



Foxborough Regional Charter School

Board Meeting

Published on March 11, 2022 at 5:12 PM EST

Date and Time

Monday March 14, 2022 at 6:15 PM EDT

Location

Foxborough Regional Charter School

Middle School Media Center

131 Central Street

Foxborough, MA 02035

Meeting Format

Whether in person or online, the public is welcome to attend Board Meetings and have access to meeting minutes. Meetings are held once a month and additionally, as determined by the Board Chair. All meeting Agendas are posted to the school website at least 48 hours in advance of each public meeting.

During the meeting, the Board follows the published agenda and works through business. Audience members are not part of the formal discussion or deliberations, but may raise their hand to add brief comment or ask clarifying questions. Meetings start promptly on time as noted on the agenda.

In person details:

- Please Review [COVID Guidelines](#) if you are attending in person
- Please Enter through the Middle School Main Office
- Please remember to sign in upon arrival

Agenda

	Purpose	Presenter	Time
I. Opening Items			6:15 PM
A. Attendance		Susanna Girard	

	Purpose	Presenter	Time
B. Call the Meeting to Order		Kathleen Crawford	
II. Committees			
A. Enrollment	Vote	Heidi Berkowitz	
FY23 Enrollment plan Enrollment Policy and Practice Frequently Asked Questions - Massachusetts Charter Schools			
B. Governance	Discuss	Annie Azarloza	
Youth Representation on the Board of Trustees			
III. Closing Items			
A. Approval of Minutes: 15FEB2021	Vote	Susanna Girard	
B. Approval of Minutes: 28FEB2022	Vote	Susanna Girard	
C. Approval of Minutes: 01MAR2022	Vote	Susanna Girard	
D. Approval of Minutes: 07MAR2022	Vote	Susanna Girard	
E. Approval of Minutes: 08MAR2022	Vote	Susanna Girard	
F. Vote to Adjourn	Vote	Kathleen Crawford	
G. Adjourn Meeting	Discuss	Kathleen Crawford	

The listed matters are those reasonably anticipated by the Chair to be discussed at the meeting. Not all items listed may in fact be discussed and other items not listed may be brought up for discussion to the extent permitted by law.

Coversheet

Enrollment

Section: II. Committees
Item: A. Enrollment
Purpose: Vote
Submitted by:
Related Material: BOTApprovedEnrollmentPolicy-November20172ndReading.pdf
Projections for BOT 3 14 2022.xlsx
FY23 Enrollment Recommendation.docx



Enrollment Policy Effective as of November 2017

General Policy

Foxborough Regional Charter School, hereafter also referred to as "FRCS," is a K-12 public school in the Commonwealth of Massachusetts. The School enrolls a new kindergarten class each year and backfills seats in grades K-9 as positions become available, as outlined in M.G.L. Chapter 71, Section 89; CMR 603 1.05.

Foxborough Regional Charter School does not discriminate on the basis of race, color, national origin, creed or religion, sex, gender identity, ethnicity, sexual orientation, mental or physical disability, age, ancestry, athletic performance, special need, proficiency on the English language or a foreign language, immigration status or prior academic achievement, as outlined in M.G.L. Chapter 71, Section 89; CMR 603 1.05.

The school develops and implements an annual student recruitment and retention plan which is posted on the website as part of the Annual Report, as outlined in M.G.L. Chapter 71, Section 89; CMR 603 1.05.

The school's application process is not integrated with any other school district included in our sending districts that FRCS is chartered to serve. CMR 603 1.05.

All applicants will be notified in writing of the rights of students with diverse learning needs. FRCS provides equal access to all students to attend the charter school and to receive accommodations and support services, including students who may have disabilities, require special education or who are English language learners. CMR 603 1.05. Information regarding the availability of services is presented in the school's outreach materials, the student handbook and on the school website. CMR 603 1.05.

FRCS does not charge an application fee for admission, use financial incentives to recruit students or charge tuition to enrolled students. CMR 603 1.05.

Foxborough Regional Charter School will not admit students in excess of the school's approved maximum enrollment of 1,700 students and the applicable growth plan specified as a material term of the school's amended charter.

Disclosure of Student Records

The policy on sharing directory information is located in the handbook and on the school website. It states that "Directory Information" may be publicly shared unless a parent/guardian completes and submits an "opt-out" form. The opt-out form is available on the school's website and in the central office. The form may be submitted at any time throughout the year by returning it to a student's teacher. Directory information includes:

- Student name
- Address
- Phone
- Grade
- Dates of attendance
- Participation in officially recognized activities and sports
- Honors and awards

Upon request the school will provide the names and addresses of students to a third party mail house for mailings, unless the parent or legal guardian requests that the school withhold their child's information M.G.L. Chapter 71, Section 89; CMR 603 1.05.

