



**Corporation:** The Mid-Atlantic Region Commission on Higher Education (MARCHE)  
**Trade Name:** Middle States Commission on Higher Education (MSCHE)

**Committee on Applicant and Candidate Institutions Charter**  
*Effective Date: January 1, 2023*

**I. Authority**

The Committee on Applicant and Candidate Institutions is authorized by the MARCHE Bylaws and this Charter to review applicant materials and determine the institutions' ability to proceed in its application as well as determining whether institutions should be recommended to the Commission for candidacy. The Committee on Applicant and Candidate Institutions does not hold decision making authority on behalf of MARCHE. It makes recommendations for approval by the Executive Committee or Commission.

**II. Purpose**

The Committee on Applicant and Candidate Institutions is an advisory committee of the Commission with Executive Committee delegated responsibilities. The primary purpose of the Committee on Applicant and Candidate Institutions, as authorized by the Mid-Atlantic Region Commission on Higher Education's (MARCHE) Bylaws and this Charter, is to determine the ability of institutions to proceed in their application and determine whether institutions should be recommended to the Commission for candidacy.

**III. Membership**

The Committee on Applicant and Candidate Institutions shall be comprised of two (2) Commissioners, who serve as Chair and Vice-Chair of the Committee, and a pool of experienced peer evaluators who are trained to conduct the review of applications. The Chair and Vice-Chair are approved annually by the Executive Committee to serve on the Committee with terms beginning on January 1 and ending on December 31 of the calendar year.

Peer evaluators are assigned to the Committee on Applicant and Candidate Institutions in accordance with the Middle States Commission on Higher Education's (MSCHE) [Peer Evaluators Policy and Procedures](#). The pool of experienced evaluators is reviewed annually by the MSCHE Accreditation Relations staff and expanded or modified as necessary.

#### **IV. Chair and Vice-Chair Roles**

The Chair of the Committee shall:

- Work collaboratively with the MSCHE Senior Vice President for Accreditation Relations, the MSCHE Assistant Director for Institutional Support Services, or his or her designees, and the Vice-Chair of the Committee to develop pre-meeting content and ensure the Consent and Discussion agendas reflect the institutional actions being presented to the Commission for its consideration;
- Provide instructions to the Committee on approaches to its work and offer guidance for presentations;
- Preside at all Committee meetings;
- Ensure appropriate participation by Committee members;
- Promote general discussion among Committee members and invite questions;
- Determine consensus on institutional matters and conduct votes as may be necessary to present recommended actions to the Commission for its consideration;
- Determine whether an institutional matter proceeds to the Commission as a consent or discussion item on the agenda based on guidance provided by staff;
- Hold policy discussions on issues relevant to the Committee;
- Report on behalf of the Committee at each Commission meeting;
- Facilitate the annual review of the Committee Charter and ensure that changes, if any, are given to staff for incorporation into the Charter if appropriate;
- Assist the Executive Committee with the periodic assessment of the Committee's effectiveness and review the performance of the Committee in relation to the requirements of this Charter.

The Vice-Chair of the Committee shall:

- Participate in planning meetings with the Chair and staff as may be necessary;
- Assume the duties of the Chair in his or her absence;
- Conduct the review and discussion of any institution which represents a conflict of interest or the Chair during the course of a meeting;
- Become Chair of the Committee when the current Committee Chair either resigns or leaves the Commission to ensure continuity.

#### **V. Roles and Responsibilities of the Committee on Applicant and Candidate Institutions**

**The Committee on Applicant and Candidate Institutions has the following roles and responsibilities:**

1. Review materials and determine the institutions' ability to proceed in its application as well as determine whether institutions should be recommended to the Commission for candidacy;
2. Consider presentations by staff relating to potential issues of eligibility or compliance for each institution;
3. Recommend institutional actions, by consensus where possible, to the Commission or Executive Committee;
4. Perform the duties and responsibilities as the Commission or Executive Committee may delegate to it in its action or a Committee charter.

**Each Committee on Applicant and Candidate Institutions member must:**

1. Understand and honor the MARCHE Bylaws and Commission's policies and procedures that govern the Commission's multi-level accreditation decision-making process;
2. Understand the Commission's policies and procedures, with specific attention to: (1) *Standards for Accreditation and Requirements of Affiliation*; (2) *Accreditation Actions Policy and Procedures*; and (3) *Application and Candidacy Review Cycle and Monitoring Policy and Procedures*;
3. Strive to apply the *Standards for Accreditation and Requirements of Affiliation* and policies and procedures consistently, fairly, and equitably;
4. Protect the confidentiality of all Committee meeting materials and deliberations as outlined in the Commission's *Communication in the Accreditation Process Policy and Procedures*;
5. Disclose any conflicts of interest and recuse themselves from any discussion, deliberation, or decision making regarding:
  - a. an institution as outlined in the Commission's *Conflict of Interest: Commission Representatives Policy* as well as ensuring that their Commission Representatives conflicts of interest are accurately reflected and updated as necessary in the secure MSCHE portal;
  - b. a business transaction or arrangement that might benefit the private interest of a commissioner as outlined in the Commission's *Conflict of Interest Policy for Corporate Actions* as well as ensuring that their Corporate Conflict of Interest record is current and complete by completing and submitting an updated *Conflict of Interest Disclosure Statements* annually;
6. Understand and conduct activities in accordance with the antitrust compliance principles and complete the *Antitrust Compliance Procedures and Certification Form* and complete the *Statement of Ethical Conduct*;
7. Contribute to the Committee process by:
  - a. Participating in the pre-meeting of the Committee for orientation, training, and to receive any updates to policies and procedures or regulatory changes;
  - b. Reviewing the Committee agenda as soon as possible to determine conflicts of interest and workflow preparations;

- c. Reviewing all materials for the institutions on the Committee on Applicant and Candidate Institutions agenda;
  - d. Reviewing the documents related to their assigned institutions and providing prepared verbal reports to the Committee;
  - e. Reviewing the draft standardized action language in the secure MSCHE portal to ensure the language appropriately captures the proposed Commission action;
  - f. Participating in the entire meeting;
  - g. Listening and engaging in all Committee discussions including at the Commission-level (Commissioners only);
8. Understand that each member may be asked to contribute to the Committee process by being assigned to:
- a. Review an institution's Pre-Application Minimum Requirements Report to determine whether the institution appears to meet the minimum requirements and to conduct a Pre-Applicant Site Visit to verify the information submitted in the Pre-Application;
  - b. Complete the Pre-Applicant Minimum Requirements Review Report;
  - c. Chair a team to review the institution's application materials, including the Accreditation Readiness Report (ARR) and supporting evidence, to determine if the institution appears to meet the Commission's standards for accreditation, requirements of affiliation, policies and procedures, applicable federal regulatory requirements and is ready to host an Applicant Assessment Team Visit and document its findings in the Accreditation Readiness Analysis template;
  - d. Chair a team to review the Candidate Assessment Report, supporting evidence, contingency teach-out plan and if applicable, teach-out agreements to determine if the institution appears to meet the Commission's standards for accreditation, requirements of affiliation, policies and procedures, applicable federal regulatory requirements and should be granted Candidate for Accreditation Status; conduct the Candidate Assessment Team Visit and complete a Team Report; and verify the institution's baseline scope of accreditation and document it in the Team Report;
9. Support and ensure the integrity of the multi-level accreditation decision-making process and Commission decisions;
10. Notify the Committee Chair and the Senior Vice President for Accreditation Relations, or designee, of any absences so that it may be noted as excused by the Committee Chair (or Vice-Chair when applicable).

## **VI. Role of the MSCHE Staff**

The Committee shall be supported by non-voting Middle States Commission on Higher Education (MSCHE) staff members. The Senior Vice President for Accreditation Relations, or designee, is the primary point of contact for the Chair and Vice-Chair. The Senior Vice

President for Accreditation Relations supervises the units that have responsibility for the logistics and direct support of the Committee's work.

