



## **Report and Recommendation of the NCATE/TEAC Design Team to Our Respective Boards of Directors**

### **Recommendation**

*That the Executive Board of NCATE and the Board of Directors of TEAC adopt a motion authorizing their Presidents to execute, on behalf of their respective organizations, agreements substantially in the form of Attachment A, which would provide for (1) the creation of The Council for the Accreditation of Educator Preparation, Inc., (CAEP), (2) a transition period of no more than two years to complete the design work and implement its capacity to accredit all institutions and other entities that prepare teachers, administrators and other P-12 professional educators and (3) immediately afterwards, the consolidation of NCATE and TEAC into CAEP as the field's accreditor.*

### **Background**

In the resolution adopted by both governing boards on May and June 2009 (Attachment B), you directed us to

*“report progress on . . . [eight specific tasks] and any emerging proposal(s) to the governing bodies of both organizations on a regular basis, but in any event in time to be considered individually or collaboratively in the 2009-2010 board meetings.”*

To accomplish your charge to us, the entire Design Team met 10 times for two-three days each and worked in numerous additional subcommittee meetings, telephone conversations, e-mail exchanges, and online document edits. We developed a strong collegial working relationship that led to considerable progress on each of the tasks enumerated in your charge. On May 3, 2010, we reported to you on that progress and promised you “a complete Plan of Consolidation and Unification for your consideration, ideally in some joint NCATE/TEAC meeting format in October.”

In addition to the useful comments received from you on our interim report, we have reached out widely to all of our constituencies to utilize their input in developing our proposal, which now includes many elements that were unresolved in the interim report. During this period, we have held numerous face-to-face meetings and conducted webinars with at least hundreds of participants. We have also posted a draft of this report on our websites for comment, reviewed the comments carefully and responded to as many of the commentators as possible. Finally, as planned, we have received from Huron Consulting Group, a firm with extensive experience in the combination of non-profits, a financial model for CAEP, with recommendations for its financial structure, including the equitable and feasible distribution of its projected combined expenses among our various constituencies. With the accomplishment of these necessary tasks, this is the complete plan that was promised.

### **Statement of Purpose**

When the idea of combining NCATE and TEAC was first conceived, its initial objectives were enabling the profession to speak with a single voice about the preparation of teachers, administrators and other P-12 professional educators (P-12 educators) and eliminating unnecessary costs caused by the overlapping activities of two accreditors for the same field. We believe that our plan would more than satisfy those objectives.

As we pursued our task, however, winds of reform continued to sweep through the field of P-12 education. There is general agreement about the importance of P-12 educators in the educational success of their students, and a large combined percentage of new P-12 educators are prepared at institutions that NCATE and TEAC already accredit.<sup>1</sup> Accordingly, our discussion naturally turned to the role that CAEP could play in furthering this reform. In particular, we asked ourselves how we could best structure our new organization to maximize its usefulness in this regard. With its unique potential to bring together higher education, practitioners, P-12 schools, states, Specialized Professional Associations (SPAs) and other disciplinary societies, policy makers and the public, CAEP would be in a unique position of leverage to make the desired changes in P-12 educator preparation actually happen.

We wish to emphasize that we have not approached our task as merely unifying NCATE and TEAC with the least possible change to two accrediting systems that are already quite similar and effective. Rather, we have set a much more ambitious goal: to create a model unified accreditation system. We believe that

---

<sup>1</sup> The two organizations currently have almost 900 institutions on accreditation tracks.

CAEP can elevate educator preparation to the new level of excellence that the public and its policymakers expect.

Such a system would not merely stand as the traditional bar to unsatisfactory professional preparation. Instead, it would encourage and assist all institutions and other entities that prepare educators (“institutions”), even those that already exceed that bar, to go beyond it towards excellence by continuously improving the quality of their completers and programs. CAEP’s goals should be not only to raise the performance of candidates as practitioners in the nation’s P-12 schools, but also to raise the stature of the entire profession by raising the standards for the evidence the field relies on to support its claims of quality. With the great changes currently being proposed and taking place in our field, this is a unique opportunity for us to show the value we add to quality assurance, accountability and the overall performance of the profession.

### **Proposed Plan of Consolidation and Unification**

**1. CAEP.** As soon as the legal formalities can be completed, NCATE and TEAC would create CAEP as a new 501(c)(3) membership corporation. For a period not to exceed two years (Transition), NCATE and TEAC would be CAEP’s members,<sup>2</sup> and an augmented Design Team<sup>3</sup> would serve as CAEP’s interim board of directors (Interim Board). During the Transition, CAEP would engage in the limited activities described in Point 10, below. NCATE and TEAC would continue their separate accreditation activities on an independent basis, although in a highly collaborative fashion. During this transition, CAEP would be funded equally by NCATE and TEAC. When, within the two-year period, the Interim Board concluded that actual consolidation was possible, both organizations would be formally consolidated into CAEP – a new accrediting organization with two accrediting commissions that offer the nation’s institutions a choice in the processes by which they may become accredited.

**2. CAEP Standards.** The consolidated organization must have a set of standards applicable to all its accreditation options if it is to assure itself and the public that the options offered with their different processes would reach the same result on similar evidence. Standards review and revision is a long and complicated process in both NCATE and TEAC. As a first step, however, we have developed a set of CAEP standards consistent with our initial goal that standards should be both “fewer, clearer, and higher” and aligned with current NCATE and TEAC standards and principles (a full version of the proposed

---

<sup>2</sup> The presidents of NCATE and TEAC intend to initiate a campaign for new non-institutional members as soon as CAEP is formed. It may be appropriate to add them directly to CAEP even before the actual consolidation.

<sup>3</sup> To expand representation of the field, the former NCATE and TEAC staff members serving on the Design Team would be replaced by non-staff members but would continue to provide support for the Team. Any further additions would be made in equal numbers by NCATE and TEAC.

standards with their subcomponents can be found in Attachment C, followed by a matrix of alignment between them and the current NCATE Standards and TEAC Quality Principles). We are proposing the following three standards for the initiation of CAEP:

- (1) Candidates demonstrate knowledge, skills and professional dispositions for effective work in schools.
- (2) Data drive decisions about candidates and programs.
- (3) Resources and practices support candidate learning.

A Standards Committee, composed of equal numbers of members from the two Commissions (which embody both the NCATE and TEAC approaches to accreditation and the principle that the whole field should be included), would be charged with monitoring, evaluating and vetting these standards. For CAEP to deliver on its promise that it is more than the *business as usual* of the two prior accreditors, it is important that the Standards Committee bring to the Interim Board as promptly and expeditiously as possible evidence that the CAEP accreditation standards contribute substantively to high quality educator preparation and their recommendations regarding those standards. Subject to some reasonable and fair “grandfathering” period, which will be developed during the Transition, units and programs that are currently seeking or renewing accreditation with either NCATE or TEAC would continue to frame their work in accordance with the accreditation standards and principles they are currently pursuing. Units or programs that seek accreditation under CAEP would be expected to show that they meet CAEP’s common standards, in compliance with policies and processes established by the Commissions under CAEP.

**3. Accreditation Options.** A fundamental principle of the unified system of accreditation is the continued availability of choice with regard to the accreditation process. Both NCATE and TEAC require each applicant for accreditation or re-accreditation to submit a comprehensive self-study document (an Institutional Report for NCATE and an Inquiry Brief or Academic Audit for TEAC) and to host an onsite visit. However, differences exist in the process and logic each organization employs to reach its accreditation decisions. As a result, CAEP through its Commissions would initially offer applicants four options: (1) NCATE’s Continuous Improvement, (2) NCATE’s Transformation Initiative, (3) TEAC’s Inquiry Brief, and (4) TEAC’s Academic Quality Audit. All the CAEP options require an assessment or quality control system. They all also require that the evidence submitted by the applicant be organized in a manner that would enable the Commissions, the Board or any outside reviewer to determine whether CAEP standards were met. They are based on the review of available reliable and valid evidence and require the demonstration of sufficient capacity to offer quality P-12 educator preparation. A description of the four options and related matters is contained in Attachment D. In addition, TEAC currently has a pre-accreditation process, called the Inquiry Brief Proposal, for those who can

show that they are on track and have the capacity to become fully accredited within a five year period. The Design Team is proposing the development of a CAEP pre-accreditation process.

CAEP would have two Commissions that make recommendations about accreditation to the CAEP board. The Commissions would perform the functions currently performed by NCATE's Unit Accreditation Board and TEAC's Accreditation Panel and Accreditation Committee. The names of the two Commissions, at least initially, could include some reference to NCATE or TEAC in their titles, along with CAEP, to give applicants the benefit of the current "*brand*" values, until CAEP has created its own identity as a high quality accreditor. The Interim Board and the Commissions, when appointed, should move quickly to adopt names for the Commissions that would capture the unique essence of their work.

Since both NCATE and TEAC are currently recognized by the U.S. Secretary of Education (USDE) and by the Council of Higher Education Accreditation (CHEA), the accreditation options are of sufficient scope and rigor. However, the CAEP board would be empowered to ensure that such stature and rigor are maintained. It would do so principally by regularly ensuring that both Commissions follow their own processes and by periodically sampling accreditation recommendations, possibly with outside assistance, to ensure that the two Commissions are making similar recommendations on the basis of similar evidence that CAEP standards are met.

A fundamental principle of CAEP is that applicants should be free to elect the option that is most suited to their needs and strengths. CAEP must be vigilant that its plan does not have the unintended consequence of providing unwanted incentives for applicants to choose one option over another. In particular, we are concerned that the choice of an accreditation option should not be differentially linked to the review of specialty preparation programs (e.g., mathematics education or elementary education) by a national organization or the program approval of a state agency. This issue is discussed in greater detail in the next section of this report.

The issue of whether CAEP should accredit "units" (NCATE'S model), "programs" (TEAC's model) or some new common formulation, with which you specifically tasked us in your prior resolution, has been a particularly challenging one. We believe that this issue is part substance and part semantics and should be resolved on the former basis. Accordingly, in order to develop the appropriate semantics for what it is that CAEP accredits, we have agreed on the basic principles that (1) all applicants for accreditation must submit to the Commission of their choice all of the specialty preparation areas that fall within CAEP's common scope of accreditation, as set forth in Attachment D, but (2) that each Commission should have the flexibility to decide how those areas are organized for accreditation review and decision. (For example, NCATE currently makes separate accreditation decisions for initial educator preparation and advanced

educator preparation and allows applicants the option to present them as a single “unit” or separately. TEAC currently requires educational-leadership preparation to be evaluated in a separate self-study. Such flexibility will be continued in CAEP.)

**4. Options for Review of Specialty Preparations.**<sup>4</sup> Because the states award the professional license/certification in many specific areas, they are particularly interested in the specialty preparations, usually require that each be reviewed separately and often rely upon the accreditor to provide disaggregated evidence upon which they can base their own approval decisions. NCATE and TEAC have also found disaggregated evidence about specialty preparations to be necessary in their accreditation decisions, but to date only NCATE has developed relationships with the SPAs for this purpose.<sup>5</sup> The SPAs and many states believe that the national recognition process, which utilizes national standards developed by the SPAs, assures and raises the level of performance in preparation for the various specialties. Also, many institutions appreciate the distinction of having nationally recognized programs built upon national standards. For these reasons, the Design Team decided that national recognition by SPAs should be an important feature of CAEP. Nevertheless, some institutions consider SPA review to be burdensome; and, while TEAC currently has no relationships with the SPAs, many of its accredited programs have still adopted SPA standards. Thus, there is also an opportunity for CAEP to develop a streamlined alternative form of specialty-preparation review to supplement the two that already exist and encourage more programs to seek recognition by the SPAs.

To assist the states and SPAs in their approval and recognition activities and to satisfy CAEP that its requirements maintained their value, CAEP would provide reviews of specialty preparations for institutions and for states. Pursuant to partnership agreements with CAEP (see the next point), CAEP would make two options available to states that did not wish to do their specialty reviews on their

---

<sup>4</sup> The courses of study by which future P-12 educators are prepared for particular state licenses/certifications have traditionally been called “programs,” state review of them has been called “program review” or “program approval,” and SPA review has been called “national recognition of programs.” As discussed immediately above, there is already semantic confusion at the accreditation level between the terms “unit” and “program.” The USDE uses the term “program” in yet another way: more or less as the equivalent of the NCATE “unit.” See, for example, throughout 34 CFR 602. To avoid further semantic confusion, we have coined the term “specialty preparation” for use in this context.

