



**THE ACCREDITATION COUNCIL FOR
ENTREPRENEURSHIP AND ENTERPRISE EDUCATION (ACEEE)**

--- accrediting for entrepreneurial excellence and leadership

**THE ACCREDITATION DIVISION OF INSTITUTE OF CLASSIC
ENTREPRENEURSHIP, NIGERIA (ICENT)**

ACEEE BYLAWS 2021

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SECTION ONE: Purpose of Bylaws

These Bylaws govern the operation of the ACEEE Board of Directors and Board of Delegates and duly organised commissions, committees, councils, and other associated bodies. The Bylaws derive their authority from Article Ten of the ACEEE Constitution and are subsidiary to the Constitution.

SECTION TWO: Admission of Members

A. An institute may apply for Member or Associate Member status in ACEEE with a letter from its governing body to the ACEEE Executive Director. The letter shall address the organisation's rationale for seeking membership and provide specific details about how the applicant meets provisions of the Constitution, as detailed in Article Four, and these Bylaws defining Institute's eligibility. Information about the size and characteristics of its membership, including but not limited to qualifications for membership, proportion of members involved in the discipline and other relevant information should be addressed.

B. The Member institute's application must identify the curricular areas and educational programmes the institute seeks to represent, and for which it would play a lead role in criteria development. It must provide the names and locations of programmes that likely would seek accreditation, along with an estimated number of students in each programme. The applicant institute shall also specify the population of programmes that potentially would be accredited.

C. Upon receipt of the application, the President/Council Chair shall form an Ad Hoc committee composed of at least three Board Delegates and one Director or ACEEE Officer and if the application is for Associate Membership, at least one Associate Board Delegate. The committee shall review the application and provide a recommendation for comment to the Board of Delegates and for action to the Board of Directors. The committee recommendation shall be presented no later than the second regularly scheduled Board of Delegates meeting following receipt of the completed application and to the next subsequent Board of Directors meeting for consideration.

D. The committee will evaluate the application and submit a report to the Board of Directors with its findings and a recommended action. The report shall address at a minimum the following items, plus any additional information considered pertinent:

1. The manner in which the stated objectives or purposes of the candidate Institute reasonably can be expected to contribute to the purposes of ACEEE;
2. Verification and documentation that the Institute meets the applicable membership characteristics contained in Article Four of the Constitution;
3. Quantitative comparison of the candidate Member institute and its programmes to existing ACEEE members and their programmes, or candidate Associate Member to existing Associate Members.
4. If an existing Member institute has accreditation oversight for or interest in the subject programmes, then that Institute must be given the opportunity to relinquish or make its case for

retaining its role for accreditation activities. The committee will recommend a resolution. The committee is responsible for soliciting additional information from the Institute if the initial letter provides insufficient information for effective analysis and development of a recommendation.

E. The applicant institute will be admitted as a Member or Associate Member institute at the first Board of Delegates meeting following receipt of the last Institute ratification vote that provides the necessary two-thirds margin.

SECTION THREE: Withdrawal

A. An institute may withdraw from ACEEE by providing written notice to the Executive Director at least six months prior to the end of an ACEEE fiscal year. The Board of Directors is empowered to accept the withdrawal, and the Board of Delegates shall be notified of the Board of Director's decision at the next regularly scheduled meeting. Should the Institute's departure create operational issues, the Board of Delegates is authorized to make any necessary adjustments to ensure continuity of accreditation activities.

B. The Treasurer will notify the Board of Directors if an institute is in arrears for more than six months for any financial obligation to ACEEE. An institute that fails to meet its financial responsibilities for a period of one year shall be considered in default upon consideration and approval by the Board of Directors. The Institute will be notified that the default constitutes a request for withdrawal from ACEEE that will become effective at the end of the current ACEEE fiscal year.

SECTION FOUR: Rules of Procedure, Accreditation Criteria, and Other ACEEE Policies

A. Detailed operations of ACEEE are captured in various Rules of Procedure. Rules of Procedure are the sole responsibility of the specified bodies, including approval and evolution, except where such approval is explicitly specified in a higher-level governing document. The following bodies have their own rules of procedure:

1. The ACEEE Board of Directors;
2. The ACEEE Board of Delegates;
3. The Area Delegations Rules of Procedure are approved by the Board of Delegates;
4. The Commissions are governed by Rules of Procedure known as the Accreditation Policy and Procedure Manual, APPM. Changes to the APPM are approved by the Board of Delegates;
5. The various committees and councils have Rules of Procedure approved by the body to which they report.

B. The Board of Directors delegates to the Board of Delegates all accreditation-related activities associated with Accreditation Criteria and the Accreditation Policies and Procedures Manual (APPM). These Criteria, processes, procedures, and policies are derived from and subsidiary to the Constitution and Bylaws and will be published and made publicly available.

C. The Board of Directors delegates to the Area Delegations responsibility for appointment of Commissioners to their respective Commissions.

