



River Valley Charter School

Executive Committee Committee Meeting

Published on February 2, 2026 at 5:52 PM EST

Date and Time

Wednesday February 4, 2026 at 7:00 PM EST

Location

River Valley Charter School
Middle School Great Room

River Valley Charter School welcomes your participation at Board meetings. The purpose of a public meeting of the Board of Trustees (“Board”) is to conduct the affairs of the organization in public. Your participation assures us of continuing community interest in our school and assists the Board in making the best decisions for our school. To assist you in the ease of speaking/participating in our meetings, guidelines are provided at the bottom of this agenda. All materials for all board and committee meetings, are available on our Board on track public portal found at rivervalleycharter.org.

Agenda

	Purpose	Presenter	Time
I. Opening Items			7:00 PM
A. Record Attendance		Jonathan Nickerson	1 m
B. Call the Meeting to Order		Denise Herrera	1 m

	Purpose	Presenter	Time
C. Approve Minutes	Approve Minutes	Jonathan Nickerson	1 m
Approve minutes for Executive Committee Meeting on January 7, 2026			
II.	Director Update		7:03 PM
A.	Director Update	Karen Kuse	40 m
DESE Accountability Visit – Deliverables, Owners, Timeline (15 min) Staffing, Postings & Interim Leadership Structure (10 min) HR Company & Next Steps (5 min) TMF & ELL Policy Status – Summary Only (4 min) Quick Operational Updates (Lightning Round) (3 min) Supports Needed / Final Questions (3 min)			
III.	Executive Committee		7:43 PM
A.	Executive Committee	Denise Herrera	25 m
Attorney Marc Terry – Transition from Mirick to Stoneman, Chandler & Miller (5 min) Board Officer Transition (6 min) Finance Update (4 min) Policy Work – Behavioral / Whistleblower / Complaint (Bylaws alignment) (6 min) Bylaws – Next Steps (3 min) Board Retreat – Next Steps (1 min)			
IV.	Set Board Agenda		8:08 PM
A.	Board Agenda Topics	Jonathan Nickerson	6 m
<ul style="list-style-type: none"> • Public Comment • Trustee Officer Slate: Vote • Marc Terry: Vote 			
V.	Closing Items		8:14 PM
A.	Adjourn Meeting	Vote	

THE ORDER OF BUSINESS MAY BE CHANGED WITHOUT NOTICE Notice is hereby given that the order of consideration of matters on this agenda may be changed without prior notice.

REASONABLE LIMITATIONS MAY BE PLACED ON PUBLIC TESTIMONY The Board Chair reserves the right to impose reasonable time limits on public testimony to ensure that the agenda is completed.

Coversheet

Approve Minutes

Section: I. Opening Items
Item: C. Approve Minutes
Purpose: Approve Minutes
Submitted by:
Related Material: Minutes for Executive Committee Committee Meeting on January 7, 2026

APPROVED



River Valley Charter School

Minutes

Executive Committee Meeting

Date and Time

Wednesday January 7, 2026 at 7:00 PM

Location

River Valley Charter School
Middle School Great Room

River Valley Charter School welcomes your participation at Board meetings. The purpose of a public meeting of the Board of Trustees (“Board”) is to conduct the affairs of the organization in public. Your participation assures us of continuing community interest in our school and assists the Board in making the best decisions for our school. To assist you in the ease of speaking/participating in our meetings, guidelines are provided at the bottom of this agenda. All materials for all board and committee meetings, are available on our Board on track public portal found at rivervalleycharter.org.

Committee Members Present

C. Whitford (remote), D. Herrera, J. Nickerson, T. Murdy

Committee Members Absent

None

Guests Present

K. Kuse

I. Opening Items

A. Record Attendance

B. Call the Meeting to Order

D. Herrera called a meeting of the Executive Committee of River Valley Charter School to order on Wednesday Jan 7, 2026 at 7:09 PM.

C. Approve Minutes

D. Herrera made a motion to approve the minutes from Executive Committee Meeting on 11-05-25.

J. Nickerson seconded the motion.

The committee **VOTED** to approve the motion.

II. Director Update

A. Director Update

- Request to bring in RTI Tier 2 - full time
 - Hiring Bridget Beaulieu-Mammah - \$62K
- Desire to bring in another assistant director to be a thought partner with Karen
 - Potential to bring in Amy Moore from upstairs in Special Ed
 - Future state to bring her in as Assistant Director for Comms and Community Engagement 1/2 time (afternoons) and Special Ed 1/2 time (mornings)
 - Does not require posting as it is a part time role
 - Does not impact needs within the Special Ed Dept. based on current workload
 - Financially in a good spot through the first 5 months - have to manage to the budget at the end of the day
 - Will have to figure it out as we go along in terms of BlueLion and other staffing changes
- Concerns that students aren't having their services (IEP) met
 - Concerns from part-time staff providing this support, especially in E2 due to their specials schedule - potential increased support required in future
 - Future budget conversation may be needed about our spend allocation on specials
 - Start conversation around reducing staff with focus of paying staff as a whole a higher salary - look at programming and reallocate
- Playground
 - Behind schedule due to cold weather, but still able to install drain and most of the timbers, remainder on site for install
 - Will be complete pending weather
- CPA - Grant due December 12 - in on time
 - Ask for \$450K again