<sup>5</sup> Currently, the NCATE member SPAs, pursuant to NCATE’s state partnership agreements and with administrative support by NCATE, review specialty preparations in NCATE institutions in 28 states. In most other states, NCATE relies on specialty-preparation reviews by the states pursuant to its partnership agreements with them, after finding that the state standards are aligned with the SPA standards, and the state process is similar to that of the SPAs. Many states have adopted state standards for specialty preparations modeled on, or aligned with, the relevant SPA standards. TEAC members must document in their self-study how they meet SPA standards in cases where they have claimed to their states and others that they meet SPA standards.

own. Each option would require evidence that candidates have the knowledge and skills to be effective P-12 educators in those areas.<sup>6</sup> The two options would be facilitated through CAEP processes. The existing independent state-generated process would be a third option.

The states, of course, have sovereign authority over the professional license/certification, legal approval of specialty preparations, and the degree to which they wish to rely on CAEP for assistance in their specialty-preparation approval. Thus, they must be given the first choice as to how specialty preparations will be reviewed throughout their jurisdictions. Then, applicants should be able to select between or among the options that a state has authorized.

The three options are:

Option 1. The first option would lead to national recognition by the associated SPA. It would provide evidence that could be used in making an accreditation decision and could be the basis for state approval, as outlined in a CAEP/state partnership agreement. This CAEP process would be equivalent to the current SPA process used by NCATE and include review of institutional evidence of meeting standards set by individual SPAs and reviewed by the SPA for each submitted specialty preparation seeking national recognition. Any institution seeking CAEP accreditation might choose also to pursue Option 1 for national recognition by the SPA.

Option 2 (new alternative form). The second option, also conducted by CAEP, would provide feedback to institutions and states about each specialty preparation's evidence for meeting state or national standards. This CAEP review process would generate information that would inform an accreditation decision by CAEP and could be used for state approval of specialty preparations but would not lead to national recognition. This process would include review of institutional evidence by a trained CAEP review team as follows:

a. *Evidence.* An institution would complete a single, on-line table that disaggregated evidence by each specialty preparation. The evidence would demonstrate ways in which the specialty preparation met standards specified by the state. This evidence could be provided through hyperlinks to relevant documents and would not be included in a separate report. The evidence would include reliable assessments, scoring guides or rubrics and data to determine if candidates met standards. Institutions could choose the assessments but must include (1) the state test for the content area or the role, if there was such a test, (2) an assessment of the candidate's pedagogical knowledge and (3) an

---

<sup>6</sup> States might continue to use other processes for their own approval of new programs that determine institutional capacity to offer them but do not require evidence of candidate performance.

assessment of the candidate's impact on student learning appropriate for the content area or role of the candidate.

b. *Review Process.* The examination of evidence would be completed in an off-site, pre-accreditation-visit review. Depending on the particular specialty preparations submitted by the institution, there would be up to three teams to review the documentation. The specialty preparations would be clustered, with review teams drawn from experts representing the disciplines in that cluster, into no more than three areas: secondary content (e.g., English, math, science, social studies), cross-age areas (e.g., early childhood, special education, elementary, middle level) and/or school professionals (e.g. technology specialists, administrators, school librarians, school psychologists). CAEP preparation for reviewers would include rigorous and specialized training in evaluation of the quality of standards, evidence and assessments. Initially, reviewers would be recruited from the current NCATE Board of Examiners or SPA reviewers and from TEAC auditors. Reviewers would determine if assessments were adequate to demonstrate candidate mastery of the standards, and if the evidence demonstrated that the preponderance of candidates performed at an acceptable level on the assessments.

c. *Report on the Review.* The review team report to the institution, the state, and CAEP would include feedback about the quality of evidence from each specialty preparation regarding:

- candidates' content knowledge
- candidates' pedagogical knowledge; school professionals' knowledge of requirements of their field
- candidates' impact on student learning; school professionals' impact on a supportive learning environment.

d. *Response to the Review.* After receiving the review team's report, institutions might submit a revised report to clarify information or provide additional documentation. The state could also request that an institution provide additional information in a revised report. If possible, the original review team would evaluate the second submission.

Option 3. The third option would be chosen by a state wishing to perform its own specialty-preparation review process. The elements of the process, including standards, composition and training of review teams, and other quality assurances, would be described in the state partnership agreement with CAEP. The state review process and decisions would be used to approve each specialty preparation and the results and underlying evidence shared with CAEP in order to inform its accreditation decisions.

As a regular part of its continuous quality-improvement practices, CAEP would study all elements of the first two options through its research and evaluation procedures. Such study would include internal review and input from SPAs,



institutions, and states. CAEP's oversight process would include evaluators with expertise in psychometrics, who would assure through their analysis the rigor and consistency of reports across review teams for each option.

Since Option 2 is new, it is not as highly developed as the other two. The Design Team intends to continue actively consulting with NCATE's and TEAC's constituents, particularly institutions, SPAs and states, during the transition, as it develops the details of this option.

**5. State Partnerships.** State partnerships will continue to be very important to the functioning of a consolidated accreditation system, because the links between accreditation and state specialty-preparation approval are mutually beneficial. Partnership agreements clarify the roles of the accreditor, institutions and states with respect to accreditation and the review of specialty preparations, including the responsibility for review and the makeup of review teams. CAEP expects that states will deem it appropriate to seek input from institutions in the development of the partnership agreement.

CAEP would be the party that would enter into these state partnership agreements in the future with the appropriately designated state agencies and maintain them. A committee of the CAEP board would oversee and set policy for the state partnership agreements. In negotiating new partnership agreements with the states, CAEP would incorporate its fundamental principles of choice of accreditation options and choice of streamlined specialty-preparation review requirements for all its applicants. The Design Team/Interim Board would develop a CAEP protocol for the contents of the new agreements as one of its first priorities.

Because of the states' sovereign authority over education, we have two competing principles – CAEP has pledged to insure that applicants will have a choice of accreditation options, and the states also are free to exercise their choice of which of CAEP's options meet their needs. These two principles should not ever be in conflict, if CAEP has properly structured its options; but, in the remote and unfortunate instance where there are disagreements between a state and CAEP, the disagreements would have to be handled on a case-by-case basis. CAEP could not permit a state to lower CAEP standards, for instance, or otherwise alter the standards or processes, so that inconsistent CAEP accreditation decisions might be made from state to state.

**6. Stakeholder Involvement.** Preparers, practitioners, employers, other segments of the profession and the public all have a stake in the effectiveness of educator preparation and should be involved in CAEP. NCATE's broad group of non-institutional members funds a substantial proportion of the cost of NCATE accreditation. TEAC also has non-institutional support from affiliate organizations, states, a few outside benefactors and in-kind contributions from its host institution. We believe that from both a policy and a financial point of view, CAEP must seek non-institutional support on a magnitude no less than that

currently enjoyed by both NCATE and TEAC. The financial plan for CAEP assumes that all current non-institutional members of NCATE and TEAC will continue their involvement in CAEP and maintain their current levels of support. Also, the creation of CAEP presents an opportunity to increase the involvement of segments of the profession that are currently under-represented, particularly the employers for which candidates are being prepared, the broader higher-education community and the academic disciplinary societies. The strength of CAEP will arise in large part from its continued, and hopefully increased, inclusivity of all segments of the profession; and we intend to pursue those opportunities.

**7. Governance.** As stated previously, the initial board of CAEP, during the two-year transition period, would be an augmented Design Team. It would be chaired by the President of TEAC; the President of NCATE would be CAEP's President and CEO. At the conclusion of the Transition, when NCATE and TEAC were consolidated into CAEP, the Design Team/Interim Board would select the consolidated organization's first board, officers and committees from nominations made by the future Stakeholder Members of CAEP (viz., the non-institutional members), but the Chair and President would remain in office.

Both NCATE and TEAC attempt to reflect inclusive stakeholder involvement in their governance as well as in their membership. Inclusivity is an important factor in the ability of an accreditor to act as a representative of its field and a lever of change, and it would be unrealistic to expect the non-institutional members of the profession to continue to provide substantial funding to CAEP without some formal means of participation in its governance as well. Our plan is to combine the best attributes of both the NCATE and the TEAC current board structures in a way that would enable CAEP to be even more inclusive of the profession and other stakeholders.

To achieve this goal, we propose to distribute seats on the board by three sectors:

Postsecondary Expertise (institutions: provosts/chancellors/presidents, other teacher educators; SPAs and other scholarly societies) (8 seats),

P-12 Practitioner, Employer, & Policy Maker (teachers, administrators, chief state school officers/their membership organization/other state officials) (8 seats), and

Public and At Large (e.g., research bodies, PTA) (3 seats).<sup>7</sup>

CAEP's Members and Directors would be able to submit nominations for those seats, as so distributed, to a Nominating Committee, appointed by the Board's

---

<sup>7</sup> We would comply with all USDE and CHEA requirements, including public representatives and members of decision-making bodies who are practitioners and faculty.

Executive Committee, to review all nominations for qualifications and availability. This committee would propose an official slate of candidates for election by the board to serve staggered three-year terms, with the possibility of write-in votes. A small number of seats would be reserved for multiple nominations by our major Stakeholder Members representing sectors (the Council of Chief State School Officers, the two national teachers unions and American Association of Colleges of Teacher Education), but the Nominating Committee would accept nominations from all Members and Directors for the other vacancies on the board. The President and Chairs of the two commissions would be *ex officio* voting members of the Board.

After the consolidation of NCATE and TEAC into CAEP has occurred, we very much want to avoid the notion of former NCATE and TEAC directors. All members of the CAEP board should view their fiduciary duties and loyalties as owed to CAEP, rather than to the organizations that nominated them.

As a fiduciary and policy body, the Board would need committees to perform the necessary operational functions. With the exception of the Executive Committee, it would not be necessary for there to be more than one member of the Board on any committee, other than the Executive Committee, or Commission. This would open up many possibilities for participation in the governance structure by other members. To provide needed expertise and broaden the participation of the entire field, the Nominating Committee would attempt, to the extent practicable, to replicate the sector distributions for the Board on all committees and in the Board's officers and to accept at least one individual proposed by each Stakeholder Member somewhere within the CAEP governance structure. In addition to the Executive and Nominating Committees, we currently envision an Appeals Committee, a Committee for State Partnerships and Content Areas, a Research Committee and an International Committee (to support current efforts in other countries).

As soon as feasible, we would pursue the single USDE and CHEA recognition of CAEP as *the* accreditor for educator preparation. When CAEP is recognized, all accreditation recommendations by the two Commissions would be reviewed by the CAEP board, which would make two formal decisions, one a finding that the Commission had followed established procedures and the other the acceptance of the Commission recommendation on a consent-calendar basis. Any allowable appeals from the accreditation decision would be made to a CAEP appeals committee, in accordance with U.S. Department of Education regulation and CHEA policy.

**8. Bylaws.** To reassure the current constituents of NCATE and TEAC, the arrangements proposed above would be codified in CAEP's bylaws. A draft set of bylaws to be adopted by CAEP substantially in this form, is Attachment E, which describes those arrangements in greater detail. The attachment contains some

fine tuning done in consultation with NCATE's and TEAC's attorneys and has been marked to show all changes from the previous version.

**9. Finance.** A Plan of Consolidation and Unification for two functioning organizations obviously requires a plan for the consolidated entity's financial viability. This naturally involves both expenses and revenues.

As explained in our interim report, we retained Huron Consulting Group, a management consultant firm with experience in the consolidation of non-profits, for the task of building a financial model for CAEP and making recommendations with regard to CAEP's financial structure, particularly the equitable and feasible distribution of those expenses among our various constituencies.

Huron's final report will be attached to our final report to you. Although there was not sufficient time for Huron to develop all the personnel and other cost savings that could be possible through consolidation of functions, the draft submitted to the Design Team already projects a decline in total expenses from \$5,496,000 in the base year of 2008-09 (latest audited financials) to \$5,233,000 in 2012-13 (first fiscal year of combined operation). This reduction in expenses is despite the intervention of four fiscal years of inflationary increases in expenses. Hopefully, further cost reductions can be identified during the Transition, although we caution you that there will be some increases as the result of expanded functions (for example, additional option in review of specialty preparation and growth in institutional membership) and one-time transition costs (for example, enhancement of NCATE's AIMS system to accommodate TEAC's added volume and different processes).

To fund these projected expenses, Huron examined a number of different revenue scenarios, most of which yielded large deficits or surpluses, created undesirable financial incentives to choose one accreditation option over another and/or were so different from current dues and fee structures as to risk being quite unsettling to our current members. Huron eventually settled on what came to be known as the blended scenario, because it used the current NCATE dues structure and the current TEAC fee structure for site visits, adjusted to fit the consolidated entity. In particular,

1. All Stakeholder Members would continue to pay annual dues at the greater of their current NCATE or TEAC rates, automatically adjusted for inflation at two percent annually.
2. All Institutional Members would pay annual dues based on the current NCATE schedule based on numbers of completers, also automatically adjusted for inflation at two percent annually but without any supplement for institutions that do not also belong to AACTE.