D. Accreditation criteria are at the heart of the ACEEE purpose for quality assurance in education as stated in Article Two Provision B of the Constitution. They provide guidance to the educational programmes and to those who accredit them on the standards associated with programmes of quality. Criteria are proposed by the respective Accreditation Commissions and approved by the Board of Delegates (harmonised sections of the General Criteria) or Area Delegations (areas of non-harmonised programme-specific criteria), as appropriate, for publication for a period of review and comment by the public. The current criteria, along with impending changes, will be made publicly available.

SECTION FIVE: Directors

A. The ACEEE Constitution specifies the role, composition and selection of the ACEEE Board of Directors.

B. In addition to meeting the provisions of Article Six of the Constitution, an individual Director of ACEEE may not hold multiple seats on the Board of Directors, nor serve as both Director and either Delegate or voting member of a Commission.

C. The Board of Delegates shall elect Directors by the spring Board of Delegates meeting for the term which begins at the close of the fall meeting of the Board of Directors. The Directors shall serve for a term of three years. The terms of approximately one-third of the Directors shall expire each year. A director shall not serve more than two complete terms in this capacity.

D. Election of Directors (other than officers) shall be by majority vote of the Board of Delegates, except in the case of Area Delegation Directors who shall be elected by the majority vote of each Area Delegation, respectively. If there are three or more candidates for a position, and none receive the majority of votes cast on an initial ballot, a second ballot involving the two candidates receiving the highest number of votes in the initial ballot will be conducted. Election of Officers is addressed in Section Seven of these Bylaws.

E. Area Delegation Director elections shall be governed by the Rules of Procedure of the Area Delegations.

SECTION SIX: Delegates

A. As specified in Article Seven of the Constitution, Delegates are individuals appointed to the Board of Delegates by their respective Member institutes, and Associate Delegates are individuals appointed to the Board of Delegates by their respective Associate Member institutes. Individuals appointed by their respective Member institutes or Associate Member institutes to be their designated representatives to an Area Delegation shall be called Area Delegates to that Area Delegation. To clarify the distinction between Delegates, Associate Delegates and Area Delegates, the term Board Delegates (Associate Board Delegates) will be used to denote individuals appointed to the Board of Delegates by Member institutes (Associate Member institutes).

B. In addition to meeting the provisions of Article Seven of the Constitution, the Area and Board Delegates of ACEEE may not serve in multiple roles as any delegate and either Officer, Director, or Commissioner.

C. In Accordance with Article Seven of the Constitution, the number of seats on the Board of Delegates and on each Area Delegation for each Member institute and Associate Member institute shall be determined as follows.

1. For each Member institute, the number of Board Delegates is based on the number of U.S.-based accredited programmes for which the Member institute has lead or co-lead responsibility for a curricular area, according to the table below. The count of accredited programmes for a Member institute serving as Co-Lead for a curricular area includes only U.S.-based programmes for which that Member institute provides Programme Evaluators. Section Twelve of these Bylaws describes the designation of Lead and Co-Lead Institutes for a curricular area.

2. Each Associate Member institute shall appoint one non-voting Associate Delegate to the Board of Delegates.

3. The number of seats a Member institute has on each Area Delegation is determined by counting the same Lead and Co-Lead conditions as was used to determine the number of Board Delegates, but counting only those programmes accredited by the Commission associated with that Area Delegation.

However, no Member institute shall have a seat on an Area Delegation if it has no programmes accredited by the associated Commission, with the following exceptions:

a. A Member institute listed as a Co-Lead or a Cooperating institute on one or more programmes in an Area, which does not already have an Area Delegate in that Area, may assign one delegate to that Area Delegation; and

b. ICENT, GAEIN, ATIME, ACSBE, IIFEM and YELEAD each shall have one seat on each of the delegate or accreditation areas.

4. Associate Member institutes may have a non-voting seat on any Area Delegation in which they have an interest.

D. Each Member institute shall appoint its respective Board Delegate(s) and one or more Alternate Board Delegates by June 30 for the term that begins at the close of the fall meeting of the Board of Delegates. Each Associate Member institute shall appoint its Associate Board Delegate and one or more Alternate Associate Board Delegates according to the same timetable. Board Delegates and Associate Board Delegates shall serve for a term of three years. The terms of approximately one-third of the Board Delegates and Associate Board Delegates shall expire each year. No Board Delegate or Associate Board Delegate shall serve more than two complete terms in this capacity.

E. Each Member institute and each Associate Member institute shall specify annually which individual(s) will serve as its Area Delegate(s) to each of the Area Delegations on which it is eligible to have seats. The number of Area Delegates assigned by an institute to an Area

Delegation must not exceed that institute's allotted representation on that Area Delegation. Every Board Delegate must be an Area Delegate, and every Area Delegate must be a Board Delegate (Associate Board Delegate) or Alternate Board Delegate (Alternate Associate Board Delegate). All Board Delegates, Associate Board Delegates, Alternate Board Delegates and Alternate Associate Board Delegates not assigned by a Member or Associate Member institute as Area Delegates to an Area Delegation will be assumed to be alternates for all of that institute's applicable Area Delegations. No individual may serve more than nine one-year terms as an Area Delegate.

