



River Valley Charter School

Committee on Trustees Meeting

Published on May 4, 2026 at 1:36 PM EDT

Amended on May 6, 2026 at 7:28 AM EDT

Date and Time

quarta-feira maio 6, 2026 at 6:00 PM EDT

Location

River Valley Charter School Middle School Humanities 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			6:00 PM
A.	Record Attendance		1 m
B.	Call the Meeting to Order		

	Purpose	Presenter	Time
C. Approve 04/08/26 Minutes	Approve Minutes	Tanya Murdy	1 m
II. Committee on Trustees			6:02 PM
A. Prepare board survey board survey assessment	Discuss	Tanya Murdy	20 m
B. Trustee Recruitment	Discuss	Tanya Murdy	20 m
<ul style="list-style-type: none"> • applicant discussion • board skillset needs using board on track matrix • faculty member 			
C. Board Bylaws Review		Jonathan Nickerson	10 m
<ul style="list-style-type: none"> • Review updated bylaws for approval to move for full board for vote 			
III. Closing Items			6:52 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 04/08/26 Minutes

Section: I. Opening Items
Item: C. Approve 04/08/26 Minutes
Purpose: Approve Minutes
Submitted by:
Related Material: Minutes for Committee on Trustees Meeting on April 8, 2026

APPROVED



River Valley Charter School

Minutes

Committee on Trustees Meeting

Date and Time

Wednesday April 8, 2026 at 6:00 PM

Location

River Valley Charter School Middle School Humanities 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. Getz, J. Nickerson, T. Murdy

Committee Members Absent

E. Bradley, K. Kuse

Guests Present

G. LeFave

I. Opening Items

A.

Record Attendance

B. Call the Meeting to Order

T. Murdy called a meeting of the Committee on Trustees Committee of River Valley Charter School to order on Wednesday Apr 8, 2026 at 6:07 PM.

II. Committee on Trustees

A. Kate Scott-Board Audit Review

Kate Scott of KNS Consulting presented the findings of the **bi-annual Board Audit** of the River Valley Charter School Board of Trustees.

Audit Scope

Ms. Scott explained that the audit included trustee interviews, observation of board and committee meetings, and review of governing documents, meeting minutes, surveys, and DESE materials.

3. Summary of Findings

Ms. Scott highlighted the following **areas of strength**:

- Trustee commitment and professional expertise
- Strong financial oversight, including regular Finance Committee review and a recent clean audit
- Improved board practices, including the use of Board on Track, clear agendas, and a consent agenda
- Growing use of academic data through the Accountability Committee

Ms. Scott also identified **areas for improvement**, including:

- Board alignment and clarity between governance and management roles
- Absence of a formal Executive Director evaluation process
- Lack of documented leadership succession planning
- Limited use of the strategic plan in guiding board work
- Upcoming board turnover and consistency in communication with the school community

4. Compliance and Board Operations

Ms. Scott noted that the board is generally compliant with bylaws and Open Meeting Law requirements, with meetings properly posted and minutes publicly available.

She recommended consolidating public comment into a single period at board meetings and providing training on the appropriate use of Executive Session.

5. Leadership Structure

Ms. Scott indicated that senior leadership capacity and structure at the school has implications for governance effectiveness and emphasized the board's role in supporting the Executive Director in establishing a clearly defined and fully staffed leadership structure.

6. Board Composition and Committee Structure

Ms. Scott raised considerations regarding board composition, including the proportion of current parents serving as trustees, and noted that the **Committee on Trustees** is the appropriate body for further review of this topic.

Ms. Scott recommended discontinuing the Grievance Committee and instead strengthening school-level complaint procedures with appropriate board oversight.

7. Recommendations and Next Steps

Ms. Scott outlined near-term and longer-term governance recommendations for the board's consideration, including:

- Establishing a formal Executive Director evaluation process
- Documenting leadership and officer succession planning
- Strengthening board training, onboarding, and ongoing education

The Committee discussed prioritizing these recommendations and bringing selected items forward to the full Board for review and possible action.