3. All applicants for accreditation or re-accreditation would also pay visit fees at the TEAC rate of \$1500 per visitor (BOE member/auditor), plus transportation costs. Applicants choosing a TEAC option would also pay the current TEAC fee of \$2000 per Inquiry Brief (or equivalent). This would be fair in light of the extra staff assistance provided in the TEAC process and the fact that applicants choosing an NCATE option would pay approximately the same amount for the extra visitor, on average, provided under the NCATE process. Thus, the fee schedule would be financially neutral in an applicant's choice of accreditation options, an important goal in devising it. Since all of CAEP's expenses will presumably be impacted by inflation, the fee schedule would also need to be adjusted, but this will be done periodically, rather than on an automatic annual basis.

The blended scenario is projected to yield a balanced budget in the first year of actual consolidation. On the basis of this scenario, Huron has concluded that the model "represents a viable and equitable financial structure for the unified organization . . .," and that the scenario "appears to best fit the proposed unified organization and member needs." Huron cautions, however, that the setting of actual initial dues and fees for a period some two years in the future must await further work by the Design Team/Interim Board and closer projections of the expected operating environment. On the basis of this opinion, however, we have concluded that on a worst-case basis we are presenting to you a plan that is consistent with CAEP's objectives, financially viable and fair to the membership.

Huron's final report, which it has discussed with you in two webinars, is Attachment F.

**10. Transition.** We have had many questions about the activities that would take place during the transition period, not to exceed two years, which would occur between the creation of CAEP and the formal consolidation of NCATE and TEAC into it. Our initial concept was that this time would be used primarily for the Design Team/Interim Board to flesh out the operational details of this plan and to begin speaking for accreditation of P-12 educator preparation with a single voice. In all other respects, NCATE and TEAC would continue their current activities in a totally independent but more collaborative fashion. As we continued our discussions, however, it became apparent that certain CAEP activities requiring staff would have to be started earlier. For example, 50 new state partnerships would have to be negotiated to encompass both Commissions and the changes proposed in the review of specialty preparation. Some of these would require changes in state regulations or even statutes. NCATE's AIMS system would have to be reprogrammed to accommodate both the added volume of applicants currently accredited by TEAC and the differences in process between the two Commissions, as well as the changes in the review of specialty preparation. Also, to the extent that duplicate functions can be consolidated without impinging upon the integrity of the current accreditation activities of

NCATE and TEAC, we should endeavor to achieve those savings for the benefit of our members as soon as possible. Finally, as stated earlier, we have assigned to the CAEP Standards Committee the important task of monitoring, evaluating and vetting the CAEP standards during this period.

To accomplish these additional tasks, it would be necessary to establish some operational capacity in CAEP at the outset. This would be done through the governance structure already described: an Interim Board composed of an enhanced Design Team with the current President of TEAC as its Chair and the current President of NCATE as President and CEO. The President would have full operational responsibility for these activities. During this period, CAEP would be funded equally by NCATE and TEAC out of their own budgets. Wherever possible, the CAEP functions would be performed by NCATE and TEAC staff on temporary or partial assignment to CAEP. Otherwise and in accordance with the original plan, NCATE and TEAC would continue their current activities independently until formal consolidation.

As described in the Background section of this report, the Design Team has actively consulted with all the constituents of NCATE and TEAC throughout the development of this report. Our job is not complete, and many details remain to be decided by the Design Team during the transition, in its new capacity as the founding Board of CAEP. Our report has benefited greatly from those consultations, and we intend to continue a very open and transparent process throughout the transition.

\* \* \*

We are pleased to be able to present you with a complete Plan of Consolidation and Unification in the time frame in which we promised. The passage of additional time since our interim report has only improved the very positive working relationship among members of the Design Team. If you approve our recommendation, we believe that we can use that relationship and the momentum that we have established to create a combined accreditor that will be a source of pride to our profession and help it to achieve the stature that such a crucial service to society deserves. We enthusiastically urge you to authorize us to bring this proposal to fruition.

Respectfully submitted,

Barbara Brittingham, New England Association of Schools and Colleges,  
Commission

on Institutions of Higher Education

Rachelle Bruno, Northern Kentucky University

Barbara L. Cambridge, National Council of Teachers of English

James G. Cibulka, NCATE

Sandra B. Cohen, University of Virginia

Rick Ginsberg, University of Kansas

Donna M. Gollnick, NCATE  
Calvin Johnson, University of Arkansas at Pine Bluff  
Mark LaCelle-Peterson, TEAC  
Frank B. Murray, University of Delaware and TEAC  
Rebecca Pelton, TEAC  
Janice H. Poda, South Carolina Department of Education  
Diana W. Rigden, TEAC  
Blake C. West, Kansas Education Association

October 15, 2010

**Attachment A**

[for Executive Board only]



**Attachment B****NEXT STEP TOWARDS A UNIFIED ACCREDITING SYSTEM  
THAT AFFORDS CHOICE**

WHEREAS, the NCATE and TEAC boards authorized the creation of a Joint Design Team to develop for their approval a unified accrediting system;

WHEREAS, it is widely recognized that in order to improve P-12 education and student learning dramatically the nation must strengthen teacher quality and effectiveness, of which accredited preparation programs are an important component;

WHEREAS, there is a need to unify the profession around the importance of national accreditation in meeting these needs;

WHEREAS, accreditation should be structured to introduce economies of scale and cost effectiveness for accredited programs and other participants in the process;

NOW, THEREFORE, BE IT RESOLVED, that the President is authorized to work with the other members of the NCATE/TEAC Design Team to create an organization that will serve as the entity for offering the nation a unified accrediting system in teacher education affording a choice or comparable pathways for accreditation. Until the new organization is formally approved and created, its work will be conducted by the Joint Design Team on behalf of both existing organizations. Both NCATE and TEAC will continue to operate as legal entities with full authority as at present while the Joint Design Team continues its work. Once that work is completed the NCATE and TEAC Boards will decide what next steps can be taken.

As part of its immediate agenda the team will:

- (1) develop an accreditation framework that continues to offer institutions options for the way in which reports are written and visits are conducted, including the options currently available in the TEAC and NCATE processes;
- (2) explore combining many of the common administrative functions now conducted separately by NCATE and TEAC;
- (3) formulate common accreditation terminology, including accreditation status designations and definitions of "unit" and "program;"
- (4) adopt common accreditation decisions and cycles;
- (5) formulate common requirements necessary to be eligible for accreditation (upon which the Design Team already has made progress);
- (6) explore the development of a common framework and policy for the incorporation of state and SPA program standards in TEAC and NCATE accreditation;
- (7) propose a timetable for exploring the appropriate governance system, finance structure, and leadership for this new organization;
- (8) undertake joint meetings of boards and other common activities that signify progress toward a unified accrediting system as well as a commitment to improving educator preparation.

The Design Team will report progress on the above work and any emerging proposal(s) to the governing bodies of both organizations on a regular basis, but in any event in time to be considered individually or collaboratively in the 2009-2010 board meetings.

---

I The Design Team is considering the name Council for the Accreditation of Programs in Education (CAPE)

## Attachment C

### COMMON STANDARDS FOR EDUCATOR PREPARATION

*The Council for the Accreditation of Educator Preparation (CAEP) will ensure that programs prepare future teachers to know the content of the subject(s) they will teach, know how to teach that content effectively to students from diverse groups and demonstrate their positive impact on P-12 student learning in diverse school settings. CAEP will ensure that other school professionals have the knowledge and skills to support the academic and social development of all students. CAEP will ensure that programs collect, analyze and use evidence of candidate learning to improve the preparation program. CAEP will ensure that programs have the capacity, resources and practices to support candidate learning. These Common Standards for Educator Preparation serve as a framework for the standards, processes and procedures of each Commission in CAEP.*

#### **1. CANDIDATES DEMONSTRATE KNOWLEDGE, SKILLS, AND PROFESSIONAL DISPOSITIONS FOR EFFECTIVE WORK IN SCHOOLS.**

##### **Teacher candidates and completers:**

- know subject matter (including pedagogical content knowledge) and pedagogy.
- teach students in schools effectively and demonstrate their impact on P-12 student learning.
- nurture the academic and social development of all students through professional dispositions such as caring, fairness and the belief that all students can learn.
- use technology to enhance their teaching, classroom management, communications with families and assessment of student learning.
- work collaboratively with the community and other school personnel to support student learning.
- engage in ongoing learning that improves practice.

##### **Other school professionals:**

- know the professional knowledge for their field (e.g., educational leadership or school psychology).
- work effectively with P-12 students, their families and their teachers to support learning and demonstrate the impact of that support on student learning.
- nurture the academic and social development of all students through professional dispositions such as caring, fairness and the belief that all students can learn.
- use technology effectively in their job role to support student learning.
- engage in ongoing learning that improves practice.

#### **2. DATA DRIVE DECISIONS ABOUT CANDIDATES AND PROGRAMS.**

- Decisions are based on evidence from multiple measures of candidates' learning, completers' performance in the schools and school and community conditions and needs.
- The unit has a system for routine self-assessment based on a coherent logic that connects the program's aims, content, experiences and assessments.
- The reliability and validity of each assessment measure are known and adequate, and the unit reviews and revises assessments and data sources regularly and systematically.
- The unit uses data for program improvement and disaggregates the evidence for discrete program options or certification areas.

### **3. RESOURCES AND PRACTICES SUPPORT CANDIDATE LEARNING.**

- Curricula and other program components meet state and/or national standards.
- Field experiences and clinical practice, offered in collaboration with P-12 schools, support candidate development as effective educators.
- Programs provide opportunities for candidates to work with diverse P-12 students and teachers, faculty and other candidates.
- Full-time and part-time faculty members are qualified individually and in aggregate, for academic and/or clinical teaching.
- Support services for candidates/completers are sufficient and equitable.
- Facilities are appropriate and adequate to support candidate learning.
- Administrative structures and financial resources support candidate learning and show parity at the institution.
- Admissions and mentoring policies encourage the recruitment and retention of high quality candidates.
- Provision exists for candidates/completers to voice concerns.
- Policies and practices (academic calendar, grading policy, program requirements, outcome data, etc.) are transparent and consistent.

*The following table, which is still being fine-tuned demonstrates how the work of each Commission currently aligns with each of these standards and their subcomponents:*

## **Alignment of the CAEP Standards with TEAC and NCATE Standards and Processes**

---

### **STANDARD 1: Candidates demonstrate knowledge, skills, and professional dispositions for effective work in schools.**

- Teacher candidates and completers know subject matter (including pedagogical content knowledge) and pedagogy.
- Other school professionals know the professional knowledge for their field (e.g., educational leadership or school psychology)

<p><b>TEAC</b>  <i>Quality Principle 1.1:</i> Programs provide evidence that they have valid and reliable measures of candidate subject matter knowledge or professional knowledge and a functioning quality control system that ensures that <i>Quality Principle 1.1</i> is met. <i>Inquiry Briefs</i> report evidence from at least three most recent academic years; <i>Inquiry Brief Proposals</i> report available pilot evidence as well as baseline evidence required for state program approval (grades, licensure test scores, etc.). All evidence is audited by the TEAC audit team.</p>	<p><b>NCATE</b>  <i>Standard 1 on Candidate Knowledge, Skills, and Professional Dispositions:</i> Candidates preparing to work in schools as teachers or other school professionals know and demonstrate the content knowledge...necessary to help all students learn. Assessments indicate that candidates meet professional, state, and institutional standards.</p>
<ul style="list-style-type: none"> <li>• <b>Teacher candidates and completers teach students in schools effectively and demonstrate their impact on P-12 student learning.</b></li> <li>• <b>Other school professionals work effectively with P-12 students, their families, and their teachers to support learning and demonstrate the impact of that support on student learning.</b></li> </ul>	
<p><b>TEAC</b>  <i>Quality Principle 1.3:</i> Programs provide evidence that they have valid and reliable measures of caring and effective teaching or leadership skills and a functioning quality control system that ensures that <i>Quality Principle 1.3</i> is met. <i>Inquiry Briefs</i> report evidence from at least three most recent academic years; <i>Inquiry Brief Proposals</i> report available pilot evidence as well as baseline evidence required for state program approval (grades, licensure test scores, etc.). All such evidence is also audited by the TEAC audit team.</p>	<p><b>NCATE</b>  <i>Element 1d on Student Learning for Teacher Candidates:</i> ...Teacher candidates assess and analyze student learning, make appropriate adjustments to instruction, and monitor student progress...  <i>Element 1f on Student Learning for Other School Professionals:</i> Candidates for other professional school roles are able to create positive environments for student learning...  <i>Element 3c on Candidates' Development and Demonstration of Knowledge, Skills, and Professional Dispositions To Help All Students Learn:</i> ...Multiple assessment strategies are used to evaluate candidates' performance and impact on student learning.</p>
<ul style="list-style-type: none"> <li>• <b>Teacher candidates and completers nurture the academic and social development of all students through professional dispositions such as caring, fairness, and the belief that all students can learn.</b></li> <li>• <b>Other school professionals nurture the academic and social development of all students through professional dispositions such as caring, fairness, and the belief that all students can learn.</b></li> </ul>	
<p><b>TEAC</b>  <i>Quality Principle 1.2:</i> Programs provide evidence that they have valid and reliable measures of pedagogical knowledge or strategic decision-making skills and a functioning quality control system that ensures that <i>Quality Principle 1.2</i> is met. <i>Inquiry Briefs</i> report evidence from at least three most recent academic years; <i>Inquiry Brief Proposals</i> report available pilot evidence as well as baseline evidence required for</p>	<p><b>NCATE</b>  <i>Element 1g on Professional Dispositions for All Candidates:</i> ,,Candidates demonstrate classroom behaviors that are consistent with the ideal of fairness and the belief that all students can learn...  <i>Standard 4 on Diversity:</i> The unit designs, implements, and evaluates curriculum and provides experiences for candidates to acquire and demonstrate the knowledge, skills, and</p>

