

**BEFORE THE COMMISSIONER OF SECURITIES AND INSURANCE,
OFFICE OF THE MONTANA STATE AUDITOR**

IN THE MATTER OF

WebCE, Inc.,

Respondent.

Case No. INS-2022-00279

**CONSENT AGREEMENT AND
FINAL ORDER**

This Consent Agreement (Agreement) and Final Order (Order) are entered into by the Office of the Montana State Auditor, Commissioner of Securities and Insurance (CSI), acting pursuant to the authority of the Montana Insurance Code, Mont. Code Ann. § 33-1-101 *et seq.* (Code), and WebCE, Inc. (Respondent).

RECITALS

WHEREAS, Respondent is a corporation and currently a sponsoring organization as defined in ARM 6.6.4202(12);

WHEREAS, on or about August 17, 2022, CSI staff audited two self-study internet based continuing education courses offered by Respondent in Montana, and determined students enrolled in the courses could skip the course material and take the final exam for the course;

WHEREAS, Respondent allowing students to skip the course material and take the final exam for the course allowed students to achieve continuing education credit hours greater than the time actually spent to complete the course;

WHEREAS, allowing students to achieve continuing education credit hours greater than the time actually spent to complete the course violates ARM 6.6.4210(1)(a), (b) and ARM 6.6.4203(10) and (11);

WHEREAS, CSI and Respondent agree that the best interests of the parties and the public is served by entering into the Agreement.

NOW, THEREFORE, in consideration of the mutual undertakings and agreements contained in this Agreement, CSI and Respondent hereby agree to settle this matter pursuant to the following terms and conditions:

STIPULATIONS AND CONSENTS

1. Respondent admits to and agrees with the Recitals set forth above and stipulates and consents to the following:

a. Respondent shall cease and desist from offering continuing education courses in Montana that allow students to take an exam for credit hours without having first viewed any of the material.

b. Respondent specifically and affirmatively waives a contested case hearing and its right to appeal under the Montana Administrative Procedure Act (MAPA), including Title 2, chapter 4, part 7, of the Montana Code Annotated; and elects to resolve this matter on the terms and conditions set forth herein.

c. Respondent fully and forever releases and discharges the CSI from any and all actions, claims, causes of action, demands, or expenses for damages or injuries, whether asserted or not asserted, known or unknown, foreseen or unforeseen, arising out of or related to the Recitals or this Agreement.

2. All parties to this Agreement stipulate and consent as follows:

a. The Commissioner has jurisdiction over Respondent and the subject matter of this matter pursuant to Mont. Code Ann. § 33-1-101 *et seq.*

b. The Commissioner agrees not to pursue further civil or administrative action against Respondent regarding CSI's allegations asserted in this matter for so long as Respondent complies with the terms of this Agreement.

c. This agreement is entered into without adjudication of any issue, law, or fact. It is entered into solely for the purpose of resolving CSI's allegations and is not intended to be used for any other purpose. For any person or entity not a party to

this Agreement, this Agreement does not limit or create any private rights or remedies against the Respondent, limit or create liability of Respondent, or limit or create defenses of Respondent to any claims.

d. The applicable statute of limitations, set forth in Mont. Code Ann. § 33-1-707, is tolled with regard to the allegations asserted in this matter. In the event Respondent fails to comply with the terms of this Agreement at any time after entering this Agreement, CSI may pursue additional administrative action against Respondent.

e. This Agreement constitutes the entire agreement between the Commissioner and Respondent, and no other promises or agreements, either express or implied, have been made by the Commissioner or by any member, officer, agent or representative of CSI to induce Respondent to enter into this Agreement.

f. This Agreement may not be modified orally, and any subsequent modifications to this Agreement must be mutually agreed upon in writing to be effective.

g. This Agreement shall be incorporated into and made a part of the attached Final Order issued by the Commissioner herein.

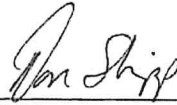
h. This Agreement shall be effective upon signing of the Final Order.

i. This Agreement is a public record under Montana law and, as such, may not be sealed or otherwise withheld from the public.

DATED this 16th day of September, 2022.

Don Shipp / WebCE, Inc.
Title: Vice President
Respondent

DATED this 16th day of September, 2022.



DON SHIPP

Representative for the Respondent

DATED this 19th day of September, 2022.



KEVIN BRATCHER

Legal Counsel for CSI

FINAL ORDER

Pursuant to the authority vested by Mont. Code Ann. § 2-4-603, and § 33-1-101 *et seq.*, and upon review of the foregoing Consent Agreement, and good cause appearing,

IT IS HEREBY ORDERED that the foregoing Consent Agreement between the Commissioner and Respondent is adopted as if set forth fully herein.

DATED this 22nd day of September, 2022.



TROY DOWNING

Commissioner of Securities and Insurance,
Montana State Auditor