

February 28, 2025

VIA ELECTRONIC MAIL

Christopher Caldwell
President
College of Menominee Nation
N172 State Hwy 47/55
PO Box 1179
Keshena, WI 54135

Dear President Caldwell:

I am writing to follow-up on the initial interaction meeting that occurred on January 3, 2024, which was triggered by receipt of an initial interaction submission from College of Menominee Nation (“the Institution”) dated December 5, 2023. This letter also serves to affirm various items related to the Higher Learning Commission (HLC or “the Commission”) policy and review process for a Change of Control, Structure, or Organization.

As set forth in the Institution’s initial interaction submission, the Institution intended to change its status from private, not for profit status to public status. As was discussed during the initial interaction meeting, the change in status would otherwise not impact the Institution’s operations or its relationship with the Menominee Indian Tribe of Wisconsin, which is the superordinate entity of the Institution. As you know, HLC reserved its determination as to whether the proposal constituted a Change of Control, Structure or Organization under HLC policy, pending the receipt of additional information from the Institution related to the U.S. Department of Education’s (“the Department’s”) assessment of the proposal.

On February 21, 2025, HLC received a courtesy copy of a letter from the Department dated February 19, 2025. A copy of this letter is enclosed for your convenience. As explained in the letter, the Department acknowledged receipt of information from the Institution that provided sufficient basis for the Department to approve a change in status from “[p]rivate non profit to [p]ublic pursuant to 34 C.F.R. § 668.171(g)(1),” effective January 9, 2025. Notably the change in status was not approved under 34 C.F.R. § 600.31 (Change in ownership resulting in a change in control for private nonprofit, private for-profit and public institutions) based the information in the February 21 letter.

HLC Policy INST.G.20.010, Change of Control, Structure or Organization, provides that a “[c]hange of corporate form . . . including, but not limited to . . . change from a Private institution to a Public institution . . .” constitutes a Change of Control, Structure or Organization under the policy. The policy further provides that “[a] member institution must notify HLC staff of any . . . Change of Control, Structure or Organization . . . that may be

separately identified in the policy but may not be reasonably known by, or under the control of, the accredited institution, a parent entity or intermediate subsidiary prior to the transaction . . .”

In accordance with this policy, HLC has determined that the Institution’s current change in status constitutes a Change of Control, Structure or Organization under HLC policy for which notification is required. The nature of the transaction, including with respect to determinations about the transaction made by the U.S. Department of Education was “not. . . reasonably known by, or under the control of, the accredited institution, a parent entity or intermediate subsidiary” until after the transaction was complete. Furthermore, the transaction did not impact the day-to-day operations or governance and administrative structures of the Institution. Rather, as noted in the Department’s February 21 letter, the transaction was simply a change in status.

Because the transaction only requires notification, and not prior approval, under HLC’s policy on Change of Control, Structure or Organization, no further review by HLC is required. Furthermore, based on the information provided by the Institution and the Department’s February 21 letter, HLC has also received sufficient notification of the transaction.

Relatedly, HLC understands, based on the initial interaction submission, that the Institution intended to update its records with HLC to reflect that it is a public institution, as aligned with its change in status with the Department. Therefore, based on HLC having received notification of the transaction, HLC will update its records to reflect that the Institution’s status became that of a public institution effective January 9, 2025.

The peer review team that conducts the Institution’s next comprehensive evaluation will have access to materials regarding the transaction, including this letter, and will review the Institution’s ongoing compliance with HLC requirements according to usual procedures.

Thank you to you and your staff for your cooperation. Please feel free to contact Dr. Linnea Stenson if you have any questions.

Sincerely,



Robert Rucker
Associate General Counsel

Enc: U.S. Department of Education Letter

Cc: Geraldine Sanapaw, Chief Academic Officer, College of Menominee Nation
Linnea A. Stenson, Vice President of Accreditation Relations, Higher Learning
Commission



Mr. Christopher Caldwell
President
College of Menominee Nation
N172 State Highway 47/55
Keshena. WI 54135

2/19/2025

OPE ID:03125100

APPROVAL NOTICE

REASON FOR ACTION: Changing from Private Non-Profit to Public Status Effective 1/9/2025 pursuant to 34 C.F.R. § 668.171(g)(1)

Dear Mr. Caldwell:

The Chicago/Denver School Participation Division (SPD) acknowledges receipt of the documentation that College of Menominee Nation (Institution) submitted regarding its Changing from Private Non-Profit to Public Status.

As a result of that review, we have approved the Public Status change effective January 9, 2025.

The Department of Education considers College of Menominee Nation to be a public institution. As described in 34 C.F.R. § 668.171(g)(1), Public Institutions, the Secretary considers a public institution to be financially responsible if the institution-

- (i) Notifies the Department that it is designated as a public institution by the State, local, or municipal government entity, Tribal authority, or other government entity that has the legal authority to make that designation; and
- (ii) Provides a letter or other documentation acceptable to the Department and signed by an official of that government entity confirming that the institution is a public institution and is backed by the full faith and credit of the government entity
- (iii) Is not subject to a condition of past performance under § 668.174; and
- (iv) Is not subject to an automatic mandatory triggering event or a discretionary triggering event that the Department determines will have a significant adverse effect on the financial condition of the institution

Please save a copy of this notice and the Eligibility and Certification Approval Report (ECAR). This Approval Notice is an addendum to the Institution's Program Participation Agreement (PPA). Please retain this notice and the ECAR with the PPA for compliance purposes.

Should you have any questions, please contact Donna Sobie at Donna.Sobie@ed.gov.

Sincerely,

A handwritten signature in black ink, appearing to be 'JE' with a long horizontal stroke extending to the right.

Jeremy Early, Ed.D.
Division Chief
Chicago/Denver School Participation Division