



# Pioneer Valley Performing Arts Charter Public School

## Governance Commttee

Published on October 9, 2018 at 1:34 PM EDT

### Date and Time

Tuesday October 2, 2018 at 6:00 PM EDT

### Location

Herman Robert Landenheim Library, 15 Mulligan Dr., South Hadley, MA 01705

### Agenda

	Purpose	Presenter	Time
<b>I. Opening Items</b>			<b>06:00 PM</b>
A. Record Attendance and Guests			
B. Call the Meeting to Order			
C. Read Mission Statement			1 m
PVPA offers its students intensive exposure to the performing arts within the context of an excellent college preparatory curriculum.			
D. Approve Minutes	Approve Minutes		
<b>II. Strategic Action Plan</b>			<b>06:01 PM</b>
A. Review SAP	Discuss	Donovan Arthen	30 m
Review the SAP, begin discussing a plan for developing the next one.			
<b>III. By Laws</b>			<b>06:31 PM</b>
A. Discuss Clarification and Definition of Board Job Descriptions	Discuss	Donovan Arthen	40 m
Discuss whether or not to create a formal Executive Committee or not.			
<b>IV. Board Recruitment</b>			<b>07:11 PM</b>
A. Review candidates	Discuss	Donovan Arthen	20 m
Review the candidates up for potential election and decide if they are all good matches for the board.			
<b>V. Closing Items</b>			<b>07:31 PM</b>

**A. Adjourn Meeting**

**Vote**

# Cover Sheet

## Review SAP

<b>Section:</b>	II. Strategic Action Plan
<b>Item:</b>	A. Review SAP
<b>Purpose:</b>	Discuss
<b>Submitted by:</b>	
<b>Related Material:</b>	2016-2021 Strategic Action Plan.pdf

# Pioneer Valley Performing Arts



## Strategic Action Plan

2016-2021

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## Foreword

The 2016-2021 Strategic Action Plan (SAP) for PVPA charts an exciting and bold course forward as it centers upon three main tenets: student supports; communication and inclusion; and community outreach. This plan emerged through extensive review of the 2011-2016 SAP and the subsequent gathering of information from all members of our community about future goals, suggestions, and hopes. As a committee, we listened carefully to varied and divergent points of view, identified synergies and common themes, and never forgot the sparkling outliers. Accordingly, this SAP includes both longstanding goals that represent abiding values and captures new and expanded aspirations. While the 2011-2016 plan led us to the creation of a professional theater space, a physical manifestation of our commitment to the arts and our community, the current plan seeks to deepen and extend the intangible structures and supports of our school. In short, the 2016-2021 plan distills the ideas and ideals of our community into a coherent roadmap for effectively evolving PVPA.

## Mission

The Pioneer Valley Performing Arts Charter Public School offers its students intensive exposure to the performing arts within the context of an excellent college preparatory curriculum.

The goal is to provide students with a supportive and challenging environment that is responsive to multiple learning styles, emphasizes learning through the arts, and integrates critical and creative thinking throughout the curriculum.

# Values

*During the time of writing the 2011-2016 Strategic Action Plan, the committee members attempted to capture the intangible aspects of the school treasured by the community. These values continue to be alive in the PVPA community; we keep them in this current plan because we hope they will continue to hold a central place in our school.*

–Critical and Higher Order Thinking Skills: These include searching for and evaluating sources, holistic analysis, the ability to ask appropriate questions, the capacity to evaluate and judge, and openness to outliers of thought and minority opinions. We value rigorous thinking and approaches to learning such as the recognition of connections between one's own life and the larger society, willingness to embrace paradox and ambiguity without rushing to conclusions, and an ability to recognize multiple perspectives—all of which are foundations for students' future education.

–Creative Thinking: We value experimentation, risk-taking and mistake-making, interdisciplinary approaches, collaboration between co-creators, divergent as well as convergent thinking, and the ability to draw from oneself the material for creating and for making new and essential connections.

–A Passion for Inquiry and Self-Reflection: We value the right to question assumptions and to demonstrate knowledge in a variety of forms. This passion is modeled by the outstanding educators at PVPA—teachers who, in their fields of expertise, are enthusiastic facilitators of student learning. Passion and learning go hand-in-hand and are compatible with rigorous standards and expectations.

–A Loving Community: Students, faculty, families, administrators, Board members, people from various social classes, ethnicities, life experiences, and with a variety of learning styles are respected. We value all voices being heard when important decisions are made and expect community members to support the school's mission and values. PVPA aspires to be a safe environment for students and encourages them to develop their own ideas and opinions.