- Working to create a more detailed budget than what was initially submitted for the grant
- Start of phase 2 dependent on additional funding
 - if funds approved, would look at bid package released in March with two weeks for response, two weeks for review, two weeks for kick-off so mid-June start
 - Needs to include a gazebo as we received a \$10K prize to build one
 - Permitted for all of phase 2 currently, so no hold-up from that step
- Updating slideshow to show progress
- **HR - Next Steps and Next Year**
 - High initial bill in of \$15K for first two months
 - Need for more detail to understand what costs cover
 - Survey sent from BlueLion as to how things have been going
 - Issues mainly in availability/ scheduling, conflicting internal communications
 - If billing continues to be high, would lead to better option for hiring of HR person internally
 - Need to train staff as to when to go to HR and when not - make sure that people are going to the right people for the right things
 - At this point if people are reaching out to Dave about HR issues he should be pointing them to BlueLion and nothing more
 - Dave was informed of this directly but still is being asked to be brought in for meetings in this role
 - Future state to clearly inform Dave that he is no longer in the HR role and he should point all HR concerns to BlueLion and then follow up with email, cc'ing BlueLion, for clarity
 - If people need a third party in a meeting in the future, they should call BlueLion directly
- **PBE**
 - Parent emails complaining about having to take part in PBE sessions on Monday due to weather
 - Meeting on Friday with Mary to discuss way forward of program and how it fits into the larger school goals
 - Support to make update to PBE programming to reduce risk, cost, and time in training
- **Joe Runkle Discussion (Owner of AllClad building next door)**
 - Informed that he has sold the company but still owns the building
 - Three year lease in place and opportunity to buy the building at that point
 - Reach out to builder parent to take a look and discuss potential
 - Discuss moving forward and think about getting right of first refusal from him
- **Director Goals**
 - Not a fan of current goals

- Has not been able to go into classrooms to observe and don't feel safe in doing evaluations for all staff at this point

III. Executive Committee

A. Executive Committee

Finance

- Went through financials for first 5 months
- Working to create a tool to track grounds redesign spend - still tracking to plan
- No changes to tuition from DESE - still looking good

Director Evaluation Tool -

- Don't have expertise internally within the board to do this and recommending to push this to BlueLion who has that skill set

Annual Fund -

- Development meeting last night; number raised to date is \$6,100
- Receiving larger gifts than in past years
- Annual fund celebration on 22-Jan at Karen's house

Bylaws

- Get onto the agenda for next board meeting for final review
- Once approved by the board, send to DESE

Caregiver Survey

- Plan to send out Monday, 12-Jan, to be closed 1-Feb
- Has been reviewed by the Accountability Committee
- Planned reminders in the interim
 - Suggest having emails sent out from the PALs

Retreat

- Scheduled for Saturday, March 28, 9-1
- Wants to do something similar to BlueLion with individual interviews of board members to structure retreat
- Validate budget of \$10K including leader cost of \$250/hour

Board Director's Report (15 min)

- Staffing
- CPA/Playground
- Joe Runkle

- Org Chart
- HR Internal (bi-weekly meetings, etc.)
- Annual Fund
- Enrollment/Lottery

Exec Committee (10 min)

- Bylaws
- Retreat

Committees

- Finance - 5 month status update (5 min)
- Accountability - Caregiver Survey - will be going out (5 min)
- CoT - Mass Conflict of Interest Training (5 min)
- Development - Readathon (5 min)

IV. Closing Items

A. Adjourn Meeting

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 9:01 PM.

Respectfully Submitted,
D. Herrera

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Coversheet

Director Update

Section: II. Director Update
Item: A. Director Update
Purpose: Discuss
Submitted by:
Related Material: Executive Committee Meeting 2.4.2026.pdf

Executive Committee Meeting 2.4.2026

Enrollment & Lottery Updates

Development Updates

Tiered Focus Monitoring (TMF) Review

English Language Learner (ELL) Policies

Org Chart, Job Descriptions

Staffing & Posting Updates

HR Company & Next Steps

PBE, Next Steps, Strategic Plans

Grounds Phase I, Grounds Phase II, Easement, CPA

Calendar 2026-2027 First & Last Day

* DESE Accountability Visit - *Due:* By Thursday, February 12, 2026

Required Document Naming Convention	Description
RVCS Recruitment Materials	Current recruitment materials, including the school’s application for admission and any school brochures/flyers used to recruit applicants. Please also provide samples of recruitment materials translated in the most prevalent languages (if applicable) and other languages.
RVCS Translated Documents	List of school documents and/or forms available in languages other than English. <i>Please specify the languages in which the school makes documents available.</i> The team may also ask to see copies of the translated documents.
RVCS Staff Roster	A copy of the school’s staff roster that includes each staff member’s name and job title or role. In addition, please clearly indicate on the roster: <ul style="list-style-type: none"> ● Staff members who have been in any teaching role at the school one year or less. ● Staff members who provide English as a second language services. ● Staff members who provide special education services.