The MSCHE Staff will:

1. Work with Committee Chair and Vice-Chair to develop pre-meeting content;
2. Facilitate and respond to questions from Committee Chair and Vice-Chair;
3. Facilitate Committee pre-meetings and meetings, including providing oversight for the production and presentation of pre-meeting materials;
4. Review the agenda items with Committee members and serve as a resource as well as respond to questions about institutions, accreditation processes, and/or policies;
5. Draft standardized action language, make adjustments to action language as appropriate and upload action language to the secure MSCHE portal for review and approval by the Committee and then by the Commission;
6. Collaboratively work with peer evaluators and Commissioners to help facilitate appropriate review;
7. Bring forward issues relating to each institution's application and progress discussed during Committee meetings;
8. Handle all pre- and post-Committee logistics and ensure that all materials are available for the Committee and Commission meetings;
9. Carry forward all recommendations from the Committee to be processed by the Commission in accordance with policy and procedures; and
10. Carry forward all Charter recommendations to the Executive Committee for review and consideration.

## **VII. Meeting Dates and Times**

The Committee on Applicant and Candidate Institutions meets virtually three times annually in February, May, and October to review all institutions placed on the agenda in accordance with the established deadlines, and at other times as may be necessary. Peer evaluators are not expected to attend every meeting. The peer evaluators are required to attend the Committee meeting(s) where they are an assigned evaluator. Commissioners and peer evaluators assigned to the Committee on Applicant and Candidate Institutions are also expected to participate in the coinciding pre-meetings of the Committee. Pre-meetings of the Committee are generally held three times a year and two weeks prior to the convening of the regular meeting of the Committee on Applicant and Candidate Institutions.

**VIII. Absenteeism**

Unexcused or excessive absences by Commissioners may result in follow-up conversations with the Senior Vice President for Accreditation Relations. Reports of participation will be provided to the Commission Chair and Vice-Chair as part of their record keeping on Commissioner participation across meetings.

Unexcused or excessive absences by peer evaluators may result in follow-up conversations with the Chair and/or Vice-Chair of the Committee. Reports of participation will be provided to the Senior Vice President for Accreditation Relations, or designee, as part of his/her record keeping on peer evaluators.

**IX. Committee Evaluation**

Engage in periodic assessment to ensure the Committee's effectiveness and review the performance of the Committee in relation to the requirements of this Charter and such other matters as the Committee deems appropriate.

By every September, the Committee should review its charter to make recommendations for change to the Executive Committee. The Executive Committee will consider the recommendations and vote on the recommended change. If approved, changes go into effective on January 1.

**X. Recordkeeping**

The Committee on Applicant and Candidate Institutions documents will be posted in the secure MSCHE portal for all Committee members to access. This meeting folder has read-only access for all members. Commission staff aim to have materials posted at least two weeks in advance of meetings.

Number: 1  
Version: 2023-01-01 Effective  
Effective Date: January 1, 2022  
Approved: Executive Committee December 1, 2021  
Revised: Executive Committee November 16, 2022



**Corporation:** The Mid-Atlantic Region Commission on Higher Education (MARCHE)  
**Trade Name:** Middle States Commission on Higher Education (MSCHE)

## **Committee on Evaluation Reports Charter**

*Effective Date: January 1, 2023*

### **I. Authority**

The Committee on Evaluation Reports is authorized by the MARCHE Bylaws and this Charter to: (1) review institutions going through the Self-Study Evaluation process; and (2) recommend appropriate actions to the Commission or Executive Committee. The Committee on Evaluation Reports does not hold decision making authority on behalf of MARCHE. It makes recommendations for approval by the Commission.

### **II. Purpose**

The Committee on Evaluation Reports is an advisory committee of the Commission with Commission or Executive Committee delegated responsibilities. The primary purpose of the Committee on Evaluation Reports, as authorized by the Mid-Atlantic Region Commission on Higher Education (MARCHE) Bylaws and this Charter, is to review institutions in the accreditation review cycle and recommend accreditation actions to the Commission.

### **III. Membership**

The Committee on Evaluation Reports shall be comprised of at least seven (7) Commissioners, team chairs or his or her designees, and, in exceptional circumstances, individuals who are not members of the Commission but hold specific higher education expertise. Commissioners, including a Chair and Vice-Chair, are approved annually by the Executive Committee to serve on the Committee with terms beginning on January 1 and ending on December 31 of the calendar year.

Peer evaluators are assigned to the Committee on Evaluation Reports in accordance with the Middle States Commission on Higher Education's (MSCHE) *Peer Evaluators Policy and Procedures*. The pool of experienced evaluators is reviewed annually by the MSCH Accreditation Relations staff and expanded or modified as necessary.

#### **IV. Chair and Vice-Chair Roles**

The Chair of the Committee shall:

- Work collaboratively with the MSCHE Senior Vice President for Accreditation Relations, or his or her designees, and the Vice-Chair of the Committee to develop pre-meeting content and ensure the Consent and Discussion agendas reflect the institutional actions being presented to the Commission for its consideration;
- Provide instructions to the Committee on approaches to its work and offer guidance for presentations;
- Preside at all Committee meetings;
- Ensure appropriate participation by Committee members;
- Promote general discussion among Committee members and invite questions;
- Determine consensus on institutional matters and conduct votes as may be necessary to present recommended actions to the Commission or the Executive Committee for its consideration;
- Determine whether an institutional matter proceeds to the Commission as a consent or discussion item on the agenda based on guidance provided by staff;
- Hold policy discussions on issues relevant to the Committee;
- Report on behalf of the Committee as appropriate at Commission meetings;
- Facilitate the annual review of the Committee Charter and ensure that changes, if any, are given to staff for incorporation into the Charter if appropriate;
- Assist the Executive Committee with the periodic assessment of the Committee's effectiveness and review the performance of the Committee in relation to the requirements of this Charter.

The Vice-Chair of the Committee shall:

- Participate in planning meetings with the Chair and staff as may be necessary;
- Assume the duties of the Chair in his or her absence;
- Conduct the review and discussion of any institution which represents a conflict of interest for the Chair during the course of a meeting;
- Become Chair of the Committee when the current Committee Chair either resigns or leaves the Commission to ensure continuity.

#### **V. Roles and Responsibilities of Committee on Evaluation Reports**

**The Committee on Evaluation Reports has the following roles and responsibilities:**

1. Review materials to determine the institutions' compliance with the Commission's standards for accreditation, requirements of affiliation, policies and procedures, or applicable federal regulatory requirements;
2. Recommend institutional actions, by consensus whenever possible, to the Commission;



3. Perform the duties and responsibilities as the Commission or Executive Committee may delegate to it in its action or a Committee charter.

**Each Committee on Evaluation Reports member must:**

1. Understand and honor the MARCHE Bylaws and Commission's policies and procedures that govern the Commission's multi-level accreditation decision-making process;
2. Understand the Commission's policies and procedures, with specific attention to: (1) *Standards for Accreditation and Requirements of Affiliation*; (2) *Accreditation Actions Policy and Procedures*; (3) *Application and Candidacy Review Cycle and Monitoring Policy and Procedures*; and (4) *Accreditation Review Cycle and Monitoring Policy and Procedures*.
3. Strive to apply the *Standards for Accreditation and Requirements of Affiliation* and policies and procedures consistently, fairly, and equitably;
4. Protect the confidentiality of all Committee meeting materials and deliberations as outlined in the Commission's *Communication in the Accreditation Process Policy and Procedures*;
5. Disclose any conflicts of interest and recuse themselves from any discussion, deliberation, or decision making regarding:
  - a. an institution as outlined in the Commission's *Conflict of Interest: Commission Representatives Policy* as well as ensuring that their Commission Representatives conflicts of interest are accurately reflected and updated as necessary in the secure MSCHE portal;
  - b. a business transaction or arrangement that might benefit the private interest of a commissioner as outlined in the Commission's *Conflict of Interest Policy for Corporate Actions* as well as ensuring that their Corporate Conflict of Interest record is current and complete by completing and submitting an updated *Conflict of Interest Disclosure Statements* annually;
6. Understand and conduct activities in accordance with the antitrust compliance principles and complete the *Antitrust Compliance Procedures and Certification Form* and complete the *Statement of Ethical Conduct*;
7. Contribute to the Committee process by:
  - a. Participating in the pre-meeting of the Committee for orientation, training, and to receive any updates to policies and procedures or regulatory changes;
  - b. Reviewing the Committee agenda as soon as possible to determine conflicts of interest and workflow preparations;
  - c. Reviewing all materials for the institutions on the Committee on Evaluation Reports agenda;
  - d. Reviewing the documents related to their assigned institutions and providing prepared verbal reports to the Committee;
  - e. Reviewing the Statement of Accreditation Status (SAS) or Institutional History Report to review any history of non-compliance;
  - f. Reviewing the draft standardized action language in the secure MSCHE portal to ensure the language appropriately captures the proposed Commission action;

- g. Participating in the entire meeting;
  - h. Listening and engaging in all Committee discussions including, as appropriate, at the Commission-level
- 8. Support and ensure the integrity of the multi-level accreditation decision-making process and Commission decisions;
  - 9. Notify the Committee Chair and the Senior Vice President for Accreditation Relations of any absences so that it may be noted as excused by the Committee Chair (or Vice-Chair when applicable).