III. 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 6:56 PM.

Respectfully Submitted,
T. Murdy

Documents used during the meeting

None

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Coversheet

Board Bylaws Review

Section: II. Committee on Trustees
Item: C. Board Bylaws Review
Purpose:
Submitted by:
Related Material: RVCS_By-Laws_v7.0 DRAFT FINAL.docx
RVCS Bylaws Master Comparison Table.docx



River Valley Charter School

Board of Trustees Bylaws

Version 7.3 (Draft)

Adoption Date: _____

Prepared for Board Review and Vote

DRAFT

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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.

Ver	Date	Summary of Changes	Approved by	Author/Editor
1.0	07/13/1999	Original creation and adoption of bylaws.	Board	Founding Board
2.0	04/09/2002	Updated governance language and operational alignment.	Board	
3.0	05/13/2003	Amendments to Board governance processes and meeting procedures.	Board	
4.0	07/08/2003	Updated structural elements of Board committees and procedures.	Board	
5.0	09/09/2008	Amendments to Board operations and compliance references.	Board	
6.0	06/18/2019	Updated governance language; clarified Board responsibilities; incorporated then-current state law and compliance requirements.	Board	
7.0	01/21/2026	Updates modernize and clarify the bylaws to align with current charter school governance standards, DESE guidance, and applicable legal requirements. Revisions clarify the distinction between Board governance and school management; strengthen ethics, training, and Open Meeting Law procedures; update trustee tenure provisions; and simplify or relocate operational detail to policy where appropriate. No changes expand Board authority into day-to-day school operations.		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.

Nothing in these Bylaws shall be interpreted to authorize the Board or its committees to exercise managerial powers over the day-to-day operations of the School, consistent with 603 CMR 1.06.

2.0 Board of Trustees

The Board of Trustees serves as a public employer under Massachusetts law and its members are considered special state employees for purposes of the Commonwealth’s ethics requirements. Trustees shall comply with all applicable ethics, conflict of interest, and financial disclosure obligations.

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.
- Complaints brought to the Board shall be limited to matters of governance, legal or regulatory compliance, fiduciary oversight, or concerns involving the performance or conduct of the Executive Director. Operational issues, including staff-level concerns, instructional matters, and day-to-day administrative decisions, are within the Executive Director’s authority and shall not be reviewed or investigated by the Board.
- Nothing in this section shall be interpreted to authorize the Board or its committees to direct, supervise, evaluate, investigate, or otherwise intervene in the performance of employees other than the Director, or to participate in operational decision-making.

2.2 Board Policy Review & Approval

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

The Director shall develop, maintain, and implement all administrative procedures and operational policies. Appendices or operational parameters within Board-approved policies (e.g., annual enrollment dates, procedural forms) may be updated by the Director without further Board approval, provided no substantive governance elements are changed. The Director shall notify the Board of such administrative updates as part of routine reporting.

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 and may include one faculty member appointed annually as a full voting Trustee. Trustees are elected for three-year terms and may serve up to three consecutive terms unless appointed to fill an unexpired term.

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.

Trustees shall not request or receive operational reporting from School staff except through the Director or as part of a Director-authorized presentation. Trustees shall not direct staff, evaluate staff, or engage staff regarding operational matters.

To support the Board's governance responsibilities, the Director may designate members of the School's leadership team to provide content-specific updates, participate in Board or committee meetings, or respond to Board questions within their area of expertise. Such engagement shall occur for informational and advisory purposes only and shall not create a supervisory or reporting relationship between Trustees and staff. Trustees shall route follow-up requests, inquiries, or feedback through the Director unless otherwise explicitly authorized by the Director.

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. Following Board approval, the School will request the Commissioner's appointment of new Trustees as required; no Trustee's term begins until the Commissioner's appointment is granted.