–School as One Part of a Larger Learning Community: We believe that education goes on all the time and everywhere. We value our essential connections with the broader community and with artists in various disciplines. PVPA is committed to being part of a community of artistic organizations, where our approaches to education are shared, where our students present arts performances, where we both receive and give. We seek to enhance our visibility in the communities where our students reside and in other public schools.

# Vision

The 2016-2021 Strategic Action Plan builds on the foundation set by the previous plan. In continuing the school's growth and progress, we see three primary areas of focus: expanding our support for all students; improving communication and cultivating active inclusion; and spreading our efforts and innovations to the wider community through intentional outreach.

Firstly, this plan identifies areas of growth in the domain of student supports. Specifically, we endeavor to provide students at all achievement and skill levels access to developmentally appropriate and rigorous curriculum as part of a cohesive 7-12, college preparatory program. This objective draws from lessons-learned and data gathered to ensure that all students have an outstanding learning experience. We will also continually evaluate and improve our academic and artistic curricula to stay focused on this goal of supporting students.

Our second objective - to improve communication and cultivate active inclusion - seeks to be continually responsive to the needs of all members of the PVPA community. Improving communication practices will ensure that all members of the community thrive and meaningfully contribute to the institution. Valuing, by actively seeking including, the diverse contributions of each member of our community is - and we hope will always be - central to who we are as a school.

Our last objective requires that we look beyond the scope of our own school building. We seek to build upon the momentum of our capital campaign to further solidify our financial viability and extend our community networks. We envision opportunities for other progressive educators to learn from our faculty and for our arts programs to partner with community organizations for mutual benefits. We are innovative in many respects, from our grading system to our arts integration, and we are eager to share these practices.

These three objectives are woven through all aspects of this strategic plan to illustrate their centrality to our collective vision of a passionate, creative, intellectually rigorous, and inclusive PVPA. We are an accomplished school that values every student, engages in progressive pedagogies, and offers a rich artistic experience. The 2016-2021 SAP moves us towards being exemplary.



## Faithfulness to Charter

# Leadership and Governance

**Goal 1:** Uphold PVPA's Mission in all aspects of the school.

**Goal 2:** Foster capacity for shared governance through transparency and inclusive decision-making at all leadership levels - board, administration, faculty, staff, families, students.

**Objective 2.1:** Build and maintain equitable systems of accountability.

**Objective 2.2:** Increase consistencies in communication and decision-making in order to ensure equity of access to resources.

**Objective 2.3:** Develop and maintain clear channels of communication to ensure community input.

**Objective 2.4:** Develop ways to acknowledge and engage with ideas and suggestions from Stakeholders.

**Objective 2.5:** Increase transparency in decision-making by communicating how school-wide decisions are made and by whom.

**Goal 3:** Provide institutional support shaped by community wide visioning that is responsive to the challenges we face.

**Objective 3.1:** Maintain momentum of institutional growth.

**Objective 3.2:** Continue to adapt to state mandates as they apply to charter schools.

**Objective 3.3:** Identify and implement strategies to increase academic achievement of under-performing subgroups as identified by standardized achievement data.

**Objective 3.4:** Actively seek input from students and families in order to capitalize on collective problem-solving and development of the school as a whole.

# Diversity

**Goal 1. Diversity Education:** By providing comprehensive diversity education for our board, faculty and student body, PVPA demonstrates an institutional commitment to honoring and valuing all identities of all community members.

**Objective 1.1** Diversity in Curriculum: Develop and maintain a comprehensive curriculum that is inclusive and reflects cultural and social diversity.

**Objective 1.2** Faculty/Staff and Board of Trustees Diversity Training: Ensure education leading to socio-cultural competency.

**Objective 1.3** Student Diversity Education: Identify and provide consistent and ongoing opportunities for students to gain increased cultural and social understanding and sensitivity.

**Objective 1.4** Educational Resources: Develop library and learning resources to reflect and provide exposure to a diverse array of identities.

**Goal 2. Global Citizenship:** As an institution, we provide and grow opportunities for all students in order to foster their sense of belonging to and personal investment in a globally conscious society.

**Objective 2.1** Cultural Positivity: Promote cultural awareness and affirmation through community celebrations, showcases and events.

**Objective 2.2** Social and Cultural Affinity Groups: Provide students the opportunity to participate in social and cultural affinity groups that provides a safe, positive space and a forum to educate peers.

**Goal 3. School Community Engagement and Outreach:** We actively cultivate community-to-school relationships that involve identified community stakeholders in an ongoing, collaborative process focused on building understanding, investment and involvement in diversity education.

**Objective 3.1** Accessible Opportunities: Increase accessible opportunities to engage all school community members at all levels of participation.

**Objective 3.2** Targeted Programming: Provide programming to strengthen community investment and participation in PVPA endeavors.

