



TO: IACET Individual and Accredited Provider Members

FROM: Peter Finn, IACET Chair and Sumi Deal, IACET Secretary, and Chair of the Bylaws, Policies and Procedures Committee

SUBJECT: Proposed revisions to the IACET Bylaws, Policies, and Procedures

The purpose of this correspondence is to introduce the proposed changes to IACET Bylaws. IACET's Bylaws require a membership vote to affirm collective changes, and it is our goal to provide you with an explanation for why the changes are needed so you can make an informed decision when voting starts on May 23, 2019. Policy and procedure changes have been approved already by the Board but are contingent on passage of new bylaws to be enacted.

The Bylaws changes were designed by the IACET Bylaws, Policies and Procedures Committee after a thorough process of examining options for improving IACET governance. Those changes were vetted by a parliamentarian and attorney for validity and compliance with non-profit law. The Board of Directors then examined the proposed governing documents and unanimously voted to approve them and subsequently is referring the Bylaws to the membership for a vote.

Here is a brief explanation of the changes.

## Introduction

Since formation in the 1970s, the International Association for Continuing Education and Training (IACET) has primarily performed one major function, accredit learning providers against a standard for instructional design and delivery. In 2015, the Board of Directors (BOD) began to make shifts toward doing more to serve the adult learning community. These changes included hiring a staff CEO, transitioning away from management companies, expanding programs, investing in technology and more. These changes were driven by two strategic objectives:

- 1) better serve accredited providers with services relevant to their work in adult learning,
- 2) growing and diversifying revenue streams.

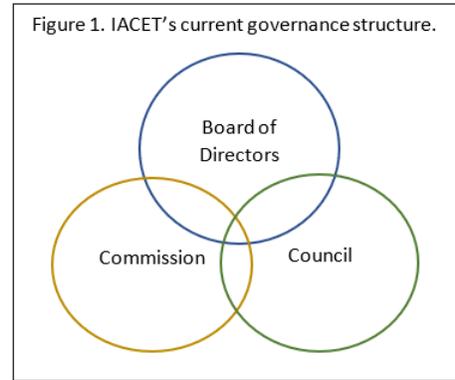
IACET's traditional governance approach, developed in the 1970s and 1980s, involves three inter-related bodies; the Board of Directors, Commission, and Council.

## IACET's Current Governance Model

IACET's current model of governance is illustrated in *Figure 1* and has three interconnected circles. Under this governance model, the movement of one circle/group is affected by the other two. Where this effect has been most observable is when the Board of Directors make desired changes for the organization, some of those changes become subject to the will and priorities of the interconnected groups. Linkages holding the circles together include a variety of requirements for mandatory inclusion of

members of one group on the Board or certain committees to contribute to issues outside their work scope.

**There are two objectives identified by the IACET Board of Directors and its BLPP Committee that contribute to IACET moving forward as one body** and solving issues caused by interconnected stakeholders with different motivations, visions, goals, and agendas.



- 1.) **Modify the governance structure that places the Board of Directors as the clear and practical head of the organization** and delineating clearer lines of authority and responsibility.
- 2.) **Improving the workgroup membership eligibility and recruitment process.**

The proposed changes to the Bylaws, Policies, and Procedures accomplish both important objectives.

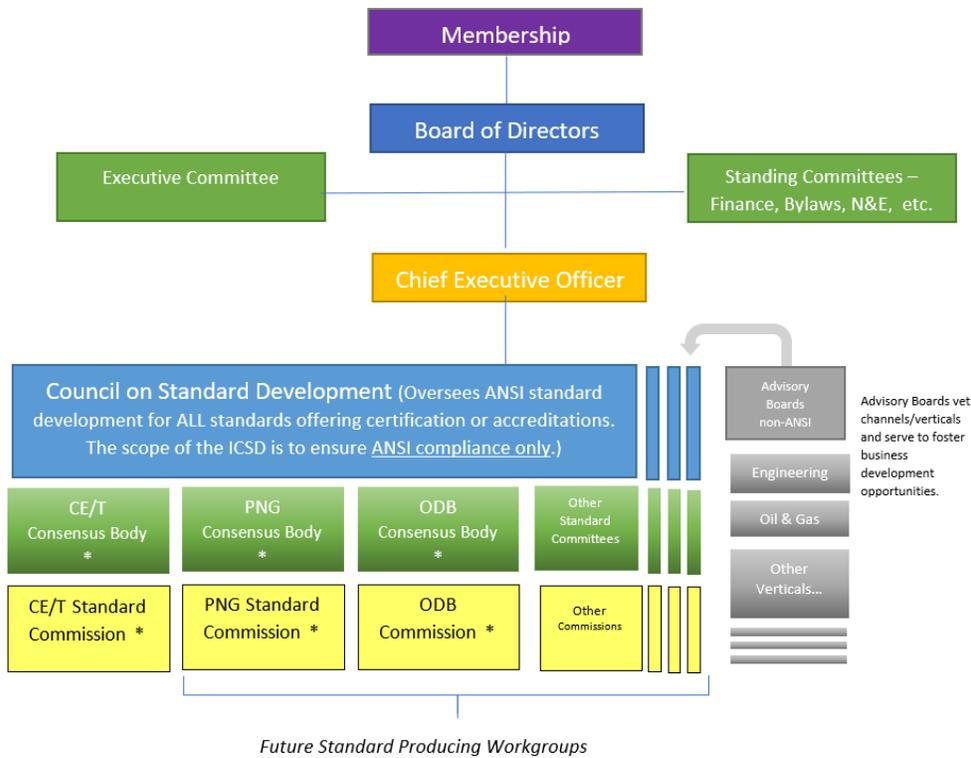
## The Proposed IACET Governing Structure