	<p>Department staff will follow up with the school as needed either before or after the visit to gather further information about staff qualifications.</p>
[SI] Org Chart	<p>An organizational chart for the 2025-26 school year that shows reporting relationships among the board of trustees, the school’s administrators (including network administrators, if applicable), and staff</p>
RVCS Board Minutes [Date]	<p>Minutes for each board of trustees (board) meeting that has occurred in the past 12 months. Minutes may be provided for each meeting or combined into one document. If the school posts all of its meeting minutes on the school’s website and meeting minutes can be downloaded from the school’s website, then please provide a link to those meeting minutes instead. <i>Note: Any documents referenced in the minutes should be available upon request from the team.</i></p>
RVCS [Committee Name] Minutes [Date]	<p>Minutes for each board committee meeting that has occurred in the past 12 months. If the school posts all of its meeting minutes on the school’s website and meeting minutes can be downloaded from the school’s website, then please provide a link to those meeting minutes instead. <i>Note: Any documents referenced in the minutes should be available upon request from the team.</i></p>
RVCS Bylaws	<p>The board’s current, approved bylaws.</p>
RVCS Board Self-Evaluation	<p>The board’s most recent self-evaluation.</p>
RVCS School Leader Evaluation	<p>The board’s most recent evaluation of the school leader.</p>
RVCS Student Data	<p>Examples of displays of student data presented to and reviewed by the board of trustees (if available). (If different) Examples of key displays of student data used by administrators and teachers to evaluate the quality and effectiveness of the program. <i>Note: Each document submitted should be labeled so it is clear <u>when</u> the document was shared with the board or trustees or reviewed by administrators and teachers.</i> <i>Note: Do not send individual student data. Please <u>do not</u> send raw or student level data or data that is summarized in the annual report. Please see 603 CMR 23.00 for more information regarding student testing privacy.</i></p>
RVCS Strategic plan (if available)	<p>The board’s current strategic plan or other evidence of strategic and continuous improvement planning by the board (if available).</p>
RVCS Board Leadership	<p>The board’s plan for succession of board leadership (if available)</p>

Succession Plan (if available)	
RVCS School Leader Succession Plan (if available)	The board’s plan for succession of school leadership (if available)
RVCS Safety Documents	A copy of the fire inspection certificate and building safety inspection.
RVCS Other	Any other materials that the school believes will assist the team in efficiently reviewing the school’s performance under its charter, including, but not limited to materials documenting the school’s efforts to address concerns resulting in conditions on the school’s charter (if applicable) and materials documenting the school’s efforts to work toward the elimination of persistent achievement, access, and opportunity gaps experienced by historically underserved students.

Coversheet

Executive Committee

Section: III. Executive Committee
Item: A. Executive Committee
Purpose: Discuss
Submitted by:
Related Material: MLT Choice Letter.pdf
Whistleblower_Policy.docx
RVCS_By-Laws_v7.1.docx
RVCS_Complaint_Policy.docx

MIRICK

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VIA EMAIL

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January 28, 2026

Denise Herrera, Board Chair
River Valley Charter School
2 Perry Way
Newburyport, MA 01950

Re: Marc L. Terry Transition of Law Practice to Stoneman, Chandler & Miller, LLP

Dear Denise:

We jointly write to inform you that Attorney Marc L. Terry will be leaving Mirick on January 31, 2026, to join the firm of Stoneman, Chandler & Miller, LLP in Boston.

As the client, you have the choice to remain with Mirick, to transition one or more matters to Attorney Terry, or to choose alternate representation. We want to ensure that any transition is as seamless as possible for you and to make certain that your matters are appropriately and timely handled.

Please indicate below how you wish to proceed with respect to ongoing representation and return a copy of this letter to Diane Longobardi Fauvel at Mirick by email at dlongobardi@miricklaw.com or by mail to 100 Front Street, Worcester, MA 01608. Any questions may be directed to Diane at (508) 860-1427.

Please note that with respect to those matters that are transitioned to Attorney Terry, Stoneman, Chandler & Miller, LLP will send future invoices for services performed after January 31, 2026. All services through January 31, 2026, along with all matters remaining with Mirick, will continue to be

MIRICK

January 28, 2026

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billed by Mirick in the ordinary course and any retainer funds held by Mirick will be applied against invoices due Mirick. For those matters transitioned to Attorney Terry, any retainer balance after application against Mirick invoices will be forwarded to Stoneman, Chandler & Miller, LLP.

Very truly yours,



Robert L. Kilroy, Co-Managing Partner



Marc L. Terry

_____ The undersigned wishes to remain with Mirick for (a) all matters, or (b) the following specific matters:

_____ The undersigned wishes to continue to be represented by Attorney Marc L. Terry at Stoneman, Chandler & Miller, LLP and authorizes the files and any original documents held by Mirick for (a) all matters, or (b) the following specific matters to be forwarded to Stoneman, Chandler & Miller, LLP.

