Section shall not constitute a vacancy under Article V, Section 6.

Section 8: Censure, Suspension, and Expulsion A Commissioner representing an organizational member may be censured, suspended, or expelled for cause by a two-thirds vote of the Commission, provided that the member shall have been furnished a full statement of the charges against such Commissioner and shall have been afforded adequate opportunity for a hearing to be conducted by the Board of Directors in accordance with CAAHEP policies as established by the Commission and Article X, Rules of Order. Before the procedure for censure, suspension or expulsion is begun for a Commissioner representing an organizational member, the Board of Directors shall have the option of informing the organizational member of the reasons for potential censure, suspension, or expulsion of the commissioner representing the organizational member. In such a case, the organizational member shall have the option of replacing its commissioner.

Section 9: Commission Meetings. The following shall constitute Commission meetings:

- A. Annual Meeting - The Annual Meeting of the Commission shall be held at such day, time, and place as the Board of Directors shall designate. The President shall preside at all meetings of the Commission.
- B. Special Meetings - Special meetings of the Commission may be called by the President, a majority of the Board of Directors, or a majority of Commissioners.

Section 10: Notice of Meetings. The following meeting notices shall be observed:

Type of meeting	Time requirement for advance written notice		Meeting purpose(s)
	Written notice stating the place,	... but not more than [see below] in	

	day, hour, and purpose(s) of the annual meeting of the Commission shall be delivered at least <u>[see below]</u> :	advance by or at the direction of the person(s) calling the meeting to each Commissioner of record or Board of Directors member entitled to vote at such meeting.	
A. Annual Meetings	30 days	60 days	Purpose(s) must be specified by written agenda in the notice.
B. Special Meetings	Five days	60 days	
C. Organizational/Structural Meetings	20 days	60 days	<ul style="list-style-type: none"> • Removal of one or more members of the Board of Directors • Merger, consolidation, dissolution or sale, lease or exchange of assets

Section 11: Quorum. A majority of Commissioners registered at a meeting – including at least one Commissioner representing an Educational Institution Member, one Commissioner representing a Sponsoring Organization, and one Commissioner representing a Committee on Accreditation – shall constitute a quorum.

Section 12: Voting. All actions of the Commission shall be by majority vote at a meeting of the Commission (a meeting may be held via interactive electronic means). Except as otherwise provided by the Bylaws or required by law, voting by Commissioners shall be in person or via interactive electronic means, and each Commissioner is entitled to one vote. An Alternate may only vote in the place of a Commissioner at Commission meetings.

Section 13: Action. Any act of a majority of the Commissioners present and voting at a meeting in which a quorum is present shall be an act of the Commission, except as otherwise provided by law or these Bylaws.

Section 14: Records. CAAHEP shall keep correct and complete books and records of account and minutes of the meetings of the Commission, Board of Directors, and any other committees having any of the authority of the Commission or Board of Directors. CAAHEP shall keep at its registered or

principal office a record of the names and addresses of the Commissioners and corresponding Alternates entitled to vote. All CAAHEP books and records may be inspected by any Commissioner entitled to vote or that Commissioner's agent or attorney for any purpose at any reasonable time.

Section 15: Compensation. Except as otherwise provided herein, all Commissioners shall serve without pay and shall not be reimbursed by CAAHEP for expenses of attendance at meetings of the Commission. CAAHEP may reimburse the Public Members and the Recent Graduate member for reasonable expenses incurred in attending meetings of the Commission.

ARTICLE VI - BOARD OF DIRECTORS

Section 1: Board of Directors. The Board of Directors is the accrediting body of CAAHEP that awards or denies accreditation after review of accreditation recommendations made by the Committees on Accreditation, and is the governing body that implements the mission and vision adopted by the Commission. The Board of Directors shall have ~~sixteen (16)~~ nine (9) members, as described in the Appendix. There shall no longer be a recent graduate member of the BOD because the BOD shall establish a special committee (See Article VI, Section 3) of recent graduates and students that will report to the BOD.

This composition shall be in effect no later than the end of the last year of service of the Board members in office July 1, 2019. This composition shall be accomplished by eliminating the positions of the Board members in office July 1, 2019, when their last year of service has been completed until the specified composition has been reached.

Only current Commissioners and Commissioners-Designate shall be eligible to run for the Board of Directors.