<p>state program approval (grades, licensure test scores, etc.). All such evidence is also audited by the TEAC audit team.</p> <p><i>Quality Principle 1.4.2:</i> Programs provide evidence that they have valid and reliable measures of evidence of candidates' knowledge of and experiences with multicultural perspectives.</p> <p><i>Quality Principle 2.3.3:</i> Programs provide evidence that they have valid and reliable measures of evidence that the admissions policies encourage diversity and service in high-demand areas.</p>	<p>professional dispositions necessary to help all students learn. Assessments indicate that candidates can demonstrate and apply proficiencies related to diversity. Experiences provided for candidates include working with diverse populations, including higher education and P-12 school faculty, candidates, and students in P-12 schools.</p>
<ul style="list-style-type: none"> <li>• <b>Teacher candidates and completers use technology to enhance their teaching, classroom management, communications with families, and assessment of student learning.</b></li> <li>• <b>Other school professionals use technology effectively in their job role to support student learning.</b></li> </ul>	
<p><b>TEAC</b></p> <p><i>Quality Principle 1.4.3:</i> Programs provide evidence that they have valid and reliable measures of evidence of candidates' knowledge and use of technology and a functioning quality control system that ensures that <i>Quality Principle 1.4.3</i> is met. <i>Inquiry Briefs</i> report evidence from at least three most recent academic years; <i>Inquiry Brief Proposals</i> report available pilot evidence as well as baseline evidence required for state program approval (grades, licensure test scores, etc.). All such evidence is also audited by the TEAC audit team.</p>	<p><b>NCATE</b></p> <p><i>Conceptual Framework</i> includes candidate proficiencies related to expected knowledge, skills, and professional dispositions, including proficiencies associated with diversity and technology.</p> <p><i>Element 1b on Pedagogical Content Knowledge and Skills for Teacher Candidates:</i> [Candidates] are able to select and use a broad range of instructional strategies and technologies that promote student learning.</p> <p><i>Element 3b on Design, Implementation, and Evaluation of Field Experiences and Clinical Practice:</i> Clinical practice allows candidates to use information technology to support teaching and learning.</p>
<ul style="list-style-type: none"> <li>• <b>Teacher candidates and completers work collaboratively with the community and other school professionals to support student learning.</b></li> </ul>	
<p><b>TEAC</b></p> <p><i>Quality Principle 1.3:</i> Programs provide evidence that they have valid and reliable measures that candidates act as knowledgeable professionals. Evidence for educational leadership candidates addresses collaborative relationships with the community and within the school. <i>Inquiry Briefs</i> report evidence from at least three most recent academic years; <i>Inquiry Brief Proposals</i> report available pilot evidence and baseline evidence required for state program approval. All such evidence is audited by the TEAC audit team.</p>	<p><b>NCATE</b></p> <p><i>Element 1d on Student Learning for Teacher Candidates:</i> [Candidates] are aware of and utilize school and community resources that support student learning.</p> <p><i>Element 1f on Student Learning for Other School Professionals:</i> [Candidates understand and build upon the developmental levels of students with whom they work; the diversity of students, families, and communities; and the policy contexts within which they work.</p>

<ul style="list-style-type: none"> <li>• <b>Teacher candidates and completers engage in ongoing learning that improves practice.</b></li> <li>• <b>Other school professionals engage in ongoing learning that improves practice.</b></li> </ul>	
<p><b>TEAC</b>  <i>Quality Principle I.4.1:</i> Programs provide evidence that they have valid and reliable measures of evidence of candidates' learning how to learn and a functioning quality control system that ensures that <i>Quality Principle I.4.1</i> is met. <i>Inquiry Briefs</i> must evidence from at least three most recent academic years; <i>Inquiry Brief Proposals</i> report available pilot evidence as well as baseline evidence required for state program approval (grades, licensure test scores, etc.). All such evidence is also audited by the TEAC audit team.</p>	<p><b>NCATE</b>  <i>Element 1c on Professional and Pedagogical Knowledge and Skills for Teacher Candidates:</i> Initial teacher candidates "reflect on their practice." Candidates in advanced programs for teachers "reflect on their practice and are able to identify their strengths and areas of needed improvement. They engage in professional activities."</p>

**STANDARD 2: Data drive decisions about candidates and programs.**

<p><b>Decisions are based on evidence from multiple measures of candidates' learning, completers' performance in the schools, and school and community conditions and needs.</b></p>	
<p><b>TEAC</b>  <i>Appendix E:</i> Programs state: a) all the assessments it uses to gather evidence, b) categories of evidence it plans to collect in the future, and c) categories of evidence that it neither collects nor plans to collect, with justification. All extant program data are disclosed and available upon request to the accreditor.</p> <p>During the audit, TEAC also reviews Evidence of Faculty Learning and Inquiry (<i>Quality Principle II</i>): 2.1 Rationale for the assessments; 2.2 Program decisions and planning based on evidence; 2.3 Quality control system.</p>	<p><b>NCATE</b>  <i>Standard 2:</i> The unit has an assessment system that collects and analyzes data on applicant qualifications, candidate and graduate performance, and unit operations to evaluate and improve the performance of candidates, the unit, and its programs.</p> <p><i>Element 2a on Assessment System:</i> Decisions about candidate performance are based on multiple assessments at admission into programs, appropriate transition points, and program completion.</p>
<p><b>The unit has a system for routine self-assessment based on a coherent logic that connects the program's aims, content, experiences, and assessments.</b></p>	
<p><b>TEAC</b>          The program presents the claims it makes that its graduates are qualified, competent, and caring, and aligns those claims to TEAC's principles and to state regulations. It introduces the assessments that will yield the evidence that candidates meet the program's claims and it provides a rationale for why it relies on the assessments it uses.</p>	<p><b>NCATE</b>  <i>Precondition 4 on Conceptual Framework:</i> 4.1 A brief description provides an overview of the unit's conceptual framework. ; 4.2 The vision and mission of both the institution and unit are clearly described; .3 The unit's philosophy, purposes, and goals/organizational standards support its conceptual framework; 4.5 Candidate proficiencies related to expected knowledge, skills, and professional dispositions, including proficiencies associated with diversity and technology, are aligned with the expectations in</p>

	<p>professional, state, and institutional standards.  <i>Element 2.1 on Assessment System:</i> The unit has an assessment system that reflects the conceptual framework and professional and state standards and is regularly evaluated by its professional community.</p>
<p><b>The reliability and validity of each assessment measure are known and adequate, and the unit reviews and revises assessments and data sources regularly and systematically.</b></p>	
<p><b>TEAC</b>  The program describes the assessments it uses, the evidence of candidate learning the assessments yield, and the reliability and validity of faculty interpretations of the evidence. In the <i>Inquiry Brief Proposal</i>, the program describes the pilot evidence of candidate learning yielded to date and the reliability and validity of that evidence, as well as how it will determine the reliability and validity of faculty interpretations on the additional evidence it will be collecting.</p>	<p><b>NCATE</b>  <i>Element 2a on Assessment System:</i> The unit has taken effective steps to eliminate bias in assessments and is working to establish the fairness, accuracy, and consistency of its assessment procedures and unit operations.</p>
<p><b>The unit uses data for program improvement and disaggregates the evidence for discrete program options or certification areas.</b></p>	
<p><b>TEAC</b>  Section 4 (Results): Programs list all the options included in its case for accreditation and evidence for each program option or certification area is disaggregated. Each program option is described in Appendix D (Program Requirements) and aligned to state and national standards.</p>	<p><b>NCATE</b>  <i>Element 2a on Assessment System:</i> The unit disaggregates candidate assessment data when candidates are in alternate route, off-campus, and distance learning programs.   <i>Element 2c on Use of Data for Program Improvement:</i> The unit regularly and systematically uses data, including candidate and graduate performance information, to evaluate the efficacy of its courses, programs, and clinical experiences.</p>

### **STANDARD 3: Resources and practices support candidate learning.**

<p><b>Curricula and other program components meet state and/or national standards.</b></p>	
<p><b>TEAC</b>  Appendix D (Program Requirements): Programs list how each licensure area meets state requirements and/or national standards, in light of program goals and relevant state requirements.</p>	<p><b>NCATE</b>  <i>Standard 1: ...Assessments indicate that candidates meet professional, state, and institutional standards.</i></p>
<p><b>Field experiences and clinical practice offered in collaboration with P-12 schools, support candidate development as effective teachers.</b></p>	
<p><b>TEAC</b>  <i>Quality Principle 1.3:</i> Programs provide evidence of candidate learning in terms of</p>	<p><b>NCATE</b>  <i>Standard 3 on Field Experiences and Clinical Practice:</i> The unit and its school partners</p>



<p>caring and effective teaching skills which includes artifacts from field experiences and clinical practice, field placement assignments, and training of cooperating teachers and university supervisors in terms of candidate assessments.</p>	<p>design, implement, and evaluate field experiences and clinical practice so that teacher candidates and other school professionals develop and demonstrate the knowledge, skills, and professional dispositions necessary to help all students learn.</p> <p><i>Element 3a on Collaboration between Unit and School Partners:</i> The unit, its school partners, and other members of the professional community design, deliver, and evaluate field experiences and clinical practice to help candidates develop their knowledge, skills, and professional dispositions.</p>
<p><b>Programs provide opportunities for candidates to work with diverse P-12 students and teachers, faculty, and other candidates.</b></p>	
<p><b>TEAC</b> <i>Quality Principle 1.4.2:</i> Programs provide evidence that they have valid and reliable measures of evidence of candidates' knowledge of and experiences with multicultural perspectives and a functioning quality control system that ensures that <i>Quality Principle 1.4.2</i> is met. <i>Inquiry Briefs</i> report evidence from at least three most recent academic years; <i>Inquiry Brief Proposals</i> report available pilot evidence as well as baseline evidence required for state program approval (grades, licensure test scores, etc.).</p>	<p><b>NCATE</b> <i>Standard 4 on Diversity:</i> ...Experiences provided for candidates include working with diverse populations, including higher education and P-12 school faculty, candidates, and students in P-12 schools.</p>
<p><b>Full-time and part-time faculty members are qualified, individually and in aggregate, for academic and/or clinical teaching.</b></p>	
<p><b>TEAC</b> Appendix C: Programs provide information on faculty qualifications, teaching responsibilities, and scholarship demonstrating that faculty members are qualified for their teaching assignments. TEAC audits the program's quality control system in terms of <i>Quality Principle 2.3.2</i> faculty (have an accurate and balanced understanding of the field).</p>	<p><b>NCATE</b> <i>Standard 5 on Faculty Qualifications, Performance, and Development:</i> Faculty are qualified and model best professional practices in scholarship, service, and teaching, including the assessment of their own effectiveness as related to candidate performance; they also collaborate with colleagues in the disciplines and schools. The unit systematically evaluates faculty performance and facilitates professional development.</p>
<p><b>Support services for candidates/completers are sufficient and equitable.</b></p>	
<p><b>TEAC</b> <i>Quality Principle 3.1 and 3.2:</i> Programs provide evidence of institutional commitment and capacity for program quality in terms of parity and sufficiency, including evidence that support services available to candidates in the program are equal to the level of support services provided by the institution as a whole and sufficient to support the operations of the program.</p>	<p><b>NCATE</b> <i>Element 6a on Unit Leadership and Authority:</i> The unit ensures that candidates have access to student services such as advising and counseling.</p>
<p><b>Facilities are appropriate and adequate to support candidate learning.</b></p>	