## **VI. Role of the MSCHE Staff**

The Committee shall be supported by non-voting Middle States Commission on Higher Education (MSCHE) staff members. The Senior Vice President for Accreditation Relations is the primary point of contact for the Chair and Vice-Chair. The Senior Vice President for Accreditation Relations supervises the units that have responsibility for the logistics and direct support of the Committee's work.

The MSCHE Staff will:

- 1. Work with Committee Chairs and Vice-Chairs to develop pre-meeting content;
- 2. Facilitate and respond to questions from Committee Chairs and Vice-Chairs;
- 3. Facilitate Committee pre-meetings and meetings, including providing oversight for the production and presentation of pre-meeting materials;
- 4. Review the agenda items with Committee members and serve as a resource as well as respond to questions about institutions, accreditation processes, and/or policies;
- 5. Draft standardized action language, make adjustments to action language as appropriate and upload action language to the secure MSCHE portal for review and approval by the Committee and then by the Commission;
- 6. Collaboratively work with peer evaluators and Commissioners to help facilitate appropriate review;
- 7. Provide any clarifying or contextual information from the institutional record;
- 8. Handle all pre- and post-Committee logistics and ensure that all materials are available for the Committee and Commission meetings;
- 9. Carry forward all recommendations from the Committee to be processed by the Commission in accordance with policy and procedures; and
- 10. Carry forward all Charter recommendations to the Executive Committee for review and consideration.

## **VII. Meeting Dates and Times**

The Committee on Evaluation Reports meets several times each year to review approximately 65 institutions, depending on the evaluation visit schedule. The Committee meets virtually and typically holds two meetings in late January/early February, six meetings in late May/early June, and one meeting in October. Unless otherwise agreed upon, meetings are generally held from 9:00 a.m. to 3:00 p.m. but at times it may be necessary for the Committee to meet from 10:00 a.m. to 4:00 p.m. Commissioners and team chairs or their designees assigned to the Committee on Evaluation Reports are also expected to participate in the coinciding pre-meetings of the Committee. Pre-meetings of the Committee are generally held three times a year and two weeks

prior to the convening of the regular meetings of the Committee on Evaluation Reports. Pre-meetings are held from 2:00 p.m. to 3:00 p.m. unless otherwise agreed upon.

### **VIII. Absenteeism**

Unexcused or excessive absences by Commissioners may result in follow-up conversations with the Chair and Vice-Chair of the Committee. Reports of participation will be provided to the Commission Chair and Vice-Chair as part of their record keeping on Commissioner participation across meetings.

Unexcused or excessive absences by team chairs or their designees may result in follow-up conversations with the Chair and/or Vice-Chair of the Committee. Attendance of peer evaluators is monitored by Accreditation Services.

### **IX. Committee Evaluation**

Engage in periodic assessment to ensure the Committee's effectiveness and review the performance of the Committee in relation to the requirements of this Charter and such other matters as the Committee deems appropriate.

By every September, the Committee should review its charter to make recommendations for change to the Executive Committee. The Executive Committee will consider the recommendations and vote on the recommended change. If approved, changes go into effective on January 1.

### **X. Recordkeeping**

The Committee on Evaluation Reports documents will be posted in the secure MSCHE portal for all Committee members to access. This meeting folder has read-only access for all members. Commission staff aim to have materials posted at least two weeks in advance of meetings.

Number: 1

Version: 2023-01-01 Effective

Effective Date: January 1, 2022

Approved: Executive Committee December 1, 2021

Revised: Executive Committee November 16, 2022



**Corporation:** The Mid-Atlantic Region Commission on Higher Education (MARCHE)  
**Trade Name:** Middle States Commission on Higher Education (MSCHE)

## **Committee on Follow-Up Activities Charter**

*Effective Date: January 1, 2023*

### **I. Authority**

The Committee on Follow-Up Activities is authorized by the MARCHE Bylaws and this Charter to: (1) review follow-up reports to determine compliance for institutions engaged in required monitoring activities; and (2) recommend appropriate actions to the Commission for institutions being monitored. The Committee on Follow-Up Activities does not hold decision making authority on behalf of MARCHE. It makes recommendations for approval by the Commission.

### **II. Purpose**

The Committee on Follow-Up Activities is a standing committee of the Commission with Commission delegated responsibilities. The primary purpose of the Committee on Follow-Up Activities, as authorized by the Mid-Atlantic Region Commission on Higher Education (MARCHE) Bylaws and this Charter, is to review institutions in the monitoring cycle schedule and recommend accreditation actions to the Commission.

### **III. Membership**

The Committee on Follow-Up Activities shall be comprised of at least five (5) Commissioners. Commissioners, including a Chair and Vice-Chair, are appointed annually by the Executive Committee to serve on the Committee with terms beginning on January 1 and ending on December 31 of the calendar year.

### **IV. Chair and Vice-Chair Roles**

The Chair of the Committee shall:

- Work collaboratively with the MSCHE Senior Vice President for Accreditation Relations, or his or her designees, and the Vice-Chair of the Committee to develop pre-meeting content and ensure the Consent and Discussion agendas reflect the institutional actions being presented to the Commission for its consideration;

- Provide instructions to the Committee on approaches to its work and offer guidance for presentations;
- Preside at all Committee meetings;
- Ensure appropriate participation by Committee members;
- Promote general discussion among Committee members and invite questions;
- Determine consensus on institutional matters and conduct votes as may be necessary to present recommended actions to the Commission for its consideration;
- Determine whether an institutional matter proceeds to the Commission as a consent or discussion item on the agenda based on guidance provided by staff;
- Hold policy discussions on issues relevant to the Committee;
- Report on behalf of the Committee at each Commission meeting;
- Facilitate the annual review of the Committee Charter and ensure that changes, if any, are given to staff for incorporation into the Charter if appropriate;
- Assist the Executive Committee with the periodic assessment of the Committee's effectiveness and review the performance of the Committee in relation to the requirements of this Charter.

The Vice-Chair of the Committee shall:

- Participate in planning meetings with the Chair and staff as may be necessary;
- Assume the duties of the Chair in his or her absence;
- Conduct the review and discussion of any institution which represents a conflict of interest for the Chair during the course of a meeting;
- To ensure continuity, become Chair of the Committee when the current Committee Chair either resigns or leaves the Commission.

**V. Roles and Responsibilities of the Committee on Follow-up Activities**

**The Committee on Follow-up Activities has the following roles and responsibilities:**

1. Review materials to determine the institutions' compliance with the Commission's standards for accreditation, requirements of affiliation, policies and procedures, or applicable federal regulatory requirements;
2. Recommend institutional actions, by consensus whenever possible, to the Commission or Executive Committee;
3. Perform the duties and responsibilities as the Commission or Executive Committee may delegate to it in its action or a Committee charter.

