

**IACBE Board of Directors Meeting**

**April 18, 2017**

**Annual Conference and Assembly Meeting – San Francisco, California, USA**

**Minutes**

1. **Meeting Time and Location**

The first of the spring 2017 meetings of the IACBE Board of Directors was held on April 18, 2017, during the Annual Conference and Assembly Meeting in San Francisco, California, USA.

1. **Agenda Presented**

The Board Book and agenda were provided to everyone via Dropbox.

1. **Call to Order and Attendance**

A: Call to Order:

The meeting was called to order by the Board Chair, Ann Tuttle, at 1:30 p.m. in the Mission I and II room of the Hilton Parc 55 Hotel.

B: Recording of Attendance:

Roll was taken and attendance was recorded as follows:

*Officers of the Board:*

Chair: Ann Tuttle 🗹 Present 🞎 Absent

Vice Chair: Fred Chilson 🗹 Present 🞎 Absent

Secretary: Jorge Cardenas 🞏 Present 🗹 Absent

Treasurer: Randy Frye 🗹 Present 🞎 Absent

Past Chair: Clara Munson 🗹 Present 🞏 Absent

*Regional Directors:*

Region 1: Edward French 🗹 Present 🞏 Absent

Region 2: David Turi 🗹 Present 🞏 Absent

Region 3: Chip Mason 🗹 Present 🞎 Absent

Region 4: Pamela Imperato 🗹 Present 🞏 Absent

Region 5: Rebecca Murdock 🗹 Present 🞏 Absent

Region 6: Vacant 🞎 Present 🞏 Absent

Region 7: Hallie Neupert 🗹 Present 🞏 Absent

Region 8: Okeleke Peter Nzeogwu 🗹 Present 🞎 Absent

Region 9: Khalifa Sbih 🞎 Present 🗹 Absent

Region 10: V. J. Byra Reddy 🞎 Present 🗹 Absent

Region 11: Carlos Villatoro 🗹 Present 🞎 Absent

*At-Large Directors:*

Patricia Cowherd 🗹 Present 🞎 Absent

Susan Silverstone 🗹 Present 🞎 Absent

*Public Members:*

Dominique Bert 🗹 Present 🞎 Absent

Phil Bussey 🞏 Present 🗹 Absent

Les Crall 🗹 Present 🞎 Absent

*Ex-Officio Members:*

Dennis Gash, President 🗹 Present 🞎 Absent

*Others:*

Kim Caedo, Director of Finance & Compliance 🗹 Present 🞏 Absent

Matthew Steward, DSWA Certified Public Accountants, P.C. 🗹 Present 🞏 Absent

1. **Introduction of New Board Member Nominees**

On Wednesday, April 19, new members of the Board of Directors will be elected by the General Assembly. These board nominees were asked to attend the first meeting of the board (in a non-voting capacity) as an orientation session to observe the ways in which the board conducts its business.

Ann Tuttle asked the board nominees and the current board members to introduce themselves. New Board Member Nominees in Attendance:

🗹 Heather Pfleger, Region 2 Director Nominee

🗹 Patsy Parker, Region 6 Director Nominee

🞏 Carol Williams, At-Large Director Nominee (was unable to attend)

1. **Review and Revisions of Agenda**

The President proposed changing the agenda order slightly by moving item #10 (Report of the Treasurer) to immediately after item #7 (Report of the Audit Committee) so that Kim Caedo, Director of Finance and Compliance, could make her presentation and get back to the registration area of the conference.

Ann Tuttle called for a motion to approve the agenda as amended. The motion was moved and seconded. Motion passed.

1. **Report of the Secretary – Minutes of Previous Board Meeting: November 2, 2016**

The minutes of the November 2, 2016, Board of Directors meeting were presented. It was moved and seconded to accept the minutes as stated. Motion passed.

1. **Report of the Audit Committee**

The Director of Finance and Compliance introduced Matthew Steward of DSWA Certified Public Accountants. Mr. Steward presented a brief overview of the audit report and discussed the following documents:

1. Audited Financial Statements and Independent Auditors’ Report for 2016

The audited financial statements and independent Auditors’ Report were reviewed. David Turi discussed the accounting review from the IACBE Board perspective. Matt Steward noted that they issued a “clean audit” opinion. A motion to accept the audited financial statements and Auditors’ Report was moved and seconded. Motion passed.

1. Auditors’ Letter to Board of Directors

The Auditors’ Letter to the Board of Directors was reviewed. The letter included the following notes indicating opportunities to improve:

1. IACBE needs a policy/procedure documentation to ensure organization can move forward.
2. Audit committee should do some internal audits to ensure more transparency.
3. Bank reconciliations need to be completed in a timelier manner.
4. Database creation has been great for organization, but we need to somehow tie in to the accounting software to avoid missing billable items.

A motion to accept the Auditors’ Letter to the Board was moved and seconded. Motion passed.

1. Auditors’ Management Letter

The Auditors’ Management Letter was reviewed. A motion to accept the Auditors’ Management Letter to the Board was moved and seconded. Motion passed.

1. **Report of the Treasurer**

The Treasurer and Director of Finance and Compliance presented the Treasurer’s Report, which included the following documents:

Financial Reports for February 2017:

1. Operating Budget vs Actual
2. Operating Budget vs Actual-Staff Compensation
3. Balance Sheet
4. Profit-and-Loss Statement with Previous Year Comparison
5. Accounts Receivable Aging Detail

The Director of Finance and Compliance presented an overview of the financial shape of the organization, including the new database and how it has helped overall. A discussion took place regarding new positions within IACBE as well as changes in responsibilities of the current staff.