**Goal 4. Outreach and Support for a Diverse Student Community:** We intentionally seek to have a student body that represents diversity of identity. We provide clear and accessible avenues of support for all students, with dedicated attention focused on students who hold target identities. Our goal is to equitably facilitate student movement to academic achievement and socio-emotional well-being.

**Objective 4.1** Student Outreach: Implement strategies to increase the diversity of student population.

**Objective 4.2** Student Retention and Support: Provide a safe and supportive school culture for students of all identities.

**Goal 5. Diversity in Faculty:** As an institution, we believe that diversity and excellence are inseparable. We value and support faculty of all identities and foster mutual respect with the the clear intention of promoting success, achievement and retention of diverse members of our school community.

**Objective 5.1** Recruit, hire and retain teachers, administrators, and staff with diverse identities.

## Academic Progress

# Arts and Academics

**Goal 1.** Strengthen and maintain the quality of academic and arts curricula at all levels to achieve the mission of the school.

**Objective 1.1:** Ensure well-developed curricula which is reviewed by departments in a 5-year curriculum renewal/review cycle while maintaining flexibility in annual course offerings.

**Objective 1.2:** Ensure access points (from entry-level to advanced-level) for all students within departments and within courses through annual department review of course content/skills and vertical alignment between courses.

**Objective 1.3:** Provide opportunities and support for arts/academics enhancement or integration within and between departments.

**Objective 1.4:** Establish and maintain a balanced calendar that supports all teachers in distributing academic and performance expectations.

**Objective 1.5:** Define and improve upon common, school-wide instructional practices that support student learning.

**Objective 1.6** Increase all teachers' use of formative assessment practices in daily lessons.

**Goal 2.** Support all students' success with external measures of academic achievement.

**Objective 2.1:** Increase early academic interventions for students in 7th and 8th grade to support student readiness.

**Objective 2.2:** Build faculty proficiency in interpreting and analyzing achievement data and using it to plan instruction and prepare students for external measures of academic achievement.

**Objective 2.3:** Build institutional structures to track achievement data over time, including achievement of PVPA alumni.

**Objective 2.4:** Continue to educate the PVPA community (students, families, and teachers) about the philosophy and methods of standards-based grading.

**Goal 3.** Define and maintain protocols and procedures for all aspects of PVPA productions.

**Objective 3.1:** Define the role of the Production Manager.

**Objective 3.2:** Ensure annual review of production guidelines.

**Objective 3.3:** Ensure equitable budget process vis a vis school wide production needs.

## School Climate

**Goal 1:** Define PVPA's core values and find ongoing ways to enact and sustain them.

**Objective 1.1:** Use PVPA's Values (from the Strategic Plan), Diversity Statement, Code of Conduct, HOWLs, and Classroom Norms, to create an overarching framework of core values.

**Objective 1.2:** Increase celebration of academic, cultural, artistic, and professional accomplishments and expressions.

**Objective 1.3:** Continue to engage with social justice issues, both at the school and as a part of the local and global community.

**Goal 2:** Foster respectful engagement and inclusion of all members of the PVPA community.

**Objective 2.1:** Teach community norms of mutual respect and responsibility.

**Objective 2.2:** Develop appropriate systems of accountability.

**Objective 2.3:** Foster a sense of school togetherness and pride.

**Objective 2.4:** Ensure that all students have access to opportunities for meaningful community connections.

## Student Support

**Goal 1.** Provide students at all achievement and skill levels access to developmentally appropriate and rigorous curriculum as part of a cohesive 7-12 program.

**Objective 1.1** Ensure differentiated curriculum & instruction so that all students access learning.

**Goal 2.** Provide students at all achievement & skill levels with resources needed for success in learning.

**Objective 2.1:** Provide targeted student support services in math and literacy in grades 7-10.

**Objective 2.2:** Extend Homework Support 7-10 model as targeted student support services different from “self-directed study” needs.

**Objective 2.3:** Evaluate the need for staffing to provide push-in supports in arts classes.

**Objective 2.4:** Regularly evaluate and improve the efficacy of Tier 2 (Math Support, Reading Workshop, Homework Support) and Tier 3 (Academic Support, Foundations classes) programs; ensure consistent screening processes to determine student needs.

**Goal 3:** Provide students with resources to support success with personal health, social-emotional development, post-graduate planning, and other extra-curricular opportunities.

**Objective 3.1:** Clarify the role of the School Psychologist and School Counselors.

**Objective 3.2:** Expand student support with the college planning process.

**Objective 3.3:** Determine and implement ways to provide comprehensive health education for students in the middle school and in the high school program.

**Goal 4:** Ensure adequate training and resources to aid faculty in support of all students.

**Objective 4.1:** Develop and implement a transparent professional development plan to support faculty and staff growth and innovation.

