

and, generally, will perform all duties incident to the office of Secretary of a corporation and such other duties as may be required by law, by the Articles of Incorporation or by these By-laws, or which may be assigned from time to time by the Board of Directors.

Section 4.8 Treasurer—The Treasurer shall supervise the financial activities of the Council. Specifically, the Treasurer shall see that (a) full and accurate accounts of receipts and disbursements are kept, (b) a system is in place such that all monies and other valuable effects are deposited in the name and to the credit of the Council in such depositories as shall be designated by the Board, (c) the Directors at the regular meetings of the Board or whenever they may require it, receive an account of the financial condition of the Council, and (d) an annual audit of the Council's books and records is performed by an auditor selected by the Board. In performing these functions, the Treasurer may rely on employees of the Council or any affiliated corporation who possess special financial training and skills and whose employment responsibilities include management of the Council's financial affairs. In the absence or disability of the Treasurer, the Assistant Treasurer, if any, shall perform all the duties of the Treasurer and when so acting shall have all of the powers of and be subject to all of the restrictions upon the Treasurer. The Treasurer shall be bonded at the discretion of the Board of Directors.

Section 4.9 Managing Director—A Managing Director shall be appointed by the Board. The Managing Director shall serve on the Board of Directors in an ex-officio capacity, shall be paid an annual stipend set by the Board, shall be bonded, shall be under the general supervision of the President and Vice President, and shall serve at the discretion of the Board of Directors.

Section 4.10 Other Officers—Each other officer shall have such responsibilities and perform such duties as may be prescribed by the Board from time to time. Each assistant officer shall carry out the responsibilities and duties of the officer whom the assistant officer assists in the event such officer is unable to perform such responsibilities or duties, except that no assistant officer shall become a Director solely by virtue of being an assistant officer.

Section 4.11 Removal of Officers—Any officer elected or appointed to office may be removed by the persons authorized under these Bylaws or the Council's Articles of Incorporation to elect or appoint such officers whenever in their judgment the best interests of the Council will be served.

ARTICLE V Committees

Section 5.1 Committees—There shall be four Standing Committees within the Council: The Accreditation Committee, the Appeals Committee, the Executive Committee, and the Nominating Committee. The Council may identify ad hoc committees as necessary to carry out specific functions.

(a) **The Accreditation Committee**—

- (1) The Accreditation Committee shall have at least ten (10) members and shall consist of all current Directors who are not serving on the Appeals Committee. The Accreditation Committee is empowered to grant ACCGC accreditation following a care-

ful review and evaluation of self-study materials, site visitation summary reports, and responses by the evaluated educational institution. ACCGC accreditation is granted to an institution of higher learning (an “Institution”) following an affirmative vote by the majority (minimum of 6) of the Accreditation Committee.

- (2) The committee has oversight and implementation responsibilities for the ACCGC accreditation program. The Accreditation Committee will maintain liaison with nationally recognized accrediting organizations.
- (3) One education category Director will be elected by the Committee to serve as Chair of the Committee. Directors elected to a three-year term shall serve at least the first two years of their term as members of the Accreditation Committee.
- (4) The Chair of the Accreditation Committee shall appoint a three-person Site Visitation Team for each Institution that applies for accreditation, subject to confirmation by the appropriate institution administrator. Each Site Visitation Team shall consist of two (2) education representatives from collegiate degree-granting educational institutions and one (1) industry representative. At least two (2) of the Site Visitation Team members must be members of the Accreditation Committee. One of the education representatives shall be designated Team Leader by the Chair of the Accreditation Committee.

(b) The Appeals Committee—

- (1) The Appeals Committee responds to appeals from Institutions denied ACCGC full accreditation by the Accreditation Committee. Appeals Committee members vote to uphold or reverse the decision of the Accreditation Committee. A minimum of four (4) affirmative votes by the Appeals Committee is necessary to reverse decisions of the Accreditation Committee. The decision of the Appeals Committee is final.
- (2) The Appeals Committee shall consist of six (6) current or past Council Directors who are not serving on the Accreditation Committee. The Chair of the Appeals Committee shall be the ACCGC President, Vice President, or the Council President’s designee. Members of the Appeals Committee shall have had prior service on the Accreditation Committee and shall be appointed by the President of the Council, with approval of the Executive Committee. No Appeals Committee Member shall serve on an appeal for an institution for which such member served as a member of the Site Visitation Team.

(c) Executive Committee—

- (1) The Executive Committee formulates and proposes policy to the Council for approval, translates into action the directives issued by the Council, and guides the activities of the Managing Director.
- (2) The Executive Committee is a five (5) member committee comprised of the Council President, Vice President, Secretary, Treasurer, and Chair of the Accreditation Committee.

tation Committee. The President of the Council Board of Directors shall chair the Executive Committee.

- (d) **Nominating Committee**—The President of the ACCGC Board of Directors shall appoint a Nominating Committee of three Directors, one of whom will be appointed Committee Chair. Nominating Committee members shall normally be selected from out-going Directors.
- (e) **Ad hoc Committees**—The Council may identify ad hoc committees as necessary to carry out specific functions. The Chair of the Executive Committee (the President) may form ad hoc committees, directly or by request from another member of the Executive Committee, and appoint ad hoc committee members and chairs, with approval by the Executive Committee. Chairs of ad hoc committees will be Council Directors, but membership of these committees may consist of individuals other than the Council's Board of Directors.

Section 5.2 Removal of Officers or Committee Members—Should it be necessary to remove an Officer or Committee member, the Council may do so by a two-thirds vote of its entire Board of Directors.

Section 5.3 Committee Tenure—The term for members of the Accreditation Committee shall be two (2) years; terms for members of the Appeals Committee, Nominating Committee, and Executive Committee shall be one (1) year. A Director may not serve simultaneously on the Accreditation Committee and Appeals Committee.

Section 5.4 Meetings—Each Committee shall be required to meet during the same week as each Annual Meeting. Additional meetings as deemed necessary shall be called by the Committee Chair.

Section 5.5 Limitation on Power of Committees—The Accreditation Committee, Appeals Committee, Nominating Committee, and any ad hoc committees shall have no power or authority to contract for expenditures or to make disbursements on behalf of the Council unless such power is specifically authorized by the Executive Committee, and they shall be subject in all their actions to the authorization and approval of the Executive Committee. No such committee shall have any power or authority as to the following:

- (a) Filling vacancies on the Board of Directors.
- (b) Adopting, amending, or repealing the Bylaws.
- (c) Amending or repealing any resolution of the Board.
- (c) Acting on matters committed by the Bylaws or a resolution of the Board to another Committee of the Board.