Transportation

Students who reside in the town of Foxborough have access to free transportation and may access this benefit by calling the transportation department in the town of Foxborough. The school intends to provide a fee based regional transportation program to all sending districts and to all enrolled students of its charter region in accordance with Charter School Technical Advisory 16-1: Transportation. FRCS is committed to providing transportation services to residents of the charter region during the scheduled school year.

Eligibility Criteria

All applicants must be a resident of Massachusetts to apply for admission and to gain admission into FRCS.

The school does not require potential students or their families to attend interviews or informational meetings as a condition of application, admission and attendance. M.G.L. Chapter 71, Section 89; CMR 603 1.05.

FRCS does not administer tests to potential applicants or predicate acceptance for admission on the results from any test of ability or achievement. M.G.L. Chapter 71, Section 89; CMR 603 1.05.

Registration/Enrollment Criteria

Families must provide reasonable proof of residency including a picture ID, valid Massachusetts driver's license and/or a current utility bill at the time of admission. Families who are recognized as "homeless" by the state must provide corresponding documentation to the FRCS homeless liaison.

Students entering kindergarten must be five by August 31 of the year of entrance. Education is available to students until the age of 21.

FRCS requires the submission of a report card as evidence of successful completion of the prior grade level for which they seek admission.

If a student has been retained and is no longer in the grade level in which they originally applied, the student may be assessed upon registration and placed in the appropriate grade level. This procedure is solely for retained students and is not a resolution procedure for application errors.

Application Process

Applications are available and accepted from early October to mid-February. Dates are published annually. The School's application process is primarily online with an application link on the school's website. Applications are also available in the school office. Paper applications will be entered by Outreach staff members and/or families will be given access to computers on the school campus. Deadlines for submission of applications for the lottery are publicized no later than one month before they occur. Applications will not be accepted following the deadline. Any information requested in the application, such as language spoken at home or race/ethnicity, will not be used to discriminate.

An application does not require dual parent/guardian signatures or the submission of a student's social security number.

Lottery Procedure

The school will determine the number of spaces available each year, in each grade level.

In cases where there are fewer spaces than eligible applicants, students shall be accepted for admission by a lottery process. 603 CMR 1.05(6)(a) and (c)

FRCS conducts one principal enrollment lottery each year after January 1 and before March 15, for the upcoming school year, publicizing the date, time, and location with reasonable notice at least one week before the lottery date. An electronic lottery is conducted at the school, 131 Central Street, Foxborough, Massachusetts and is open to the public with a neutral party observing the random processing of unique ID numbers. (Each student who completes an application for a lottery receives a unique ID number upon submission of the application). Each eligible applicant that submitted their application prior to the initial application deadline will be included in the lottery. The lottery for each grade will establish an initial randomized lottery rank order. After the initial rank order has been created, preference for admission will be applied.

If the principal enrollment process fails to produce an adequate number of enrolled students, the lottery process may be repeated, as long as the required lottery process is strictly followed, including public notification and deadlines. As space become available during the school year, FRCS may repeat the enrollment process to fill these opening and to meet the requirements of G.L. c. 70, § 89(n). FRCS backfills positions in grades K-9. FRCS conducts an electronic lottery with a neutral party present to certify that the process is fair and that selection is random.

Siblings are defined as persons who have a common parent, either biologically or legally through adoption. 603 CMR 1.02 Siblings, residents or non-residents of students who attend the school at the time an offer of admission is made receive a preference for admission over non-siblings 603 CMR1.05 Residents of the city/towns indicated in the school's charter receive a preference for admission over non-resident students. The school's charter designates 20 neighboring communities that make up our district including Attleboro, Avon, Brockton, Canton, Easton, Foxborough, Mansfield, Medfield, Medway, Millis, Norfolk, North Attleboro, Norton, Norwood, Plainville, Sharon, Stoughton, Walpole, West Bridgewater, and Wrentham. Reasonable proof of current residency is required at the time an offer of admission is made. For the purposes of establishing preference for admission based on residency, proof of residency for students who may be considered homeless will be handled with the school on a case by case basis.

In cases where offering admission to a student, who is not a sibling of another student who is currently attending FRCS from the waitlist, would exceed the district charter tuition cap, FRCS will skip the student but will retain them on the waitlist. In cases where the enrollment of a student who is a sibling of a student already attending a charter school would exceed the district charter school tuition cap, and the school has not admitted other students prior to admitting the sibling, the sibling may be offered admission and the Commonwealth of Massachusetts will provide tuition for the sibling, subject to appropriation. FRCS extends offers for admission via mail, email and phone alerts. The school fills vacant seats until February 15 of each school year.