Trustees may serve up to nine (9) consecutive 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, Open Meeting Law, conflict of interest requirements, charter school accountability, fiduciary responsibilities, and key School policies, as required by law or Board policy.

Newly elected or appointed Trustees shall complete onboarding and orientation within sixty (60) days of appointment, including review of the School's Charter, these Bylaws, Board policies, current strategic priorities, and applicable legal obligations.

The Committee on Trustees shall oversee Trustee onboarding, maintain records of required training completion, and recommend additional professional development opportunities as appropriate.

The Board shall conduct an annual self-evaluation to assess Board effectiveness, identify areas for improvement, and inform governance development priorities.

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.

2.8.6 Executive Session

Executive sessions may be convened only for purposes authorized under the Massachusetts Open Meeting Law. Before entering executive session, the Chair shall state the purpose of the executive session in open session and indicate whether the Board will reconvene in open session afterward.

A majority vote by roll call of the Trustees present shall be required to enter executive session.

Minutes of executive sessions shall be recorded and maintained by the Clerk in accordance with applicable law and shall be released when the purpose for confidentiality has expired, as determined by the Board or as otherwise required by law.

No final policy decisions or votes required to be public under law shall be taken in executive session except as permitted by applicable law.

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.

Each Trustee shall complete and sign an annual Conflict of Interest Disclosure Form in a format approved by the Board and shall update such disclosure promptly if any actual or potential conflict arises during the year.

A Trustee with an actual or potential conflict of interest shall disclose the nature of the conflict to the Board as soon as practicable and, where appropriate, shall recuse themselves from discussion and voting on the matter. Such disclosure and any recusal shall be recorded in the meeting minutes.

The Committee on Trustees, in consultation with legal counsel as appropriate, may review disclosed conflicts and make recommendations to the Board regarding appropriate mitigation or response.

The Clerk shall maintain all annual disclosure forms and related documentation in accordance with Board recordkeeping requirements.

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. Officer nominations may be presented by the Committee on Trustees prior to the Annual Meeting, and additional nominations may be made by any Trustee at the meeting at which officers are elected.

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.

Committees are advisory bodies that support the Board's governance responsibilities. Committees shall not direct staff, supervise day-to-day operations, or engage in activities reserved for School administration.

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. The Executive Committee shall not engage in operational or administrative decision-making or direct the work of School staff.

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 Board-Level Review of Formal Complaints

The Board of Trustees does not maintain a standing or ad hoc grievance or complaint committee.

Formal complaints brought to the Board shall be limited to matters within the Board's governance authority, including Board policy adherence, legal or regulatory compliance, fiduciary oversight, or concerns involving the performance or conduct of the Executive Director.

The Board Chair, in consultation with legal counsel as appropriate, shall determine whether a matter warrants Board-level review. When such review is required, the Board may address the matter as a full Board or may delegate limited fact-gathering to one or more Trustees solely for the purpose of informing governance oversight.

The Board shall not investigate or adjudicate operational matters, personnel issues other than those involving the Executive Director, instructional decisions, student-specific concerns, or matters within the Executive Director's managerial authority.

5.0 Bylaw-Referenced School Policies (Governance Summary)

The provisions below summarize areas of School policy relevant to the Board's governance responsibilities. They are included for context so that these Bylaws may be read as a largely standalone document.

Nothing in this section incorporates or depends upon the existence, structure, or specific language of any individual School policy. Policies and administrative procedures may be revised as needed without amendment to these Bylaws, provided that Board governance authority and legal obligations are preserved.

5.1 Complaint Process

The School maintains administrative procedures for receiving and resolving concerns and complaints.

The Board's role in the Complaint Process is limited to oversight of governance-level matters involving Board policy, legal or regulatory compliance, fiduciary responsibility, or concerns regarding the Executive Director.