**Objective 4.2:** Maintain teacher support programs, including orientation, ongoing mentoring, professional learning communities, peer observation, and professional development.

**Objective 4.3:** Continue to develop PVPA’s apprentice teacher program.

**Objective 4.4:** Ensure consistent disciplinary processes that recognize the needs for and provides behavioral and emotional support.

**Goal 5:** Improve PVPA’s standards-based grading system to more effectively communicate student progress and achievement to students, families, and faculty.

**Objective 5.1:** Increase consistencies among faculty implementation of PVPA’s grading system.

**Objective 5.2:** Engage and educate students and families about the philosophy and methods of standards-based grading.

**Objective 5.3:** Create systemic interventions that support student achievement of habits of work and learning (HOWLs).

**Objective 5.4:** Increase student and family use of online communication systems to report work completion.

## Faculty Support and Development

**Goal 1.** Institutionally commit to valuing and supporting the professional work of PVPA faculty members.

**Objective 1.1** Ensure adequate training and resources to aid faculty in support of all students.

**Objective 1.2** Build and maintain structures for faculty to provide and receive supportive feedback and requests for professional development and training.

**Objective 1.3** Maintain compensation and professional opportunities commensurate with comparable area schools.

**Objective 1.4** Develop annual equitable processes for distribution of school resources for student learning (ex. Field trips, productions, department supplies, special projects)

**Goal 2.** Develop and maintain systems that are institutionally accountable to respond to faculty concerns.

**Objective 2.1** Regularly review school grievance procedures.

**Objective 2.2** Explore consultants in human resources and ombuds, as a way to engage in institutional reflection, including coaching and mediation.

## Staff Support and Development

**Goal 1.** Institutionally commit to valuing and supporting the professional growth of PVPA staff members.

**Objective 1.1** Clearly define the roles, expectations, and supervision procedure for all staff members.

**Objective 1.2** Ensure adequate training and resources to aid individual roles in support of staff and students.

**Objective 1.3** Create structures for staff to provide and receive supportive feedback and requests for professional development and training.

**Objective 1.4** Maintain compensation and professional opportunities commensurate with comparable area schools

**Goal 2.** Develop and maintain systems that are institutionally accountable to respond to staff concerns.

**Objective 2.1** Regularly review school grievance procedures

## Organizational Viability

# Outreach and Communication

**Goal 1:** Strengthen existing ties and build new bridges to the wider community and organizations.

**Objective 1.1:** Organize and highlight the network of internships / community service /school outreach programs for PVPA students.

**Objective 1.2:** Strengthen and clarify relationships with area colleges.

**Objective 1.3:** Support teachers' collaboration with local artists.

**Objective 1.4:** Develop strategies for dissemination of PVPA best practices to larger community (local, regional and national).

**Objective 1.5:** Maintain a student recruitment plan that supports a diverse student applicant pool.

**Objective 1.6:** Increase the opportunities for family involvement.

**Objective 1.7:** Increase promotion of PVPA through external media.

**Goal 2:** Ensure clear, two-way systems of communication at all levels.

**Objective 2.1:** Increase transparency in decision-making by communicating how school-wide decisions are made and by whom.

**Objective 2.2:** Maintain grade portal, and teach students and families to access it regularly.

**Objective 2.3:** Increase pathways for parents to give feedback to school.

**Objective 2.4:** Evaluate effectiveness of school-to-family communication and improve systems as needed.



## Resources and Development

**Goal 1:** Support PVPA's current and future financial needs through participation in fundraising.

**Objective 1.1:** Create and maintain an annual development plan that articulates the distinct priorities for which fundraising may occur.

**Objective 1.2:** Develop a system for equitable distribution of fundraising opportunities for school-related experiences (i.e. student groups, course projects, field trips).

**Objective 1.3:** Define ambitious and realistic annual fundraising goals.

**Objective 1.4:** Create system for alumni engagement.

**Goal 2:** Create institutional structures for grant-writing.

**Goal 3:** Explore and develop new revenue sources for the school

## Services, Facilities & Technology

**Goal 1:** Ensure all students have access to healthy food options

**Objective 1.1:** Provide a range of healthy food options and reduce amount of low-quality food.

**Objective 1.2:** Determine ways to provide breakfast options for students.

**Goal 2:** Ensure safe and functional spaces that adequately meet the current and anticipated needs of the school.

**Objective 2.1:** Develop multi-year plan for facility upgrades, additions, and maintenance.

**Objective 2.2:** Explore wind and solar power generation options as both a way to reduce costs or generate revenue and educate our students about sustainability.