Section 2: Selection, Status, and Representation. A candidate for the Board of Directors shall be a Commissioner or Commissioner-Designate at the time of nomination. If elected, the candidate shall continue as a Commissioner and must remain a Commissioner to continue to serve on the Board of Directors. A Commissioner, while serving on the Board of Directors, may change representation provided the composition set forth in the Appendix is maintained. [members of the Board of Directors are eligible to serve as officers, as specified in Article VI, section 14.] The members of the Board of Directors shall be duly elected by the Commission at the annual meeting. The terms of Board of Directors' members shall begin on July 1 following the election.

Section 3: Power, Duties, and Responsibilities. In addition to any powers, duties, and responsibilities of the Board of Directors set forth elsewhere in these Bylaws, the Board of Directors shall have the power, duty, and responsibility to:

- A. Approve and implement CAAHEP policy.
- B. Manage CAAHEP's property, business, fiscal planning, accounting, and affairs.
- C. Select an Executive Director, who shall be the executive officer in charge of CAAHEP staff. The Board of Directors shall oversee the activities of the CAAHEP staff through the Executive Director

to ensure the quality of the CAAHEP staff's activities and that the activities are in accord with CAAHEP policy.

- D. Establish criteria and develop policies and procedures for evaluating existing health professions or emerging health professions that request the accreditation services of CAAHEP and, when appropriate, recommend to the Commission that a particular profession be allowed to participate in the CAAHEP system.
- E. Provide a report of its activities for the preceding year to the Commissioners at the annual meeting of the Commission.
- F. Establish and implement the accreditation appeals procedure.
- G. Guide and review the development, revision, and evaluation of accreditation standards and criteria as well as CAAHEP policies, procedures, and practices.
- H. Approve on behalf of CAAHEP the accreditation **Standards** as submitted by the Committees on Accreditation.
- I. Establish special committees as needed.
- J. Confer, deny, withhold, or withdraw, on behalf of CAAHEP, the statuses of public recognition related to accreditation after reviewing the recommendations submitted by a Committee on Accreditation.
- K. Formulate criteria for participation of Committees on Accreditation in the CAAHEP system, and make a recommendation(s) to the Commission to approve the membership of a new Committee on Accreditation(s).
- L. Establish quality assurance and improvement criteria for Committees on Accreditation.
- M. Formulate policy, procedures, and practices for consistent programmatic evaluation for approval or review in accordance with these Bylaws to be used by the Committees on Accreditation.
- N. Maintain the confidentiality of information collected during the accreditation review process.
- O. Obtain liability insurance coverage and retain legal counsel for CAAHEP, its appointed and elected committees, and all Committees on Accreditation.

P. Fulfill any other duties and responsibilities assigned by the Commission.

Section 4: Conflicts of Interest. A conflict of interest shall be deemed to exist with respect to a particular matter when any member of the Board of Directors would be involved in the consideration of any accreditation action having a direct bearing on the profession or an educational program in that discipline or any other particularized interest represented by the organizational or individual member. In that circumstance, any member having such a conflict of interest shall be recused from any and all consideration, discussion, decision, and voting upon the matter.

Section 5: When acting in the capacity as a member of the Board of Directors, each member shall have a fiduciary duty to act in the best interests of CAAHEP, regardless of that member's obligations to any other organization.

Section 6: Term and Tenure. The terms of Board of Directors' members shall be three years. Each member may be elected to serve a maximum of two consecutive terms. Terms of office shall begin on the July 1 following the election.

Section 7: Vacancies. Board of Directors' vacancies occurring between annual meetings shall be filled by the Board of Directors. The Board of Directors shall appoint a Commissioner representing the same constituency as was represented by the Commissioner whose departure created the vacant position on the Board of Directors. The Commissioner so appointed shall serve for the remainder of the predecessor's term. For purpose of re-election, the completion of an appointed term shall not constitute an elected term.

Section 8: Removal. Any member of the Board of Directors elected by the Commission may be removed for cause by a two-thirds vote of the Commission. Such removal shall not constitute termination as a Commissioner, absent a separate vote by the Commission in accordance with Article V, Section 8.

