



June 1, 2012

Dr. Paul Marion, President
Tiffin University
155 Miami Street
Tiffin, OH 44883

Dear President Marion:

I am writing in response to your letter providing more details about Tiffin University's ("TU") relationship with Altius Education and Altius University. Thank you for submitting the response and for providing extensive documentation regarding the relationship.

The documentation confirms that the intent of the parties since the original Joint Venture Master Agreement with Altius Education (formerly Ivy Bridge Education) was executed was to create a new, separately accreditable institution, now named Altius University ("AU"). The Memorandum of Understanding provided in the documentation indicates that efforts are presumably already underway to create an autonomous institution in AU. The Memorandum indicates that in January 2012, AU apparently selected its own Learning Management System and Student Information System to be used by AU students to replace the previous systems selected and overseen by TU. Instead of faculty being recruited and hired by TU, the parties are now beginning a new approach in which faculty formerly employed by TU will be hired and employed by AU subject to approval by TU. The Memorandum further indicates that any and all of the services provided by TU may be "amended, removed, or discontinued..." etc. While you state that the Memorandum is non-binding, the Memorandum provides reasonable evidence that TU and AU remain committed to establishing AU as a separate institution in the very near future and are contemplating, if not effecting, those changes in the responsibilities between the parties to make that separation a reality very soon.

As I indicated in my previous letter, the Commission's policy on Change of Control, Structure or Organization specifically requires Commission approval for, among other things, the division of a single accredited institution into one or more institutions or entities and the sale, transfer, or release of interest in an accredited institution or of a substantial portion of an accredited institution's assets. This requirement also covers, but is not restricted to, joint ventures. The purpose of this requirement is to ensure that what remains after the change of structure is, in fact, an accreditable institution. Although you state that the effect of the loss of AU on Tiffin will be minimal, I note that over half of the institution's current enrollment appears to be AU students. At a minimum, the loss of the AU operation is a change in Tiffin University's structure. Only a thorough review by an appropriate Fact-Finding Team can establish whether TU, during and after the separation of AU, will continue to have sufficient resources, planning and viability to meet the Commission's Criteria for Accreditation, Core Components and Assumed Practices. Also, the Fact-Finding Visit will need to determine whether AU is already essentially an autonomous institution even while remaining nominally under the oversight of TU.

Also, as I previously noted, to the extent that the relationship with Altius Education seems to be the outsourcing of one or more academic programs to an unaccredited entity, your accreditation status currently does not cover such a relationship. The Commission's substantive change policy, effective July

2010, included the requirement that the Commission review and approve contractual relationships between accredited and unaccredited entities; the policy included no "grandfathering" provision regarding those relationships previously in place. While it appears you have notified the Commission in the past about this relationship with AE, it is TU's responsibility to ensure that it remains in compliance at all times with Commission policy and that it files an appropriate application to seek formal approval of this relationship.

Because the Memorandum of Understanding suggests that the separation process is already under way, even though it may be some months before AU formally begins the accreditation process with WASC, I have determined that it is important that the Commission initiate the Change of Control review as soon as possible. Therefore I am enclosing the Change of Control, Structure or Organization procedure. You will need to complete the paperwork regarding this process and file it with the Commission no later than August 1, 2012. You should anticipate a full review by the Commission of the application, which I anticipate will likely include a Fact-Finding Visit to both TU and AU's office. This review will also consider the contractual relationship as required by the Commission's substantive change policy at the same time it considers the spin-off.

I want to remind you that as long as TU's accreditation covers the AU operation and its students, TU remains accountable for the quality and outcomes of AU. Therefore, as part of this review, the Fact-Finding Team will consider retention and other questions related to the academic quality of the AU academic operations.

If you have questions about the materials you need to provide, please contact Karen Solinski, Vice President for Legal and Governmental Affairs at 312-263-0456, ext. 111 or ksolinski@hlcommission.org.

As you may know, Dr. John Taylor is retiring from the Commission later this summer after many years of dedicated service to the Commission. Effective immediately, your new liaison, as you enter into this Change of Control process, will be Ms. Kate-Louise Gottfried, Vice President for Accreditation Relations and Associate Vice President for Legal and Governmental Affairs. She will be working with Ms. Solinski on this review and will gradually be taking on all the liaison functions from Dr. Taylor.

Sincerely,

Sylvia Manning

Sylvia Manning
President

Enclosure

cc: John A. Taylor, Vice President for Accreditation Relations, Higher Learning Commission
Karen L. Solinski, Vice President for Legal and Governmental Affairs, Higher Learning Commission
Kate-Louise Gottfried, Vice President for Accreditation Relations and Associate Vice President for Legal and Governmental Affairs, Higher Learning Commission