<p><b>TEAC</b>  <i>Quality Principle 3.1 and 3.2:</i> Programs provide evidence of institutional commitment and capacity for program quality in terms of parity and sufficiency, including evidence that facilities, equipment, and supplies allocated to the program by the institution are proportionate to the overall institutional resources.</p>	<p><b>NCATE</b>  <i>Element 6b on Budget:</i> The unit receives sufficient budgetary allocations at least proportional to other units on campus with clinical components or similar units at other campuses to provide programs that prepare candidates to meet standards.</p> <p><i>Element 6d on Unit Facilities:</i> The unit has adequate campus and school facilities to support candidates in meeting standards.</p> <p><i>Element 6e on Unit Resources including Technology:</i> The unit has adequate information technology resources to support faculty and candidates.</p>
<p><b>Administrative structures and financial resources support candidate learning and show parity at the institution.</b></p>	
<p><b>TEAC</b>  <i>Quality Principle 3.1 and 3.2:</i> Programs provide evidence of institutional commitment and capacity for program quality in terms of parity and sufficiency, including evidence that resources allocated to the program are proportionate to the overall allocation of financial resources to other programs at the institution and sufficient to support the operations of the program and to promote success in candidate learning as required by <i>Quality Principle 1. Appendix B (Capacity)</i> also shows parity between program faculty and faculty in other institutional programs.</p>	<p><b>NCATE</b>  <i>Standard 6:</i> The unit has the leadership, authority, budget, personnel, facilities, and resources, including information technology resources, for the preparation of candidates to meet professional, state, and institutional standards.</p> <p><i>Element 6b on Budget:</i> The unit receives sufficient budgetary allocations at least proportional to other units on campus with clinical components or similar units at other campuses to provide programs that prepare candidates to meet standards.</p> <p><i>Element 6e on Unit Resources including Technology:</i> The unit allocates resources across programs to prepare candidates to meet standards for their fields</p>
<p><b>Admissions and mentoring policies encourage the recruitment and retention of high quality candidates.</b></p>	
<p><b>TEAC</b>  <i>Quality Principle 2.3.3:</i> Programs provide evidence that admission policies encourage diversity and service in high-demand areas.</p>	<p><b>NCATE</b>  <i>Supporting Explanation of Standard 2 on Assessment System and Unit Evaluation:</i> The unit uses multiple indicators (e.g., 3.0 GPA, mastery of basic skills, general education knowledge, content mastery, and life and work experiences) to identify candidates with potential to become successful teachers or assume other professional roles in schools at the point of entry into programs.</p>
<p><b>Provision exists for candidates/completers to voice concerns.</b></p>	
<p><b>TEAC</b>  <i>Quality Principle 3.1 and 3.2:</i> Programs provide evidence of institutional commitment and capacity for program quality in terms of parity and sufficiency, including evidence that</p>	<p><b>NCATE</b>  <i>Element 2b on Data Collection, Analysis, and Evaluation:</i> The unit maintains records of formal candidate complaints and documentation of their resolution.</p>

<p>candidate complaints about the program's quality are proportionally no greater or significant than the complaints made by candidates in other programs.</p>	
<p><b>Policies and practices (academic calendar, grading policy, program requirements, outcome data, etc.) are transparent and consistent.</b></p>	
<p><b>TEAC</b>  <i>Quality Principle 3.1 and 3.2:</i> Programs provide evidence of institutional commitment and capacity for program quality in terms of parity and sufficiency, including evidence that policies and practices are adequate for program quality and satisfy federal requirements. Programs provide links to policy manuals, handbooks, catalogs, etc., in response to the welcome letter from the TEAC lead auditor.</p>	<p><b>NCATE</b>  <i>Element 6a on Unit Leadership and Authority:</i> Academic calendars, catalogs, publications, grading policies, and advertising are accurate and current.</p>

## Attachment D

### **Accreditation Choices Offered by the Council for the Accreditation of Educator Preparation**

**REVISED DRAFT July 23, 2010**

The Council for the Accreditation of Educator Preparation offers institutions a choice among four options for accreditation. Each of the options requires institutions to meet CAEP's Standards for Accreditation of Educator Preparation; each offers institutions a distinctive framework for accomplishing the work of accreditation.

Regardless of the accreditation option chosen, institutions that are members of CAEP must meet CAEP Eligibility Requirements. To be eligible for institutional<sup>8</sup> membership in CAEP, an institution must:

1. Show evidence of regional or national accreditation by an institutional accrediting agency recognized by the U.S. Department of Education or its equivalent (*a copy of formal letter from the regional accreditor must be attached to the application*).
2. Show evidence that graduates/completers are eligible for a credential (license, certificate, etc.) from the state (*a copy of state program approval letter must be attached to the application*).
3. Provide demographic information about enrollment, program completers and faculty in the application.
4. Provide links to the catalog, policies and procedures that guide educator preparation, including the published criteria for admission to and exit from all educator preparation programs.
5. Identify the CAEP accreditation option(s) to be pursued and agree to comply with relevant requirements.
6. Acknowledge that accreditation status will be disclosed per CAEP policy.
7. Be willing to provide all information requested by CAEP.
8. Submit a CAEP application form completed by dean/chair and signed by both the dean/chair and the president/CEO.
9. Pay required CAEP fees.

Once an institution has met the eligibility requirements, it becomes a member of CAEP and a candidate for accreditation. The institution has up to five years to achieve accreditation.

---

<sup>8</sup> "Institution" includes organizations, school districts and other entities that are preparing teachers and other school professionals for state licenses.

**The Scope of CAEP Accreditation: What must be accredited?**

Institutions seeking CAEP Accreditation must include all programs that prepare teachers or other educational professionals to work in pre-kindergarten through twelfth grade settings.

**Commissions**

The work of CAEP is organized under two Commissions, one offering the accreditation options currently offered by NCATE, the other offering the options currently available through TEAC. CAEP offers professional development through national workshops, state and regional workshops, webinars and presentations at national meetings to support faculty from member institutions in their accreditation-related work. Each CAEP Commission is guided in its work by a statement of standards or principles that are aligned with the CAEP Standards. Each includes a formative phase in which the institution is guided and supported in completing its self-study. Each requires a site visit. Institutions accredited by either Commission submit an annual report to CAEP.

All institutions, regardless of the accreditation option chosen, must have evidence that the CAEP Standards for Educator Preparation are adequately addressed. Institutions are expected to have a functioning quality control system and regularly to collect and analyze valid and reliable evidence regarding candidates' subject matter knowledge, pedagogical content knowledge, pedagogical knowledge and skills, professional knowledge and skills, professional dispositions and accomplishments in relation to state and professional standards. Evidence must also show that completers are capable of continuing professional growth, using technology in their work, and incorporating knowledge about diversity in their work. Evidence must show that program planning and decisions are based on evidence of candidate learning. Institutions must also have the capacity to offer sound programs and the institutional commitment to continue doing so. All this evidence must be organized in a manner that would enable the Commissions, the Board or any outside reviewer to determine whether CAEP standards were met.

During the two-year transition period during which CAEP is established, each current accreditor (NCATE and TEAC) will continue to refine and improve its respective accreditation options. To as great an extent as possible during that same time period, common procedures, policies and accreditation terms will be developed. Though similar on many dimensions, each Commission's accreditation options offer distinctive emphases and processes. The following description of the options aims to help institutions understand the distinctions as they consider the option or options that best fit their needs.

<b>Accreditation Options of the Council for the Accreditation of Educator Preparation</b>			
All institutional members of CAEP must meet the eligibility requirements and must continue to meet them in order to maintain membership. Institutions with established educator preparation programs can choose from among the accreditation options offered by the two Commissions as detailed below. Each of the options ensures that accredited programs meet the CAEP Standards.			
<u>Pre-Accreditation Process</u>			
A pre-accreditation process will be developed for accrediting new programs, such as the many alternative providers that do not have a track record and brand new teacher education programs in colleges and universities			
<b>Commission A (currently NCATE)</b>		<b>Commission B (currently TEAC)</b>	
<u>Guiding framework</u>		<u>Guiding framework</u>	
Existing NCATE Standards and CAEP Standards		TEAC's Quality Principles and CAEP Standards	
<u>Organizational Unit(s)</u>		<u>Organizational Unit(s)</u>	
Commission A accredits the professional education unit(s) <sup>9</sup> that is responsible for educator preparation. For accreditation purposes, programs <sup>10</sup> are organized by initial teacher preparation and advanced preparation, which includes graduate programs for advanced teaching and other school professionals.		Institutions seeking accreditation through Commission B options can organize their work as best suits the evidence they bring forward. Program <sup>10</sup> options (e.g. licensure areas, endorsements, etc.) can be organized into one or more larger program units <sup>10</sup> that share a common logic, structure, quality control system and similar and comparable categories of evidence. Educational leadership programs are generally presented through a separate self-study.	
<u>Formative Process</u>		<u>Formative Process</u>	
Units submit evidence that they have a well-developed conceptual framework and assessment system. These documents are reviewed by a committee of representatives from stakeholders who write a report approving the institution's readiness to host a visit.		Programs submit drafts of their self-study/studies which are reviewed by a staff evaluator and returned with comments. The formative evaluator and the lead auditor (see below) review a final draft of the self-study document to determine whether or not it is ready to be audited	
<b>Continuous Improvement</b>	<b>Transformational Initiative</b>	<b>Inquiry Brief Process</b>	<b>Academic Quality Audit</b>
<u>Self Study Report</u>	<u>Self Study Report</u>	<u>Self-Study Report</u>	<u>Self-Study Report</u>

<sup>9</sup> The terms "program" and "unit" have not yet been commonly defined by the Design Team. The development of a common glossary is one of the tasks to be addressed during the two-year transition to CAEP. The terms are being used here as the two organizations currently define them.

<p>The unit submits an institutional report (IR) that provides an overview of the institution and conceptual framework, responds to three prompts for each standard, and indicates the steps it has taken to move to the target level on at least one standard.</p> <p>An institution seeking accreditation for the first time submits an IR to establish a baseline for meeting the elements of each standard.</p> <p>An Offsite BOE Team reviews the IR, annual reports, programs submitted for national or equivalent state review, and exhibits of evidence to prepare a report indicating any concerns related to meeting the standards.</p> <p>The unit submits an IR Addendum, which is a response to the offsite report, to the Onsite BOE Team prior to the visit.</p>	<p>(1) The unit submits an institutional report (IR) that describes how the unit has been involved in continuous improvement related to the standards since the previous visit.</p> <p>An Offsite BOE Team reviews the IR, annual reports, programs submitted for national or equivalent state review and exhibits of evidence to prepare a report indicating any concerns related to continuing to meet standards. If all evidence indicates that standards continue to be met, the institution will be declared eligible for the Transformation Initiative (TI) option.</p> <p>The unit submits its IR Addendum, which responds to the Offsite BOE Team Report prior to the visit.</p> <p>(2) The unit submits its proposal for a TI.</p> <p>The Committee on Transformation Initiatives reviews the TI proposal and provides feedback on the plan and its implementation.</p>	<p>The program produces a monograph called an <i>Inquiry Brief</i> showing evidence that program completers have achieved the program's goals, including evidence of candidates' meeting the CAEP Standards.</p> <p>The program must also show evidence of faculty learning, of the existence of a functioning and influential quality control system and of capacity and commitment.</p> <p>The program completes an internal audit of its own quality control system.</p>	<p>The program completes a comprehensive academic audit that encompasses its quality control system and its evidence of candidates' meeting the CAEP Standards. Based on this investigation, the program prepares an <i>Academic Quality Audit Report</i>.</p> <p>The program must also show evidence of faculty learning and of institutional capacity for, and commitment to, program quality.</p> <p>The program develops a plan for future inquiry based on reliable and valid evidence of student learning.</p>
<p><u>Site Visit Team</u></p> <p>The size of the team depends on the size and complexity of educator preparation at the institution, but is generally 3-5 members. State participation on teams is determined by the partnership</p>	<p><u>Site Visit Team</u></p> <p>The size of the team depends on the size and complexity of educator preparation at the institution, but is generally 3-5 members. State participation on teams is determined by the partnership agreement.</p>	<p><u>Site Visit Team</u></p> <p>Site visits are led by a staff member (the lead auditor) and include one or more peer-reviewers (consulting auditors) and a local practitioner identified by the program. State participation on teams</p>	<p><u>Site Visit Team</u></p> <p>Site visits are led by a staff member (the lead auditor) who has also provided formative evaluation. The team includes one or more peer-reviewers (consulting auditors) and a local practitioner identified</p>