**Each Committee on Follow-up Activities member must:**

1. Understand and honor the MARCHE Bylaws and Commission's policies and procedures that govern the Commission's multi-level accreditation decision-making process;
2. Understand the Commission's policies and procedures, with specific attention to: (1) *Standards for Accreditation and Requirements of Affiliation*; (2) *Accreditation Actions Policy and Procedures*; and (3) *Application and Candidacy Review Cycle and Monitoring Policy and Procedures*;

3. Strive to apply the *Standards for Accreditation and Requirements of Affiliation* and policies and procedures consistently, fairly, and equitably;
4. Protect the confidentiality of all Committee meeting materials and deliberations as outlined in the Commission's *Communication in the Accreditation Process Policy and Procedures*;
5. Disclose any conflicts of interest and recuse themselves from any discussion, deliberation, or decision making regarding:
  - a. an institution as outlined in the Commission's *Conflict of Interest: Commission Representatives Policy* as well as ensuring that their Commission Representatives conflicts of interest are accurately reflected and updated as necessary in the secure MSCHE portal.
  - b. a business transaction or arrangement that might benefit the private interest of a commissioner as outlined in the Commission's *Conflict of Interest Policy for Corporate Actions* as well as ensuring that their Corporate Conflict of Interest record is current and complete by completing and submitting an updated *Conflict of Interest Disclosure Statements* annually;
6. Understand and conduct activities in accordance with the antitrust compliance principles and complete the *Antitrust Compliance Procedures and Certification Form* and complete the *Statement of Ethical Conduct*;
7. Contribute to the Committee process by:
  - a. Participating in the pre-meeting of the Committee for orientation, training, and to receive any updates to policies and procedures or regulatory changes;
  - b. Reviewing the Committee agenda as soon as possible to determine conflicts of interest and workflow preparations;
  - c. Reviewing all materials for the institutions on the Committee on Follow-up Activities agenda;
  - d. Reviewing the documents related to their assigned institutions and providing prepared verbal reports to the Committee;
  - e. Reviewing the Statement of Accreditation Status (SAS) to review any history of non-compliance;
  - f. Reading the posted reports, communications with the institutions, institutional responses and the Chair's Confidential Brief, if the review included an onsite visit;
  - g. Reviewing the draft standardized action language in the secure MSCHE portal to ensure the language appropriately captures the proposed Commission action;
  - h. Participating in the entire meeting;
  - i. Listening and engaging in all Committee discussions including at the Commission-level;
8. Support and ensure the integrity of the multi-level accreditation decision-making process and Commission decisions;
9. Notify the Committee Chair and the Senior Vice President for Accreditation Relations of any absences so that it may be noted as excused by the Committee Chair (or Vice-Chair when applicable).

**VI. Role of the MSCHE Staff**

The Committee shall be supported by non-voting Middle States Commission on Higher Education (MSCHE) staff members. The Senior Vice President for Accreditation Relations is the primary point of contact for the Chair and Vice-Chair. The Senior Vice President for Accreditation Relations supervises the units that have responsibility for the logistics and direct support of the Committee's work.

The MSCHE Staff will:

1. Work with Committee Chair and Vice-Chair to develop pre-meeting content;
2. Facilitate and respond to questions from Committee Chair and Vice-Chair;
3. Facilitate Committee pre-meetings and meetings, including providing oversight for the production and presentation of pre-meeting materials;
4. Review the agenda items with Committee members and serve as a resource as well as respond to questions about institutions, accreditation processes, and/or policies;
5. Draft standardized action language, make adjustments to action language as appropriate and upload action language to the secure MSCHE portal for review and approval by the Committee and then by the Commission;
6. Work collaboratively with Commissioners to help facilitate appropriate review;
7. Provide any clarifying or contextual information from the institutional record;
8. Handle all pre- and post-Committee logistics and ensure that all materials are available for the Committee and Commission meetings;
9. Carry forward all recommendations from the Committee to be processed by the Commission in accordance with policy and procedures; and
10. Carry forward all Charter recommendations to the Executive Committee for review and consideration.

**VII. Meeting Dates and Times**

The Committee on Follow-Up Activities meets virtually and typically holds a day and a half meeting in late January/early February, day and a half meeting in late May, and day and a half meeting in late October/early November. Unless otherwise agreed upon, the one-half day meetings are held from 1:00 p.m. to 4:00 p.m. and full day meetings are generally held from 9:00 a.m. to 5:00 p.m. Commissioners assigned to the Committee on Follow-Up Activities are also expected to participate in the coinciding pre-meetings of the Committee. Pre-meetings of the Committee are generally held three times a year and two weeks prior to the convening of the regular meeting of the Committee on Follow-Up Activities. Pre-meetings are held from 2:00 p.m. to 3:00 p.m. unless otherwise agreed upon.

**VIII. Absenteeism**

Unexcused or excessive absences by Commissioners may result in follow-up conversations with the Senior Vice President for Accreditation Relations. Reports of participation will be provided to the Commission Chair and Vice-Chair as part of their record keeping on Commissioner participation across meetings.

**IX. Committee Evaluation**

Engage in periodic assessment to ensure the Committee's effectiveness and review the performance of the Committee in relation to the requirements of this Charter and such other matters as the Committee deems appropriate.

By every September, the Committee should review its charter to make recommendations for change to the Executive Committee. The Executive Committee will consider the recommendations and vote on the recommended change. If approved, changes go into effective on January 1.

**X. Recordkeeping**

The Committee on Follow-up Activities documents will be posted in the secure MSCHE portal for all Committee members to access. This meeting folder has read-only access for all members. Commission staff aim to have materials posted at least two weeks in advance of meetings.

Number: 1  
Version: 2023-01-01 Effective  
Effective Date: January 1, 2022  
Approved: Executive Committee December 1, 2021  
Revised: Executive Committee November 16, 2022





**Corporation:** The Mid-Atlantic Region Commission on Higher Education (MARCHE)  
**Trade Name:** Middle States Commission on Higher Education (MSCHE)

## **Committee on Substantive Change Charter**

*Effective Draft: January 1, 2023*

### **I. Authority**

The Committee on Substantive Change authorized by the MARCHE Bylaws and this Charter to review all reports requesting approval of a substantive change and making recommendations by consensus where possible accrediting actions to the Commission or Executive Committee. The Committee on Substantive Change does not hold decision making authority on behalf of MARCHE. It makes recommendations for approval by the Executive Committee or Commission.

### **II. Purpose**

The Committee on Substantive Change is an advisory committee of the Commission with Executive Committee delegated responsibilities. The primary purpose of the Committee on Substantive Change, as authorized by the Mid-Atlantic Commission on Higher Education's (MARCHE) Bylaws and this Charter, is to monitor substantive changes that occur between regularly scheduled periodic evaluations, because changes within institutions are frequent and there is a need to assure educational quality as institutions change.

### **III. Membership**

The Committee on Substantive Change shall be comprised of two (2) Commissioners, a pool of experienced peer evaluators, and, in exceptional circumstances, individuals who are not members of the Commission but hold specific higher education expertise. The Chair and Vice-Chair are approved annually by the Executive Committee to serve on the Committee with terms beginning on January 1 and ending on December 31 of the calendar year.

Peer evaluators are assigned to the Committee on Substantive Change in accordance with the Middle States Commission on Higher Education's (MSCHE) *Peer Evaluators Policy and Procedures*. The pool of experienced evaluators is reviewed annually by the MSCHE Accreditation Relations staff and expanded or modified as necessary.

#### **IV. Chair and Vice-Chair Roles**

The Chair of the Committee shall:

- Work collaboratively with the MSCHE Senior Vice President for Accreditation Relations, or his or her designees, and the Vice-Chair of the Committee to prepare and approve the agenda for each meeting;
- Provide instructions to the Committee on approaches to its work and offer guidance for presentations;
- Preside at all Committee meetings;
- Ensure appropriate participation by Committee members;
- Promote general discussion among Committee members and invite questions;
- Determine consensus on institutional matters and conduct votes as may be necessary to present recommended actions to the Commission for its consideration;
- Determine whether an institutional matter proceeds to the Commission as a consent or discussion item on the agenda based on guidance provided by staff;
- Hold policy discussions on issues relevant to the Committee;
- Report on behalf of the Committee at each Commission meeting;
- Facilitate the annual review of the Committee Charter and ensure that changes, if any, are given to staff for incorporation into the Charter if appropriate;
- Assist the Executive Committee with the periodic assessment of the Committee's effectiveness and review the performance of the Committee in relation to the requirements of this Charter.

The Vice-Chair of the Committee shall:

- Participate in planning meetings with the Chair and staff as may be necessary;
- Assume the duties of the Chair in his or her absence;
- Conduct the review and discussion of any institution which represents a conflict of interest for the Chair during the course of a meeting;
- Become Chair of the Committee when the current Committee Chair either resigns or leaves the Commission to ensure continuity.

#### **V. Roles and Responsibilities of the Committee on Substantive Change**

**The Committee on Substantive Change has the following roles and responsibilities:**

1. Monitor substantive changes that occur between regularly-scheduled periodic evaluations, because changes within institutions are frequent and there is a need to assure educational quality as institutions change;
2. Recommend institutional actions, by consensus whenever possible, to the Commission or Executive Committee;
3. Perform the duties and responsibilities as the Commission or Executive Committee may delegate to it in its action or a Committee charter.