Section 9: Board of Directors' Meetings. Board of Directors' meetings shall be held at least twice a year in January and July. The Board of Directors may provide by resolution the time, day, hour, and place of any additional regular meetings. The President or any **five** members of the Board of Directors then in office may call for a special meeting of the Board of Directors. Any authorized person who calls a special meeting must fix the time and place for such meeting.

Section 10: Notice of Meetings. Written notice stating the place, day, hour, purpose(s) of, and business to be transacted at any meeting of the Board of Directors shall be delivered to each member of the Board of Directors at least 15 days in advance by or at the direction of the person(s) or entity(ies) calling the meeting.

Section 11: Quorum. For purposes of transaction of business at any meeting of the Board of Directors, a quorum shall be constituted by a simple majority of the Board, two of whom shall be officers of the Board. The simple majority shall include at least one representative from the membership category representing Sponsoring Organizations, one from Committees on Accreditation, one from Educational Institution Members, and at least one representing the General Public or Recent Graduates.

Section 12: Action. Any act of a majority of the members present and voting at a meeting at which a quorum is present shall be the act of the Board of Directors except where otherwise provided by law or these Bylaws.

Section 13: Compensation. Board of Directors members shall not receive any salaries or other compensation for their CAAHEP services, but may be reimbursed for authorized expenses connected with the business of the Board of Directors if approved through the budgetary process of CAAHEP.

Section 14: Officers. The members of the Board of Directors shall elect officers from among Board of Directors' members as follows: President; Vice President; Secretary, and Treasurer. Officer terms shall be one year in length, and officers may be reelected.

Section 15: President. The President shall preside at all meetings of the Commission and the Board of Directors. The President or the Executive Director, within the policy guidelines established by the Commission, may sign—with the Secretary, Treasurer, or any other proper individual duly authorized by the Commission—any deeds, mortgages, debts, contracts, or other instruments that the Commission has authorized to be executed and shall perform all duties incident to the office of President and such other duties as may be assigned from time to time by the Commission.

Section 16: Vice President. In the absence or inability of the President to serve, the Vice President shall exercise all the powers and discharge all the duties of the President and shall perform such other duties and have such other powers as may from time to time be assigned by the Commission.

Section 17: Secretary. The Secretary shall record and maintain written minutes of all Board of Directors' and Commission meetings. The Secretary shall perform all duties incident to the office of Secretary.

Section 18: Treasurer. The Treasurer shall be responsible for preparing and distributing to the Commission at the annual meeting an annual budget for the upcoming year and a report on the status of CAAHEP's funds. Reports on the finances of CAAHEP are to be made at each meeting of the Board of Directors.

ARTICLE VII - COMMITTEES

Section 1: Committees of the Board. The Board of Directors shall have four standing committees: Governance, Performance Oversight, Planning and Development, and Recommendation Review.

- A. Governance, chaired by the President and consisting of the Board officers, the chairs of the other three Board Standing Committees, and the Executive Director, is responsible for the effective functioning of the CAAHEP Board and for the maintenance and development of the Board/Executive Director working relationship
- B. Performance Oversight oversees CAAHEP's operational and financial performance, its image building, and stakeholder relations efforts. The President shall appoint ~~Board~~ members to serve on this Committee.
- C. Planning and Development develops and leads the Board in all CAAHEP planning and guides financial resource development. The President shall appoint ~~Board~~ members to serve on this Committee.
- D. Recommendation Review assures thorough, consistent review of all accreditation recommendations submitted by the Committees on Accreditation and works to continuously improve the review process. The President shall appoint ~~Board~~ members to serve on this Committee.

Section 2: Nominating and Elections Committee. Membership on the Nominating and Elections Committee shall be by annual appointment by the Board of Directors. The term of office of the members of the Nominating and Elections Committee shall be one (1) year.