<p>agreement. The team includes individuals who represent teacher education, the teaching profession and other CAEP stakeholder groups.</p>	<p>The team includes individuals who represent teacher education, the teaching profession, and other CAEP stakeholder groups. The team for the TI option also includes an expert on the institution's TI.</p>	<p>is determined by the partnership agreement.</p>	<p>by the program. State participation on teams is determined by the partnership agreement.</p>
<p><u>Site Visit Format</u></p> <p>The Onsite BOE Team will validate through interviews, visits to schools and review of other evidence that standards continue to be met, follow-up on areas for concern raised in the Offsite BOE Report and provide feedback on progress toward meeting one or more standards at the target level.</p> <p>The Onsite BOE team writes the team report with recommendations about standards being met and citations of areas for improvement, if any.</p>	<p><u>Site Visit Format</u></p> <p>The Onsite BOE Team will validate through interviews, visits to schools and review of other evidence that standards continue to be met, follow-up on areas for concern and provide feedback on the Transformation Initiative.</p> <p>The Onsite BOE team writes the team report with recommendations about standards being met and citations of areas for improvement, if any.</p>	<p><u>Site Visit Format</u></p> <p>The site visit takes the form of an academic audit in which the auditors seek to verify the evidence presented in the <i>Inquiry Brief</i>. Auditors examine original data sources, reanalyze data presented by the program and corroborate reported data through interviews and data collection.</p> <p>In addition, the Commission conducts independent on-line and on-site surveys of students, faculty and cooperating teachers.</p>	<p><u>Site Visit Format</u></p> <p>The site visit takes the form of an academic audit in which the auditors seek to verify the program's own quality control processes and evidence of student learning. In addition, auditors review the program's plan for inquiry.</p> <p>In addition, the Commission conducts independent on-line and on-site surveys of students, faculty and cooperating teachers.</p>
<p><u>Post-Site-Visit Process</u></p> <p>The unit may submit a rejoinder to the BOE Report. The team chair may respond to the rejoinder.</p> <p>The Commission conducts an in-depth review of the BOE report, rejoinder, and team chair's response to the rejoinder; it also has access to the unit's IR, Offsite BOE Report, and unit's IR Addendum. The Commission</p>	<p><u>Post-Site-Visit Process</u></p> <p>In AIMS, the unit may submit a Rejoinder to the BOE Report. The team chair may respond to the rejoinder.</p> <p>The Commission conducts an in-depth review of the BOE report, rejoinder, and team chair's response to the rejoinder; it also has access to the unit's IR, Offsite BOE Report, and unit's IR Addendum. The</p>	<p><u>Post-Site-Visit Process</u></p> <p>Auditors prepare an Audit Report, which is first shared with the program, then sent to the TEAC Commission, which evaluates the self-study in light of the audit report and case analysis (prepared by staff).</p> <p>Program representatives may be present when their case is considered by the Commission. The</p>	<p><u>Post-Site-Visit Process</u></p> <p>Auditors prepare an Audit Report, which is first shared with the program, then sent to the TEAC Commission, which evaluates the self-study in light of the audit report and case analysis (prepared by staff).</p> <p>Program representatives may be present when their case is considered by the Commission. The</p>



<p>determines whether each standard has been met at both the initial teacher preparation and advanced preparation levels. It recommends a final accreditation decision for each level to the CAEP Board.</p>	<p>Commission determines whether each standard has been met at both the initial teacher preparation and advanced preparation levels. It recommends a final accreditation decision for each level to the CAEP Board.</p>	<p>Commission's recommendation regarding accreditation is forwarded to the CAEP Board.</p>	<p>Commission's recommendation regarding accreditation is forwarded to the CAEP Board.</p>
<p style="text-align: center;"><u>Determination of Accreditation Status</u></p> <p>Each of the Commissions' accreditation recommendations are presented on a Consent Agenda to the CAEP Board, which reviews the process followed in each case and certifies that CAEP has followed its own procedures. The Board makes the final accreditation decisions. When an adverse decision is made by CAEP, an institution may appeal the decision. The CAEP appeals process is common across all program options.</p>			
<p style="text-align: center;"><u>Annual Reports</u></p> <p>Accredited units or programs submit annual reports in a common format to CAEP.</p>			

## Attachment E

### ***BYLAWS: THE COUNCIL FOR THE ACCREDITATION OF EDUCATOR PREPARATION, INCORPORATED***

#### **ARTICLE I - DESCRIPTION AND LOCATION**

**Section 1.01 Name.** The name of the Corporation is The Council for the Accreditation of Educator Preparation, Incorporated. The Corporation may from time to time use the acronym “CAEP” as an alternate name.

**Section 1.02 Mission.** CAEP is a non-governmental, voluntary association of parties committed to the effective preparation of teachers and other P-12 professional educators. Its mission is to recognize, assure and promote the high quality of that preparation in colleges, universities and other organizations through its system of accreditation, for the ultimate purpose of advancing P-12 student learning.

**Section 1.03 Powers.** In furtherance of its objectives, CAEP shall have the following specific powers, in addition to the powers granted to it under law:

1. To develop and promulgate (a) CAEP standards, principles and processes for the pre-accreditation and accreditation of programs and/or units that prepare educators for state licensure in P-12 fields and (b) a choice of comparably rigorous procedures for reviewing, evaluating and pre-accrediting or accrediting those programs and/or units inside and outside the United States in accordance with those standards, principles and processes;

2. To perform those reviews and evaluations and grant those pre-accreditations or accreditations;

3. To publish those reviews, evaluations, pre-accreditations and accreditations;

4. To work with state and foreign agencies responsible for approval of P-12 professional educator preparation in the states, territories, District of Columbia and foreign countries, including providing those with which CAEP has partnership agreements with information requested for use in their own approval and recognition processes;

5. To support the work of its member scholarly societies in assuring and promoting the high quality of specialty preparation for P-12 professional educators;
6. To present the views of its Members to other organizations, institutions, agencies and the general public;
7. To collect and disseminate statistics and other information related to the preparation of P-12 professional educators;
8. To conduct, commission and assist in research and special projects on topics of interest;
9. To sponsor meetings, conferences, workshops and symposia;
10. To conduct promotional activities, including advertising and publicity;
11. To confer appropriate recognitions and awards; and
12. To engage in any other lawful activities to enhance and promote preparation programs for P-12 professional educators and apprise the public of its value, scope, and character.

**Section 1.04 Offices.** The principal office, and any additional offices, shall be located at such place as the Board of Directors of CAEP (the “Board”) shall from time to time designate, provided that at all times CAEP shall maintain a registered office and a registered agent in the District of Columbia.

## **ARTICLE II - MEMBERS**

**Section 2.01 Members.** The initial Members of CAEP shall be its founding organizations: the National Council for the Accreditation of Teacher Education (“NCATE”) and The Teacher Education Accreditation Council (“TEAC”). Prior to the Consolidation (as defined below), additional Members of CAEP may be admitted by action of the Board.

Immediately upon the consolidation of NCATE and TEAC into CAEP (“Consolidation”) as set forth in the Agreement and Plan of Merger among CAEP, NCATE and TEAC, dated October \_\_\_\_, 2010, all members of NCATE and TEAC in good standing and all institutions accredited or pre-accredited by NCATE or in its candidate status as of the Date of Consolidation (as defined below) shall become Members of CAEP. On and after the Date of Consolidation (as defined below), other parties may become Members upon satisfaction of CAEP requirements of eligibility for accreditation, the grant of CAEP pre-accreditation or

accreditation or their acceptance as Stakeholder Members by the Executive Committee.

Effective from the Date of Consolidation, the Members shall be divided into two classes: Institutional Members and Stakeholder Members. Institutional Members are those that have satisfied the requirements of eligibility for accreditation and those that have obtained accreditation by CAEP or, immediately prior to the Consolidation, held candidate, pre-accreditation, or accreditation status granted by NCATE or TEAC. Stakeholder Members are those members of NCATE, TEAC and CAEP in good standing as of the Date of Consolidation that are not designated as Institutional Members pursuant to the preceding sentence and such other educational organizations, states and other agencies or parties that are committed to CAEP's goals and objectives, commit themselves to support them and have been accepted as Members by the Executive Committee. For purposes of these Bylaws, the "Date of Consolidation" shall mean the date and time at which (i) the Mayor (as defined in the District of Columbia Nonprofit Corporation Act) shall have issued a certificate of merger in respect of the articles of merger that are filed with the Corporations Division of the District of Columbia Department of Consumer and Regulatory Affairs, and (ii) a certificate of merger shall have been filed with the Delaware Secretary of State, as applicable.

**Section 2.02 Terms of Membership.** Membership terms for Institutional Members shall be for the terms of their candidate, accreditation or pre-accreditation status by CAEP, NCATE or TEAC, as applicable. Stakeholder Members hold renewable annual terms of membership.

Any membership may be terminated by the Board at any time for good cause, including failure to pay annual dues by June 30 of each year. Loss of candidate, accreditation and preaccreditation status shall automatically cause loss of membership in CAEP.

**Section 2.03 Dues and Fees.** The annual dues and any fees for Members and applicants for accreditation shall be established by the Board and shall be set forth in a schedule based on objective factors, such as number of program completers, number of programs, number of sites, program enrollment and size of visiting teams. Dues for Stakeholder Members may vary by Member and shall be determined by the Board.

**Section 2.04 Meetings.** A meeting of the Members shall be held annually for the discussion of topics of interest and for the transaction of such business as may properly come before the Members. The meeting shall be held on a date, time and place set by the Board. The Board may also call special meetings of the Members for these purposes at any time upon thirty (30) days written notice. Members may not call meetings.

**Section 2.05 Registration Fees.** The Board may authorize the President to set reasonable registration fees for attendance at meetings of the Members.

**Section 2.06 Voting.** The Members shall not have the right to vote on any matter.

**Section 2.07 Notice.** Except as otherwise provided in these Bylaws, whenever notice is required to be given to any Member, it may be given either personally or by sending a copy by first-class or express mail, postage pre-paid, e-mail, facsimile transmission or courier service, charges prepaid, to the address (or the e-mail address or facsimile number) appearing on CAEP's books. Notice shall be effective when sent or dispatched.

### **ARTICLE III - BOARD OF DIRECTORS**

**Section 3.01 Powers.** The affairs, activities, and policies of CAEP shall be managed by or under the direction of its Board. In furtherance, but not in limitation, the Board shall

1. Make policy for CAEP;
2. Appoint the President, who shall serve at the pleasure of the Board;
3. Elect the Directors and Officers of the Board and appoint the members of its committees,
4. Review CAEP's accreditation and non-accreditation activities, standards, policies and procedures;
5. Review and approve the annual budget and, by consent agenda on the recommendation of the Executive Committee, establish budget procedures and provide for and review an annual certified, independent audit of CAEP's financial books and records;
6. By consent agenda, approve the Chair's recommendations for the agendas, times and places for the Board's meetings; and
7. Grant or withhold accreditation by consent agenda based on a Commission's accreditation recommendation and certify whether the Commission followed its policies and procedures in making its recommendations.

8. Periodically review the Commissions' accreditation recommendations to insure comparability of the accreditation options offered by the Commissions.

**Section 3.02 Composition.** The number of Directors on the founding CAEP Board shall be fixed at four (4), and shall be composed of the individuals set forth in the CAEP Articles of Incorporation. Immediately after execution and delivery of the Consolidation Agreement and until the Date of Consolidation, the number of Directors on the Board shall be fixed at fourteen (14) Directors, seven (7) of whom shall be appointed by the Board among individuals nominated by NCATE and seven (7) of whom shall be appointed by the Board among individuals nominated by TEAC.

On and after the Date of Consolidation, the number of Directors on the Board shall be fixed at twenty (20), consisting of the President, the NCATE and TEAC Commission Chairs *ex officio* and seventeen (17) additional Directors. To assure inclusion of all sectors of the profession and other interested parties in the governance of CAEP, the Directors, with the exception of the President, shall be affiliated with Members as follows (it being understood that each of the NCATE and TEAC Commission Chairs shall be designated by the Members as recommended from one of the following positions):

1. Eight (8) Directors, recommended by Members, designated by the Board as from the Postsecondary Expertise sector of the profession, distributed as follows: one (1) provost/chancellor/president, four (4) other teacher educators, two (2) from specialized professional associations, and one (1) from other scholarly societies.

2. Eight (8) Directors, recommended by Members, designated by the Board as from the P-12 Practitioner, Employer, or Policy Maker sector of the profession, distributed as follows: four (4) teachers, one (1) administrator, and three (3) chief state school officers/other state officials.

3. Three (3) Directors, recommended by Members, designated by the Board as from the Public and At Large sector.

Except as otherwise specifically provided by law or these Bylaws and to the extent reasonably practicable, the Board shall maintain this proportional representation in the selection of Officers of the Board and Board committees. For the Board, recommendations for certain seats shall be accepted only from the designated Stakeholder Member specified as follows:

- American Association of Colleges of Teacher Education: one (1) Postsecondary Expertise sector seat designated for other teacher educators, which may be one of its own officers;

- American Federation of Teachers: one (1) P-12 Practitioner, Employer or Policy Maker sector seat designated for teachers, which may be one of its own officers;
- Council of Chief State School Officers: three (3) P-12 Practitioner, Employer or Policy Maker sector seats designated for chief state school officers/other state officials, which may be its own officers; and
- National Education Association: two (2) P-12 Practitioner, Employer or Policy Maker sector seats designated for teachers, which may be its own officers.