Registration Process

In order to accept a position, a family needs to expressly acknowledge their intent to enroll. In order to complete the enrollment/registration process, a family must complete and return all forms in the registration packet in full, and return them to the school in person (as defined in the offer letter) within the seven (7) business day deadline or the offer will be considered declined and an offer for that position will be extended to the next student on the waitlist in that grade level. (603 CMR 1.05(10)(a). Students who are offered a position after the start of a school year must attend within 3 school days of official registration.

Reasonable proof of residency or sibling status is required at the time of offer of admission. (603 CMR 1.05(10)(a)

Requirements for successful enrollment of all students includes submission of a child's birth certificate, proof of residency, picture ID of parent/guardian, most recent report card and medical records evidencing a physical exam within the last 365 days with immunizations up to date.

FRCS places the names of students not offered admission following a lottery on a waitlist in the order the names are selected, taking into account sibling and resident preference, both of which may change over time.

FRCS will accept applications for grades K-9 during the annual enrollment window, early October to mid-February, and may accept additional applications for grades where a waitlist has already been established prior to March 31, 2014, or where a waitlist has been established from the principal lottery. Applications in grade levels with no existing waitlist will be processed at the annual principal lottery in March. Any grade level in which there is a grandfathered waitlist in place will exhaust that waitlist before processing new applications. Lotteries may be held individually throughout the year with one week public notification.

If the principal enrollment process fails to produce an adequate number of enrolled students or as spaces become available, the lottery process may be repeated. If the required lottery process is strictly followed, including public notification and deadlines. In the event there are no students on a grade level waitlist that FRCS is required to backfill (grades K-6) until February 15, applications will be accepted, and additional lotteries conducted as deemed necessary. Upon the time when the lottery is conducted electronically, a neutral party shall be present to certify that the process was observed for validity.

Description of the Waitlist

A waitlist is maintained for one year following each lottery. All students on the annual waitlist must apply each year and be processed through the lottery in order to be considered for enrollment in the next school year.

If a student stops attending the charter school or declines admission the next available student on the waitlist for that grade, subject to preferences at the time of admission, will be offered admission until the vacant seat is filled. No student may be admitted ahead of other eligible students who were previously placed on a waitlist during a prior enrollment process, except in cases where enrollment preferences change or as described in 603 CMR 1.05.

Students on the waitlist will be extended offers via mail, email and alert phone calls. All written and verbal notifications will include the registration window dates and deadlines noted in previous sections. Students who have declined an offer of enrollment, must reapply in order to be considered for future enrollment.

FRCS will maintain waitlists only for the school year for which the students sought admission, unless they were secured on a waitlist prior to March 31, 2014, in which case they will remain on the waitlist until the grade level list is exhausted, or until the end of grade 9, when the waitlist will be concluded. The school keeps accurate records of the waitlist. Information for students who entered the lottery but did not gain admission includes, but is not limited to, first, middle and last names, dates of birth, cities or towns or residence, grade levels, home address, and telephone number.

In conformance with G.L. c. 7189, when a student stops attending FRCS for any reason up to February 15th, FRCS shall fill the vacant seat. FRCS must backfill seats in grades K-9 annually, as determined by the Board of Trustees. Determination is made annually based on ideal grade level cohort sizes, academic programming, staffing, and overall enrollment.

A vacancy not filled after February 15th moves into the subsequent grade to be filled the following September provided such vacancy is not in grades 10, 11, or 12.

Students who have attended FRCS and withdrawn from the school, do not have a preference over other applicants. They must reapply for admission and be processed through a lottery in order to regain admission.

FRCS accepts applications and enrolls students in Kindergarten through grade 9, annually, as seats become available.

Application for Admission Requirements

An application for admission only requires the signature of one parent/guardian, unless a court order indicates otherwise for an individual applicant.

FRCS does not require submission of the student social security number to be eligible for admission. The FRCS application includes all student information required by the charter school statute for the waitlist including student first, middle and last name, date of birth, city/town of residence, grade level, home address and telephone number.

FRCS does not use financial incentives to recruit students (603 CMR 1.05(3)(a) or discriminate on the basis of race, color, national origin, creed or religion, sex, gender identity, ethnicity, sexual orientation, mental or physical disability, age, ancestry, athletic performance, special need, proficiency in English language or a foreign language, or prior academic achievement when recruiting or admitting students.