**Objective 2.3:** Expand library holdings and digital capabilities.

**Goal 3:** Maintain a level of technology that adequately supports teachers and students.

**Objective 3.1:** Increase number of portable computers for teacher and classroom use.

**Objective 3.2:** Provide ongoing tech training to meet teachers' needs.

**Objective 3.3:** Provide ongoing tech training to meet students' needs

## Strategic Plan Committee

Erica Foley, 7/8 Math Teacher, Committee Chair

Will Decherd, 7/8 Science Teacher, Teacher Representative to Board of Trustees

Loris Bjorkman, High School Academic Support Teacher

Genesis Mendez-Hernandez, student, class of 2016

Torri Lonergan, student, class of 2016

Kissy Mathewson, parent

Carol Stewart, parent

Anju Diggs, parent

Becky Odell, parent

Ann Biddle, parent, Dance Department Leader, Director of Arts Programs

Llama Maynard, Director of Academic Programs

# Cover Sheet

## Discuss Clarification and Definition of Board Job Descriptions

<b>Section:</b>	III. By Laws
<b>Item:</b>	A. Discuss Clarification and Definition of Board Job Descriptions
<b>Purpose:</b>	Discuss
<b>Submitted by:</b>	
<b>Related Material:</b>	PVPA bylaws as amended 2017.pdf Sample Board Job Description.pdf

**PIONEER VALLEY PERFORMING ARTS  
CHARTER PUBLIC SCHOOL**

**BYLAWS**

Revised September 25, 2017

**ARTICLE 1**

Section 1.1 Name

The name of the organization shall be Pioneer Valley Performing Arts Charter Public School (PVPA). All references in these bylaws to the “Charter” shall be construed to mean the Organizational Charter and Charter Renewals of PVPA; subject to the amendment of M.G.L. C. 71 §89.

Section 1.2 Purpose

PVPA provides students with a supportive and challenging environment that is responsive to multiple learning styles, emphasizes learning through the arts, and integrates creative and critical thinking throughout the curriculum. Graduates of PVPA will emerge with a greater sense of self-esteem, a direction for their individual creativity, and the ability to meet challenges as life-long learners.

Section 1.3 Mission

The Pioneer Valley Performing Arts Charter Public School offers its students intensive exposure to the performing arts within the context of an excellent college preparatory curriculum.

Section 1.4 Fiscal Year

The fiscal year of PVPA shall begin on July 1 and end on June 30 of the following calendar year.

**ARTICLE 2**

Board of Trustees

Section 2.1 Authority

The Board of Trustees holds the charter granted by the Commonwealth of Massachusetts. It is a public entity that operates independently of a school committee. The Board of Trustees shall have the general management and control of all the property, affairs, and funds of PVPA

and shall exercise all the powers of PVPA except such as are expressly reserved by these bylaws or by law. The Board of Trustees will not exercise managerial powers over the day-to-day operations of PVPA.

## Section 2.2 Powers

Powers of the Board of Trustees include, but are not limited to:

- a. adopting amending, or repealing the bylaws, contingent upon the approval of the Commissioner of Elementary and Secondary Education (commissioner);
- b. amending the material terms of PVPA's charter, with the approval of the commissioner or Board of Elementary and Secondary Education, as applicable;
- c. submitting charter amendments to the Massachusetts Department of Elementary and Secondary Education (ESE);
- d. determining general school policies in compliance with state and federal laws
- e. supervising the financial affairs of PVPA and approving the annual budget
- f. selecting, appointing, evaluating and/or removing the Head of School.

## Section 2.3 Responsibilities

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 responsibilities of the Board shall include that PVPA operates in compliance with all applicable state and federal laws, including, but not limited to:

- serving PVPA in accordance with its fiduciary duty, duty of loyalty, and duty of care;
- abiding by PVPA's Code of Conduct, Conflict of Interest, and Confidentiality policy statements;
- not having a direct or indirect financial interest in the assets or leases of PVPA;
- disclosing any financial interest, direct or indirect, in the business transactions of PVPA;
- complying with all laws and regulations applicable to members and Boards of Trustees;
- acting in ways that will promote PVPA's efforts to be an academic success, maintain organizational viability, be faithful to the terms of its charter, and earn charter renewal;
- complying with the Commonwealth's state ethics requirements including, but not limited to, meeting all training requirements; complying with G.L.c.268A, the conflict of interest law; filing all required disclosures under

G.L.c.268A; and filing all statements of financial interest in a timely fashion as required by G.L.c.71, §89(u);

- completing the opening procedures process in accordance with M.G.L.c. 70, §89; 603 CMR 1.00; and any guidelines issued by the Department of Elementary and Secondary Education;
- requesting the approval of the Commissioner of the DESE (“Commissioner”) of any new trustees and receiving that approval prior to any new trustees beginning their service as members;
- submitting timely annual reports;
- submitting timely annual independent audits;
- hiring, evaluating, and removing, if necessary, qualified personnel to manage PVPA’s day-to-day operations and holding these administrators accountable for meeting specified goals;
- approving and monitoring progress towards meeting the goals of PVPA’s Accountability Plan;
- adopting and revising school policies, including plans for student recruitment and retention;
- responding to complaints in writing as required by 603 CMR 1.09; and
- orientating and training members of the Board regarding their duties and obligations as members of the Board.