F. In case a Board Delegate or Associate Board Delegate is unable to attend a meeting of the Board of Delegates, or an Area Delegate is unable to attend a meeting of that Area Delegation, the Member or Associate Member institute shall designate an alternate by notifying the Executive Director in writing not less than five (5) working days prior to the meeting. This individual is typically another Board Delegate, Alternate Board Delegate, Associate Board Delegate or Alternate Associate Board Delegate from that institute, but in all cases the alternate must meet the requirements of Section Six of these Bylaws. No person may hold multiple seats at any meeting of the Board of Delegates or at any meeting of an Area Delegation. Upon receipt of official notification of the designated alternate from the Member or Associate Member institute, the alternate shall have all of the privileges afforded to that institute's representatives to that meeting.

G. A vacancy in the representation of a Member or Associate Member institute shall be filled by that institute by the appointment of an individual to complete the unexpired term. This individual is typically an Alternate Board Delegate or Alternate Associate Board Delegate. Completion of an unexpired term shall not be counted toward the total period of service.

SECTION SEVEN: Officers

A. In addition to the provisions of Article Seven of the Constitution, the officers of ACEEE may not serve in dual roles as both officers and non-officer Directors, or as both officers and Board or Area Delegates, or as both officers and commissioners or officers and Programme Evaluators.

B. The Secretary may serve no more than two complete, consecutive terms of one year each. The Treasurer may serve no more than three complete, consecutive terms of two years each. Additionally, the Treasurer must have served on the Finance Committee within the last three years prior to election.

C. The Board of Delegates shall elect the Officers. Persons eligible for nomination as Officers must be present or past Directors, or present or past Board Delegates. However, Public Directors are not eligible for nomination as Officers, and At-Large Directors are not eligible for nomination as Officers unless they are current members of a Member institute.

D. In accordance with Article Eight of the Constitution, in the event that the President is unable to perform the duties of the office, the President-Elect assumes the role of President.

E. In addition to Provision I of Article Six of the Constitution, the Treasurer shall serve as chair of the Finance Committee.

F. Election of Officers shall be by majority vote of the Board of Delegates. If there are three or more candidates for a position, and none receive a majority of votes cast on an initial ballot, a second ballot involving the two candidates receiving the highest number of votes on the initial ballot will be conducted.

SECTION EIGHT: Training

Training is required for all new Directors, At-Large Directors, Public Directors, Board Delegates, Associate Board Delegates, Alternate Board Delegates, Alternate Associate Board Delegates, and Public Delegates. The Board of Directors is responsible for providing this training to ensure that these Directors and Delegates are knowledgeable about ACEEE governing documents, policies and procedures. Annual training updates will be provided as part of the regularly scheduled meetings.

SECTION NINE: Executive Director

A. The Executive Director is appointed by the Board of Directors, which will define duties appropriate to the position. The Executive Director shall attend such meetings of ACEEE, its units, and related bodies as may be required in the discharge of his or her duties. The Executive Director is a non-voting participant in these meetings.

B. The Executive Director shall be responsible for the meeting minutes of the Board of Directors and Board of Delegates, as well as its Area Delegations, and shall be the custodian of records for ACEEE, including permanent records relating to ACEEE business.

C. The Executive Director manages the office of ACEEE including responsibilities for recruiting, hiring, terminating and conducting performance reviews of the ACEEE staff and for establishing staff remuneration.

D. For corporate purposes, the Executive Director performs the functions of Assistant Secretary.

E. The President, with assistance from the Executive Review Team ("ERT") as defined in the Board of Directors Rules of Procedure, and with input from the Board of Directors, will develop annual performance goals and review the Executive Director's performance and establish the Executive Director's remuneration.

SECTION TEN: Committees

A. Board of Directors Committees

The Board of Directors establishes committees to assist in the conduct of its business. Standing Committees will be composed of members of the Board of Directors and Board of Delegates unless stated otherwise. Prior to the Fall Board meetings, the incoming President is responsible for assignments to be effective in the following year.

1. Finance Committee:

a. The Finance Committee shall prepare the annual budget for the next ACEEE fiscal year 30 days before the August meeting of the Board of Directors and shall present the budget to the

Board of Directors for its approval. This Committee shall review the previous year's budget performance and report its findings to the Board of Directors. The Finance Committee shall maintain a five-year financial forecast and will develop suitable supporting material relative to all financial aspects of ACEEE operations and present such to the Member and Associate Member institutes each year at the time the annual assessments are determined.

b. The Finance Committee shall annually review ACEEE Financial Policies and recommend to the Board of Directors any changes, along with a rationale for the proposed changes.

c. The Finance Committee shall be composed of a chair and six (6) voting members. The President-Elect will be a non-voting member. The chair shall be the Treasurer. Members of the committee shall include one Public or At-Large Director and at least one Board Delegate from each of the following Member Institute categories: (a) Member Institutes with 351 or more accredited programmes; (b) Member Institutes with 66-350 accredited programmes; (c) Member Institutes with 11-65 accredited programmes; (d) the remaining Member and Associate Member Institutes. (Representation of the commission areas should be considered a strong desire but not constraint in appointing members to the Finance Committee.) With the exception of the Public or At-Large Director, members of the Finance Committee must have at least one year of service on the Board of Directors or Board of Delegates.