_____ The undersigned wishes to seek other representation.

Denise Herrera, Board Chair
River Valley Charter School

River Valley Charter School Whistleblower Protection Policy

Purpose

The purpose of this Whistleblower Protection Policy is to provide a safe, reliable, and confidential mechanism for reporting suspected wrongdoing within River Valley Charter School (RVCS). This policy exists to promote accountability, ensure ethical governance, and protect individuals who raise concerns from retaliation. RVCS recognizes its responsibility to uphold the highest standards of integrity and ensures that all community members—staff, trustees, volunteers, families, and contractors—can report concerns without fear of adverse consequences.

Scope

This policy applies to all individuals connected to RVCS, including employees, members of the Board of Trustees, officers, contractors, volunteers, parents/guardians, and community partners.

The policy governs reports involving suspected unethical, illegal, dangerous, or fraudulent conduct, including but not limited to financial misconduct, violations of state or federal law, unsafe practices, abuse of authority, conflicts of interest, misuse of public funds, violations of fiduciary duty, serious policy violations, and retaliation against individuals who report concerns.

Definitions

Whistleblower: An individual who reports suspected wrongdoing or misconduct in good faith.

Good Faith Report: A concern raised with reasonable belief that the information disclosed is true and indicates misconduct.

Retaliation: Any adverse action taken against an individual for reporting a concern or participating in an investigation. Examples include termination, demotion, harassment, threats, exclusion, or negative changes in duties.

Confidential Report: A report in which the reporter's identity is protected to the maximum extent permitted by law and required for effective investigation.

Policy Statement

RVCS encourages the prompt, honest reporting of concerns related to misconduct. All reports will be taken seriously, investigated thoroughly, and addressed appropriately. RVCS strictly prohibits retaliation against whistleblowers or anyone involved in an investigation.

The Board of Trustees oversees the enforcement and application of this policy.

Reporting Procedures

Reports may be submitted confidentially or anonymously. RVCS provides multiple reporting pathways:

- 1. Direct report to the Board Chair.**
- 2. Direct report to the Clerk.**
- 3. Confidential communication to the Complaint Committee.**
- 4. Secure email or reporting system designated for whistleblower matters.**
- 5. Anonymous written submissions.**

Reporters are encouraged—but not required—to provide supporting information such as dates, individuals involved, evidence, and description of the concern.

Confidential & Anonymous Reporting Options

RVCS is committed to protecting the confidentiality of whistleblowers to the fullest extent possible. While anonymous reports are accepted, anonymity may limit the School's ability to fully investigate or address the concern.

When identity must be disclosed due to legal requirements or investigative necessity, RVCS will notify the whistleblower whenever feasible.

Investigation Procedures

Every report received under this policy will undergo an initial review by the Board Chair or Clerk. Based on the nature of the allegation, an investigation may be assigned to the Complaint Committee, an external investigator, or a designated Board officer.

Investigations will include interviews, document review, fact gathering, legal consultation when necessary, and evaluation of evidence. Findings will be documented in writing, and corrective actions will be recommended as warranted.

Significant allegations, such as financial misconduct or violations of fiduciary duty, will be reviewed by the full Board or the Executive Committee.

Timelines

RVCS strives to adhere to timely review and resolution standards.

- **Initial acknowledgement: within 10 business days (when reporter identity is known).**
- **Full investigation: typically within 30–45 days, depending on complexity.**
- **Extensions: may occur if circumstances require additional time; reporters will be updated when possible.**

Retaliation Protections

No individual who makes a good faith report shall suffer retaliation. RVCS prohibits any form of adverse consequences against whistleblowers or participants in an investigation.

Examples of prohibited retaliation include job loss, demotion, intimidation, harassment, exclusion, and threats. Any retaliation will be subject to disciplinary action, up to and including termination or removal from the Board.

Responsibilities

Board of Trustees: Responsible for oversight, ensuring impartial investigations, reviewing findings, and implementing corrective actions.

School Leadership: Must fully cooperate with investigations, enforce anti-retaliation measures, and support staff and families in navigating the reporting process.

Whistleblowers: Encouraged to report concerns promptly and provide as much detail as possible.

Support Resources

RVCS may provide access to mediation, counseling, conflict resolution support, restorative practice circles, and external investigative support to help ensure fairness and safety throughout the process.

Documentation & Recordkeeping

All reports, investigation notes, findings, and records of corrective action will be stored securely for at least seven years. Access is restricted to the Board Chair, Clerk, and designated investigators.

Confidentiality & Data Privacy

RVCS will protect private information in accordance with FERPA, state privacy laws, and applicable regulations. Information will be shared only with individuals directly involved in the investigation or required by law.

Accessibility & Translation

RVCS will ensure that reporting pathways and related materials are accessible to all stakeholders by providing translation, interpretation, and alternative formats when requested.

Community Engagement & Transparency

The Whistleblower Policy will be posted publicly, made available in handbooks, and reviewed annually with staff and families. Anonymous trend data may be shared to promote transparency without revealing identities.

Professional Development

RVCS will provide annual training for trustees, administrators, and staff on ethical responsibilities, how to file whistleblower reports, confidentiality obligations, and retaliation prevention.

Annual Review & Continuous Improvement

This policy will be reviewed each year by the Board or its designee. Revisions will be informed by trends, feedback, emerging best practices, and regulatory changes.