Withdrawals

Students may withdraw from FRCS at any time. A student is considered withdrawn from FRCS, and a vacancy may be declared for a position, if (1) a student transfers to another school; (2) FRCS receives written notification from a parent/guardian of intent to remove a student; (3) FRCS receives a written request for records from another school; or (4) if a student is absent from school for ten consecutive days without prior notification to the school or in the absence of a verbal or written response to school outreach regarding enrollment status.

Withdrawal from FRCS does not require dual parent/guardian signatures.

To regain entry into FRCS, a student who withdraws, as described above, must reapply and participate in the enrollment lottery process.

Growth Plan Requirements

Please note that the following figures are enrollment projections. As such, they are subject to natural fluctuations in enrollment (e.g., retention) and will be managed accordingly.

The total number of students attending FRCS in a given school year cannot exceed the total number of students reported in the pre-enrollment submission to the Department in the previous spring.

Grade	Enrollment 2017-2018	2018-2019	2019-2020	2020-2021
K	130	144	144	144
1	130	144	144	144
2	130	144	144	144
3	130	144	144	144
4	130	144	144	144
5	130	144	144	144
6	130	144	144	144
7	130	144	144	144
8	130	144	144	144
9	100	105	105	105
10	78	98	103	103
11	68	76	96	101
12	64	66	74	95
Total	1480	1641	1674	1700

November 13, 2017 – Approved by a vote of the Board of Trustees

Notice

The following file is attached to this PDF. You will need to open this packet in an application that supports attachments to pdf files, e.g. [Adobe Reader](#):

Projections for BOT 3 14 2022.xlsx



FY23 Enrollment Recommendation

Grade	Current FY22 Enrollment	Recommended FY23 Enrollment
Kindergarten	142	145
Grade 1	145	145
Grade 2	143	145
Grade 3	149	145
Grade 4	145	145
Grade 5	138	130
Grade 6	141	130
Grade 7	131	130
Grade 8	140	130
Grade 9	114	120
Grade 10	98	109
Grade 11	88	94
Grade 12	81	77
Total	1655	1645

Enrollment Policy:

The State approved FRCS Enrollment policy states that:

“The school will determine the number of spaces available each year, in each grade level.” Page 3

“In conformance with G.L. c. 7189, when a student stops attending FRCS for any reason up to February 15, FRCS shall fill the vacant seat. FRCS must backfill seats in grades K-9 annually, as determined by the Board of Trustees. Determination is made annually based on ideal grade level cohort sizes, academic programming, staffing and overall enrollment” Page 5

Enrollment / Withdrawal Data:

Analysis of withdrawals since expansion (FY18) shows us:

- In FY18 total enrollment was 1604, today enrollment is 1655.
- Detailed analysis indicates that the rate of growth had a negative impact on several key aspects of the school environment including, academic programming, climate and culture, and teacher retention.
- Only 712 students enrolled in FY18 are still enrolled today.
- FY22 Data
 - Summer withdrawals (162)
 - Middle School (64)
 - Mid Year withdrawals (61)
 - Middle School (30)
- Annually, 150 new K positions are filled as well as approximately 223 backfilled positions
- 373 new students per year have been enrolling

- Low income indicators have risen from 36% in 2018 to 54% in 2022 suggesting need for additional resources and support.

Recommendation:

- Ideal grade level cohort sizes for FY23 are recommended in the chart above
- The school will backfill, as mandated by state regulations, when enrollment drops below the Board of Trustees determined annual enrollment plan number.
- The school recommends a temporary pause in growth to strengthen critical systems and processes surrounding behavior management, race and equity policies and practices and instructional methodology.
- Reducing middle school sections will allow grade levels to have consistent and equitable teaming practices in order to build a more stable culture.
- Fewer sections will create more opportunities for building relationships (teacher: student, teacher: teacher) that are crucial to promoting the school's social emotional learning priorities.

Coversheet

Governance

Section:	II. Committees
Item:	B. Governance
Purpose:	Discuss
Submitted by:	
Related Material:	FRCS By-Laws - January 2015.pdf



**BYLAWS of
THE FOXBOROUGH REGIONAL CHARTER SCHOOL**

ARTICLE I

Name

Section 1.1 Name: The name of this public entity shall be the Foxborough Regional Charter School (the "Charter School").

ARTICLE II

Purposes

Section 2.1 Members: The purpose of the Charter School is that the school is a public school, chartered as set forth in its Charter dated February 25, 1998, issued by the Secretary of Education of the Commonwealth of Massachusetts and in Massachusetts General Laws c. 71, S89, as each may be amended from time to time.