A new governing structure for IACET is illustrated below in *Figure 2*.

The goals of the new structure are to:

1. Place the IACET Board as the clear and practical head of the organization.
2. Remove conflicts of interest among workgroups.
3. Expand IACET's membership categories to allow those who aren't eligible or who do not desire to accredit to participate.
4. Streamline governance for optimal tactical performance.
5. Modularize IACET governance to explore, cultivate and execute on new business opportunities.
6. Create a more formalized use of Advisory Boards to explore popular business verticals and the opportunities IACET has in each. Leverage Advisory Boards to do the initial heavy lifting in rallying new stakeholders and vetting the business opportunity.
7. Empower IACET staff to work toward the Board's Strategic Plan without the encumbrance of interests that are not aligned. This can be accomplished by allowing staff to ensure the association's governing documents are followed and the Board's strategic plan reflected.

Figure 2. Proposed Governance Structure.



## How will the Proposed Governance Affect Me?

All changes, if approved by the membership, will take effect on October 1, 2019 although some transition steps will be taken in the interim. Below is a list of the major changes proposed and how it affects each group of stakeholders.

### Accredited Providers

Accredited providers should expect improved services associated with accreditation. Improved areas of service include those listed in IACET’s strategic plan and involve improving consistency, uniformity and the speed of accreditation reviews.

### Non-Accredited IACET Stakeholders

IACET has never had a way for organizations to participate in the organization formally without being an accredited provider or individual member. New proposed membership categories for Associate Individuals and Associate Organizations will provide the opportunity to participate in IACET while new governance protects the association from conflicts of interest.

### The Board of Directors (Article VI, Section B.)

The Board of Directors role shall not change in most areas. However, Board members will have term limits of two, three-year terms and will not be eligible to run or be appointed again until after a one-year absence.

### Council (Policies and Procedures, Section 9)

Council members will have an expanded role to oversee compliance with the ANSI Essential Requirements for all IACET standards and determining what if any new standards need to be developed. The standard research and development role will be passed to an expert consensus body appointed by the Nominations and Elections Committee.

#### **IACET Continuing Education and Training Program Commission** (Policies and Procedures, Section 11)

The Continuing Education and Training Accreditation Program Commission will be divided into Lead Reviewers and Site Reviewers. Lead Reviewers will be contracted at will by the CEO based on their experience, degrees, dedication to professional improvement, and a series of other performance criteria. Site Reviewers will be chosen based upon the merit of their experience, education, and other qualifications defined by the Nominations and Elections Committee. Site reviewers will have a two, three-year term limit. Site Reviewers may reapply for additional terms after a period of one year off. Lead Reviewers are contracted at will and have no term limits. The Board will be provided with performance reports annually. The Commission will be governed by an Accreditation Review Committee who will focus on issues involving accreditation and upholding the standard.

Separate Commissions will be established for each program granting accreditation or certification. Requirements and specifications for commissions will be different across unique future programs such as petroleum and natural gas accreditation, open digital badge certification, and competency-based learning accreditation.

#### **Nominations and Elections Committee** (Policies and Procedures, 6.2)

The N&E Committee have an expanded role in recommending members of the Council, Standard Consensus Bodies, and Commissions for appointment by the Board of Directors.

## Summary

If IACET is to meet its strategic goals, its governance model must adapt. The IACET Board of Directors along with the Bylaws, Policies and Procedures Committee Members including Sumi Deal, Andrew Kauser, Peter Finn, Leigha Jansen, and Ann Marie Jordan with the help of staff have researched governance structures of different organizations and worked diligently with IACET's Parliamentarian, and one of the best non-profit association attorneys in the world to produce the proposed changes.

As the Bylaws Policies and Procedures Committee focused on this work over the past months, two recurring themes have emerged. First, the proposed changes are simply necessary to ensure IACET achieves its strategic goals. Second, new programs need governance and the proposed changes provide quality, flexible governance that can move the association further into the 21st century.

We look forward to discussing these proposed changes at Virtual Townhall Meeting to be held on May 23, 2019 at 4 p.m. EDT. [You can register for the Virtual Town-hall meeting here.](#) Please contact us with questions at [BLPP@iacet.org](mailto:BLPP@iacet.org).

Sincerely,  
Peter Finn, IACET Chair, and Sumi Deal, IACET Secretary