**Each Committee on Substantive Change Committee member must:**

1. Understand and honor the MARCHE Bylaws and Commission's policies and procedures that govern the Commission's multi-level accreditation decision-making process;
2. Understand the Commission's policies and procedures, with specific attention to: (1) *Standards for Accreditation and Requirements of Affiliation*; (2) *Accreditation Actions Policy and Procedures*; (3) *Application and Candidacy Review Cycle and Monitoring Policy and Procedures*; and (4) *Substantive Change Policy and Procedures and Guidelines*;
3. Strive to apply the *Standards for Accreditation and Requirements of Affiliation* and policies and procedures consistently, fairly, and equitably;
4. Participate in Committee orientation and training;
5. Protect the confidentiality of all Committee meeting materials and deliberations as outlined in the Commission's *Communication in the Accreditation Process Policy and Procedures*;
6. Disclose any potential conflicts of interest and recuse themselves from any discussion, deliberation, or decision making regarding:
  - a. an institution as outlined in the Commission's *Conflict of Interest: Commission Representatives Policy* as well as ensuring that their Commission Representatives conflicts of interest are accurately reflected and updated as necessary in the secure MSCHE portal;
  - b. a business transaction or arrangement that might benefit the private interest of a commissioner as outlined in the Commission's *Conflict of Interest Policy for Corporate Actions* as well as ensuring that their Corporate Conflict of Interest record is current and complete by completing and submitting an updated *Conflict of Interest Disclosure Statements* annually;
7. Understand and conduct activities in accordance with the antitrust compliance principles and complete the *Antitrust Compliance Procedures and Certification Form* and complete the *Statement of Ethical Conduct*;
8. Contribute to the Committee process by:
  - a. Reviewing the Committee agenda as soon as possible to determine conflicts of interest and workflow preparations;
  - b. Reviewing all materials for the institutions on the Committee on Substantive Change agenda;
  - c. Reviewing the documents related to their assigned institutions and providing prepared verbal reports to the Committee;
  - d. Reviewing the draft standardized action language in the secure MSCHE portal to ensure the language appropriately captures the proposed Commission action;
  - e. Participating in the entire meeting;
  - f. Listening and engaging in all Committee discussions including at the Commission-level;
9. Support and ensure the integrity of the multi-level accreditation decision-making process and Commission decisions;

10. Notify the Committee Chair and the Senior Vice President of Accreditation Relations of any absences so that it may be noted as excused by the Committee Chair (or Vice-Chair when applicable).

## **VI. Role of the MSCHE Staff**

The Committee shall be supported by non-voting Middle States Commission on Higher Education (MSCHE) staff members. The Senior Vice President for Accreditation Relations is the primary point of contact for the Chair and Vice-Chair. The Senior Vice President for Accreditation Relations supervises the units that have responsibility for the logistics and direct support of the Committee's work.

The MSCHE Staff will:

1. Work with Committee Chair and Vice-Chair to develop pre-meeting content;
2. Facilitate and respond to questions from Committee Chair and Vice-Chair;
3. Facilitate Committee pre-meetings and meetings, including providing oversight for the production and presentation of pre-meeting materials;
4. Review the agenda items with Committee members and serve as a resource as well as respond to questions about institutions, processes, and/or policies;
5. Draft standardized action language, make adjustments to language as appropriate and upload action language to the secure MSCHE portal for review and approval by the Committee and then by the Commission;
6. Work collaboratively with peer evaluators and Commissioners to help facilitate appropriate review;
7. Provide any clarifying or contextual information from the institutional record;
8. Handle all pre- and post-Committee logistics and ensure that all materials are available for the Committee and Commission meetings;
9. Carry forward all recommendations from the Committee to be processed by the Executive Committee or Commission in accordance with policy and procedures; and
10. Facilitate the annual review of the Committee Charter and ensure that changes, if any, are given to staff for incorporation into the Charter if appropriate.

Assist the Executive Committee with the periodic assessment of the Committee's effectiveness and review the performance of the Committee in relation to the requirements of this Charter.

## **VII. Meeting Dates and Times**

The Committee on Substantive Change meets virtually six times each year to review all reports from institutions requesting approval of a substantive change requests. The Committee on Substantive Change typically meets virtually and on the third Wednesday in February, April, June, August, October and December from 3:00 p.m. to 5:00 p.m. unless otherwise agreed upon.

**VIII. Absenteeism**

Unexcused or excessive absences by Commissioners may result in follow-up conversations with the Senior Vice President for Accreditation Relations. Reports of participation will be provided to the Commission Chair and Vice-Chair as part of their record keeping on Commissioner participation across meetings.

Unexcused or excessive absences by peer evaluators may result in follow-up conversations with the Chair and/or Vice-Chair of the Committee. Reports of participation will be provided to the Senior Vice President for Accreditation Relations as part of his/her record keeping on peer evaluators.

**IX. Committee Evaluation**

Engage in periodic assessment to ensure the Committee's effectiveness and review the performance of the Committee in relation to the requirements of this Charter and such other matters as the Committee deems appropriate.

By every September, the Committee should review its charter to make recommendations for change to the Executive Committee. The Executive Committee will consider the recommendations and vote on the recommended change. If approved, changes go into effective on January 1.

**X. Recordkeeping**

The Committee on Substantive Change documents will be posted in the secure MSCHE portal for all Committee members to access. This meeting folder has read-only access for all members. Commission staff aim to have materials posted at least two weeks in advance of meetings.

Number: 1  
Version: 2023-01-01 Effective  
Effective Date: January 1, 2022  
Approved: Executive Committee December 1, 2021  
Revised: Executive Committee November 16, 2022



**Corporation:** The Mid-Atlantic Region Commission on Higher Education (MARCHE)  
**Trade Name:** Middle States Commission on Higher Education (MSCHE)

## **Executive Committee Charter**

*Effective Date: January 1, 2023*

### **I. Authority**

The Executive Committee, a decision making body, is authorized by the MARCHE Bylaws and this Charter to: (1) act on behalf of the Commission as necessary to continue the operation of the Corporation and to take such actions on accreditation and institutional membership as may be necessary; (2) hire, evaluate, approve compensation, and, if necessary, terminate the employment of the President; (3) establish compensation policy for the President to implement at the Corporation; and (4) approve policy, including but not limited to policies relating to the authority and actions of the Corporation, the Commission, and Commission representatives.

### **II. Purpose**

The Executive Committee is a standing committee of the Commission with Commission delegated responsibilities. The primary purpose of the Executive Committee, as authorized by the Mid-Atlantic Region Commission on Higher Education (MARCHE) Bylaws, is to act on behalf of the Commission as necessary to continue the operation of the Corporation and to take such actions on accreditation and institutional membership as may be necessary.

### **III. Membership**

The Executive Committee shall be composed of at least seven (7) Commissioners elected by the Commission annually, including the Chair, Immediate Past-Chair (if any), the Vice Chair(s), Treasurer, and Secretary. Terms begin on January 1 and ending on December 31 of the calendar year. To ensure that regulatory requirements as a decision-making body are met, the Committee shall include administrative, academic and public representation. The Chair and Vice-Chair of the Commission shall be the chairperson and vice-chairperson of the Executive Committee. Following the conclusion of the Chair's service, the chair will serve as the Immediate Past-Chair for one term on the Executive Committee for continuity purposes.

### **IV. Chair and Vice-Chair Roles**

The Chair of the Committee shall;

- Work collaboratively with the Middle States Commission on Higher Education (MSCHE) President and the Vice-Chair of the Committee to prepare and approve the agenda for each meeting;
- Preside at all Committee meetings;
- Ensure appropriate participation by Committee members;
- Promote general discussion among Committee members and invite questions;
- Conduct votes on recommendations that the Committee will present to the Commission for its approval;
- Report on behalf of the Committee at each Commission meeting.
- Facilitate the annual review of the Committee Charter and ensure that changes, if any, are given to staff for incorporation into the Charter if appropriate;

The Vice-Chair of the Committee shall:

- Participate in planning meetings with the Chair and staff as may be necessary;
- Assume the duties of the Chair in his or her absence;
- Conducts the review and discussion of any institution which represents a conflict for the Chair during the course of a meeting;
- Become Chair of the Committee when the current Committee Chair either resigns or leaves the Commission to ensure continuity.