2. Audit Committee:

a. The Audit Committee shall assist the Board of Directors in fulfilling its responsibility to monitor the reliability and integrity of ACEEE's accounting and financial reporting. The Audit Committee will recommend and the Board of Directors will approve the appointment, compensation, retention (and termination) of the independent auditors. The Audit Committee is responsible for overseeing the work of the independent auditors.

b. The Audit Committee shall oversee compliance with ACEEE's Conflict of Interest Policy.

c. The Audit Committee shall investigate written concerns received regarding accounting, internal accounting controls, and auditing matters, including those brought to its attention in accordance with the ACEEE Whistleblower Policy, and violations of the ACEEE Code of Conduct.

d. In performing its oversight role, the Audit Committee is empowered to investigate any matter brought to its attention, with full access to all books, records, facilities and personnel of the organisation and to retain outside counsel, auditors or other experts for this purpose.

e. The Audit Committee shall have at least two (2) members and a chair who serve for two-year terms. Members of the staff and the Treasurer are ineligible to serve on the Audit Committee. All members of the Audit Committee must be able to read and understand financial statements and have a general understanding of accounting and auditing matters.

At least one member of the Audit Committee must have financial or accounting expertise.

The chair shall be a current member of the Board of Directors, members are members of the ACEEE Board of Directors and at a minimum of one from the Board of Delegates and are not

compensated for their service on the committee, nor do they have any financial interest in, or any other conflict of interest with, any entity doing business with ACEEE.

3. Strategic Planning Committee:

The Board of Directors, acting as a committee of the whole, shall be responsible for the strategic planning process of ACEEE. The responsibilities of the Board of Directors in the strategic planning process include:

- a. Periodic review of the plan for currency and relevance
- b. Monitor ACEEE HQ implementation of the plan.
- c. Report progress at least semi-annually to the ACEEE constituencies

4. Governance Committee:

a. The Governance Committee assists the ACEEE Board of Directors on governance matters related to the effectiveness and efficiency of ACEEE. Such matters shall include, but are not limited to, the review of proposed amendments to ACEEE's governing documents including, but not limited to the Constitution, Bylaws, Accreditation Policy and Procedure Manual, and Rules of Procedure to assure clarity, consistency, and legal compliance; leadership training and orientation for new and existing Directors, Board Delegates, Associate Board Delegates, Alternate Board Delegates and Alternate Associate Board Delegates; and guidance on organisational structure.

b. The ACEEE Governance Committee shall consist of up to seven voting members, including the ACEEE Secretary who shall be Chair, and up to six additional members who shall be appointed by the President, of which at least 50% will be Board Delegates and the remainder shall be from the Board of Directors. Members shall have a detailed knowledge of ACEEE and its governing documents, operations, vision and strategic direction, and an understanding of best governance practices. Appointments to the committee will be for one year with reappointment possible for up to two additional terms. The President should stagger new and continuing appointments to provide for continuity on the committee.

5. Ad Hoc Committees and Task Forces Appointed by the President:

Ad Hoc Committees and Task Forces may be appointed as needed by the President. They shall be given charges and asked to report to the Board of Directors. A period of time to accomplish the charge shall be set on each ad hoc committee and task force.

B. Board of Delegates Committees

The Board of Delegates establishes committees and task forces to assist in the conduct of its business. Standing Committees will be composed of members of the Board of Directors and Board of Delegates unless stated otherwise. The incoming President is responsible for recommending assignments for approval by the Board of Delegates to be effective in the following year:

1. Nominating Committee:

a. As required by defined terms, the Nominating Committee shall recommend candidates to the Board of Delegates for the offices of President-Elect, Secretary, Treasurer, At-Large Director and Public Director. Members of the Nominating Committee are ineligible for selection as candidates. The biographical information and any relevant interest or position statement of prospective candidates will be provided to the Committee to aid their evaluation process.

b. The Nominating Committee shall be composed of the Immediate Past President and five Board Delegates. The Immediate Past President shall serve as chair of the Nominating Committee, and the five Board Delegates shall include at least one Board Delegate from one of the Member institutes with 300 or more accredited programmes; at least one from one of the Member institutes with 50-299 accredited programmes; at least one from the Member institutes with 10-49 accredited programmes; and at least one from the remaining Member institutes. (Representation of the commission areas should be considered a strong desire but not a constraint in appointing members to the Nominating Committee.) Members of the Nominating Committee must have at least two years of service on the Board of Delegates.

c. Prior to completion of the term of a Public or At-Large Director, the Nominating Committee shall solicit names, inclusive of current or past holders of these positions who remain eligible to serve in accordance with Sections Five C and Six D. of these Bylaws, along with corresponding biographical information, and verification of willingness to serve for candidates to fill the Public or At-Large Director vacancy. The call for nominations should be as broad as possible. The Committee shall recommend candidates to the Board of Delegates for Public and At-Large Directors.