- A. The composition shall be one member each representing the Sponsoring Organization, Committees on Accreditation, and Educational Institution membership categories. All committee appointees must be current Commissioners or Commissioners-Designate at the time of their appointment, and must remain Commissioners for the duration of their term on the Committee. Committee members may be reappointed to serve a maximum of two consecutive terms; terms begin on July 1 and run through the following June 30. One member of the Committee shall be a member of the Board of Directors and shall serve as Chairperson. The committee shall select its own chairperson.
- B. The committee shall actively solicit proposed candidates from the CAAHEP membership and, using criteria established by CAAHEP policy and procedure, consider the qualifications of proposed candidates.
- C. Names of any of the proposed candidates and a statement of the qualifications shall be received by the committee six weeks prior to the annual meeting.
- D. The Committee shall, to the extent possible, submit two or preferably more names as needed to complete the ballot from the following three membership categories: Sponsoring Organizations, Committees on Accreditation, and Educational Institutions. The Commissioners shall be notified of the report of the committee no later than the start of the Commission's annual business meeting. Additional candidates may declare their candidacy by means prescribed in CAAHEP policy and procedure.
- E. The Committee shall distribute a ballot to all eligible to vote who are present at the annual meeting.
- F. The Nominating and Elections Committee shall collect and tabulate ballots. Election results shall be announced during the annual meeting by the Chairperson of the Committee. committee chairperson.

Section 3: Audit/Finance Committee. Membership on the Audit/Finance Committee is by annual appointment by the Board of Directors. The Committee shall be responsible for development of the annual budget and the oversight of the Commission's financial reporting process on behalf of the Board of Directors. The Committee shall approve the selection of the independent auditors; review the audited financial statements and the management letter from the independent auditors; and meet with

the auditors without staff present so that any issues and/or concerns can be discussed openly without potential bias or conflict of interest or undue influence by management.

Section 4: Bylaws Committee. Membership on the Bylaws Committee is by annual appointment by the Board of Directors. Duties are in accordance with CAAHEP policy and procedures.

Section 5: Standards Committee. Membership on the Standards Committee is by annual appointment by the Board of Directors. The committee is responsible for working with the Committees on Accreditation as they review and propose revisions to Standards. Pursuant to CAAHEP policies, the committee conducts open hearings on proposed revisions to Standards and makes final recommendations for approval to the Board of Directors.

Section 6: Special Committees. In addition to special committees which may be appointed by the Board (pursuant to Article VI, Section 3.(I) the Commission may from time to time identify issues and may appoint special committees as deemed advisable, in accordance with CAAHEP policy and procedures, to study these issues and report recommendations to the Commission.

ARTICLE VIII - FINANCES

Section 1: Fiscal Year. CAAHEP's fiscal year shall be July 1 through June 30.

Section 2: Dues. The annual dues and any assessments and initiation fees of members shall be determined from time to time by the Board of Directors and paid in accordance with the procedures established by the Board of Directors and deposited in the treasury.

Section 3: Budget. An annual operating budget covering all activities of CAAHEP shall be prepared by the Audit/Finance Committee, approved by the Board of Directors, and forwarded to the Commission for its information.

Section 4: Financial Statements. A report on CAAHEP's finances shall be prepared and submitted by the Treasurer to the Commission at the annual meeting.

Section 5: Audit. A financial audit shall be performed by professional auditors annually, and a summary will be published and distributed annually to each Commissioner. A copy of the complete auditor's report will be available for review by any Commissioner upon request.

Section 6: Funding. The Board of Directors and committees of CAAHEP will be funded in accordance with policy, procedures, and within the guidelines established within the budget of the organization.

ARTICLE IX - RESPONSIBILITIES OF ACTS, OMISSIONS, AND LIABILITIES

Section 1: Neither the member organizations nor any other societies or organizations that are qualified and authorized to name Commissioners shall be in any manner whatsoever responsible or liable for any act, omission, or liability of CAAHEP, its individual Commissioners, officers, committees, employees, or agents.

Section 2: CAAHEP shall indemnify and hold harmless all Board of Directors' members, officers, agents, employees, or other persons acting on behalf of CAAHEP to the fullest extent permitted by the General Not-For-Profit Corporation Act of Illinois; and shall be entitled to purchase, if the Commission so authorizes, insurance on behalf of such persons and CAAHEP against any liability that arises from their actions in such capacities.

ARTICLE X - RULES OF ORDER

In the absence of any provisions to the contrary in the Article of Incorporation and Bylaws, all meetings of CAAHEP, the Commission, and the Board of Directors shall be governed by the parliamentary rules and usages contained in the current edition of Robert's Rules of Order, Newly Revised (latest edition).

ARTICLE XI - DISSOLUTION

Section 1: A motion to dissolve CAAHEP must be approved by a two-thirds vote of the Board of Directors. The Board of Directors must notify in writing all CAAHEP members about the Board of Directors' approval of the motion to dissolve. Such dissolution shall become effective only if a majority

of Commissioners within 90 calendar days following transmittal of the written notice to dissolve do not object in writing to the Board of Directors.