Compliance References

Applicable references include Massachusetts General Laws, 603 CMR 1.00, Open Meeting Law, federal whistleblower protections, nonprofit governance standards, and the RVCS Bylaws.

Appendix A: Whistleblower Intake Form

Date:

Complainant Name (optional):

Role:

Description of Concern:

Individuals Involved:

Dates/Times of Incident(s):

Supporting Evidence:

Witnesses (if any):

Risk or Fear of Retaliation:

Requested Action or Outcome:

Preferred Method of Contact:

Additional Comments:

Appendix B: Investigation Log Template

Case ID:

Investigator Name(s):

Date Report Received:

Dates of Key Interviews:

Documents Reviewed:

Summary of Findings:

Determination:

Corrective Actions Recommended:

Follow-Up Actions:

Date Case Closed:

Appendix C: Findings & Resolution Form

Complaint ID:

Summary of Allegation:

Investigation Findings:

Conclusion/Determination:

Corrective or Disciplinary Actions Taken:

Date Closed:

Follow-Up Required:

Responsible Parties for Follow-Up:

River Valley Charter School

Board of Trustees Bylaws

Version 7.0 (Draft)

Adoption Date: _____

Prepared for Board Review and Vote

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0.0 Revision History

This version supersedes prior versions. The Board may maintain a separate change log for minor formatting updates.

Version	Date	Summary of Changes	Approved by	Author/Editor
1.0	07/13/1999	Original creation		
2.0	04/09/2002			
3.0	05/13/2003			
4.0	07/08/2003			
5.0	09/09/2008			
6.0	06/18/2019			
7.0	01/21/2026	Standardized terminology; added sections for Whistleblower Protection, Succession Planning, Document Retention, and Public Access to Records.		J Nickerson

1.0 Name, Address, and Nature of School

1.1 Legal Status

River Valley Charter School (“the School”) is a regional public charter school located at 2 Perry Way, Newburyport, MA 01950, operating under Massachusetts General Law Chapter 71, Section 89 and 603 CMR 1.00.

1.2 Purpose

The mission of the School is to provide a rigorous academic program grounded in Montessori philosophy and deeply connected to the history, culture, and ecology of the Merrimack River Valley.

1.3 Location

The official address of the School is 2 Perry Way, Newburyport, MA 01950.

1.4 Corporate Seal

The Board may adopt a corporate seal, which shall be affixed to official documents as required.

1.5 Fiscal Year

The fiscal year of the School shall begin on July 1 and end on June 30 of the following calendar year, unless otherwise amended by the Board.

1.6 Bylaws and Amendments

These Bylaws govern the Board of Trustees. If any provision is declared illegal or disapproved by an authority having jurisdiction, the remaining provisions shall remain in effect.

Amendments may be proposed by any Trustee or committee and require a two-thirds (2/3) vote of the entire voting Board at a regular or special meeting, provided the proposed amendment has been distributed to each Trustee at least seven (7) days in advance. Amendments shall be submitted to the Massachusetts Department of Elementary and Secondary Education (“the Department”) as required.

2.0 Board of Trustees

2.1 Role and Responsibilities

The Board of Trustees (“the Board”) is responsible for governance and oversight of the School, ensuring compliance with all applicable laws, the Charter, and these Bylaws, while delegating day-to-day management to the Director.

The Board’s responsibilities include, but are not limited to:

- **Compliance and Reporting:** ensuring required reports, audits, and filings are completed; requesting approval for new Trustees; responding to complaints consistent with Board policy and applicable regulations; and requesting charter amendments when required.
- **Oversight and Strategic Direction:** hiring, evaluating, and if necessary removing the Director; approving and monitoring progress toward the goals of the Accountability Plan; strategic planning; and approving the annual budget and providing ongoing financial oversight.
- **Community and Advancement:** serving as ambassadors for the School and supporting advancement activities consistent with Board policy and governance boundaries.
- **Commitment to an Inclusive and Equitable School Community:** promoting decision-making practices that support fair access, belonging, and positive outcomes for all students.

2.2 Board Policy Review & Approval

The Board shall review and approve major School policies on a regular basis to ensure alignment with applicable laws, regulations, and best practices, and that updates are communicated to the School community.

2.3 Bylaws Review Cycle

The Board shall review these Bylaws at least once every three (3) years, or more frequently if required due to changes in law, regulation, the Charter, or governance needs. Proposed amendments may be brought forward at any time consistent with Section 1.6.

2.4 Number and Tenure

The Board shall consist of between eleven (11) and twenty (20) Trustees, including one faculty member appointed annually as a full voting Trustee. Trustees are elected for three-year terms unless appointed to fill an unexpired term and are subject to applicable ethics and conflict-of-interest requirements.

The Director serves as an ex-officio, non-voting participant in Board meetings, as may other senior staff if deemed appropriate by the Board. Ex-officio participants do not vote and are not counted toward quorum.

The Director provides reports, operational updates, and professional expertise to support the Board's oversight role. In keeping with accepted governance practice, the Director does not participate in discussions or decisions related to Board governance, Trustee appointments or performance, personnel matters, the Director's own evaluation or employment status, or topics presenting a conflict of interest. The Chair may request the Director's absence for such matters when appropriate.