d. At least six weeks prior to the Annual meeting, the recommendations of Nominating Committee shall be submitted to the Executive Director. Within five working days, the Executive Director will notify all prospective candidates of the Nominating Committee recommendation with respect to their prospective candidacy.

e. The Nominating Committee recommended candidates, with relevant documentation, shall be sent to the Board of Delegates with the meeting agenda one month prior to the Annual meeting of that Board.

f. Candidates may, by petition, be placed on the slate for any Nominating Committee vetted position. A successful petition must include signatures of Board Delegates from three or more Member institutes along with the biographical information and interest or position statement normally provided to the Nominating Committee. The petition must be submitted to the Executive Director 10 days prior to the Annual meeting.

g. Five days prior to the Spring Board meeting, the Executive Director will send the Board of Delegates the information on any successful petition candidates. Nominations from the floor are not allowed. Elections shall be completed prior to June 1, by mail, or at the Annual meeting, and terms shall begin at the close of the Board of Director's fall meeting.

2. Awards Committee:

a. The Awards Committee shall consist of the Chair of the Awards Committee and the Chairs of the four sub-committees for ACEEE Fellows, Distinguished Service Award, Award for Diversity and Inclusion, and the ACEEE Innovation Award. The decision to create a specific Special Recognition Award citation shall be at the discretion of the Chair of the Board of Delegates. The Awards Committee, with the assistance of its subcommittees, shall evaluate the qualifications of nominees and recommend no more than the indicated numbers of candidates for each of the following ACEEE awards:

i. ACEEE Fellows (up to five annually);

ii. Distinguished Service Award (up to one annually);

iii. Award for Diversity and Inclusion (up to one annually);

iv. ACEEE Innovation Award (up to one annually); and

v. ACEEE Special Recognition Award (up to one annually; sub-committee convened as necessary by Chair of the Board of Delegates).

b. The Immediate Past President shall serve as chair of the Awards Committee. The ACEEE Fellows Sub-committee shall consist of a chair, three members who are past recipients of the ACEEE Fellows Award, and one current Board of Delegates member. The Distinguished Service Award Sub-committee shall consist of a chair, three members who are past recipients of the Distinguished Service Award, and one current Board of Directors member. The Award for Diversity and Inclusion Subcommittee shall consist of a chair and at least three members, all of whom are Board of Directors or Board of Delegates members with at least one member from each Board. The ACEEE Innovation Award sub-committee shall consist of a chair and six members, including one member each from the Board of Directors, Board of Delegates, Academic Advisory Council, Industry Advisory Council, Global Council and Inclusion, Diversity and Equity Advisory Council.

c. The Awards Committee shall submit its recommendations for a vote of the members of the Board of Delegates. A majority vote is required for all recommended candidates to receive an award. Ad Hoc Committees and Task Forces Appointed by the Board of Delegates or its Area

Delegations:

The President-Elect and Area-Delegation Chairs may establish Ad Hoc Committees or Task Forces to consider issues of particular interest to the Board of Delegates. Such committees and task forces will also be asked to report their findings and recommendations to the Board of Delegates and upon request by the President to the Board of Directors.

SECTION ELEVEN: Councils

Councils provide advice to ACEEE for development of policies and procedures. Councils may be composed of members other than Directors and Board Delegates.

A. Accreditation Council:

Reporting to the Board of Delegates, the Accreditation Council (AC) shall formulate and recommend to the Board of Delegates policies and procedures regarding the accreditation processes of ACEEE. Particular emphasis shall be placed upon process improvement and process uniformity across the Commissions. However, the emphasis on process uniformity shall not preclude the pursuit of improved best practices or the variation of practices among the Commissions where the activities of the Commissions appropriately differ.

The AC shall be composed of the Chair, Chair-Elect, and Past Chair of each of the Commissions. The Chair of the AC shall be appointed by the President for a one-year term. The Chair of the Global Council shall serve as a non-voting member.

B. Global Council:

1. Reporting to the Board of Directors, the Global Council (GC) shall formulate, and recommend policies and procedures regarding global activities of ACEEE to the Board of Directors for approval. The GC is responsible for implementation of those global policies set by the Board of Directors for which no other entity within ACEEE is responsible. The GC is not responsible for accreditation, for consultation to individual programmes or institutions, for training of volunteers, or for educational workshops provided by ACEEE staff.

2. The GC is responsible for recommending, to the Board of Directors for approval, participation in new Mutual Recognition Agreements (MRAs) and Memoranda of Understanding (MOUs) with other accreditation or governmental agencies. The GC shall perform other duties, regarding global activities, specifically assigned by the Board of Directors.

3. The GC is responsible for reviewing and recommending to the signatories of MRAs operating policies and procedures regarding the implementation of MRAs, as well as admission of new signatories. Additionally, GC is responsible for implementation of MOUs and consultancies to other accreditation or governmental agencies.

4. The GC shall have a Chair appointed by the President for a one-year term, renewable for up to five consecutive terms.

5. The GC shall be composed of at least nine (9) members, the majority of whom shall be Directors and Board Delegates and at least one shall be a Public or At-Large Director. All GC members are appointed by the President. Each appointment shall be for three-year terms. Appointments shall provide for staggered terms to ensure continuity.