ARTICLE III

Board of Trustees

Section 3.1 Number: The Trustees at their annual meeting, or at a special meeting called for that purpose, shall elect a Board of Trustees of not less than three (3) and not more than 15 members, to take office immediately upon election and to hold office until the annual meeting of the Trustees at which their respective terms expire and until their respective successors are elected and qualified.

Section 3.2 Selection and Term of Office: Trustees shall be elected to three (3) year terms. Trustee shall be elected for staggered terms of up to three (3) years, so that the terms of approximately one- third ($1/3$) of the Trustees will expire each year. Each Trustee shall serve until a successor has been elected and qualified. The number of Trustees to be elected each year shall be fixed at the meeting at which they are elected, but the Trustees may, at any meeting held for the purpose during any such year, increase or decrease (within the limits above specified) the number of Trustees as this fixed, and elect new Trustees to complete number so fixed, or remove Trustees to reduce the number of Trustees to the number so fixed. The Board shall include ex officio, as voting member, the Chair of the Charter School. The Board of Trustees may not discriminate against potential members on the basis of race, color, national origin, creed, ancestry, ethnicity, age, gender identity, religion, marital status, sexual orientation, or non-disqualifying handicap or mental condition. The Board of Trustees shall request the appointment of a trustee to the board only where the board has no reason to know the trustee has a financial interest under M.G. L. Chapter 268A which may preclude a majority of the board from participating in deliberations or voting on certain matters that are expected to come before the board. The Board of Trustees must exercise due diligence prior to determining that a proposed trustee does not have such a financial interest.

Section 3.3 Powers/Duties: The Board of Trustees shall have and may exercise all the powers of the Charter School. The Board of Trustees is a public entity, and each member thereof, is a special state employee. The Board of Trustees, holder of the charter from the State of Massachusetts, shall ensure that the school and its Board members shall comply with all applicable laws and regulations regulating charter schools in Massachusetts, shall ensure that the Charter School is academically successful, organizationally viable, faithful to the terms of its charter and earns charter renewal. The Board of Trustees is a public employer for the purposes of tort liability (M.G.L. Chapter 258) and for collective bargaining purposes (M.G.L. Chapter 150E). The Board of Trustees has the responsibility to select, appoint, evaluate, and/or remove the school director, however it is prohibited from exercising managerial powers over the day-to-day operations of the school.

Section 3.4 Regular Meetings: Regular meetings of the Board of Trustees shall be held at such places, within or without the Commonwealth of Massachusetts, and at such times as the Board of Trustees may from time to time determine; however the Board of Trustees must meet at least quarterly. Written notice of a regular meeting of the Board of Trustees shall be given no less than forty eight (48) hours before the meeting by leaving such notice with the Trustee or by email, or at the Trustee's residence or usual place of business, or by mailing it, postage prepaid, addressed to such Trustee at the trustee's address, as it appears upon the records of the Charter School. No notice to the Trustees shall be required for any regular meeting held at a time and place fixed in advance by the Board of Trustees, if notice of the times and places so fixed for regular meetings shall have been given to such Trustee within the same calendar year, in writing, as specified above.

Section 3.5 Executive Sessions: All meetings of the Board of Trustees are open to attendance by the public. However, the board has the right to convene in a closed executive session when it meets the following procedural conditions imposed by state law:

1. The Board will first convene in an open session for which due notice has been given.
2. The Chair (or, in his/her absence, the presiding member) will state the purpose for the executive session by stating all subjects that may be revealed without compromising the purpose for which the executive session was called.
3. A majority of the members must vote to enter the executive session, with the vote taken by roll call and recorded in the official minutes.
4. The Chair or presiding member will state before entering the executive session whether the Board will reconvene in open session after the executive session.

The law puts specific limitations on the purposes for which executive sessions may be convened. The Board may enter executive sessions only to deliberate:

1. The reputation, character, physical condition or mental health, rather than the professional competence, of a single individual.
2. The discipline or dismissal, including the hearing of charges against a member of the Board, a school employee or student, or other individual. The individual has certain rights enumerated in the law including requiring the Board to hold an open session should the individual so request.
3. The deployment of security personnel or devices.
4. Allegations of criminal misconduct or to discuss the filing of criminal complaints.
5. Transactions of real estate, if an open meeting might be detrimental to the negotiating position of the Board or another party.
6. To comply with the provisions of any general or specific law of federal grant-in-aid requirements.
7. To consider and interview applicants for employment (The only position that the Board of Trustees would be involved in that might qualify would be for the position of Executive Director). This exemption only applies if it can be determined that an open meeting will have a detrimental effect in obtaining qualified applicants.
8. To meet or confer with a mediator and/or attorney with respect to any litigation or public business.

(In the first two cases listed, an open meeting will be held if the individual involved so requests.)