#### Section 2.4 Composition

The Board of Trustees shall be consist of no fewer than fifteen (15) members and no more than twenty (20) members, and must represent these constituencies of school members:

- three (3) or more parents of current students,
- no more than five (5) students,
- four (4) or more community members,
- no more than two (2) teachers and/or staff,

All individual members of the Board of Trustees are special state employees.

#### Section 2.5 Voting & Quorum

Members of the Board of Trustees who are 18 years of age and older shall have voting power. A quorum is a majority of voting members serving on the board. A quorum-is required for action by the Board of Trustees. Unless otherwise stated in these bylaws, action is determined by a majority vote of voting members at all meetings.

Any member of the Board may participate remotely in a meeting provided that such participation complies with the requirements of 940 CMR 29.10, including, but not limited to,

meeting the permissible reasons for remote participation. Such remotely participating trustees have full voting powers.

#### Section 2.6 Election of Members

The Board of Trustees elects its members by a formal vote, normally at its meeting in May of each year.

#### Section 2.7 Nominations

Members are nominated for election to the Board of Trustees in the following process:

- Teacher and staff members are nominated by vote of the faculty and staff;
- Parent members are nominated by the Governance Committee, following a call for volunteers;
- Student members are nominated by vote of the student body;
- Community members are nominated by the Governance Committee, following a call for recommendations.

The Governance Committee shall serve as Nominating Committee. Newly elected trustees will take office when both of the following have occurred: they have been duly elected by the Board of Trustees, and after they have been approved by the Commissioner of DESE.

#### Section 2.8 Vacancies

Vacancies may be filled by the Board of Trustees as they arise. In the event of one or more vacancies on the Board of Trustees, the remaining Trustees may exercise the powers of the full Board until such vacancy or vacancies are filled.

#### Section 2.9 Tenure and Terms

Subject to the section entitled “Nominations,” the tenure and terms of membership on the Board of Trustees are as follows:

- Teacher and staff members serve for a two year term.
- Parent members serve for a two year term
- Student members serve for a one year term
- Community members serve for either a two-year or three-year term.
- Unless otherwise stated in their election or as otherwise required by these bylaws or law (see the section entitled “Nominations”, all terms will commence on July 1. Terms terminate on June 30 of the last year of the term.
- Any trustee, other than a student member, who ceases to be a teacher, staff, or parent, will serve the remainder of their term as community members.



Members may serve up to three consecutive terms, at which time they must leave the Board for at least one year.

#### Section 2.10 Public employer.

The Board of Trustees of PVPA as an entity is a public employer for the purposes of tort liability under chapter 258 of the General Law and for collective bargaining purposes under chapter 150(e) of the General Laws.

#### Section 2:11 Public employees and immunity from liability.

Trustees' duties are exclusively to PVPA. There are no third party beneficiaries of the duties of individual trustees. Individual Trustees will not be liable for negligent or wrongful acts or omissions within the scope of their office or employment as provided by chapter 258 of the general law and/or by any other statute, regulation, or judicial decision, including, but not limited to, the law of sovereign immunity, and they are entitled to any other immunity or limitation of liability provided by chapter 258 of the general law and/or by any other statute, regulation, or judicial decision now or hereafter existing. .

### ARTICLE 3

#### Meetings

##### Section 3.1 Meeting Regulations

The Board and its committees, irrespective of what the title may be, will comply in all respects with open meeting law, G.L. c. 30A, §§18–25, and the regulations, guidance, and directives of the Office of the Attorney General. This includes, but is not limited to, training, notice of meetings, records of meetings, and executive sessions. All meetings must be held in Massachusetts.

##### Section 3.2 Quorum

Quorum for meetings of the Board of Trustees is stated in these Bylaws, Section 2.5.

##### Section 3.3 Regular Meetings

Regular meetings of the Board of Trustees will take place monthly. Public notice shall be given of the date, time and location of all meetings in accordance with the law pertaining to open meetings of governmental bodies.

### Section 3.4 Special Meetings

Special meetings of the Board of Trustees may be held at any time and place when called by the President or by any two (2) or more voting Trustees.

Notice of Special Meetings shall be given to the Board of Trustees at least 48 hours in advance, in person or by electronic means. Notice of Special Meetings must include the reasonably anticipated purpose of the meeting, and must always include:

- contracts or transactions between PVPA and interested parties, or
- amendments to these bylaws.