The faculty Trustee is appointed at the Annual Meeting for a one-year term (renewable) and must recuse themselves from matters presenting a conflict of interest. Committee service by the faculty Trustee is voluntary.

2.5 Nomination and Election

At least thirty (30) days prior to the Annual Meeting, nominations for new Trustees shall be submitted to the Committee on Trustees. Trustees are elected by a majority vote of the entire voting Board. Vacancies shall be filled by majority vote upon recommendation of the Committee on Trustees.

Trustees may serve up to six consecutive (6) years. After a hiatus of at least one (1) year, a Trustee may be reappointed.

2.6 Board Training & Self-Evaluation

All Trustees shall participate in annual training on governance, ethics, and key School policies as required. The Board shall conduct an annual self-evaluation to assess effectiveness and identify areas for improvement.

2.7 Resignation and Removal

A Trustee may resign by submitting a written resignation to the Chair or Clerk. A Trustee absent from three (3) consecutive regular meetings or four (4) regular meetings within a fiscal year may be subject to removal for cause. Removal requires a two-thirds (2/3) vote of the entire voting Board after reasonable notice and an opportunity to be heard.

2.8 Meetings

2.8.1 Annual Meeting

The Annual Meeting shall be held in June (or as otherwise determined by the Board) at the School or another location designated by the Board. Notice shall be provided at least thirty (30) days in advance.

2.8.2 Regular Meetings

Regular meetings shall be held at times and places in Massachusetts determined by the Board. The Board shall meet at least quarterly or as needed.

2.8.3 Special Meetings

Special meetings may be called by the Chair or at the request of at least two (2) Trustees. Notice shall be provided at least forty-eight (48) hours in advance.

2.8.4 Notice of Meetings

Meeting notice shall be posted consistent with the Massachusetts Open Meeting Law and applicable regulations at least forty-eight (48) hours in advance, excluding Saturdays, Sundays, and legal holidays.

2.8.5 Quorum and Voting

A simple majority of voting Trustees then in office constitutes a quorum. Unless otherwise required by law, Charter, or these Bylaws, a majority vote of Trustees present decides a matter when a quorum is present.

A two-thirds (2/3) vote of the entire voting Board is required for: amendment of these Bylaws; removal of a Trustee; removal of an officer; hiring or removing the Director; and approval of the annual budget.

2.9 Conflict of Interest

Trustees shall comply with the Commonwealth's conflict of interest requirements, including training and disclosures as required by law. Trustees shall act in good faith and avoid using their position for personal benefit or creating conflicts between personal interests and the School's interests.

2.10 Remote Participation

The Board authorizes remote participation consistent with applicable law and regulations. When a member participates remotely, the Chair shall announce remote participants, confirm that all persons are audible to one another, and ensure votes are taken by roll call.

3.0 Officers

3.1 Officers and Terms

Officers of the Board are the Chair, Vice-Chair, Clerk, and Treasurer. Officers are elected annually from Trustees who are not employees of the School. No more than one office may be held by the same person.

3.2 Election and Vacancies

Officers shall be elected at the Annual Meeting by a majority vote. Vacancies may be filled by the Board at any duly called meeting.

3.3 Resignation and Removal

An officer may resign by written notice to the Chair or Clerk. An officer may be removed by a two-thirds (2/3) vote of the entire voting Board after reasonable notice and an opportunity to be heard. Resignation and removal procedures for officers are governed by this Section.

3.4 Chair

The Chair presides over Board meetings; serves as the primary conduit for providing feedback to the Director; calls special meetings; prepares agendas; appoints committee chairs subject to Board confirmation; and serves as the official spokesperson for the Board.

3.5 Vice-Chair

The Vice-Chair assumes the duties of the Chair in the Chair's absence and chairs the Committee on Trustees.

3.6 Clerk

The Clerk records meeting proceedings; maintains Board documents and adopted policies; ensures meeting notices and minutes are posted as required; distributes minutes to Trustees; and supports recordkeeping consistent with Board policy.

3.7 Treasurer

The Treasurer serves as the Board's financial officer and ensures effective oversight of the School's financial health and practices.

Responsibilities include: chairing the Finance Committee; overseeing review of the annual budget prior to Board approval; presenting regular financial updates; monitoring internal controls and compliance; overseeing the annual independent audit and follow-up; ensuring appropriate custody of funds and financial documents; and serving as liaison to external auditors and advisors. The Treasurer may delegate tasks but retains responsibility for Board-level oversight.

3.8 Succession Planning

The Board shall maintain a succession plan for key officer positions and committee leadership to ensure continuity. The Committee on Trustees shall review succession planning annually and recommend interim appointments when needed.

4.0 Committees

4.1 Formation and Membership

The Board shall maintain standing committees and may establish additional standing or ad-hoc committees by majority vote. Committees make recommendations to the Board; final authority rests with the full Board.

Committee chairs are appointed by the Chair and confirmed by Board vote. Committee chairs shall be voting Trustees of the Board. Committee membership may include Trustees and, where appropriate, non-Trustees serving in an advisory capacity.