## **V. Roles and Responsibilities of Executive Committee**

**The Executive Committee has the following roles and responsibilities:**

1. Act on budget and other administrative and operational matters, including approvals for new staff positions;
2. Establish additional standing, advisory and ad hoc committees of the Corporation, discharge committees, and approve charters describing each committee's roles and responsibilities;
3. Approve the annual appointment of Commissioners to the standing and advisory Committees of the Commission;
4. Fill interim Commissioner vacancies on the Commission;
5. Oversee and participate in the Corporation's planning process;
6. Review data indicators and guidelines to be used in the Annual Institutional Update to ensure data validity and reliability and to support the quality and integrity of data-informed decision making;
7. Oversee and participate in overall assessment of the functions of the Commission and its Committees;
8. Perform such other duties and responsibilities as the Commission may delegate to it in its action or a Committee charter.

**Each Executive Committee member must:**

1. Understand and honor the MARCHE Bylaws and Commission's policies and procedures that govern the Commission's multi-level accreditation decision-making process;

1. Understand the Commission's: (1) *Standards for Accreditation and Requirements of Affiliation*; (2) *Accreditation Actions Policy and Procedures*; (3) *Application and Candidacy Review Cycle and Monitoring Policy and Procedures*; and (4) *Substantive Change Policy and Procedures and Guidelines*;
2. Strive to apply the *Standards for Accreditation and Requirements of Affiliation* and policies and procedures consistently, fairly, and equitably;
3. Participate in Committee orientation and training;
4. Protect the confidentiality of all Committee meeting materials and deliberations as outlined in the Commission's *Communication in the Accreditation Process Policy and Procedures*;
5. Disclose any potential conflicts of interest and recuse themselves from any discussion, deliberation, or decision making regarding:
  - a. an institution as outlined in the Commission's *Conflict of Interest: Commission Representatives Policy* as well as ensuring that their Commission Representatives conflicts of interest are accurately reflected and updated as necessary in the secure MSCHE portal;
  - b. a business transaction or arrangement that might benefit the private interest of a commissioner as outlined in the Commission's *Conflict of Interest Policy for Corporate Actions* as well as ensuring that their Corporate Conflict of Interest record is current and complete by completing and submitting an updated *Conflict of Interest Disclosure Statements* annually;
6. Understand and conduct activities in accordance with the antitrust compliance principles and complete the *Antitrust Compliance Procedures and Certification Form* and complete the *Statement of Ethical Conduct*;
7. Contribute to the Committee process by:
  - a. Reviewing the Committee agenda and related materials as soon as possible to determine conflicts of interest and workflow preparations;
  - b. Reviewing all materials for the institutions on the Executive Committee agenda;
  - c. Participating in the entire meeting;
  - d. Listening and engaging in all Committee discussions including at the Commission-level;
  - e. Take action, by consensus where possible
8. Support and ensure the integrity of the multi-level accreditation decision-making process and Commission decisions;
9. Notify the Committee Chair and the President, or designee, of any absences so that it may be noted as excused by the Committee Chair (or Vice-Chair when applicable).

## **VI. Role of the MSCHE Staff**

The Committee shall be supported by non-voting MSCHE staff members. The following non-voting MSCHE staff provide support to the Executive Committee: President, members of the



Executive Leadership Team, and other designated staff as may be deemed necessary to the work of the Executive Committee..

The MSCHE President serves as Chief Executive Officer of the Corporation which has day-to-day managerial responsibility over the activities and operations of the Corporation and advises the Executive Committee with regard to those activities and operations that impact the Corporation. The MSCHE President serves as an ex officio, non-voting member of the Executive Committee.

MSCHE staff work collaboratively with the Chair and Vice-Chair of the Committee to propose agendas and prepare meeting materials for each meeting.

The President or President's designee is responsible for posting the agenda and meeting materials in the secure MSCHE portal for all Executive Committee members. The President or President's designee is also responsible for drafting the minutes, handling the logistics and communications for each Executive Committee meeting including extending invitations to external guests who appear before the committee, managing the assignment of Corporate Officers and Commissioners to the Committee, tracking the members terms, tracking and updating topics for meetings, and carrying forward all other Committee Charter recommendations to the Executive Committee for review and consideration.

Other members of the Executive Leadership Team who provide organizational wide leadership also participate in meetings of the Executive Committee and provide information specific to the Committee and agenda items.

## **VII. Meeting Dates and Times**

As required by the MARCHE Bylaws, the Executive Committee shall meet at least six (6) times annually, and meetings are typically scheduled on either the third or last Thursday of the month. Meetings will be held virtually and will be two hours in duration, from 8:00 to 10:00 a.m. unless otherwise agreed upon. The Executive Committee Chair or Vice-Chair may call for additional meetings to be held in order to fulfill its responsibilities. These meetings will be held either virtually or by email.

The Executive Committee Chair and Vice-Chair will not call for meetings to be held if they conflict with a Commission meeting, and instead will meet at a date and time that holds no conflict. Commission meetings are typically held in March, June, and November. As necessary, the Committee will meet in a joint session with other committees regarding items of concern to both committees.

## **VIII. Absenteeism**

Unexcused or excessive absences may result in follow-up conversations with the Chair and Vice-Chair of the Committee. Reports of participation will be provided to the Commission Chair and Vice-Chair as part of their record keeping on Commissioner participation across meetings.

**IX. Committee Evaluation**

Engage in periodic assessment to ensure the Committee's effectiveness and review the performance of the Committee in relation to the requirements of this Charter and such other matters as the Committee deems appropriate.

By every September, the Committee should review its charter to make recommendations for changes to Executive Committee. Executive Committee will consider the recommendations and vote on the recommended change. If approved, changes go into effective on January 1.

**X. Recordkeeping**

Executive Committee materials will be posted in the secure MSCHE portal for all Executive Committee members to access. This meeting folder has read-only access for all members. Commission staff aim to have materials posted at least two weeks in advance of meetings. Minutes of meetings shall be kept and produced for a vote of approval at the following meeting.

The members of the Executive Committee may request that an Executive Session be held. Because Executive Sessions are confidential, staff only participate in the session when requested by the Executive Committee. The President or President's designee will assist the Executive Committee with scheduling the session if it does not follow a regularly scheduled Executive Committee meeting. Executive Session minutes and materials are confidential and will only be circulated via email to the Executive Committee and the staff present during the Executive Session, not be included with the regular Executive Committee materials, and housed separately in a confidential file in the President's Office or with the Senior Vice President for Legal Affairs & General Counsel. The Executive Session minutes will only reflect the topic(s) of discussion and shall be kept and produced for a vote of approval at the following meeting.

Number: 1  
Version: 2023-01-01 Effective  
Effective Date: January 1, 2022  
Approved: Executive Committee December 1, 2021  
Revised: Executive Committee November 16, 2022



**Corporation:** The Mid-Atlantic Region Commission on Higher Education (MARCHE)  
**Trade Name:** Middle States Commission on Higher Education (MSCHE)

## **Committee on Membership Charter**

*Effective Date: January 1, 2023*

### **I. Authority**

The Committee on Membership is authorized by the MARCHE Bylaws and this Charter to: (1) recruit potential Commissioners to fill anticipated vacancies on the Commission who would represent the diversity of size, ownership and academic nature of the institutional members and reflect the broad geographical and demographic representation by the Commissioners; (2) develop a slate of Commissioner nominees and alternates for the Commission's approval; (3) recommend the election and re-election of existing Commissioners to additional terms; (4) mentor and orient new Commissioners to ensure their active engagement on the Commission; and 5) develop a slate of Executive Committee members and Corporate Officers for the Commission's approval. The Committee on Membership does not hold decision making authority on behalf of MARCHE. It makes recommendations for approval by the Commission.

### **II. Purpose**

The Committee on Membership is a standing Commission Committee with Commission or Executive Committee delegated responsibilities. The primary purpose of the Committee on Membership, as authorized by the Mid-Atlantic Region Commission on Higher Education (MARCHE) Bylaws and this Charter, is to develop and recommend a slate of Commissioner nominees and a slate of Executive Committee members and Corporate Officers for the Commission's approval.