Operational, instructional, personnel, and student-level matters are addressed through School leadership and administrative processes and are not subject to Board investigation or review, except where required to fulfill the Board's governance responsibilities.

5.1.1 Definitions – Concern Resolution Terms

For purposes of these Bylaws and referenced School policies:

- **Concern** - a question, issue, or dissatisfaction related to School operations, practices, decisions, or experiences.
- **Complaint** - a formal, written allegation that a Board policy, School policy, legal requirement, or established procedure has not been followed.

- **Whistleblower Report** - a report alleging illegal, unethical, fraudulent, or unsafe conduct, or retaliation for reporting such conduct, as defined by applicable law and Board governance expectations.
- **Grievance**- an informal term sometimes used to describe unresolved dissatisfaction. River Valley Charter School does not maintain a separate grievance process. All concerns described as grievances are addressed through the School's Complaint Process or other applicable administrative or legal procedures.

5.2 Whistleblower Protection

The School maintains procedures for receiving and addressing reports of alleged illegal, unethical, fraudulent, or unsafe conduct, as well as retaliation for reporting such conduct, consistent with applicable law and governance standards.

The Board of Trustees ensures that individuals who make good faith reports are protected from retaliation.

Whistleblower reporting is intended solely for matters involving serious legal, ethical, or safety concerns. It is not an escalation mechanism for unresolved operational issues, interpersonal conflicts, dissatisfaction with management decisions, or matters that do not rise to the level described above.

Reports are reviewed and addressed at the appropriate level based on their substance. Matters involving governance-level concerns or the performance or conduct of the Executive Director may be reviewed by the Board. Operational matters are addressed through School leadership and administrative processes.

5.3 Document Retention

The School maintains records for Board and School operations in accordance with applicable law and regulatory requirements, including state records retention schedules.

The Clerk is responsible for ensuring that Board records, including meeting minutes and official actions, are maintained, preserved, and disposed of in a manner consistent with legal requirements and sound governance practices.

5.4 Public Access to Records

Board records and meeting minutes shall be made available to the public in accordance with the Massachusetts Open Meeting Law and Public Records Law.

The Clerk serves as the Records Access Officer for Board of Trustees records. The Executive Director, or designee, serves as the Records Access Officer for School administrative records.

Requests for public records are handled through administrative procedures consistent with applicable law. The existence or structure of such procedures does not expand the Board's role beyond governance-level oversight.

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. The Board's role in regulatory compliance is oversight; operational compliance activities are the responsibility of the Director.

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. Access to books and records by Trustees shall be coordinated through the Clerk and Director to ensure confidentiality, student privacy, and adherence to governance boundaries.

7.4 Execution of Papers

The Board establishes signatory authority and approval requirements by Board vote and exercises fiduciary oversight of the School's financial practices. The School maintains detailed fiscal policies and procedures under the Director to govern day-to-day financial operations.

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. The Board may authorize advancement of expenses to the extent permitted by law and any applicable insurance coverage.

7.6 Approval

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

Signed: _____ (Chair) _____ (Clerk)

DRAFT

7.3 Updates

Section	Key Updates
2.9 Conflict of Interest Policy	Prior version still needed: <ul style="list-style-type: none"> ● annual disclosure form requirement ● annual signed acknowledgement ● recusal procedure / documentation in minutes ● process when a conflict is identified mid-year
2.8.6 Executive Session	Brings back from older version: <ul style="list-style-type: none"> ● executive session procedure ● required statement before entering executive session ● reconvening/public vote rules ● responsibility for maintaining executive session minutes
2.6 Board Training and Self-Evaluation	Prior version still needed: <ul style="list-style-type: none"> ● onboarding timeline ● required topics ● documentation of completion
2.4 Number and Tenure 2.5 Nomination and Election	Updated terms Added guidance about staff engagement with board

