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3. Commission Governance, Administration, and Evaluation

3.1. CEA governance

CEA is governed by a body of elected and appointed members called the Commission. The Commission is responsible for setting CEA policy and for making accreditation decisions. Specific responsibilities of members of the Board of Commissioners are included in the *CEA Policies and Procedures* below and in the "Letter of Understanding and Agreement to Serve" located in the *Commission Procedural Manual* and available upon request from the executive director.

CEA and its governing Commission are separate and independent from professional associations in the field. The Commission serves CEA's mission and goals as a recognized and specialized accreditation agency.

CEA is a registered nonprofit corporation and the Commission is a standards-setting and accreditation body. As such, the Commission and each commissioner hold fiduciary responsibilities for CEA's governance and accreditation decision-making processes.

3.1.1. Representation and composition of the Commission

The Commission comprises 13 members, called commissioners, of which 11 are elected. Candidates are nominated by members of the Constituent Council; by individuals in the field following solicitation of nominations through TESOL, NAFSA, EnglishUSA, and UCIEP and other organizations that have direct interest in CEA's work; and through self-nomination. Two of the 13 commissioners are public members, who are appointed by the Commission. The commissioner elected by the Commission to serve as chair holds one seat.

The Commission is maintained in such a way to ensure

a. a range of program and institutional perspectives
b. a range of domains of expertise, as determined by the Commission from year to year
c. representation from both CEA-accredited and non-CEA-accredited programs and institutions
d. representation from administrative, academic, postsecondary education, and practicing professionals:

i. An administrator is defined as a person employed by an English language program or institution and who, at the time of nomination, holds an administrative position (e.g., director, assistant director) for at least 50% of their workload.

ii. An academic is defined as a person who holds academic qualifications related to curriculum and instruction and, at the time of nomination, is involved in English language program teaching related activities (e.g., classroom instruction, teacher-training, curriculum and materials design, and/or curriculum oversight) for at least 50% of their workload.

iii. An educator is defined as a person who, at the time of nomination, is engaged in a significant manner in postsecondary education in an academic capacity (e.g. professor, instructor, academic dean) for at least 50% of their workload.

iv. A practitioner is defined as a person who, at the time of nomination, is engaged in a significant manner in the practice of the ESL profession (e.g. classroom instruction, curriculum and materials design, assessment design or implementation) for at least 50% of their workload.

3.1.2. Term of service

Commissioners serve three-year terms. Terms are staggered to ensure continuity. A commissioner may serve a second term by going through the regular procedures of nomination. A commissioner may serve no more than two terms, which may be consecutive. The chair-elect is a sitting commissioner elected by the Commission in their second year of service with at least one year remaining in their term. The chair-elect serves for one year, and as chair the following year, which may result in a fourth year of service.

3.1.3. Commissioner qualifications

Elected CEA commissioners are identified on the basis of their professional experience and integrity. They have experience, training, and interest in English language programs and institutions, as well as in program evaluation. They have strong leadership ability, a commitment to quality English language education for international students, and an understanding that their role is to ensure CEA's standing as a respected, impartial, specialized accreditor and well-governed nonprofit organization.

Commissioners understand the function of English language programs and institutions within the broader context of postsecondary education and international education. Commissioners are:

a. academically qualified, having earned graduate degrees in disciplines related to language instruction and educational administration;

b. knowledgeable professionals who have gained the respect of their peers through their involvement in professional activities;

c. experts who have one or more domains of expertise related to program or institution operations;

d. experienced evaluators who have conducted self-studies, reviewed educational programs, or served with other accreditation programs;

e. effective communicators who possess demonstrated skills in team building and written and oral communication; and

f. respectful professionals who demonstrate a capacity to act without bias, maintain confidentiality, and exercise balanced judgment.

3.1.4. Nominating procedures for elected commissioners

The Nominating Committee (NC) solicits nominations and ensures that, through the selection process, the Commission continues to include commissioners with the knowledge sets, experiences, and perspectives required to maintain the necessary balance to effectively meet CEA's mission and purposes. Each year, the executive director consults with the Commission to determine the knowledge sets, experiences, and perspectives needed to maintain the Commission's balance and provides this guidance to the Nominating Committee chair.