### **III. Membership**

The Committee on Membership shall be comprised of at least five (5) Commissioners, appointed annually by the Executive Committee. The Executive Committee assigns Commissioners, including a Chair and Vice-Chair, annually to serve on the Committee with terms beginning on January 1 and ending on December 31 of the calendar year.

#### **IV. Chair and Vice-Chair Roles**

The Chair of the Committee shall:

- Work collaboratively with the Middle States Commission on Higher Education (MSCHE) President and the President's designees to prepare and approve the agenda for each meeting;
- Provide instructions to the Committee on approaches to its work;
- Preside at all Committee meetings;
- Ensure appropriate participation by Committee members;
- Promote general discussion among Committee members and invite questions;
- Determine consensus on Committee recommendations and conduct votes as may be necessary to present the recommended slates to the Commission for its consideration;
- Hold policy discussions on issues relevant to the Committee;
- Report on behalf of the Committee at each Commission meeting;
- Facilitate the annual review of the Committee Charter and ensure that changes, if any, are given to staff for incorporation into the Charter if appropriate;
- Assist the Executive Committee with the periodic assessment of the Committee's effectiveness and review the performance of the Committee in relation to the requirements of this Charter.

The Vice-Chair shall:

- Participate in planning meetings with the Chair and staff as may be necessary;
- Assume the duties of the Chair of the Committee in his or her absence;
- Conduct the review and discussion of any candidate or institution which represents a conflict of interest for the Chair during the course of a meeting;
- Become Chair of the Committee when the current Committee Chair either resigns or leaves the Commission to ensure continuity.

#### **V. Roles and Responsibilities of the Committee on Membership**

**The Committee on Membership has the following roles and responsibilities:**

1. Ensure the appropriate composition of the Commission and Executive Committee membership based on the Bylaws and regulatory requirements through the:
  - a. Solicitation of nominations for candidates to fill Commissioner vacancies that are expected at the end of each year;
  - b. Evaluation of nominations and the development of a slate of Commissioner nominees for election by the Commission;
  - c. Recommendations for reelection of Commissioners to additional terms;
  - d. Development of a slate of Executive Committee members for election/reelection by the Commission;
  - e. Recommendation of a slate of MARCHE Corporate Officers for election by the Commission.
2. Contribute to the onboarding and orientation of new Commissioners, including serving as mentors.

3. Perform the duties and responsibilities as the Commission or Executive Committee may delegate to it in its action or a Committee charter.

**Each Committee on Membership member must:**

1. Understand and honor the MARCHE Bylaws, Commission's policies and procedures, and regulatory requirements that govern the composition of the Commission and the Executive Committee;
2. Understand the Commission's policies and procedures;
3. Ensure that the Commission remains a diverse body, with diversity reflecting: (1) institutional type; (2) institutional control (3) geographic location; and (4) gender, race and ethnicity as outlined in the materials provided to the Committee prior to the each meeting;
4. Protect the confidentiality of all Committee meeting materials and deliberations as outlined in the Commission's *Communication in the Accreditation Process Policy and Procedures*;
5. Contribute to the selection process by:
  - a. Participating in any pre-meeting of the Committee for orientation, training, and in order to understand the Commission's priorities for filling vacancies;
  - b. Reviewing materials of those nominated to fill the vacancies on the Commission and Executive Committee and for Corporate Officer roles;
  - c. Reviewing the documentation that details the selection process;
  - d. Identifying primary choices and alternates for discussion with Committee members;
  - e. Actively discussing primary choices and alternates with the Committee members;
  - f. Participating in the selection of primary choices and alternates for inclusion on the slates that will be presented to the Commission for its approval;
  - g. Reviewing the instructions provided by the Chair, Vice-Chair, or staff related to each meeting that ensures roles and responsibilities are met.
6. Support and ensure the integrity of the multi-level accreditation decision-making process and Commission decisions;
7. Notify the Chair and the President or President's designee of any absences so that it may be noted as excused by the Committee on Membership Chair (or Vice-Chair when applicable).

## **VI. Role of the MSCHE Staff**

The Committee shall be supported by non-voting MSCHE staff members. The following non-voting MSCHE staff provide support to the Committee on Membership: President, members of the Executive Leadership Team, and other designated staff as may be deemed necessary to the work of the Committee on Membership.

The MSCHE President as the Chief Executive Officer of the Corporation which has day-to-day managerial responsibility over the activities and operations of the Corporation advises the Committee on Membership with regard to ensuring that the Commission continually meets the regulatory requirements as a decision-making body. The Commission is required to have administrative, academic and public representation.

MSCHE staff work collaboratively with the Chair and Vice-Chair of the Committee to propose agendas and prepare meeting materials for each meeting.

The President or President's designee, on behalf of the Committee on Membership, is responsible for managing the process for nominating, appointing, and electing MSCHE Commissioners, Corporate Office and Executive Committee members. The President or President's designee is also responsible for handling the logistics and communications for each meeting, posting the agenda and meeting materials in the secure MSCHE portal for each meeting, recruiting public representatives on behalf of the President's Office, and carrying forward all Charter recommendations to the Executive Committee for review and consideration.

Other members of the Executive Leadership Team who provide organizational wide leadership also participate in meetings of the Committee on Membership and provide information specific to the Committee and agenda items.

## **VII. Meeting Dates and Times**

The Committee on Membership meets three times each year in late-January, early-May and early-October. The Committee meets virtually from 3:00 p.m. to 4:00 p.m. unless otherwise agreed upon. The late-January meeting serves as the pre-meeting for the Committee.

## **VIII. Absenteeism**

Unexcused or excessive absences may result in follow-up conversations with the Chair and Vice-Chair of the Committee. Reports of participation will be provided to the Commission Chair and Vice-Chair as part of their record keeping on Commissioner participation across meetings.

## **IX. Committee Evaluation**

Engage in periodic assessment to ensure the Committee's effectiveness and review the performance of the Committee in relation to the requirements of this Charter and such other matters as the Committee deems appropriate.

By every September, the Committee should review its charter to make recommendations for change to the Executive Committee. The Executive Committee will consider the recommendations and vote on the recommended change. If approved, changes go into effective on January 1.

## **X. Recordkeeping**

The Committee on Membership documents will be posted in the secure MSCHE portal for all Committee members to access. This meeting folder has read-only access for all members. Commission staff aim to have materials posted at least two weeks in advance of meetings. The memos to the Commission serve as the Committee minutes.

Number: 1

Version: 2023-01-01 Effective

Effective Date: January 1, 2023

Approved: Executive Committee December 1, 2021

Revised: Executive Committee November 16, 2022



**Corporation:** The Mid-Atlantic Region Commission on Higher Education (MARCHE)  
**Trade Name:** Middle States Commission on Higher Education (MSCHE)

## **Finance Committee Charter**

*Effective Date: January 1, 2023*

### **I. Authority**

The Finance Committee is authorized by the MARCHE Bylaws and this Charter to assist the Commission with the oversight of the budget, financial, and capital planning, asset disposition plans, reserves, investments, the audit process, and creation and monitoring of internal controls and adherence to generally accepted accounting principles. The Finance Committee is charged with presenting all recommendations to the Executive Committee for its approval. The Executive Committee, when it deems appropriate, may vote to delegate decision-making authority to the Finance Committee.

### **II. Purpose**

The Finance Committee is a standing committee of the Commission with Commission or Executive Committee delegated responsibilities. The primary purpose of the Finance Committee, as authorized by the Mid-Atlantic Region Commission on Higher Education (MARCHE) Bylaws and this Charter, is to assist the Commission with the financial oversight for the organization.

### **III. Membership**

The Finance Committee shall be comprised of at least five (5) Commissioners. Commissioners, including the Treasurer as Chair and a Vice-Chair, are appointed annually by the Executive Committee to serve on the Committee with terms beginning on January 1 and ending on December 31 of the calendar year. The Vice-Chair of the Executive Committee and Commission will serve as *ex-officio* and as a non-voting member to the Finance Committee.