4.2 Executive Committee

The Executive Committee is chaired by the Chair and consists of the Board officers and the Director, who participates in a non-voting advisory capacity. The Executive Committee supports the work of the Board by assisting in agenda setting, coordinating committee efforts, and ensuring continuity of governance between regular Board meetings.

The Executive Committee may act on behalf of the Board only when a matter is time-sensitive and requires action before the next scheduled Board meeting, and only to the extent that such action: (a) does not involve hiring, evaluating, or removing the Director; (b) does not amend Board policy or these Bylaws; (c) does not approve the annual budget, incur debt, or enter into

significant contractual obligations; and (d) does not pertain to matters reserved for the full Board by law, the Charter, or these Bylaws.

Any action taken by the Executive Committee shall be reported to the full Board at the next regular meeting and documented in the meeting minutes. Except for the limited authority described above, the Executive Committee is advisory and does not possess independent decision-making authority on behalf of the Board.

4.3 Committee on Trustees

The Committee on Trustees consists of voting Trustees and is chaired by the Vice-Chair. It supports Trustee recruitment and orientation, officer nominations, Board self-evaluation, required training and documentation, and Board retreats. The Committee helps ensure Board independence and compliance with ethics requirements.

4.4 Finance Committee

The Finance Committee, chaired by the Treasurer, provides Board-level oversight of the School's financial health and ensures sound fiscal management.

The Finance Committee shall review monthly financial statements (including budget-to-actual reports and cash flow), monitor the School's financial condition and report to the Board, recommend the annual operating budget for Board approval, oversee the annual independent audit (including monitoring corrective actions), recommend financial policies and internal controls, ensure compliance with applicable financial regulations including public procurement requirements, and review significant financial risks and obligations.

The Finance Committee is advisory; financial decisions including budget approval and significant commitments require full Board approval.

4.5 Development Committee

The Development Committee oversees school-based development activities, including fundraising initiatives and community engagement efforts, in coordination with School leadership and consistent with Board policy and governance boundaries.

4.6 Accountability Committee

The Accountability Committee oversees implementation of the Accountability Plan and monitors compliance with Charter commitments and performance metrics.

4.7 Complaint Committee

The Board convenes a Complaint Committee on an ad-hoc basis when a formal complaint is submitted to the Board in accordance with the School's Complaint Process.

The Complaint Committee consists entirely of Trustees and includes at least five (5) Trustees and at least one Board officer. The Committee is chaired by a Trustee who is not currently serving as a Board officer. The Committee reviews complaints, gathers relevant information, and prepares

a recommendation for the full Board's final determination, consistent with the School's Complaint Policy. Proceedings respect confidentiality to the extent permitted by law.

5.0 Policies

5.1 Complaint Process

The Board maintains a formal Complaint Process to ensure that concerns are addressed fairly, promptly, and at the appropriate level. The School's Complaint Policy outlines the full procedures, timelines, and responsibilities for resolving complaints.

Resolution at the appropriate level: individuals are encouraged to seek resolution first with the staff member(s) directly involved when appropriate, then with the Director if unresolved. Concerns involving the Director may be submitted directly to the Board Chair.

If a concern is not resolved through the internal process, or if it involves the Director, a written complaint may be submitted to the Board Chair for Board-level review. Formal complaints should include a description of the concern, steps taken toward resolution, and relevant information.

When a formal complaint is submitted to the Board, a Complaint Committee is convened as described in Section 4.7. The Committee follows the timelines and documentation requirements in the Complaint Policy. Records are maintained consistent with the Document Retention Policy.

If a complainant is not satisfied after completing the School's Complaint Process, the complainant may appeal to the Massachusetts Department of Elementary and Secondary Education as permitted under applicable regulations.

This Complaint Process applies to operational and policy-related concerns. Reports involving suspected illegal, unethical, dangerous, or fraudulent conduct are handled under the Whistleblower Protection Policy.

5.2 Whistleblower Protection

The Board is committed to the highest standards of ethical conduct and transparency. Individuals may report suspected unethical, illegal, dangerous, or fraudulent behavior under the School's Whistleblower Protection Policy.

Whistleblower protections apply to employees, Trustees, volunteers, contractors, families, and others connected to the School who make a good-faith report of suspected wrongdoing. General school concerns are addressed through the Complaint Process.

Reports may be submitted confidentially or anonymously to the Board Chair, the Clerk, the Complaint Committee (for intake purposes), or through other methods designated in the

Whistleblower Protection Policy. Anonymous reports are permitted and will be reviewed to the extent possible.

The School maintains confidentiality to the degree possible while conducting an effective review, consistent with the Whistleblower Protection Policy and applicable law. Retaliation is strictly prohibited and may result in corrective action or removal from the Board.

All whistleblower reports are investigated and documented in accordance with the Whistleblower Protection Policy, which defines procedures for intake, investigation, confidentiality, timelines, recordkeeping, and corrective actions.

5.3 Document Retention

The Board retains records in accordance with the Massachusetts Municipal Records Retention Schedule. Board minutes are retained permanently. The Clerk maintains a log of policy changes and ensures secure disposition of records when retention periods expire.