### Section 3.5 Annual Meeting

The Annual Meeting of the Board of Trustees shall be set in June of each year.

### Section 3.6 Executive Sessions

The Board may hold executive sessions in case allowed by law in effect at the time in question. Such meetings may be held only when (a) the Board first convenes in an open session; (b) the presiding officer states the reason for meeting in the executive session, and (c) a majority of the Trustees then present votes to meet in executive session.

Prior to any executive session in which the Board meets to consider the reputation, character or health of an employee, or in which the Board considers the discipline of an employee, the board must give notice of such meeting to the individual at issue and provide the individual with the right to be present at such meeting, the right to counsel, and the right to speak on his or her own behalf.

## ARTICLE 4

### Officers

#### Section 4.1 Officers

Officers of the Board of Trustees shall include: President, Vice-President, Treasurer, and Clerk. All officers must have served at least one year on the Board before taking office, except for the office of Treasurer, which may also be filled by a person who has served at least one year on the Finance Committee.

#### Section 4.2 Election of Officers

Officers of the Board of Trustees shall be nominated by the Governance Committee and normally elected at the annual meeting of the Board of Trustees in June for terms beginning July 1. In the case of a vacancy, nominations and elections will take place as needed at a regularly scheduled Board meeting

#### Section 4.3 Tenure and Terms of Officers

Officers may serve for one, two, or three-year terms, and may serve multiple terms by vote of the Board of Trustees.

#### Section 4.4 President

The President, on behalf of and subject to the Board of Trustees, shall have general charge and supervision of the affairs of PVPA. The President shall preside at all meetings of the Trustees. In the event of his/her absence or disability, the Vice President shall perform the duties of the President. In the event of the absence or disability of both the President and Vice President, a chairman pro tem shall be elected by those present at such meeting and shall preside.

#### Section 4.5 Vice President

In the event of the President's absence or disability, the Vice President shall perform the duties of the President. The Vice President shall normally succeed the current President at the end of said President's term subject to Section 4.2.

#### Section 4.6 Treasurer

The Treasurer shall keep or shall cause to be kept regular books of account, shall report to the Board of Trustees at regular intervals the financial condition of PVPA, and shall ensure that a true and accurate accounting of the financial transactions of PVPA is made. Subject to the Board of Trustees, the Treasurer shall be in charge of the receipt and disbursement of the monies of PVPA. The Treasurer shall be in charge of the safekeeping of all investments and funds of PVPA. Funds and investments shall be held in such depository or depositories as the Board of Trustees shall select.

#### Section 4.7 Clerk

The Clerk shall have charge of the records of PVPA and shall maintain minutes of all meetings of the Board of Trustees and its committees. S/he shall be in charge of giving legally

required notices of meetings, and shall perform all duties commonly incident to her/his office including the filing and submission of reports as required by law. If the Clerk is absent from any meeting of the Board of Trustees, a Clerk pro tem shall be appointed by the President to keep the records of such meeting and perform such other duties of the Clerk as the meeting may prescribe.

#### Section 4.8 Powers and Duties of Officers

Each Officer shall have such duties and powers as are customarily incident to his/her office and such additional duties and powers as the Trustees may from time to time determine, subject to these bylaws, and to the control and direction of the Trustees and the directives contained in M.G.L. Ch. 71 §89,.

### ARTICLE 5

#### Committees

#### Section 5.1 Standing Committees

Standing Committees of the Board of Trustees shall be appointed from time to time as deemed necessary by the President or by vote of the full Board of Trustees. In case of a conflict between an appointment by the President and the Board of Trustees, the Board of Trustees' decision will control. Standing Committees normally include the following:

- Finance, and
- Governance.

Each Standing Committee must include a member of the Board of Trustees.

Duties of Standing Committees shall include:

- selecting goals and actions for the academic year;
- submitting goals to the President of the Board of Trustees;
- filing reports at the end of each academic year and as reasonably requested by the President.

#### Section 5.2 Ad Hoc Committees

Ad Hoc Committees of the Board of Trustees may be appointed from time to time as deemed necessary by the President or by vote of the full Board of Trustees. In case of a conflict between an appointment by the President and the Board of Trustees, the Board of Trustees' decision will control. Terms shall expire when the Ad Hoc Committee is dissolved by the

President or by the Board of Trustees. The Personnel Committee shall be an Ad Hoc Committee unless made a Standing Committee by vote of the Board.

## ARTICLE 6

### Resignations, Removals and Vacancies

#### Section 6.1 Resignations

Any Trustee or Officer may resign at any time by delivering his/her resignation in writing to the President or the Clerk or to a meeting of the Trustees. Such resignations shall take effect at such time as is specified therein, or if no such time is so specified, then upon delivery thereof to the President or the Clerk or to a meeting of the Trustees.