Such organizations shall be entitled to recommend persons for the specified seat(s) only for so long as they shall be Stakeholder Members. The Nominating Committee shall determine how many names these organizations shall submit for each such seat.

Additional candidates for any seat may be nominated in writing by any three (3) Directors or twenty-five (25) Members, no less than thirty (30) days before the scheduled election date.

As long as CAEP chooses to be recognized by the U.S. Department of Education (the "DOE") and/or the Council for Higher Education Accreditation ("CHEA"), it shall comply with any other applicable requirements of CHEA and/or the DOE for composition of the Board, including the proportions of educators, practitioners, and members of the public required on its evaluative and decision-making bodies.

**Section 3.03 Election and Term of Directors.** On and after the Date of Consolidation, new Directors shall be appointed by action of such number of Directors constituting at least a majority of the total number of Directors provided by these Bylaws as of the relevant time, including seats that are vacant at such time (such number of Directors, a "Majority of the Board"). On and after the Date of Consolidation, the terms of office of the Directors (other than the President and Chairs of the Commissions) shall be divided as evenly as possible into three (3) Classes: Class I, Class II and Class III. The Class I Directors shall serve an initial term of one (1) year, the Class II Directors shall serve an initial term of two (2) years and the Class III Directors shall serve an initial term of three (3) years. At each annual meeting of the Board after the initial appointment of the new Directors, a Majority of the Board shall elect or re-elect Directors to succeed those Directors whose terms of office shall expire. Such successor Directors shall be so elected from a slate of candidates prepared by the Nominating Committee. Except for certain new Directors who shall serve initial terms of one (1) or (2) years to facilitate the classification of the Board, each Director other than the President and the Chairs of the Commissions shall hold office for a term of three (3) years and until the Director's successor has been elected and qualified or until earlier resignation or removal, except that a Director elected to fill a vacancy shall be elected for the unexpired term of the Director's

predecessor. With the exception of the President and Chairs of the Commissions, no director may serve more than two (2) consecutive three-year terms (it being understood that an initial term of one (1) or two (2) years to facilitate the classification of the Board shall not be considered a three-year term for purposes of this provision). In the case of failure to hold an annual meeting to elect or re-elect Directors, the Directors whose terms of office shall expire shall hold over until their successors are elected and qualify.

**Section 3.04 Vacancies.** Any vacancy occurring in the Board, including by reason of an increase in the number of Directors, may be filled by the affirmative vote of a majority of Directors then in office, although less than a quorum; provided, however, that prior to the Date of Consolidation, the vacancy of a seat designated for appointment by the Board among individuals nominated by NCATE or TEAC may only be filled by an individual nominated by NCATE or TEAC, respectively.

**Section 3.05 Removal.** A Director may be removed for cause at any time by action of the Majority of the Board.

**Section 3.06 Resignations.** A Director may resign at any time by written notice to the Board, President, or Secretary. The resignation shall be effective at the time specified in the notice or on receipt, if no time is specified. Acceptance of a resignation shall not be necessary to make it effective.

**Section 3.07 Quorum and Votes Required for Action.** Unless a greater proportion is otherwise required under these Bylaws or applicable law, a majority of the Directors then in office shall constitute a quorum for the transaction of business. Except as otherwise provided, the act of a Majority of the Board shall be the act of the Board.

**Section 3.08 Meetings.** Regular meetings of the Board shall be held at such places and times as it may designate. There shall be at least one such regular meeting each year, which is referred to as the annual meeting. Special meetings of the Board may be called by or at the request of the Chair, the President or a majority of the Directors then in office. At least fifteen (15) days' notice of the place and time for any regular or special meeting shall be given to each Director by the Secretary.

**Section 3.09 Notice.** Except as otherwise provided in these bylaws, whenever notice is required to be given to any Director, it may be given either personally or by sending a copy by first-class or express mail, postage prepaid, e-mail, facsimile transmission or courier service, charges prepaid, to the Director's address (or to the Director's e-mail address or facsimile number) appearing on CAEP's books. Notice shall be effective when sent or dispatched.



**Section 3.10 Waiver of Notice.** Any Director may waive the right to receive timely notice of any meeting, either before or after the time for notice. A Director's attendance at any meeting shall constitute waiver of notice, excepting attendance to object at the beginning of the meeting to the transaction of business on the ground that the meeting was not lawfully called or convened. Except as otherwise specifically required by law or these Bylaws, neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver.

**Section 3.11 Written Action by Directors; Meetings by Electronic Means.** Any action by the Board may be taken without a meeting, if consent in writing, setting forth the action, shall be signed by all Directors. Such consent shall have the same force and effect as a unanimous vote. The signed documents setting forth such consent by all Directors shall be filed with the Board minutes. Except as otherwise specifically required by law or these Bylaws, Directors may participate in a meeting of the Board or any of its committees by electronic means, such as telephone and Internet conference, by which all persons participating in the meeting are able to communicate with each other, and such participation shall constitute presence in person at the meeting.

**Section 3.12 Compensation of Directors.** CAEP shall not pay any compensation to Directors for services rendered to CAEP in that capacity, except that Directors may be reimbursed, in reasonable amounts, for expenses incurred in the performance of their duties as Directors. Subject to Board approval, Directors may also perform services for CAEP in one or more other capacities and may receive compensation for their performance, if they are reasonable and necessary to carry out the CAEP's exempt purposes, and such compensation is reasonable.

**Section 3.13 Honorary Board of Directors.** The Board may elect or appoint any person to act in an honorary capacity and may create such honorary boards and appoint to them such persons as it deems appropriate. Persons serving in such honorary capacities shall be non-voting Directors and shall not have any of the powers granted to the Board in these Bylaws, or under applicable law.

**Section 3.14 Annual Report.** The Treasurer shall present at the annual meeting of the Board a written report of CAEP's financial activities for the preceding year. The report shall conform to accounting standards promulgated by the American Institute of Certified Public Accountants and shall include a statement of support, revenue and expenses and changes in fund balances, a statement of functional expenses and balance sheets for all funds. Each such annual report must be approved by the Executive Committee and by the Board by consent agenda. It shall then be filed with CAEP's records and duly noted in the minutes of the meeting.

**Section 3.15 Financial Records.** CAEP's annual reports relating to its financial activities shall be kept at its principal office for at least three (3) years following the close of each fiscal year and shall be available to the public for inspection and copying there during normal business hours.

**Section 3.16 Committees.** The Board shall appoint the membership of the standing committees listed below and their chairs. The terms of office of their members shall be divided as evenly as possible into three (3) equal groups of one (1), two (2) and three (3) years. Afterwards, the Board shall fill any vacancies annually by electing individuals for three (3) year terms, renewable once. Unless otherwise specified, each committee shall have at least one (1) Director and one (1) Commissioner from each Permanent Commission (as defined below) as a member. Each committee shall have the duties assigned by these Bylaws and the Board, but no such committee shall have any power or authority to amend any Bylaw. The designation and appointment of any committee and the delegation to it of authority shall not operate to relieve the Board, or any individual Director, of any responsibility imposed upon the Director(s) by law. Any member of a committee may designate one or more persons as alternates, who may replace such member when absent from any meeting of the committee, in all cases subject to the approval of the chair of such committee; provided, however, that in no event shall any person other than another Director be designated as an alternate to serve on the Executive Committee. Unless otherwise provided, the Chair and President may attend all committee meetings.

Except as otherwise provided in these Bylaws, on and after the Date of Consolidation, the standing committees shall be:

**A. Executive Committee:** The Executive Committee shall consist of the Chair, the Vice-Chair, the Treasurer, the President, the Commission Chairs and the Chair of the Nominating Committee. The Executive Committee shall have the authority to make decisions on behalf of the Board for administrative matters and time-critical matters that arise between Board meetings. It shall also evaluate the performance and set the compensation of the President, oversee CAEP's financial operations and approve new Stakeholder Members. The President shall excuse himself or herself when his or her own performance and compensation is discussed by the Executive Committee, except when the Executive Committee wishes to discuss these matters with him or her. The Executive Committee shall be the only committee of the Board that shall have and exercise the authority of the Board in the management of CAEP.

**B. Nominating Committee:** The Nominating Committee shall consist of nine (9) persons. Annually and whenever else needed, it shall solicit recommendations from Members and present to the Board a slate for the election or re-election (whether at the annual meeting, to fill one or more vacancies, or otherwise) of Directors, Officers of the Board and committees other than itself. To the extent reasonably practicable, but subject to the requirements

of Section 3.02, the Nominating Committee shall attempt to involve all Stakeholder Members actively in CAEP by supporting the service of at least one person recommended by each of them on the Board or one of its committees, unless such a person is already serving on a Commission. The Executive Committee shall, annually and whenever else needed, solicit recommendations from Members and present to the Board a slate for all vacancies on the Nominating Committee. The Chair and the President may attend meetings of the Nominating Committee, except when their own names are discussed. Members of the Nominating Committee shall similarly excuse themselves when their own names are discussed, unless the Nominating Committee wishes to discuss that matter with them.

**C. Appeals Committee:** The Appeals Committee shall consist of fifteen (15) members which shall include former members of the Commissions, the NCATE Unit Accreditation Board and/or the TEAC Accreditation Committee. No Appeals Committee member shall be a current Board member or member of the NCATE or TEAC Commissions. For each appeal of an accreditation decision by the Board, the President shall appoint an appeals panel of five (5) members drawn from the Appeals Committee, a majority of whom shall have formerly served on either the NCATE or TEAC Commission, and which shall include at least one representative of the public consistent with the DOE's regulations and interpretations. In no case shall an appeals panel member be appointed who was involved in the accreditation recommendation subject to appeal. The panel shall hear and finally decide the appeal pursuant to appeals procedures developed by CAEP.

**D. State Partnership and Content Areas Committee:** The State Partnership and Content Areas Committee shall consist of such number of individuals as may be determined by the Board. The Board shall also specify the number of individuals who shall be state education officials or from specialized professional organizations. The State Partnership and Content Areas Committee shall develop policies for CAEP's partnership agreements with the states, such as requirements for the participation of state representatives in CAEP site visits, which shall include all Commissions; review and approve such agreements on the basis of those policies; develop policies and procedures for reviewing specialty area studies, both in support of such reviews by member scholarly societies and directly, and generally develop and oversee CAEP's role in the review of such studies. The State Partnership and Content Areas Committee's actions will constitute recommendations to the Board, but, except for matters of general policy, they shall be reviewed by the Board by consent agenda.

**E. Standards Committee:** From and after the date of adoption of these Bylaws and until the Date of Consolidation, there shall be a Standards Committee which shall consist of eight (8) individuals, four (4) of whom shall be among individuals who are recommended by the President of NCATE and four (4) of whom shall be among individuals who are recommended by the President

of TEAC. On and after the Date of Consolidation, the Standards Committee shall consist of such number of individuals who are also Commissioners as may be determined by the Board, provided such individuals shall be in equal numbers from each Commission. The Standards Committee shall periodically review CAEP's standards and recommend to the Board any changes that such committee may consider appropriate.

**F. Research Committee:** The Research Committee shall consist of such number of individuals as may be determined by the Board. The Research Committee shall review and promote research on P-12 professional educator preparation and the effectiveness of CAEP in achieving its mission. The Committee shall review requests from outside researchers for access to CAEP's information for their research. It shall also conduct the Boards' periodic review of the Commissions' accreditation recommendations to insure comparability of the options offered by them. The Committee's recommendations shall be reviewed by the Board, which shall be by consent agenda, except for the last matter.

**G. International Committee:** The International Committee shall consist of such number of individuals as may be determined by the Board. The International Committee shall develop and propose to the Board policy for CAEP's activities outside the United States.

The Board may appoint other standing committees, *ad hoc* or special committees as it deems necessary.

The members of any committee may participate in a meeting of the committee by means of conference telephone, video conferencing, or similar technology by means of which all persons participating in the meeting can communicate with each other at the same time, and such participation shall constitute presence in person at the meeting.

## ARTICLE IV - COMMISSIONS

**Section 4.01 Purpose.** At least two Commissions shall manage and conduct the accreditation functions of CAEP. One commission shall conduct its accreditation functions in accordance with the published requirements and policies of NCATE, as in effect at the time of the Consolidation, and be called the "NCATE Commission". Another commission shall conduct its accreditation functions in accordance with the published requirements and policies of TEAC, as in effect at the time of consolidation, and be called the "TEAC Commission" (and, together with the NCATE Commission, the "Permanent Commissions"). The Permanent Commissions may adopt alternative names upon approval of the CAEP Board.