5.4 Public Access to Records

Board records and meeting minutes shall be made available to the public consistent with the Massachusetts Open Meeting Law and Public Records Law. Requests for records may be submitted to the Clerk, who will respond as required by law.

6.0 Regulatory and Charter Compliance

The Board ensures that the School operates in compliance with Massachusetts Charter School Law, applicable regulations, the School's Charter, and guidance issued by the Department of Elementary and Secondary Education.

The Board oversees compliance related to charter requirements and amendments, annual reporting and audits, accountability documentation, Open Meeting Law and Public Records Law, and applicable federal and state education laws. Trustees complete required training in governance, ethics, conflict of interest, and charter responsibilities. The Board monitors performance against the Accountability Plan and Charter commitments and maintains policies supporting compliance.

7.0 Miscellaneous

7.1 Compensation

No Trustee shall receive honoraria; Trustees may be reimbursed for approved expenses incurred in performance of voluntary School activities in accordance with School policies.

7.2 Personal Liability

Trustees and officers are not personally liable for debts or obligations of the School to the extent permitted by law. Parties contracting with the School look only to School assets for payment.

7.3 Books and Records

The School maintains complete books and records, including Board minutes and actions. Records shall be kept at the School or in a secure electronic repository as designated by the Clerk.

7.4 Execution of Papers

The Board establishes financial authorization and signatory requirements through policy and vote, consistent with internal controls and applicable law. The Board may set thresholds for approvals and signatories and update them as needed.

7.5 Indemnification

To the fullest extent permitted by applicable law, the School shall indemnify Trustees and officers for acts performed in good faith within the scope of their duties, subject to available insurance coverage and limitations under law. Nothing herein waives sovereign immunity.

7.6 Approval

These Bylaws (Version 7.0) were adopted by the Board of Trustees on _____ and supersede all prior versions.

Signed: _____ (Chair) _____ (Clerk)

River Valley Charter School

Complaint Policy



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Purpose

To provide a clear, fair, and transparent process for resolving complaints within RVCS, ensuring compliance with Massachusetts Charter School regulations and promoting trust and accountability.

Scope

Applies to all RVCS students, parents/guardians, staff, volunteers, and community members. Concerns involving suspected illegal, unethical, fraudulent, dangerous, or otherwise improper conduct fall outside the scope of this Complaint Policy and must be submitted under the RVCS Whistleblower Protection Policy.

Definitions

Complaint: A concern or grievance raised by a stakeholder. Formal Complaint: A written complaint submitted for review. Retaliation: Any adverse action against someone filing or participating in a complaint investigation.

Policy Statement

RVCS encourages resolution at the lowest level possible and prohibits retaliation against any individual filing a complaint or participating in an investigation.

Stepwise Complaint Process

Step 1: Address complaint directly with involved parties (e.g., head teacher). Step 2: Escalate to School Director if unresolved. Step 3: Submit formal written complaint to Board Chair for Complaint Committee review. Step 4: Complaint Committee reviews, may mediate, and issues written response within 30 days. Step 5: Board receives executive summary; complainant may appeal to Commissioner of Education if unresolved.

Anonymous Reporting

Anonymous complaints accepted but may limit investigation and resolution. No disciplinary action based solely on anonymous reports.

Accessibility & Translation

Policy and forms available in multiple languages and accessible formats.

Timelines for Resolution

Initial committee response within 10 days; formal written response within 30 days.

Retaliation Protections

Explicit prohibition of retaliation against complainants or witnesses.

Support Services & Restorative Practices

RVCS offers mediation, counseling, and restorative circles as part of resolution when appropriate.

Parent/Guardian Notification

Complainants notified of outcomes and next steps in writing.

Documentation & Recordkeeping

Maintain complaint records, investigation notes, and outcomes securely for at least 7 years.

Confidentiality & Data Privacy

Information shared only with those who need to know, in compliance with FERPA and privacy laws.

Community Engagement & Transparency

Policy posted online, included in handbooks, and reviewed annually with families and staff.

Professional Development

Annual staff training on complaint procedures, respectful communication, and conflict resolution.

Annual Review & Continuous Improvement

Policy reviewed annually and updated based on feedback and data.

Compliance References

603 CMR 1.09; Massachusetts Charter School Guidelines; RVCS Bylaws.

Appendices

Sample forms include: Complaint Intake Form, Complaint Committee Meeting Log, Resolution/Outcome Form, Annual Complaint Data Summary.

A. Complaint Intake Form | Date | Complainant Name | Role | Description of Complaint | Steps Taken Before Filing | Requested Resolution |

B. Complaint Committee Meeting Log | Date | Attendees | Key Issues Discussed | Actions Taken | Next Steps |

C. Resolution/Outcome Form | Complaint ID | Findings | Resolution | Date Closed | Follow-up Required |

D. Annual Complaint Data Summary

Metric	Current Year	Previous Year	Notes
Total Complaints			
Resolved at Staff Level			
Formal Complaints			
Appeals to Board			

Glossary

Defines key terms such as Complaint, Formal Complaint, Retaliation, Confidentiality, Resolution.