



ACCREDITING BUREAU OF HEALTH EDUCATION SCHOOLS
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MEMORANDUM

To: ABHES- Accredited Institutions and Programs
Interested Parties

From: Carol Money maker, Executive Director

Date: March 30, 2011

Subject: Call for Commissioner Nominations – **Due April 22, 2011**

The Commission recently enacted a change in the Bylaws to expand the Commission of the Accrediting Bureau of Health Education Schools from its present eleven-seat composition to a total of thirteen seats. Consequently, this is a call for nomination for the two new seats described below.

Elected Seat 5 – Programmatic Representative. Requires at least five (5) years of academic experience in a member institution holding programmatic accreditation.

Appointed Seat 2– Practitioner in Specialty Area. Must be currently and primarily employed as a health –care-related specialist in a field for which ABHES is recognized as a programmatic accreditor by the Secretary of the U.S. Department of Education.

To assure that ABHES maintains the blend of commissioner credentials and experience required by its recognition by the United States Department of Education, the Bylaws describe specific, required qualifications with each of the thirteen seats on the Commission. The terms of office for each of these newly-created seats will run three years from July 1, 2011 until June 30, 2014.

Requirements and Responsibilities of an ABHES Commissioner

In order to conduct ABHES business effectively, commissioners meet and participate in several activities throughout the year.

- i. Attendance at up to 3, 3.5-day Commission meetings, including regular meetings typically held in early December and early July, with a third meeting sometimes necessary in between.
- ii. Participation on at least one commissioner committee.
- iii. Regular computer and telephone access for standard communication, electronic votes, and conference calls.
- iv. Strong verbal and written communication skills.
- v. Working knowledge of computers to receive, review and comment on school files and policy matters.

Travel expenses for all Commission-related activities are reimbursed by ABHES with a modest honorarium provided for Commission meeting attendance. A sincere commitment to higher education, combined with high standards of integrity and impartiality, is mandatory. A signed statement regarding conflicts of interest and confidentiality is required prior to a commissioner taking office.

Process

The Commissioner Nominating Committee invites you to nominate qualified individuals for the positions described above, for **3-year terms beginning July 1, 2011**.

Following the Commissioner Nominating Committee's consideration, the Executive Director will notify any nominee who was deemed not to meet the requirements to serve in the open seat(s) as an elected or appointed commissioner. Qualified candidates for election will be placed on the ballot for distribution to the membership. Qualified candidates for appointment will be placed on a ballot for distribution to the ABHES Commission.

Nomination Requirements

The attached form must be completed and e-mailed to Carol Moneymaker, Executive Director, at cmoneymaker@abhes.org no later than **April 22, 2011**. Nominations received after that date will **not** be considered.

ABHES Commissioners are the agency's Board of Directors, and as such each Commissioner is subject to the legal duties of any Board member. The attached document, "Fiduciary Duties of Commissioners," provides a brief outline of these duties. A listing of current commissioners can be found by visiting www.abhes.org.

As always, ABHES appreciates your consideration of this matter and looks forward to your assistance in identifying the best individuals to fill these positions.

Attachments: (Call for Nomination Form, Fiduciary Duties of Commissioners)

ABHES COMMISSIONER NOMINATION FORM

Please complete and return electronically by April 22, 2011, to:

Carol Moneymaker, Executive Director
 Accrediting Bureau of Health Education Schools
cmoneymaker@abhes.org

I. Commissioner Seats

Check the commissioner seat for which you are interested, or nominating this individual

- Elected Seat 5 – Programmatic Representative.**
 Requires at least five (5) years of academic experience in a member institution holding programmatic accreditation.

- Appointed Seat 2– Practitioner in Specialty Area.**
 Must be currently and primarily employed as a health –care-related specialist in a field for which ABHES is recognized as a programmatic accreditor by the Secretary of the U.S. Department of Education.

II. Nominee Information

Name					
Name of Organization					
Address					
Telephone		Facsimile		Email	
Title			Years in Current Position		
Has this person been employed by an ABHES-accredited institution or program within the past five years?		<input type="checkbox"/> Yes <input type="checkbox"/> No			

II. Qualifications and Reasons for Recommendation

In 75 words or less, please describe why you believe this individual is qualified to serve and will perform well as a commissioner. (Attach narrative)

Name of Person Making Nomination					
Title					
Name of Organization					
Address					
Telephone		Facsimile		Email	

III. Attachments

Please attach the following information with this completed nomination form and submit to ABHES as noted at the top of page one:

- i. Narrative describing your reason for nomination (see II above)**
- ii. Nominee's resume or curriculum vitae**
- iii. Nominee's letter of interest, including willingness to serve (75 words or less)**

Thank you for your nomination!

Due Date: April 22, 2011

Fiduciary Duties of Commissioners

Directors are in a position of trust and accordingly have a legal duty to act primarily for the benefit and in the best interest of the corporation. These duties are further defined as follows:

1. Duty of Care

A director may not profit at the expense of his corporation and in conflict with its rights; he may not for personal gain divert to himself the opportunities which in equity and fairness belong to his corporation.

- Business Judgement Rule

Directors are required to use their independent judgement. In the discharge of their duties, directors must act honestly and in good faith and must exercise the degree of skill, prudence and diligence as an ordinary prudent person would exercise in the management of affairs of like magnitude and importance.

-This involves a duty of taking appropriate steps to become informed and making decisions after reasonable deliberation.

-Active engagement. Ask questions.

-The rule permits directors to rely on information, opinions, reports or statements, including financial statements and other financial data, if prepared or presented by:

- Other offices or employees
- Legal counsel, accountants for matters which reasonably fall within a person's professional or expert competence
- A committee that merits confidence

2. Duty of Loyalty

- A. Directors must act in the best interests of the corporation
- B. Directors must avoid any conflict of interest (showing-out). A conflict of interest is one which would reasonably be expected to exert an influence on the director's judgement if he were called to vote because of beneficial interest.
- C. Directors must not engage in self-dealing (Corporate Opportunity Doctrine)
Directors may not exploit their positions as fiduciaries to divert business opportunities to themselves
- D. Directors must be impartial and must not consider the interests of anyone besides the corporation when making business decisions.

3. Duty of Confidentiality

Directors have a duty to preserve the confidentiality of the affairs of the corporation. This includes, among other things, discussions and deliberations that occur during executive session and the records of schools under review.

4. Duty of Management

- Establish mission and purpose
- Engage in organizational planning/strategic plan
- Hire executive personnel/Director – periodically review performance
- Allocate and manage resources/budget