

Interstate Passport Network

BYLAWS

ARTICLE I

DESCRIPTION OF THE NETWORK

Section 1: Description. The Interstate Passport Network (Network), whose members are institutionally accredited U.S. not-for-profit higher education institutions and their related systems and state agencies, is dedicated to the development and ongoing refinement and operation of the Interstate Passport program for block transfer of lower-division general education. Interstate Passport is based on learning outcomes and transfer-level proficiency criteria and is designed to:

- a) Focus on academic quality and coherence in lower-division general education for a positive impact on student completion;
- b) Accelerate and streamline the transfer process;
- c) Facilitate student transfer across state lines and within states;
- d) Lower student costs and time to credential by reducing the unnecessary repetition of student learning;
- e) Provide for institutional flexibility in meeting national quality expectations; and
- f) Encourage ongoing faculty engagement in and discussion of lower-division general education knowledge and skill areas, requirements, and learning opportunities.

Section 2: Tax Status and Location. The Network functions under the umbrella of the Western Interstate Commission for Higher Education (WICHE), a public interstate agency that operates under the Western Regional Education Compact as a 501(c)(3) not-for-profit organization. WICHE is located in Boulder, Colorado.

ARTICLE II

NETWORK MEMBERSHIP

Section 1: Eligibility of Members. Membership in the Network is at the organization level. It includes public and private institutionally [accredited](#)¹ not-for-profit institutions, both two-year and four-year, along with related higher education systems, and state governing boards which satisfactorily complete

¹ List of approved accrediting agencies for member institutions: [Middle States Commission on Higher Education \(MSCHE\)](#), [Higher Learning Commission \(HLC\)](#), [New England Association of Schools and Colleges \(NEASC-CIHE\)](#), [Commission on Institutions of Higher Education](#), [Northwest Commission on Colleges and Universities \(NWCCU\)](#), [Southern Association of Colleges and Schools Commission on Colleges \(SACSCOC\)](#), [Accrediting Commission for Community and Junior Colleges \(ACCJC\)](#), and [Western Association of Schools and Colleges \(WASC\) Senior College and University Commission \(WSCUC\)](#).

29 the steps in the application process and agree to comply with the requirements outlined in the
30 Memorandum of Agreement (MOA) at the time of application.

31 **Section 2: Term of Membership.** The membership year begins on July 1 and concludes on June 30 in
32 conjunction with WICHE’s fiscal year. Members are approved for a five-year term, which is automatically
33 renewed in five-year increments contingent upon meeting Interstate Passport requirements set out in
34 the Memorandum of Agreement at the time of renewal. Applicant states, systems, and institutions
35 approved for Interstate Passport status become active members on the latter date of the signatures on
36 the MOA with fees pro-rated for the first year of participation.

37 **Section 3: Good Standing.** Members maintain good standing by complying with the requirements set
38 out in the signed [Memorandum of Agreement](#), bylaws, and policies established by the Passport Review
39 Board.

40 **Section 4: Membership Fees.** Institutions, systems, and states will be assessed membership fees fixed
41 by the Passport Review Board at its annual meeting.

42 **Section 5: Withdrawal from Membership.** Following the first five-year term, any institution, system or
43 state agency member of the Network may withdraw from participation by providing written notice to
44 the Interstate Passport director one year in advance of withdrawal. Resignation shall not relieve the
45 respective member of any outstanding charges due to the Network, responsibilities to students awarded
46 the Passport and responsibilities to students admitted with the Passport during the timeframe of its
47 membership.

48 **Section 6: Membership Termination.** An institution, system, or state member may be terminated from
49 participation in the Interstate Passport Network for failure to satisfactorily comply with the
50 requirements of the Memorandum of Agreement, bylaws, and policies or for failure to pay participation
51 fees within 90 days of their due date.

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ARTICLE III

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GOVERNANCE BY THE PASSPORT REVIEW BOARD

55 **Section 1: Description of the Passport Review Board.** The Network is governed by the Passport Review
56 Board (Board), the policymaking body with responsibility for overall direction of the Network and
57 Interstate Passport program.

58 a) **Types of Delegates.** There are two types of delegates serving on the Board.

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60 i. **Passport State Facilitators.** Members of the Network in each state shall appoint one
61 Passport State Facilitator to represent their interests on the Passport Review Board. This
62 individual casts the sole vote for participating institutions in the respective state on all
63 matters brought for a vote. The Passport State Facilitator also serves as the primary

64 channel for all official communications between the state’s participating institutions and
65 organizations and the Passport Review Board. Individuals in the role of Passport State
66 Facilitator serve on an ongoing basis until replaced by a new representative selected by
67 members in their respective state.

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69 ii. **At-Large Delegates.** The Board may invite individuals with special expertise in higher
70 education and other areas to serve on the Board for a two-year renewable term. At the
71 time of appointment, the at-large delegates may not exceed 50 percent of the Board’s
72 composition.