C. Industry Advisory Council:

1. Reporting to the Board of Directors, the Industry Advisory Council (IAC) shall provide ACEEE Directors, Board Delegates and Area Delegates with access to industrial viewpoints on issues of accreditation, entrepreneurship and enterprise education, and matters affecting the relevant professions; reactions to proposed ACEEE programmes and policies as they relate to industry and government, while bringing those programmes directly to the attention of leaders in industry.

2. The IAC shall develop methods to stimulate the involvement of industrial firms in the work of ACEEE through increased participation as Directors, Board Delegates, Area Delegates, members of the Accreditation Commissions, Programme Evaluators, committee members, and conferees.

3. The IAC shall be composed of approximately twenty (20) entrepreneurship and enterprise education leaders of industry or government, invited to serve by the President. One member shall be appointed as Chair by the President.

D. Academic Advisory Council:

1. Reporting to the Board of Directors, the Academic Advisory Council (AAC) shall provide ACEEE Directors, Board Delegates and Area Delegates with access to academic viewpoints on issues of accreditation; entrepreneurship and enterprise education; matters affecting the relevant professions; reactions to proposed ACEEE programmes, procedures, and policies as they relate to the education sector of ACEEE constituencies; while also providing opportunities for enhancing communication between ACEEE and the academic community.

2. The AAC shall develop and implement mechanisms to stimulate the involvement of diverse elements of the academic community in the work of ACEEE through increased participation as Directors, Board Delegates, Area Delegates, members of the Accreditation Commissions, Programme Evaluators, committee members, and attendees of ACEEE professional development events.

3. The AAC shall be composed of approximately twenty (20) academic leaders associated with entrepreneurship and enterprise education programmes, appointed to serve in this capacity by the President. One member of the AAC shall be appointed to serve as the chair by the President of ACEEE.

E. Inclusion, Diversity, and Equity Advisory Council:

1. Reporting to the Board of Directors, the Inclusion, Diversity, and Equity Advisory Council (IDEAC) shall promote inclusivity, diversity, and equity within ACEEE, its activities, its volunteer base, and its accredited programmes consistent with ACEEE Principles of Diversity and Inclusion.

2. The IDEAC shall be composed of no more than ten (10) members. Five (5) of these members shall come from the four ACEEE commission areas (one from each area) and the Board of Directors. These five members shall determine the needs of IDEAC and propose no more than five other members including members from outside ACEEE to balance the inclusivity, diversity, and equity of the IDEAC. The President shall appoint members of IDEAC for a term of three years. Terms shall be staggered to ensure continuity. The President shall appoint a chair from among its members for a one-year term, renewable for up to three consecutive terms.

SECTION TWELVE: Commissions

A. The accreditation of educational programmes leading to degrees in entrepreneurship and enterprise education programmes shall be conducted by bodies called Commissions that are established by the Board of Directors. The Accreditation Commissions are responsible for conducting accreditation evaluations of educational programmes and rendering decisions on these programmes that are based on policies that have been approved by the Board of Delegates and on

Criteria that have been approved by the Board of Delegates or the respective Area Delegation, as appropriate. The Accreditation Commissions shall make final decisions, except for appeals, of accreditation actions. In the event of an appeal of a Commission's action, the Board of Directors shall render the final decision on behalf of ACEEE.

B. In addition to their responsibilities in accreditation, the Commissions shall make recommendations to the Board of Delegates regarding policies and procedures.

C. The Commissions of ACEEE shall be (BoDel RoP, Section Six A.):

The six (6) commissions include:

1. Entrepreneurship Accreditation Commission (EAC) – From Institute of Classic Entrepreneurship, Nigeria (ICENT)
2. Entrepreneurship and Innovation Management Accreditation Commission (EIMAC) – From The Global Academy of Entrepreneurship and Innovation (GAEIN)
3. MSME Creation and Management Accreditation Commission (MCMAC) – From African Council for Small Business and Entrepreneurship (ACSBE)
4. Science, Engineering and Technology Entrepreneurship Accreditation Commission (SETEAC) – From Academy of Technology Innovation Management and Entrepreneurship (ATIME)
5. Women Entrepreneurship Accreditation Commission (WEAC) – International Institute of Female Entrepreneurship (IIFEM)
6. Youth Entrepreneurship Accreditation Commission (YEAC) – From Institute of Youth Entrepreneurship and Leadership (IYEL/YELEAD)

D. Curricular Responsibility of Member institutes:

1. Areas of curricular responsibility define groups of programmes that have similar disciplinary content.
2. A Member institute having primary responsibility for a particular curricular area will be designated by the appropriate Area Delegation as Lead Institute for that particular curricular area. Multiple institutes may be designated as Co-Lead Institutes for a particular curricular area. A new Co-Lead can only be designated if:
 - a. For an existing curricular area there is mutual consent between the lead or co-lead institutes and the new co-lead, or
 - b. For new programme there is mutual consent among all interested co-leads, and
 - c. Approval of the Area Delegation.
3. Member institutes may also be assigned to assist a Lead Institute. Such a Member institute will be designated by the Area Delegation as a Cooperating Institute and will assist through the recommendation of appropriate Programme Criteria and the nomination of qualified Programme Evaluators to the Lead Institute.