Accurate records of the proceedings conducted in executive session will be kept and may remain secret only so long as their publication would defeat the purpose of the session. The Board will review executive session minutes for possible declassification at least once each year.

The Board Chair and the Executive Director will review executive session minutes for possible declassification on, at least, a quarterly basis and, if necessary, will consult with legal counsel. The Board Chair will bring minutes recommended for declassification to the Board of Trustees for a vote either as part of a consent agenda or for individual action. In either case, there shall be an announcement of the declassification of minutes.

When a specific set of executive session minutes, not yet declassified, is requested by a member of the public, the Board of Trustees shall render a decision on declassification at its next meeting or within 30 days after the request, whichever occurs first.

All votes taken in executive session will be recorded roll call votes, and will become part of the minutes of executive sessions.

Section 3.6 Special Meetings: Special meetings of the Board of Trustees may be held at any time and at any place, within or without the Commonwealth of Massachusetts, when called by the Chair or by two (2) or more Trustees, reasonable notice thereof being given to each Trustee by the Secretary, or, in case of the death, absence, incapacity, or refusal of the Secretary, by the Officer or Trustees calling the meeting, or at any time without call or formal notice, provided all the Trustees are present or waive notice thereof by a writing which is filed with the records of the meeting. In any case, it shall be deemed sufficient notice to a Trustee to send notice by mail or by email at least forty-eight (48) hours, before the meeting, addressed to the Trustee at the Trustee's usual or last known business or residence address.

Section 3.7 Annual Meetings: The Annual Meeting of the Trustees shall be held on the second Tuesday in the month of November, if it be not a legal holiday, and if it be a legal holiday, then on the next succeeding day not a legal holiday, at such hour and place as the Chair or the Secretary may determine. Purposes for which an annual meeting is to be held, in addition to those prescribed by law, and by these Bylaws, may be specified by the Board of Trustees or by a writing signed either by the Chair or by any Vice Chair or by a quorum of the Trustees. If such Annual Meeting is omitted on the day herein provided therefore, a Special Meeting may be held in place thereof, and any business transacted or elections held at such meeting shall have the same effect as *if* transacted or held at the Annual Meeting, and in such case such reference in these Bylaws to the Annual Meeting of the Trustees shall be deemed to refer to such Special Meeting. A written notice of the Annual Meeting or meeting in lieu thereof, stating the place, day and hour thereof and the purposes for which the meeting is called, shall be given by the Chair or Secretary to each Trustee at least forty-eight (48) days before the meeting by leaving such notice with such Trustee or by email, or at such Trustee's residence or usual place of business, or by mailing it, postage prepaid, addressed to such Trustee at such Trustee's address as it appears upon the records of the Charter School. In case of the death, absence, incapacity or refusal of the Secretary, such notice may be given by any other Officer or by a person designated either by the Secretary or by the person or persons calling the meeting or by the Board of Trustees.

Section 3.8 Quorum: At any meeting of the Trustees, a majority of the Trustees then in office shall constitute a quorum for the transaction of business, but a lesser number may adjourn any meeting from time to time and the meeting may be held as adjourned without further notice. When a quorum is present at any meeting, the affirmative vote of a majority of the Trustees in attendance thereat and voting on the question shall, except where a larger vote is required by law or by these Bylaws, decide any question brought before such meeting.

Section 3.9 Complaints: The Board of Trustees shall hear complaints from any parent, guardian or other individual or groups, filed in writing, and limited to complaints that the School has violated or is violating any of the provisions of M.G.L. c 71 s. 89 or 603 CMR 1.00. The Board of Trustees shall conduct a review of such complaints and respond to the complainant(s) in writing within 30 days. Such response shall inform the complainant(s) of the right to submit the complaint in writing to the Commissioner of the Department of Elementary and Secondary Education should they not be satisfied with the response from the Board of Trustees.

Section 3.10 Waiver of Notice: Notice of any meeting may be waived if each Trustee, by a writing filed with the records of the meeting, waives such notice.

Section 3.11 Open Meeting Law: Notwithstanding the provisions of this Article III, meetings of the Board of Trustees and its committees shall comply with the applicable requirements and its committees shall comply with the applicable requirements of the Massachusetts Open Meeting Law, G.L. c. 39, SS23A and 23B and c 30 A, sec 11 A ½.

Section 3.12 Conflict of Interest Law: The Board of Trustees complies with the Massachusetts Conflict of Interest Law, M.G.L. Chapter 268A.