73 **Section 2: Duties and Functions of the Passport Review Board.** Under its broad responsibility for
74 overseeing the management of the Network and the Interstate Passport program, the Board has specific
75 duties and functions. Those duties and functions considered to be among the most important are to:

- 76 a) Adopt bylaws, policies, rules and regulations for the operation of the Network and the Interstate
77 Passport program and to review these periodically.
- 78 b) Elect officers.
- 79 c) Approve candidate member institutions for Interstate Passport status.
- 80 d) Determine services to be provided to members of the Interstate Passport Network.
- 81 e) Set fees associated with participation in the Interstate Passport and approve the annual budget.
- 82 f) Determine the need for faculty review and/or updating of Passport Learning Outcomes and
83 Transfer-Level Proficiency Criteria.
- 84 g) Evaluate the overall performance of the Interstate Passport program as well as the performance
85 of participating institutions on an annual basis.
- 86 h) Collaborate with members to design and develop strategies that can assist institutions in being
87 more successful participants in the network.
- 88 i) Terminate membership for states, systems, or institutions failing to maintain good standing;
- 89 j) Publish the annual report on the Interstate Passport’s status; and
- 90 k) Appoint and dissolve committees and task forces.

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92 **Section 3: Use of Interstate Passport Logo.** The Passport Review Board bears sole authority for
93 authorizing use of the Interstate Passport logo (U.S. Patent and Trademark Registration Number
94 5,198,870) by outside entities. In consultation with the Executive Committee, the director may authorize
95 use of the Interstate Passport logo to outside entities.

96 **Section 4: Use of Interstate Passport Mailing List.** The Passport Review Board bears sole authority for
97 authorizing use of the Interstate Passport mailing list to outside entities, and the content of messages to
98 the mailing list recipients. In consultation with the Executive Committee, the director may authorize use
99 of the Interstate Passport mailing list to outside entities.

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ARTICLE IV

OFFICERS, TERMS AND DUTIES

Section 1: Officers. The officers of the Passport Review Board shall include co-chairs (one representing the two-year sector and the other representing the four-year sector), a secretary-treasurer, and immediate past co-chairs. These officers form the Board’s Executive Committee.

Section 2: Election. The co-chairs of the Passport Review Board shall be elected by a simple majority of the delegates present at its annual meeting of the Board and shall hold office until the next annual meeting or until their successors are elected and installed. The Executive Committee may call a special election should an officer leave office more than three months prior to the next annual meeting.

Section 3: Duties. The officers shall perform the usual duties of their respective offices, including the following:

- a) **Co-Chairs.** The co-chairs shall convene and preside over all meetings of the Passport Review Board and its Executive Committee. The co-chairs are the spokespersons for the Network and are the only delegates authorized to make commitments on behalf of the Passport Review Board or the Network without a formal vote by the Board.
- b) **Secretary-Treasurer.** The Interstate Passport director shall serve as the secretary-treasurer and shall prepare minutes of all meetings of the Passport Review Board and Executive Committee, and ensure their timely distribution to the members of the respective group. The secretary-treasurer shall provide a financial statement and proposed budget for review and approval by the executive committee prior to its consideration by the Board at its annual meeting.
- c) **Immediate Past Co-Chairs.** At least two months prior to the annual meeting, the immediate past co-chairs shall determine whether each current co-chair desires to continue in office. At least 30 days prior to the annual meeting, the past co-chairs will notify the Board’s membership of the current co-chairs’ desires and solicit nominations for the co-chair positions representing the Network’s diverse constituency, and prepare and present a list of candidates for election at the annual meeting.

Section 4: Resignation, Termination, and Absences. Any delegate serving as an officer may resign at any time by written notice to the Interstate Passport director. An officer’s term may be terminated by the executive committee due to excessive absences (more than two unexcused absences at executive committee meetings in a year).

ARTICLE V

COMMITTEES AND TASK FORCES

Section 1: Executive Committee. The Executive Committee shall consist of the officers of the Passport Review Board. During the intervals between the annual meetings of the Board, the Executive Committee

136 may exercise all the powers of the Board except terminating members for reasons other than non-
137 payment of participation fees, authorizing changes to the Passport Learning Outcomes, or adjusting
138 participation fees.

139 a) **Meetings of the Executive Committee.** The Executive Committee shall meet quarterly and more
140 often as necessary to oversee policy concerns and other matters related to the operations of the
141 Interstate Passport program, the Board, and the Network.

142 b) **Notice of Meetings.** The Interstate Passport director will send a notice to members of the
143 Executive Committee two weeks in advance of the time and date set by the co-chairs.

144 c) **Order of Business.** The Executive Committee may fix its own rules of procedure. It shall keep a
145 record of its proceedings and shall report a summary of these proceedings to the Board after
146 each Executive Committee meeting and at the next annual or special meeting of the Board.