The call for nominations and related procedures and deadlines are issued annually in March through publications and announcements by CEA, requests to associations with a direct interest in CEA's work (including TESOL, EnglishUSA, UCIEP, and NAFSA), and requests for nominations from the Constituent Council. A candidate may be self-nominated, nominated by a fellow professional, solicited by the Nominating Committee, or nominated by representatives of the Constituent Council. Procedures for nominations by the Constituent Council are stated in the Constituent Council governing rules.

Nominees submit an application package as outlined in the published call for nominations. The Nominating Committee reviews applications, conducts interviews and reference checks, and determines the slate of candidates for election.

The Nominating Committee provides an uncontested slate to the executive director, who prepares and distributes the ballot to the Constituent Council in September. The Constituent Council votes on the slate and elects commissioners.

The Nominating Committee's charge is located in Section 18: Committees of the Commission and the committee's operating procedures are outlined in the *Commission Procedural Manual*.

3.1.5. Public participation

Public members serve on CEA decision-making bodies, including two seats on the Commission and one seat on appeals boards. Public members cannot be affiliated with any aspect of teaching English as a second language**.** Specifically, a public member cannot be

a. an employee of or consultant to an English language program or institution

b. a member of the governing board, a shareholder, or an owner of an English language institution

c. a member of TESOL

d. affiliated with any program or language institution that is a member of EnglishUSA or UCIEP

e. a spouse, domestic partner, parent, child, or sibling of an individual identified in (a) through (d) of this paragraph

CEA seeks public members who have experience in the fields of postsecondary education and/or accreditation, have an interest in the welfare of international students, and who have expertise deemed useful to CEA as determined by the Commission. A public member may not serve as chair of the Commission. Procedures for identifying and approving public members are maintained in the *Commission Procedural Manual*.

3.1.6. Orientation and training

a. New commissioners

Newly-elected commissioners, including new public members, must attend a CEA accreditation workshop or a reviewer workshop at the earliest possible date after election to the Commission but no later than the end of the first year of service if they have not already participated as a self-study coordinator or reviewer. New commissioners are required to participate in orientation sessions prior to their first full meeting of the Commission. To prepare for these sessions, new members are required to read and be familiar with the *CEA Policies and Procedures,* the *CEA Standards for English Language Programs and Institutions,* and other CEA materials as assigned by the chair. The new commissioner orientation focuses on defining and explaining the role and responsibilities of commissioners regarding governance and accreditation decision-making. Orientation to governance includes study of the Commission's policies and procedures, operating values, and functions as a nonprofit board as well as commissioners' fiduciary duties. Orientation to accreditation decision-making includes study of *CEA Standards*, decision processes, and past decisions to ensure reliable accreditation decisions and to ensure that commissioners become fully functioning members of CEA as a decision-making body from the outset.

b. All commissioners

All commissioners must participate in an annual orientation held before the first Commission meeting each year. This orientation focuses on commissioners' ongoing roles and responsibilities, as well as any new developments or changes in policies and procedures. In addition, all commissioners participate in continuing professional development sessions held at each Commission meeting.

3.1.7. Officers and the Executive Committee

Four officers comprise the Executive Committee of CEA. Elected officers of the Commission are the chair, the chair-elect, and the treasurer. The executive director serves ex officio without vote as the secretary.

a. Between regular meetings of the Commission, the Executive Committee is authorized to act as necessary on behalf of the Commission on all issues other than making accreditation decisions. The Executive Committee also sets the agenda for Commission meetings. The secretary (executive director) is responsible for keeping a written record of Executive Committee meetings and will report to the full Commission as appropriate.

b. Sitting commissioners elect a chair-elect and a treasurer at the fall meeting each year for service beginning in the next calendar year in January. The chair-elect must have served as a commissioner for two years before serving as chair-elect and may become chair during a fourth year of service. The treasurer must have served as a commissioner at least one year and must have at least one year remaining as a commissioner. Procedures for election of the chair-elect and the treasurer are found in the *Commission Procedural Manual.*

c. The chair of the Commission presides at meetings of the Commission and over the Executive Committee. With the executive director, the chair acts as public spokesperson for CEA and represents CEA at official functions, as necessary. In consultation with the executive director, the chair also appoints standing committee chairs and members, and appoints ad hoc committees and task forces as necessary. The chair presides over the Constituent Council and is an ex-officio member of all standing committees. These duties may be assigned to the chair-elect at the will of the chair.

d. The chair-elect presides at Executive Committee, Commission, and other meetings in the absence of the chair. The chair-elect also acts on behalf of CEA at official functions at the request of the chair. The chair-elect may serve as liaison to the Constituent Council and performs other duties as requested by the chair, including serving ex officio on any Commission standing committee.

e. The treasurer serves as chair of the Finance Committee.