Section 3.13 Disclosure of Financial Interest: Trustees shall disclose any financial interest or business transactions that they (or any of their immediate members) have in any charter school in Massachusetts or elsewhere with the Massachusetts State Ethics Commission, the Massachusetts Department of Elementary and Secondary Education, and the city or town clerk in which the school is located within 30 days of joining the Board of Trustees and by September 1 annually, including the year after service is completed, unless service is less than 30 days in that year.

ARTICLE IV

Committees

Section 4.1 Committees: The Board of Trustees may from time to time create such committees as it deems necessary or desirable for the conduct of the affairs of the Charter School, to which may be appointed such persons as the Board may determine. Except as the Trustees may otherwise determine, any committee may make rules for the conduct of its business, but unless otherwise provided by the Trustees or in such rules, its business shall be conducted in a manner similar to that provided in these Bylaws for the Trustees.

Section 4.2 Quorum of Committees: A majority of the members of a committee shall constitute a quorum for the transaction of business, but a lesser number of members may adjourn any meeting from time to time, and the meeting may be held as adjourned without further notice. When a quorum is present at any meeting, a majority of the members of such committee present thereat shall decide any matter brought before such meeting.

ARTICLE V

Officers

Section 5.1 Election: The Officers of the Charter School shall consist of a Chair, a Vice Chair, a Treasurer and a Secretary. Other Officers, their powers and their terms of office, may be prescribed by a majority of Trustees from time to time as the Board of Trustees may determine. All Officers shall be elected by the Trustees at any meeting thereof.

Section 5.2 Qualification and Powers: Each Officer shall be a Trustee. So far as is permitted by law, any two (2) or more offices may be filled by the same person. Subject to law and to the other provisions of these Bylaws, each Officer shall hold office for a term of one (1) year and until a successor is elected and takes office, or until the Officer sooner dies, resigns, is removed, or becomes disqualified. Each Officer shall, subject to these Bylaws, have in addition to the duties and powers herein set forth, such duties and powers as the Board of Trustees shall from time to time designate.

Section 5.3 Chair: The Chair shall subject to law, to the other provisions of these Bylaws, and to the general supervision of the Board of Trustees, have general charge of the governance of the Charter School. The Chair shall preside at all meetings of the Board of Trustees and the Executive Committee, if there be one. In absence of the Chair, the Vice chair shall preside, and in absence of the Vice Chair, the Chair shall designate a Chair *ad interim*.

Section 5.4 Vice-Chair: In the absence of the Chair, the Vice-Chair shall, subject to law, to the other provisions of these Bylaws, and to the general supervision of the Board of Trustees, have general charge and control over the management of the ordinary affairs of the Charter School and the development of its program. The Vice Chair in the absence of the Chair, shall preside at all meetings of the Board of Trustees and the Executive Committee, if there be one.

Section 5.5 Secretary: The Secretary or a designee shall keep the records of all meetings of the Board of Trustees and committees of the Board.

Section 5.6 Treasurer: The Treasurer shall, subject to the direction and under the supervision of the Board of Trustees, have general charge of the financial concerns of the Charter School and the care and custody of the funds, securities, and valuable papers of the Charter School, except the Treasurer's own bond, if any, and shall have power to endorse for deposit or collection all notes, checks, drafts, and other obligations and orders for the payment of money payable to the Charter School or its order, and to accept drafts on behalf of the Charter School. The Treasurer shall keep, or cause to be kept, accurate books of account, which shall be the property of the Charter School, and if required by the Board of Trustees, shall give bond for the faithful performance of the duties of the office in such form, in such sum, and with such sureties as the Board of Trustees shall require.

ARTICLE VI

Resignations, Removals, and Vacancies

Section 6.1 Resignations and Removals: Any Trustee or Officer may resign at any time by delivering written notice of resignation to the Chair or the Secretary or to a meeting of the Board of Trustees. Any Trustee or Trustees may be removed from office, with or without cause, by vote of at least sixty (60%) percent of the number of Trustees then in office, at any meeting called for that purpose with at least fourteen (14) days advance notice, in writing or by email, to all Trustees. The Board of Trustees may, by vote of a majority of the Trustees present at voting, remove from office, with or without cause, any Officer appointed by the Board or terminate or modify the authority of any such Officer.

Section 6.2 Vacancies: If the position of any Trustee becomes vacant, by reason of death, resignation, removal, disqualification or otherwise, a successor may be appointed by a majority of the Trustees then in office, which appointment may be held at the same meeting at which a former Trustee resigns or is removed, provided that the Trustees shall receive at least fourteen (14) days advance written notice or by email of the intent to elect a successor Trustee. Any vacancy on any committee of the Board may be filled by a majority of the Trustees then in office. If any office becomes vacant, the Board of Trustees may appoint a successor, by vote of a majority of the Trustees present and voting. Each such successor shall hold office for the unexpired term and until a successor shall be appointed and qualified or, if sooner, until death, resignation, removal or disqualification. The Board of Trustees shall have and may exercise all its power notwithstanding the existence of one (1) or more vacancies in its number. The Board of Trustees shall notify the Massachusetts Department of Elementary and Secondary Education of the appointment of any new trustee.