**Section 4.02. Number of Commissions.** The Board may create, appoint and disband additional commissions (collectively with the Permanent Commissions, the “Commissions”), but there shall always be at least the NCATE and TEAC Commissions.

**Section 4.03 Number of Commissioners and Assigned Staff and Terms of Commissioners.** The number of Commissioners, CAEP staff and resources assigned to each Commission shall be sufficient to provide for the expected number of accreditation cases each year. Each Commission may determine the number of its Commissioners annually. Commissioners shall serve for a four year term, renewable once.

**Section 4.04 Selection of Commissioners and Chairs.** On and after the Date of Consolidation, the initial Commissioners and Chairs of the Permanent Commissions shall be the members and chair of the NCATE Unit Accreditation Board for the *NCATE* Commission and the members and director of the TEAC Accreditation Panel and the members of the Accreditation Committee for the *TEAC* Commission. Their terms as Commissioners will conclude with the completion of their then appointments to the NCATE or TEAC body. As vacancies occur, new Commissioners shall be appointed as needed by each Commission for terms of four (4) years, renewable once. They shall have completed training for their roles as Commissioners. They shall be selected by majority vote of the Commission from persons who have been nominated by Stakeholder Members and represent each of the three sectors for Members, provided that for each Commission at least one Commissioner shall be a representative of the public consistent with the DOE’s regulations and interpretations. Chairs of Commissions shall serve renewable two (2) year terms and shall be elected by each Commission from its Commissioners by majority vote.

**Section 4.05 Modifications of Commission Practices.** The Commissions may change their policies, procedures, number of options and practices, subject to a review and finding by the Board of continued comparability of the accreditation options offered by each Commission. A two-thirds vote of the Board is required for modification of any Commission’s policies, procedures, number of options or practices that was not proposed by that Commission.

**Section 4.06 Commission Responsibilities.** Each Commission shall formulate and keep up-to-date written statements of its procedures for accreditation recommendations. Each Commission shall have the responsibility to present to the Board its recommendations regarding the accreditation status of those institutions whose accreditation reviews it has conducted. As long as CAEP chooses to be recognized by the DOE and/or CHEA, the Commissions shall comply with any other applicable requirements imposed by such entities for such recognition. Each Commission may determine how to organize itself, by way of committees or otherwise, in order to carry out its responsibilities and shall also

have jurisdiction of such other matters as pertain to those Institutional Members and applicants for accreditation that have selected the Commission, but which are not of concern to another Commission or to CAEP.

## **ARTICLE V - OFFICERS OF THE BOARD**

**Section 5.01 Officers.** The Officers of the Board (“Officers”) shall be a Chair, a Vice-Chair, a Secretary, a Treasurer, a Chair of the Nominating Committee and such other officers and assistant officers as may be determined by the Board.

**Section 5.02 Election and Term of Office.** Only Directors shall be eligible to serve as Officers. The Officers shall be elected by the Board for a term of two (2) years and until their successors have been elected and qualified, but the term may not exceed the Officer’s term as a Director. The number of consecutive terms which an Officer may serve is unlimited while serving on the Board. The election of an Officer shall not of itself create contract rights.

**Section 5.03 Resignation.** Any Officer may resign at any time by giving written notice to the Board, the President or the Secretary. Any such resignation shall take effect at receipt or such other specified time, and, unless otherwise specified, no acceptance of such resignation shall be necessary to make it effective.

**Section 5.04 Removal.** Any Officer may be removed for cause at any time by action of a Majority of the Board; provided, however, that removal of an Officer shall be without prejudice to the Officer’s contract rights, if any.

**Section 5.05 Vacancies.** A vacancy in office may be filled for the unexpired portion of the term by the affirmative vote of a Majority of the Board.

**Section 5.06 Powers and Duties of Officers.** Subject to the control of the Board, all Officers as between themselves and CAEP shall have such authority and perform such duties in the management of the property and affairs of CAEP as may be provided in these Bylaws or by resolution of the Board not inconsistent with these Bylaws, and, to the extent not so provided, as generally pertain to their respective offices.

**A. Chair.** The Chair shall preside at all meetings of the Board, prepare, with the help of staff and including any items requested by the President, the agenda for Board meetings and perform all duties customary to the office of Chair when its holder is not also Chief Executive Officer. The first Chair shall be the current President of TEAC.

**B. Vice-Chair.** In the absence of the Chair or in the event of the Chair's inability or refusal to act, the Vice-Chair shall perform the duties of the Chair and, when so acting, shall have all the powers of, and be subject to, all the restrictions upon the Chair.

**C. Secretary.** The Secretary shall be responsible, with the assistance of staff, for keeping an accurate record of the proceedings of all meetings of the Board, shall see that all notices required by these Bylaws or by law are given and, in general, shall perform all duties customary to the office of Secretary. The Secretary shall have custody of the corporate seal and shall have authority to affix it to any instrument; and, when so affixed, it may be attested by the Secretary's signature. The Board may authorize any other Officer or the President to affix the seal of CAEP and to attest the affixing by his or her signature. The Secretary shall also be the Secretary of CAEP.

**D. Treasurer.** The Treasurer, with the advice and approval of the Executive Committee and with the help of staff, shall have the custody of, and be responsible for, all funds and securities of CAEP, prepare and submit the annual budget to the Board, direct the financial affairs of CAEP and keep the Board fully informed about all matters involving CAEP's finances. Annually and whenever else required by the Board, the Treasurer shall render a statement of accounts. The Treasurer shall at all reasonable times exhibit the books and accounts to any Director. The Treasurer shall also be the Treasurer of CAEP.

## **ARTICLE VI - PRESIDENT**

The President shall be Chief Executive Officer and shall have general supervision over the activities and operations of CAEP, subject to the control of the Board. The President may (a) execute and acknowledge, in the name and on behalf of CAEP, contracts or other instruments; (b) appoint members of advisory committees; (c) attend, or designate an Officer or staff member to attend, Commission meetings in a nonvoting capacity and (d) perform such other duties as are incident to the office of President, when such person is also Chief Executive Officer. The first President of CAEP shall be the current President of NCATE.

## **ARTICLE VII - STAFF**

**Section 7.01 Appointment.** The President may appoint agents and employees who shall have such authority and titles and perform such duties as the President may prescribe. The President may remove any agent or employee at any time with or without cause. Removal shall be without prejudice to such person's

contractual rights, if any. The appointment of such person as an agent or employee shall not itself create contractual rights. The initial CAEP staff assigned to assist the Commissions shall be appointed, respectively, by the Presidents of NCATE and TEAC.

**Section 7.02 Compensation.** CAEP may pay compensation in reasonable amounts to agents and employees for services rendered, such amounts to be determined by the President, within the budget authority granted by the Board. Agents and employees may also be reimbursed for expenses incurred in the performance of their duties to CAEP, in reasonable amounts.

## **ARTICLE VIII – MISCELLANEOUS**

**Section 8.01 Fiscal Year.** The fiscal year of CAEP shall start on the 1<sup>st</sup> day of July of each year, unless otherwise determined by the Board.

**Section 8.02 Corporate Seal.** The corporate seal shall be circular in form, shall have the full name of CAEP inscribed thereon and shall contain the words “Corporate Seal,” the state or district of incorporation and the year CAEP was formed in the center, in such form as may be approved from time to time by the Board.

**Section 8.03 Contracts and Other Documents.** The Board may, except as otherwise specifically required by law or these Bylaws, authorize any officer, employee or agent to enter into any contract or execute and deliver any instrument or document on behalf of CAEP. Such authority may be general or confined to specific instances.

**Section 8.04 Checks, Drafts, Loans, Etc.** All checks, drafts, loans or other orders for the payment of money, notes, or other evidence of indebtedness issued in the name of CAEP shall be signed by such officer or agent and in such manner as shall be from time to time be determined by the Board. In the absence of such determination, such instruments shall be signed by the President and countersigned by the Treasurer.

**Section 8.05 Books and Records.** CAEP shall keep at its principal office (1) correct and complete books and records of account; (2) minutes of the proceedings of the Members, Board and any committee having the authority of the Board; and (3) a current list of the Members, Directors, and Officers and their addresses.



**Section 8.06 Gifts, Grants and Bequests.** CAEP shall have the authority to seek gifts, grants, and bequests.

**Section 8.07 Funds.** CAEP's funds shall be deposited to its credit in such banks or other depositories as may be authorized by the Board.

## **ARTICLE IX - AMENDMENT OF ARTICLES OF INCORPORATION AND BYLAWS**

The Articles of Incorporation may be amended by a Majority of the Board, provided such amendment is in conformity with the purposes for which CAEP was established.

The Bylaws may be altered, amended, or repealed, and new Bylaws may be adopted, by a Majority of the Board. Notice of any proposed revision to the Bylaws shall be mailed to Director at least thirty (30) days prior to the meeting at which the revision is to be considered.

## **ARTICLE X - INDEMNIFICATION AND INSURANCE**

CAEP shall, to the full extent permitted by law, indemnify any Director or Officer, any former Director or Officer and any person who may have served at its request as a director or officer of another corporation, whether for profit or not for profit, and may, by resolution of the Board, indemnify any employee or agent, against any and all expenses and liabilities actually and necessarily incurred by any such person or imposed on any such person in connection with any claim, action, suit, or proceeding (whether actual or threatened, civil, criminal, administrative or investigative, including appeals) to which the person may be or is made a party by reason of being or having been such Director, Officer, person, employee or agent; subject to the limitation, however, that there shall be no indemnification in relation to matters as to which such person shall be adjudged in such claim, action, suit, or proceeding to be liable (i) to CAEP, (ii) on the basis that personal benefit was improperly received by such person, whether or not the benefit resulted from an action taken in the person's official capacity, or (iii) for negligence or misconduct in the performance of a duty.

The Directors who are not parties to such action, suit, or proceeding (the "disinterested Directors") shall determine in each instance whether the conditions for indemnification specified in this section have been met, provided that a sufficient number of disinterested Directors are present to constitute a quorum of the whole Board. If no such quorum can be assembled, or at the option of the Board in the exercise of which all Directors shall be eligible to participate, the

determination shall be made by independent counsel in a written opinion. No allegation in a complaint or similar claim and no settlement shall in itself create any presumption adverse to the person seeking indemnification.

Amounts paid in indemnification of expenses and liabilities may include, but shall not be limited to, counsel fees and other fees, costs and disbursements; and judgments, fines, and penalties against, and amounts paid in settlement by, such Director, Officer, person, employee or agent. CAEP may advance expenses to, or where appropriate may itself at its expense, undertake the defense of, any such person; provided, however, that such person shall undertake to repay or to reimburse such expense if it should be ultimately determined that person is not entitled to indemnification under this Article.

The indemnification provided by this Article shall not be deemed exclusive of any other rights to which such Director, Officer, person, agent or employee may be entitled under any statute, Bylaw, agreement, vote of the Board, or otherwise and shall not restrict the power of CAEP to make any indemnification permitted by law.

The Board may authorize the purchase of insurance on behalf of any Director, Officer, employee, agent or person who may have served at CAEP's request as a director or officer of another corporation, whether for profit or not for profit, against any liability asserted against or incurred by such person which arises out of such person's status with CAEP out of acts taken in such capacity, whether or not CAEP would have the power to indemnify the person against that liability under law.

In no case, however, shall CAEP indemnify, reimburse, or insure any person for any taxes imposed on such individual under chapter 42 of the Internal Revenue Code of 1986, as amended (the "Code"). Further, if at any time CAEP is deemed to be a private foundation within the meaning of section 509 of the Code no payment shall be made under this Article if such payment would constitute an act of self-dealing or a taxable expenditure, as defined in section 4941(d) or section 4945(d), respectively, of the Code.

If any part of this article shall be found in any action, suit, or proceeding to be invalid or ineffective, the validity and the effectiveness of the remaining parts shall not be affected.

## **ARTICLE XI – DISSOLUTION OF THE CORPORATION**

Unless otherwise specifically provided by law, CAEP may be dissolved at any time by the written consent of not less than a Majority of the Board. Subject to applicable law and the requirements set forth in Article VIII of CAEP's Articles of

Incorporation, in the event of dissolution other than for purposes of reorganization of CAEP, whether voluntary or involuntary or by operation of law, the property of CAEP and any proceeds of that property shall be distributed to the Commissions in proportion to the number of Institutional Members that have elected accreditation by each Commission at the time of the dissolution vote, but only after payment of CAEP's debts and after return of assets requiring return upon dissolution, in accordance with applicable law.

\* \* \* \* \*

**Attachment F**

[for Executive Board only]