147 **Section 2: Formation of Committees and Task Forces.** The Board and its Executive Committee may vote
148 to create and dissolve committees and task forces during its regular and special meetings as needed.

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ARTICLE VI

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MEETINGS OF THE PASSPORT REVIEW BOARD

152 **Section 1: Annual Meeting.** An annual meeting of the Passport Review Board shall take place on a
153 specific date, time and location designated by the Executive Committee. At the annual meeting, the
154 delegates shall receive reports on the Interstate Passport's activities and budget from the Executive
155 Committee and others, elect officers, and set the Interstate Passport's direction for the coming year.

156 **Section 2: Special Meetings.** Special meetings of the Board may be called by the Executive Committee
157 for matters they deem important for the Board to consider prior to the next annual meeting. A petition
158 signed by 25 percent of Passport Review Board delegates may also call a special meeting.

159 **Section 3: Notice of Meetings.** The Interstate Passport director will send a notice to each delegate not
160 less than two weeks prior to the annual meeting and as far in advance as possible for a special meeting.

161 **Section 4: Quorum.** At least 50 percent of members present physically or electronically at any properly
162 announced meeting of the Board shall constitute a quorum.

163 **Section 5: Rules of Procedure.** In the event a question of order or procedure shall arise which is not
164 covered in these bylaws, Robert's Rules of Order shall prevail.

165 **Section 6: Voting.** All issues to be voted on shall be decided by a simple majority of those present at the
166 meetings in which the vote takes place, or via electronic communication. By written notification in
167 advance of the meeting to the Interstate Passport director, a Board delegate may designate another
168 individual to serve as a proxy and to vote on his/her behalf.

169 **Section 7: Executive Session.** After first convening in an open meeting the Passport Review Board may
170 pass a motion to convene in executive session to discuss confidential issues including audit findings,
171 FERPA protected data, contract negotiation issues and proprietary performance information.
172 Participation in the executive session is limited to members of the Board and others by invitation. Final
173 action on a topic must be taken in an open meeting.

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ARTICLE VII

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INTERSTATE PASSPORT NETWORK RELATIONSHIP TO WICHE

177 **Section 1: Fiscal Agent.** The Network, operating under the umbrella of the Western Interstate
178 Commission for Higher Education, is subject ultimately to the financial policies and regulations of the
179 WICHE Commission, which serves as its fiscal agent. WICHE will retain Interstate Passport revenues in a
180 designated account.

181 **Section 2: Interstate Passport Director and Staff.** The Interstate Passport director shall be responsible
182 for administering the work and budget of the Network pursuant to the decisions of the Board and within
183 the procedures of WICHE. The director shall be responsible for the records and accounts of the Network
184 and oversee the work of the other Interstate Passport staff members. The Interstate Passport director
185 shall be appointed and evaluated pursuant to WICHE personnel procedures with input from the Board's
186 Executive Committee. The Interstate Passport director will review the revenue and expense reports
187 monthly.

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ARTICLE VIII

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AMENDMENTS AND DISSOLUTION

191 **Section 1: Amendments.** These bylaws may be amended when necessary by a two-thirds majority of the
192 Board. Proposed amendments must be submitted to the Interstate Passport director to be sent out with
193 regular Board meeting notices.

194 **Section 2: Dissolution.** After discontinuance of business and payment of debts, any surplus funds of the
195 Network shall be transferred as a gift to the WICHE general fund.

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CERTIFICATION

197 These bylaws were reviewed at a meeting of the Passport Review Board delegates and approved, via
198 electronic communication, by all delegates on 03/26/2015.

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March 26, 2015

200 Michel Hillman, Co-Chair Date

201  March 26, 2015

202 Peter Quigley, Co-Chair Date

203 **AMENDED**

204 These bylaws were amended at a meeting of the Passport Review Board by a two-thirds majority vote
205 on 2/11/2016.

206  February 11, 2016

207 Michel Hillman, Co-Chair Date

208  February 11, 2016

209 Peter Quigley, Co-Chair Date

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211 **AMENDED**

212 These bylaws were amended at a meeting of the Passport Review Board by a two-thirds majority vote
213 on 2/12/2019.

214  February 12, 2019

215 Gregory Benson, Co-Chair Date

216  February 12, 2019

217 Peter Quigley, Co-Chair Date

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AMENDED

222 These bylaws were amended at a meeting of the Passport Review Board by a two-thirds majority vote
223 on 2/11/2021.

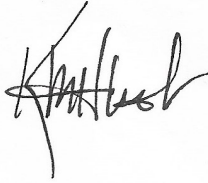


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February 11, 2021

225 Paul Disney, Co-Chair

Date



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February 11, 2021

227 Kari Brown-Herbst, Co-Chair

Date

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