3.1.8. Vacancies

Vacant seats on the Commission are filled depending on the position that is vacated and the time left for the position in relation to the term of service. Procedures are outlined in the *Commission Procedural Manual*.

a. Should the chair's position become vacant, the chair-elect will become chair, and the Commission will elect a new chair-elect.

b. Vacancies in the position of public member will be filled by Commission appointment.

c. If more than one year remains in the term of service of a commissioner, the vacancy will be filled by recommendation of the Nominating Committee, followed by approval by the Commission and appointment by the chair until the time of the next

election for the vacated position. When possible, the person recommended by the Nominating Committee will be selected from the most recent list of nominees for commissioners or from a list of former commissioners. If one year or less remains in the term of service of a commissioner, the vacancy may be left unfilled or may be filled by an appointee identified by the Executive Committee.

3.1.9. Removal of commissioners

A commissioner may be removed for cause or for nonperformance by a two-thirds vote of the Commission or by two-thirds vote of the Constituent Council, in accordance with the CEA Bylaws. Procedures for removal of a commissioner are found in the *Commission Procedural Manual*. Vacant positions are filled by the Commission according to guidelines in Section 3.1.8. Vacancies.

3.1.10. Committees of the Commission

a. Standing committees

Standing committees conduct the business of the Commission. The standing committees and their primary charges are:

1. The Executive Committee is authorized to act as necessary on behalf of the Commission between its regular meetings on all issues other than accreditation decisions. The Executive Committee also sets the agenda for Commission meetings.
2. The Finance Committee is responsible for annual review of the budget with the executive director and for making recommendations to the Commission concerning finances.
3. The Nominating Committee prepares the annual ballot.
4. The Standards Compliance Committee monitors compliance reporting and reviews complaints by or against accredited programs and institutions.
5. The Standards Review Committee is responsible for review and revision of the *CEA Standards for English Language Programs and Institutions*.
6. The Policies and Procedures Committee reviews and recommends amendments to the *CEA Policies and Procedures* for Commission consideration.

A minimum of two members constitutes a quorum for all standing committees. Responsibilities of standing committees are referenced throughout the *CEA Policies and Procedures*. Committee charges, membership configuration, and operating procedures are outlined in Section 18: Committees of the Commission.

The chair-elect of the Commission, as incoming chair, makes committee appointments for the coming year, in consultation with the executive director, based on the expressed interest of sitting commissioners and/or the current needs of the committees.

Appointments to committees become effective in January of each year. Committee assignments are for one year and are determined annually.

b. Other committees and groups

1. Subcommittees and ad hoc committees of the Commission may be formed as needed to carry out specific aspects of Commission work. The Executive Committee is responsible for writing the charge, specifying membership, monitoring the work, and determining when the work of a subcommittee or ad hoc committee is complete. Effective the date of these *CEA Policies and Procedures*, these committees are the Reviewer Selection Subcommittee, the Additional Branch Subcommittee, and the Research and Expansion Committee.
2. The Commission chair may also make shorter term assignments of commissioners to serve on other bodies, including task forces or other working groups, as the business of the Commission requires. Such bodies must include a current commissioner or CEA staff member, and may include individuals who are not current commissioners. The chair, in consultation with the executive director, is responsible for writing the charge, specifying membership, monitoring the work, and determining when the work of a task force or working group is complete.
3. Ad hoc advisory committees may be assembled to provide expertise or guidance to the Commission on selected topics. The Commission chair, executive director, and advisory committee chair, who must be a commissioner, will consult regarding who will be invited to serve. Individuals who are not current commissioners may be asked to serve. The Executive Committee is responsible for writing the charge, specifying membership, monitoring the advisory committee's input, and determining when the charge of an ad hoc advisory committee is complete.

3.1.11. Commission meetings

The Commission meets triennially in the spring, summer, and fall of each year. Dates for meetings are set at least one year in advance. The chair may call special meetings, which may be virtual meetings, with notice of such meetings provided to commissioners at least two weeks in advance of the meeting. Accreditation decisions may be made at any meeting; fiscal and policy reviews are a focus of the fall meeting. The presence of a majority of commissioners constitutes a quorum.