RVCS Bylaws Master Comparison Table

Approved Version (June 18, 2019) vs. Draft Version 7.0

Section	2019 Approved Standard	7.3 Draft Version	Change Type	Legal / Regulatory Basis	Notes / Rationale
Global terminology	<i>Secretary, Chairperson</i>	<i>Clerk, Chair</i>	Terminology / Modernization	MA public-body conventions	Titles updated; duties remain functionally equivalent.
Board role – operations	Board works with Director/teachers on curriculum, calendar, operations	Board prohibited from operational, instructional, or staff-level decision-making	Substantive governance change	603 CMR 1.06; DESE guidance	Aligns bylaws with governance-not-management expectations.
Trustee term limits	3-year terms; max 2 consecutive terms (6 years)	3-year terms; max 3 consecutive terms (9 years)	Substantive governance change	Charter School Law allows board-defined tenure	Extends allowable consecutive service by one term.
Trustee removal / attendance	Automatic termination after missed meetings; limited reinstatement	Removal for cause by Board vote with notice and opportunity to be heard	Substantive governance change	Due-process principles	Replaces automatic termination with discretionary, due-process-based removal.
Complaint handling	Standing/ad-hoc Complaint Committee with investigative role	No grievance/complaint committee; Board review limited to governance-level matters	Substantive governance change	603 CMR 1.09; DESE guidance	Removes Board from operational investigations.
Conflict of Interest	General statutory compliance language	Annual written disclosures; mid-year updates; recusals	Substantive compliance enhancement	G.L. c. 268A	Adds enforceable process and documentation.

Section	2019 Approved Standard	7.3 Draft Version	Change Type	Legal / Regulatory Basis	Notes / Rationale
		documented; Clerk recordkeeping			
Board training & onboarding	Orientation/training required (high-level)	Onboarding timeline; required topics; documentation; committee oversight	Clarification / Compliance strengthening	603 CMR 1.06	Formalizes expectations already implied in 2019 bylaws.
Executive session procedures	Explicit OML procedures detailed	Procedures restored and modernized (purpose stated; roll-call vote; minutes handling)	Restored safeguard	G.L. c. 30A (Open Meeting Law)	Reintroduces required procedural protections.
Committees – authority	Committees include Complaint Committee with defined role	Committees advisory only; no investigative or supervisory authority	Governance tightening	DESE governance guidance	Reinforces that authority rests with full Board.
Officer term limits	Officers limited to 4 consecutive years in same role unless 2/3 vote	No maximum consecutive-years cap stated	Substantive governance change	Board-defined governance structure	Removes an explicit constraint on officer tenure.
Assistant officer roles	Assistant Secretary and Assistant Treasurer explicitly permitted	No assistant officer roles referenced	Structural simplification	Board-defined governance structure	Eliminates previously authorized officer roles.
Execution of papers / financial thresholds	Detailed dollar thresholds and signature requirements embedded	Signatory authority set by Board vote; thresholds removed from bylaws	Substantive structural change	M.G.L. c. 258; best practice	Moves operational financial controls from bylaws to policy.

Section	2019 Approved Standard	7.3 Draft Version	Change Type	Legal / Regulatory Basis	Notes / Rationale
Public records / RAO designation	Public records obligations stated generally	Clerk designated RAO for Board records; ED/designee for school records	Substantive role clarification	MA Public Records Law	Clarifies statutory responsibility and accountability.
Fundraising role	Board assumes a “key role” in fundraising and works directly with Foundation	Development Committee oversees fundraising within governance boundaries	Governance realignment	DESE governance guidance	Narrows direct Board operational involvement.
Trustee–staff interaction	No explicit restriction	Trustees may not request operational reporting from staff except through Director	Substantive governance clarification	Governance best practice	Establishes clear boundary and reporting channel.
Indemnification	Detailed statutory indemnification language embedded	Simplified language referencing law and insurance	Structural simplification	M.G.L. c. 258 §9	Preserves protection while reducing bylaw complexity.