Section 2: Upon dissolution of CAAHEP, the Board of Directors shall, after paying or making provision for the payment of all its liabilities, dispose of all its assets to such organization or organizations organized and operated exclusively for charitable, educational, and/or scientific purposes as shall at the time be an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code as the Board of Directors shall determine. Any such assets not so disposed shall be disbursed by the court of general jurisdiction of the county in which CAAHEP's principal office is then located, exclusively to such organization or organizations organized and operated exclusively for charitable, educational, and/or scientific purposes as shall at the time BE an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XII - AMENDMENTS TO BYLAWS

Section 1: Amendments to the Bylaws of CAAHEP shall be submitted in such a form as the Bylaws Committee may from time to time prescribe, and each amendment proposed by any party other than the committee itself shall be filed with the committee at least 90 days prior to the annual meeting. The committee shall present each proposed amendment to the Commission in substantially the form presented to the committee, with such technical changes and amendments to the proposal as the committee deems necessary or desirable. The proposed amendment shall be distributed in writing to each Commissioner at least 30 days prior to the annual meeting.

Section 2: A two-thirds vote of the Commissioners at the annual meeting shall be required to adopt an amendment to the Bylaws for which written notice shall have been given at least 30 days prior to the annual meeting.

Section 3: Any proposal to amend the Bylaws without prior notice may be made and acted upon by an 80 percent vote of the Commission.

ARTICLE XIII - COURT JURISDICTION

Any organization appointing members to CAAHEP, any member of CAAHEP, any member(s) of the Board of Directors, or any other entity that files a lawsuit in which CAAHEP is named as a defendant agrees and consents to the jurisdiction of the State of Illinois. Venue of any action brought against CAAHEP shall be deemed to be in Cook County, Illinois.

Appendix: Composition of the Commission and Board of Directors (Effective no later than July 1, 2024)

Category of Membership	Membership type	Definition	Membership entry	Board of Directors			Commission	
				Positions (9 total)	Elected by:		Number	Selection
				Commission	BoD			
1. Sponsoring Organization	Organization	Establishes or supports one or more Committee(s) on Accreditation and supports the accreditation system	Commission approval ⁴	2	Yes		1 per Sponsoring Organization	Member group ¹
2. Committee on Accreditation	Organization	Evaluates allied health education programs that have requested CAAHEP accreditation. Committees on Accreditation shall have policies, procedures and practices for standardized and equitable program evaluation that are consistent with CAAHEP policies.	Commission approval ⁴	2	Yes		1 per Committee on Accreditation	Member group ¹
3. Educational Institution	Organization	An institution that assumes responsibility for the conduct of allied health education and maintains a CAAHEP-accredited educational program	Upon CAAHEP accreditation of one or more educational programs					
A. Four-year institutions		Appointed by the Association of Schools Advancing Health Professions (ASAHP)		1	Yes		5	Member group ¹
B. Two-year institutions		Appointed by the National Network of Health Career Programs in Two-Year Colleges (NN2)		1	Yes		5	Member group ¹
C. Hospitals and the Department of Veterans Affairs				1		Yes	3	Board of Directors ²
D. Department of Defense, proprietary institutions, and vocational/technical institutions					3		Board of Directors ²	
E. Four-year and two-year institutions		(Where neither the institution nor the representative is a member of ASAHP or NN2)			2		Board of Directors ²	
4. Public	Individual	Representative of the general public	Election to the BoD ³	2		Yes	2	Board of Directors ²
5. Recent Graduate	Individual	Recent graduate of a CAAHEP-accredited program (within three years of the date of appointment)	Election to the BoD ³			Yes	1	Board of Directors ²
6. Associate	Organization	National organization or agency that has requested of the Commission the addition of a health science discipline to the CAAHEP system and is working toward formation of a new Committee on Accreditation for that discipline	Commission approval ⁴				1 per association	Member group ¹

1. appointed/elected by the Member Group in accordance with that body's appointment/election procedures
2. elected by the Board of Directors from nominations received and/or solicited from the constituency to be represented by the Commissioner
3. see Article V, Section 3
4. along with payment of the prescribed dues, assessment, and/or initiation fee