In all meetings, proceedings, hearings, and other official activities of the Commission, *Robert's Rules of Order*, newly revised, will provide a basis for conducting business.

3.2. The Constituent Council

The Constituent Council comprises representatives of accredited programs and institutions. The director of the accredited program or institution serves as the primary contact to the Constituent Council. The director may designate another primary contact to represent the program or institution; the designee must be employed by the accredited program or institution or be within the ownership structure of the institution. The primary contact serves at the will of the program or institution. All accredited programs and institutions are considered constituents of the Commission and in order to maintain good standing, are expected to adhere to the policies of CEA, submit required reports, and remit required fees, as outlined in Section 8: Maintaining Accredited Status.

Primary contacts of accredited sites in good standing are eligible to vote in the election of commissioners and may also make recommendations to the Commission for changes in the *CEA Standards* and the *CEA Policies and Procedures*.

Rules for the governance of the Constituent Council are stated in Section 19: Constituent Council Governing Rules.

3.3. CEA administration

The executive director is the chief executive officer of CEA. The person appointed to this position is hired and terminated by the Executive Committee in conjunction with the Commission and is fully empowered to act, upon their general direction, on behalf of the Commission. The executive director is responsible for the overall management of CEA's operations as well as the stewardship of its mission and purpose. In concert with the Commission, the executive director is responsible for implementing CEA's policies, programs, services, and decisions. The executive director may hire, supervise, and terminate a range of staff specialists and other outside experts to fulfill this charge. CEA staff members report directly to the executive director, who is accountable to the Commission.

In addition to administration of the central office and staff, the executive director is responsible for implementing functional responsibilities that include, but are not limited to, finance, constituent communication, marketing and promotion, programs and services, record-keeping, meeting management, development, public and government relations, and human resource development for staff.

The power and authority of the executive director to make fiscal commitments, pay bills, and engage in legally binding contracts on behalf of the Commission in order to implement the directions of the Commission is limited by the specific authorizations of the Commission. The direction and intent of the Commission is officially identified in the strategic plan, minutes of Commission meetings, and the annual budget approved by the Commission. Any item in an approved budget constitutes authorization for the executive director to make financial commitments. This authorization includes a line item for staff salaries and benefits and removes the Commission from individual decisions regarding staffing. The executive director acts on fiscal matters as an agent of the Commission and is insured for this purpose through the general liability policies that cover all aspects of the Commission's operations and finance.

The chair of the Commission, following collaboration with the Executive Committee and Commission, evaluates the executive director. The evaluation is based on the executive director’s responsibilities, as stated in the current job description, and on priorities set and provided to the executive director by the then sitting Commission.

3.4. CEA evaluation

3.4.1. Review by U.S. Department of Education

CEA is recognized by the Secretary of the U.S. Department of Education (USDE). In order to renew and maintain recognition, CEA is required to evaluate its accreditation procedures at times, following Department guidelines. During the renewal of recognition process, USDE personnel accompany CEA reviewers on team visits, observe Commission meetings, and conduct other activities to verify compliance with USDE criteria and federal regulations. Outside of the renewal process, CEA must report to USDE any changes in policy or practices related to the Department's criteria for recognition or federal regulations. The Department's feedback from these review processes helps CEA to improve its accreditation procedures.

3.4.2. CEA self-evaluation

CEA is committed to ongoing self-evaluation. Information is collected at all stages of the standards-setting and accreditation process and used to inform changes and improvements.

a. Sites participating in the accreditation process complete evaluations of any training workshops they attend and of the materials provided to support their understanding of CEA's processes.

b. Each program or institution that undergoes an accreditation visit completes an evaluation of CEA's procedures, including the conduct and professionalism of the review team and CEA staff involved in arranging a site visit. Members of the site review teams evaluate the procedures and materials that guide the review process, other team members, and the team leader.

c. Reviewers complete evaluations of the various training workshops they attend. CEA uses evaluations of the team members to monitor the performance of individual reviewers and identify individuals who have the potential to be team leaders as well as those who are not performing adequately.

d. Standards are evaluated through a review and revision process conducted following protocols that require review of data submitted by sites, relevant task forces, public comments, and other sources of evaluation and input.

e. The Commission evaluates governance practices and accreditation decision-making processes at each Commission meeting and conducts an annual self-evaluation.