4. Curricular responsibility of a Lead Institute, in consultation with its cooperating institutes, includes the recommendation of appropriate Programme Criteria; the nomination, training, mentoring, and evaluation of qualified Programme Evaluators; and the recommendation of Programme Evaluator assignments for visits.

5. The Commissions shall recommend to the Area Delegation the assignment of areas of curricular responsibility to Member institutes.

E. Board of Delegates Liaisons to the Commissions

Area Delegation Liaisons to the Commissions shall serve as non-voting members of the Commissions who advise the Commissions on Board of Delegates policies, and report at least annually on Commission issues that may require Area Delegation or Board of Delegates attention.

SECTION THIRTEEN: Conduct of Meetings

A. The Board of Directors, Board of Delegates, and each of its Area Delegations shall each schedule at least two meetings each year to conduct the business of ACEEE.

B. Thirty (30) calendar days' notice shall be given for all such meetings. Thirty days prior to any meeting, Agendas and attachments for that meeting shall be sent to every Director, Board Delegate, Area Delegate and Institute Representative. An exception is an agenda item for which two-thirds of the members of the body present and voting agree to include on the agenda for any given meeting.

C. Any agenda item that contains a motion for action by the body shall be in writing and supported by sufficient materials to permit an informed decision by the body on that motion.

D. Deliberations:

1. The Board of Directors shall vote on matters of substance, including but not limited to operating policies and procedures, appeals of accreditation decisions, general education issues, and financial matters including a budget and assessment fees.

2. The Board of Delegates shall vote on matters of substance, including but not limited to Officers and members of the Board of Directors other than Area Delegation Directors, accreditation policies and procedures, harmonised section of the general accreditation criteria, organisation and operation of each Commission, and assignment of curricular matters to Commissions.

3. The Board of Delegates' Area Delegations shall vote on matters of substance, including but not limited to their respective Area Delegation Directors, programme and area specific accreditation criteria, final approval of Accreditation Commission membership for their respective Commissions, and assignment of programmes to Member institutes within their areas.

E. Quorums are established in the Constitution Article Six F and Article Seven F, and voting procedures for the Board of Directors, and the Board of Delegates and its Area Delegations are established by these bodies, respectively. Designated Alternates to the Board of Delegates and its Area Delegations will count toward the establishment of a quorum and will be permitted to vote if Provision F of Section Six of these Bylaws has been met.

F. Minutes of meetings of the Board of Directors, the Board of Delegates, and its Area Delegations will be recorded and maintained among the permanent records of ACEEE. The Executive Director

shall be responsible for the records of Board of Directors, Board of Delegate and its Area Delegation meetings and shall be custodian of records, including permanent records.

G. The Board of Directors, Board of Delegates, and its Area Delegation shall establish their respective meeting rules including an established agenda, methods for dealing with exceptions to the agenda, and conflicts of interest. The ACEEE President shall preside over the meetings of the Board of Directors and will rule on matters of dispute related thereto. The ACEEE President-Elect as a non-voting Chair shall preside over the meetings of the Board of Delegates and will rule on matters of dispute related thereto.

The Directors elected by the Area Delegations shall preside as a non-voting Chair over the meetings of the respective Area Delegation and will rule on matters of dispute related thereto.

SECTION FOURTEEN: Official Reports of ACEEE

A. ACEEE shall compile and maintain records relating to ACEEE business. The Executive Director shall be responsible for the minutes of Board of Directors, Board of Delegates, and its Area Delegations meetings and shall be the custodian of ACEEE records. ACEEE shall prepare and distribute reports of ACEEE operations.

B. ACEEE shall prepare reports annually that will include the reports of standing committees, except the Nominating Committee; reports of the Councils; a report of each Accreditation Commission; the lists of accredited programmes; accomplishments of ACEEE; a financial statement; a budget for the fiscal year; and any special reports requested by the President of ACEEE. The ACEEE Annual Report will be made publicly available.

C. ACEEE shall prepare and make publicly available an accreditation record that shall include the list of all accredited programmes. The record shall include the year of the Next General Review for each programme and criteria and policies for accrediting programmes.

SECTION FIFTEEN: Financial Operations

A. The Board of Directors shall establish rules of financial procedures, approve an annual budget and assessment fee formula, receive and review reports of financial operations, and obtain an annual audit.

B. The Board of Directors shall receive for consideration an annual budget that is prepared by the Finance Committee. The Finance Committee shall prepare the annual budget for the next ACEEE fiscal year at least 30 calendar days before the ACEEE August Board of Delegates meeting for comment by the Board of Delegates. The Board of Directors shall finalise and approve the budget after the Board of Delegates have commented, but before the end of September.