Another discussion took place regarding the reasons schools are not renewing accreditation. The Director of Finance and Compliance said it has been a variety of reasons such as budget cuts, not seeing the value in IACBE since our name is not widely recognized, and changes in personnel responsible for overseeing accreditation at an institution.

The Director of Finance pointed out that conference attendance was down slightly but food costs were up for this year’s conference. Many members of the board suggested that an earlier conference date in April would attract more participants due to the end of semester problems. A discussion took place about possibly changing the conference dates to sometime in the summer.

1. **New Strategic Plan for the IACBE**

The President presented the new strategic plan. Some discussion took place as to the implementation and action plan assessment process. Ed French suggested the strategic plan committee meet quarterly to ensure appropriate evaluation of action items.

A much deeper conversation took place as to “how to get people to buy in to the new plan.” It was suggested to possibly look to regions for help in the future.

After the discussions, it was moved and seconded to approve the final strategic plan. Motion passed.

1. **Replacement of Board Member Due to Non-Attendance**

At the previous Board meeting, the board approved the following attendance policy for board members:

If and when any member of the Board of Directors misses two consecutive meetings of the board (i.e., consecutive spring and fall meetings or fall and spring meetings), the director’s position will be declared vacant and the board will appoint a replacement for the balance of the director’s term.

Dr. Khalifa Sbih (Universite IFM; Geneva, Switzerland) is the European Regional Assembly Director and has missed several consecutive meetings of the board. His first term on the board is scheduled to end in April 2018.

Ann Tuttle lead a discussion regarding how the new policy should be carried out. It was decided the replacement is to finish out the remaining term and then be eligible for his/her first full term on the Board of Directors. The President of the IACBE and the Chair of the Board of Directors need to send a letter to Dr. Sbih informing him of his removal from the IACBE Board of Directors. The headquarters office needs to send out an email asking for nominations to fill the vacant position.

A motion was made and seconded to remove Dr. Khalifa Sbih (Region 9) from the Board of Directors for not fulfilling his responsibility and missing 2 consecutive board meetings. Motion passed.

1. **Report of the Nominating Committee**
2. Report of the Board of Directors Nominating Committee

The Chair gave a report of the Board of Directors Nominating Committee activities. A discussion took place about nominees not in attendance, and what to do in the future. No conclusion was reached.

1. Report of the Board of Commissioners Nominating Committee

The Chair gave a report of the Board of Commissioners Nominating Committee activities.

1. **Update on IACBE Name Change**

The President informed the board that there will be an official announcement at the General Meeting of the Assembly on April 19th informing our members that our name has been officially changed to International Accreditation Council for Business Education and will still do business as IACBE. He noted that the necessary forms were filed with the State of Kansas on March 31, 2017.

1. **Update on Special Accounting Accreditation**

The President reported that the pilot program is complete and the Board of Commissioners gave their final approval on April 15. There were 5 pilot schools (Chaminade University of Honolulu, Concordia University-Irvine, Daemen College, Davenport University, and Grantham University) who will be recognized for achieving specialized accounting accreditation at our accreditation banquet on April 20. The President expects to make this special accounting accreditation available to all our member schools beginning summer 2017.

1. **Update on IACBE Marketing Initiatives**

The President reported that the marketing firm hired for the new materials dropped IACBE (and many other clients) mid completion of the contract. IACBE had paid them $20,000 for essentially no completed work that we could use. They did not refund any of the money. The President wrote a letter requesting a refund by the end of April.

Currently, IACBE has met with two marketing firms to discuss their services and costs. The President projects approximately $45,000 to complete the marketing changeover.

After a discussion, the board agreed that community colleges needed to be included in the marketing plan.

1. **Report of the IACBE’s Interim Report to CHEA**

The President reported that he submitted the second interim report required by CHEA and that IACBE received a clean review. It was noted that IACBE member institutions need to ensure current student disclosure information is posted and accessible on their websites.

1. **IACBE Accreditation Activities**

The President gave a brief report on IACBE Accreditation activities.

1. Accreditation-Related Visits:
2. Site Visits Conducted – 2016 and January through March 2017
3. Upcoming Site Visits – April through December 2017
4. Candidacy Visits Conducted – 2016 and January through March 2017
5. Upcoming Candidacy Visits – April through December 2017
6. Other Visits:
7. Mentoring Visits Conducted – 2016 and January through March 2017
8. Upcoming Mentoring Visits – April through December 2017
9. Summary Notes
10. **IACBE Membership Status**

The President discussed membership trends in IACBE. The report covered the following areas:

1. New Members – Since November 2016
2. Dropped Members – 2016
3. Dropped Members – Since January 2017
4. Current Status of IACBE Membership with Prior Year Comparisons
5. Current Status of Regional Assembly Membership with Prior Year Comparisons
6. **IACBE Strategic Plan**

The IACBE Strategic Plan was presented in the Dropbox as an informational item.

1. **IACBE Bylaws**

The IACBE Bylaws were provided as a separate file in Dropbox as an informational item.

1. **Adjournment**

It was moved and seconded that the meeting adjourn. Motion passed.

The meeting was formally adjourned at 5:05 p.m.

**Respectfully Submitted by Dr. Fred Chilson, Acting Vice Chair filling in as Recording Secretary**