### **IV. Chair and Vice-Chair Roles**

The Chair of the Committee shall:

- Meet and make himself or herself available to MSCHE's Corporation's Certified Public Accountant (CPA) Firm as needed;
- Work collaboratively with the MSCHE President, the MSCHE Vice President for Finance and Chief Financial Officer, and the Vice-Chair of the Committee to prepare and approve the agenda for each meeting;
- Preside at all Committee meetings;
- Ensure appropriate participation by Committee members;



- Promote general discussion among Committee members and invite questions;
- Determine consensus on financial and related policy and procedural matters and conduct votes as may be necessary to present recommended actions that the Committee will present to the Executive Committee or the Commission for its approval;
- Hold policy discussions on issues relevant to the Committee;
- Report on behalf of the Committee at each Executive and Commission meeting.
- Facilitate the annual review of the Committee Charter and ensure that changes, if any, are given to staff for incorporation into the Charter if appropriate;
- Assist the Executive Committee with the periodic assessment of the Committee's effectiveness and review the performance of the Committee in relation to the requirements of this Charter.

The Vice-Chair of the Committee shall:

- Participate in meetings with the Chair and MSCHE's Corporation's Certified Public Accountant (CPA) Firm as may be necessary;
- Participate in planning meetings with the Chair and staff as may be necessary;
- Assume the duties of the Chair in his or her absence;
- Become Chair of the Committee when the current Committee Chair either resigns or leaves the Commission to ensure continuity;
- Participate in planning meetings with the Chair and staff as may be necessary.

## **V. Roles and Responsibilities of the Finance Committee**

**The Finance Committee has the following roles and responsibilities:**

1. Serve in a fiduciary role;
2. Advise the Treasurer with respect to the strategic management of financial, budgetary, and capital plans, asset disposition plans, reserves, investments, and other corporate and fiduciary related matters.
3. Review, update, and recommend corporate finance-related policies for approval;
4. Adhere to the Corporation's *Investment Policy and Procedures and Investment Policy Statement (IPS)*;
5. Maintain a liquidity management strategy in accordance with Policy, Procedures, and the Investment Policy Statement (IPS) with approval of the liquidation of assets required by the Executive Committee and inclusion in reporting to the Commission;
6. Recommend and engage with the Corporation's Certified Public Accountant (CPA) Firm which provides audit, tax & advisory services, receive and review the audit plan, the audit report of the financial statements and Form 990 with the CPA Firm, review the audited financial statements, and review the Form 990 for filing with the Internal Revenue Service (IRS);
7. Accept the annual audited financial statements and governance letter, and provide a recommendation (via corporate resolution) to the Executive Committee regarding the audited financial statements, the governance letter, and the recommended reserves;

8. Recommend the creation, distribution, investment, expenditure, or dissolution of reserves in accordance with established practice, policy, and/or procedures;
9. Recommend the creation, distribution, investment, expenditure, or dissolution of cash surpluses in accordance with established practice, policy, and/or procedures;
10. Report on financial matters to the Executive Committee or the Commission at its regularly scheduled meetings;
11. Review and evaluate the budget and financial plans as presented by the MSCHE Staff and provide recommendations to the Executive Committee;
12. Review and monitor the financial implications of insurance renewal and requirements;
13. Review, monitor, assess and evaluate the financial implications of any:
  - i. long-term contracts or leases, long-term debt, credit lines, or grants; large capital (\$100,000 or more) expenditures or grants; and real estate or other asset acquisitions or disposals;
14. Recommends actions relevant to the Corporation's finances to the Commission or Executive Committee;
15. Perform such other duties and responsibilities as may be delegated in accordance with the Bylaws.

**Each Finance Committee member must:**

1. Understand and honor the MARCHE Bylaws and policies and procedures that govern the Commission's corporate and fiduciary responsibilities;
2. Understand the Commission's *Investment Policy and Procedures* and *Investment Policy Statement (IPS)*;
3. Participate in Committee orientation and training;
4. Protect the confidentiality of all Committee meeting materials and deliberations as outlined in the Commission's *Communication in the Accreditation Process Policy and Procedures*;
5. Disclose any potential conflicts of interest and recuse themselves from any discussion, deliberation, or decision making regarding:
  - a. an institution as outlined in the Commission's *Conflict of Interest: Commission Representatives Policy* as well as ensuring that their Commission Representatives conflict of interests are accurately reflected and updated as necessary in the secure MSCHE portal;
  - b. a business transaction or arrangement that might benefit the private interest of a commissioner as outlined in the Commission's *Conflict of Interest Policy for Corporate Actions* as well as ensuring that their Corporate Conflict of Interest record is current and complete by completing and submitting an updated *Conflict of Interest Disclosure Statements* annually;
6. Understand and conduct activities in accordance with the antitrust compliance principles and complete the *Antitrust Compliance Procedures and Certification Form* and complete the *Statement of Ethical Conduct*;
7. Contribute to the Committee process by:
  - a. Reviewing the Committee agenda and related materials as soon as possible to determine conflicts of interest and workflow preparations;

- b. Participating in the entire meeting;
  - c. Listening and engaging in all Committee discussions including at the Commission-level;
- 8. Support and ensure the integrity of the multi-level accreditation decision-making process and Commission decisions;
  - 9. Notify the Committee Chair and the President or President's designee of any absences so that it may be noted as excused by the Committee Chair (or Vice-Chair when applicable).

## **VI. Role of the MSCHE Staff**

The Committee shall be supported by non-voting Middle States Commission on Higher Education (MSCHE) staff members. The following non-voting MSCHE staff provide support to the Finance Committee: President, members of the Executive Leadership Team, and other designated staff as may be deemed necessary to the work of the Finance Committee.

The MSCHE President as Chief Executive Officer of the Corporation which has day-to-day managerial responsibility over the activities and operations of the Corporation advises the Finance Committee with regard to those activities and operations that impact the finances of the Corporation.

The Vice President for Finance and Chief Financial Officer serves as the manager of the Commission's financial resources and prepares and presents financial plans, operating and capital budgets, revenue and expense analyses, and other financial reports that assist the Finance Committee in determining appropriate financial recommendations to the Executive Committee and Commission.

MSCHE staff work collaboratively with the Chair and Vice-Chair of the Committee to propose agendas and prepare meeting materials for each meeting.

The President or President's designee is responsible for posting the agenda and meeting materials in the secure MSCHE portal for all Finance Committee members. The President or President's designee is also responsible for drafting the minutes, handling the logistics and communications for each Finance Committee meeting including extending invitations to external guests who appear before the committee, managing the assignment of Commissioners to the Committee and tracking the members terms, tracking and updating topics for the quarterly meetings, and carrying forward all Charter recommendations to the Executive Committee for review and consideration.

Other members of the Executive Leadership Team who provide organizational wide leadership also participate in meetings of the Finance Committee and provide information specific to the Committee and agenda items.

**VII. Meeting Dates and Times**

The Finance Committee meets quarterly (September, November, February and May) and meetings are typically scheduled on either the first Tuesday, Wednesday, or Thursday of the month. Meetings will be held virtually and will be scheduled for two hours in duration, from 8:00 to 10:00 a.m. unless otherwise agreed upon. The Finance Committee Chair or Vice-Chair may call for additional meetings to be held in order to fulfill its responsibilities. These meetings will be held either virtually or by email.

The Finance Committee Chair and Vice-Chair will not call for meetings to be held if they conflict with a Commission meeting, and instead will meet at a date and time that holds no conflict. Commission meetings are typically held in March, June, and November.

As necessary, the Committee will meet in a joint session with other committees regarding items of concern or interest to both committees.

**VIII. Absenteeism**

Unexcused or excessive absences may result in the Chair and/or Vice-Chair of the Committee having conversations with committee members to discuss absences and improve participation. Reports of participation will be provided to the Commission Chair and Vice-Chair as part of their record keeping on Commissioner participation across meetings.

**IX. Committee Evaluation**

Engage in periodic assessment to ensure the Committee's effectiveness and review the performance of the Committee in relation to the requirements of this Charter and such other matters as the Committee deems appropriate.

By every September, the Committee should review its charter to make recommendations for changes to Executive Committee. Executive Committee will consider the recommendations and vote on the recommended change, and the changes will be presented to the Commission. If approved, changes go into effective on January 1.

**VIII. Recordkeeping**

Finance Committee materials will be posted in the secure MSCHE portal for all Finance Committee members to access. This meeting folder has read-only access for all members. Commission staff aim to have materials posted at least two weeks in advance of meetings. Minutes of meetings shall be kept and produced for a vote of approval at the following meeting.