C. The Board of Directors shall receive reports of financial operations prior to each of its meetings. The Finance Committee shall prepare budget and expenditure reports for current and prior years for the Board of Directors meetings. Included among the reports shall be a five-year financial forecast.

D. The Board of Directors shall establish annual fees for Member institutes, Associate Member institutes, and institutions. The fees shall be based upon formulas established annually by the Board of Directors for each class of membership. The Finance Committee shall prepare recommendations

for fees. The recommendations shall be submitted to the Board of Delegates for comment and to the Board of Directors for approval.

1. ACEEE shall notify all Member institutes, Associate Member institutes and institutions of the assessments and fees for the ACEEE fiscal year no later than 30 calendar days prior to the start of the fiscal year.

2. The assessment for new Member and Associate Member institutes will be prorated by the date of admission.

E. ACEEE shall obtain an annual audit of its financial operation by an independent certified public accountant whose selection shall be approved by the Board of Directors. The Treasurer, Executive Director, and ACEEE financial staff shall provide policies, operational procedures, data and other information as may be requested by the auditors. The final audit will be presented to the Board Directors by the Treasurer after review by the Audit Committee.

F. ACEEE's fiscal year is October 1 to September 30.

SECTION SIXTEEN: Other Operations of the Board of Directors

A. In support of its stated purposes, ACEEE, as an independent corporation, shall accept, acquire, receive, take and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer by judicial order or decree or otherwise, any property, both real and personal, of whatever kind, nature or description and wherever situated.

B. In support of its stated purposes, ACEEE may create and operate separate activities. These may be, but are not necessarily limited to, consultative, review, or study programmes; they may involve fees for services. Where there are financial or personnel ramifications to these activities they will be fully reviewed and accounted for by the respective ACEEE review entities. The Board of Directors will be kept fully apprised of their operations.

C. Agencies, both private and public, external to ACEEE, may engage ACEEE for its expertise. Such engagements are called projects and are part of ACEEE's fulfillment of its purposes. When these projects are made formal by contract, contain reimbursement to ACEEE for its expenses, require ACEEE to deliver an outcome, or have any other feature that requires performance by ACEEE, then the project will be approved by the Board of Directors.

SECTION SEVENTEEN: Conflict of Interest

The Board of Directors will publish a separate policy on conflict of interest. The potential exists for personnel associated with ACEEE activities to have a conflict of interest with programmes under accreditation review, the institutions that contain them, or other entities involved with ACEEE. ACEEE personnel include, but are not necessarily limited to, ACEEE Officers, Directors, all delegates, ACEEE staff, members of the Commissions, Programme Evaluators, and ad hoc participants in other ACEEE activities. Inasmuch as conflicts may not always be avoided, they must be declared and the impact of the conflict ameliorated.

SECTION EIGHTEEN: Confidentiality

The Board of Directors will publish a separate policy on confidentiality. The operations of ACEEE involve information that has been shared in confidence. In the fulfillment of its purposes and in keeping the trust of those involved in the accreditation process, it is critical that ACEEE maintain this confidence. All participants in ACEEE, members of the Board of Directors, Board of Delegates, and its Area Delegations, ACEEE staff, members of the Commissions, Programme Evaluators, and ad hoc participants in other ACEEE activities, will be bound by ACEEE's policy on confidentiality.

SECTION NINETEEN: Appeals

Programmes that have been denied accreditation shall have an avenue for appeal. The Board of Directors will publish an appeals policy to appear in the Accreditation Policy and Procedure Manual. It is expected that the Commissions, in following their rules of procedure, will assure responsible reviews of programmes and maintain a consistent application of the criteria.

SECTION TWENTY: Amendments to the Bylaws

A. The ACEEE Bylaws govern the definition and responsibilities of both the Board of Directors and the Board of Delegates. As such, changing these Bylaws must be considered and approved by both bodies.

B. Any Director or Board Delegate may propose changes to the ACEEE Bylaws. Any proposed change is first reviewed by the Governance Committee for appropriate wording and consistency with the governance structure of ACEEE. Following review and, if required, modification of the proposed amendment, the proposer will bring the change before their body for consideration. A majority vote of the proposed amendment is required for approval. Subsequent to approval, the proposed amendment will be placed on the agenda of the other body for consideration. Approval of the second body is by majority vote. Subsequent to approval by both Boards of a first reading, the amendment will be circulated among the Member institutes for comment. Approval by both bodies on second reading is required for final approval of the Bylaw change.

C. Changes to the Constitution that require changes in the Bylaws shall be accompanied by draft Bylaw amendments.

SECTION TWENTY-ONE: Indemnification

Should any Officer, Director, delegate, agent, or employee of ACEEE become or be made party to any action, suit, or proceeding by reason of the fact that he or she is or was such Officer, Director, Delegate, agent, or employee, then the Board of Directors shall have the authority in their sole discretion to indemnify such persons against part or all of any judgments, fines, or penalties levied against him or her, including attorney's fees and expenses incurred by her or him, in connection with such action provided that the ACEEE Board of Directors believes that such Officer, Director, Delegate, agent, or employee acted in good faith. This indemnification may be made in advance of final disposition of the action.