ARTICLE VII

Indemnification

Section 7.1: The Charter School shall, to the extent legally permissible, indemnify its Officers and Trustees, and their respective heirs, executors, administrators or other representatives from any costs, expenses, attorney's fees, amounts reasonably paid in settlement, fines, penalties, liabilities and judgments incurred while in office or thereafter by reason of any such Officer or Trustee's being or having been an Officer or Trustee of the Charter School or by reason of such Officer or Trustee's serving or having served at the request of the Charter School as Executive Director, Trustee, Officer, employee, or other agent of another organization, or in any capacity with respect to any employee benefit plan, unless with respect to the matter as to which indemnification is sought the Officer or Trustee shall have been or is adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his or her action was in the best interests of the Charter School. Such indemnification may include payment by the Charter School of expenses incurred in defending a civil or criminal action or proceeding, upon receipt of an undertaking by the person to be indemnified to repay such payment if he or she shall be not entitled to indemnification under this paragraph.

Section 7.2: The Charter School, to the extent legally permissible, may indemnify its employees and other agents, including but not limited to its volunteers, from any costs, expenses, attorney's fees, amounts reasonably paid in settlement, fines, penalties, liabilities and judgments incurred while in office or thereafter by reason of any such person's being or having been an employee or agent of the Charter School or by reason of such person's serving or having served at the request of the Charter School as Executive Director, Trustee, Officer, employee, or other agent of any other organization, or in any capacity with respect to any employee benefit plan, unless with respect to the matter as to which indemnification is sought the employee shall have been or is adjudicated in any proceeding not to have acted in good faith in the reasonable belief that the Trustee's action was in the best interests of the Charter School. Such indemnification may include a payment by the Charter School of expenses incurred in defending a civil or criminal action or proceeding, upon receipt of an undertaking by the person to be indemnified to repay such payment if he or she shall be not entitled to indemnification under this section. In determining whether to provide indemnification under this paragraph, the Charter School may consider, among other factors, whether and to what extent insurance is or was available to the person seeking indemnification and whether and to what extent insurance is available to the Charter School such indemnification.

Section 7.3: The determination whether an Officer or Trustee is entitled to indemnification and the determination whether the Charter School will indemnify an employee or other agent shall be made at a meeting of the Board of Trustees by a disinterested majority of the Trustees present thereat, provided that there is an opinion in writing of counsel retained by the Charter School to the effect that such Officer or Trustee appears to have acted in good faith in the reasonable belief that the Trustee's action was in the best interests of the Charter School.

ARTICLE VIII

Non-Discrimination

Section 8.1: The Charter School shall not discriminate against any person in admission to its school or in obtaining the advantages, privileges and courses of study of its school on account of race, color, gender, religion, national or ethnic origin or sexual orientation.

ARTICLE IX

Fiscal Year

Section 9.1: Except as from time to time otherwise may be prescribed by the Board of Trustees, the fiscal year of the Charter School shall begin on July 1 and end on June 30.

ARTICLE X

Statutory Provisions

Section 10.1: The provisions of Massachusetts G.L. c. 71, S89, as amended from time to time, are incorporated into these Bylaws by reference. In the event of any conflict between these Bylaws and G.L. c. 71, S89, (Massachusetts' Education Reform Act of 1993) the provisions of G.L. c. 71, S89 shall prevail.

Section 10.2: The provisions of Massachusetts G.L. c.30A, S11 A 1/2 and Massachusetts G.L. c.39, S23 A and S 23B,(Open Meeting Laws) as amended from time to time, are incorporated into these Bylaws by reference. In the event of any conflict between these Bylaws and G.L. c.30A, S11 A 1/2 and G.L. c.39, S23 A and S 23B, the provisions of G.L. c.30A, S11 A 1/2 and G.L. c.39, S23 A and S23B, shall prevail.

ARTICLE XI

Amendments

Section 11.1: These Bylaws may be altered, amended or repealed in whole or in part by the affirmative vote of two-thirds of the Trustees then in office, present at any regular or special meeting of the Board of Trustees, duly called at which a quorum is present, and the notice of which specifies that one of the purposes of the meeting is the amendment of these Bylaws, subject to approval by DESE.

Approved and adopted September 10, 2013