#### Section 6.2 Removals

The Trustees may remove a member of the Board of Trustees or remove an Officer by vote of the majority of the voting Trustees with or without cause. If cause is assigned for removal of any Trustee or Officer, such Trustee or Officer may be removed only after a reasonable notice and opportunity to be heard before the body proposing to remove said Trustee or Officer.

#### Section 6.3 Vacancies

The Governance Committee shall recommend candidates for filling any vacancy among the Officers. The appointments to fill such vacancies shall be voted by the Board of Trustees.

Each such successor shall hold office for the unexpired term of his/her predecessor and until his/her successor shall be chosen or appointed and qualifies, or until s/he dies, resigns, is removed or becomes disqualified.

## ARTICLE 7

### Candidates for Board Membership

The Board shall exercise due diligence in assessing the suitability of candidates for Board membership with respect to potential conflicts of interest and areas of skill and expertise that will be of value to the Board, such due diligence to occur prior to a vote by the Board to request the Commissioner to appoint the proposed member(s). Prior to submitting a candidate to the Commissioner for approval, the Board must determine that no financial interests under G.L. c.

268A exist which may preclude a majority of the Board from participating in deliberations or voting on certain matters within the scope of the Board's authority. Board members must disclose any financial interest or business transactions that they (or any immediate family member) have in or with any charter school in Massachusetts or elsewhere with the Board, the state ethics commission, the DESE and the Town Clerk within 30 days of joining the Board and by September 1 annually, including the year after service is completed (unless service is less than 30 days in that year).

## ARTICLE 8

### Miscellaneous

#### Section 8.1 Execution of Papers

Unless the Board of Trustees shall otherwise generally or in any specific instance provide, any bill, note, check or other negotiable instrument shall be made, signed, accepted, or endorsed in the name and on behalf of PVPA, and any other contract or written instrument whatsoever shall be signed, sealed with PVPA seal, acknowledged and delivered, in the name and on behalf of PVPA, by a duly authorized officer or administrator.

#### Section 8.2 Charter School Seal

The Trustees may adopt and alter the seal of PVPA.

## ARTICLE 9

### Amendments

These bylaws may at any time be amended or repealed by vote of a majority of the voting Trustees. Notice of the substance of any proposed amendment or repeal shall be stated in the notice of any meeting of the Board called for the purpose of proposing such amendment or repeal. All amendments to bylaws are contingent upon the approval of the commissioner .

No change in the date of the annual meeting may be made within sixty days before the date fixed in these bylaws. Notice of any change of the date fixed in these bylaws for the annual meeting shall be given to the Trustees at least twenty days before the new date fixed for such meeting.

## ARTICLE 10

### Indemnification of Trustees and Officers

11.1. Generally. PVPA shall, to the extent legally permissible under MGL Chapter 258, Section 9, indemnify each person who serves or who has served at any time as a member of the Board of Trustees (collectively, "Indemnified Officers" or individually, "Indemnified Officer"), against and for any and all certain threatened or pending claims or administrative or judicial proceedings to which he or she may be or become subject because of his or her service as a member of the Board of Trustees; provided, however, that such Indemnified Officer acted (i) within the scope of his or her role as a member of the Board of Trustees, (ii) in good faith, and (iii) in the reasonable belief that his or her actions were in the best interests of PVPA, and further provided, that any such Indemnified Officer cooperates with PVPA in defending against any threatened or pending claim or administrative or judicial proceedings. Indemnification shall not be provided if not permitted under MGL Chapter 258, Section 9, and shall not be provided if such Indemnified Officer acted in a grossly negligent, willful, or malicious manner.

11.2 Expenses. Indemnified Officers shall be indemnified against all expenses and liabilities permitted under MGL Chapter 258, Section 9, including counsel fees, in an amount not to exceed \$1,000,000 arising out of any claim, action, award, compromise, settlement or judgment, as provided in and consistent with MGL Chapter 258, Section 9 and these By-Laws.

11.3 Advances; Repayment. Such indemnification shall include payment by PVPA of expenses, including attorneys' fees, reasonably incurred in defending a civil or criminal action or proceeding in advance of the final disposition of such action or proceeding, upon receipt of an undertaking by the Indemnified Officer to repay such payment if not entitled to indemnification under MGL Chapter 258 or this Article, which undertaking may be accepted without regard to the financial ability of such Indemnified Officer to make repayment.

11.4 Authorization. The payment of any indemnification or advance shall be conclusively deemed authorized by PVPA under this Article, and each trustee approving such payment shall be wholly protected, if:

- (i) the payment has been approved or ratified by a majority vote of the trustees who are not at the time parties to the proceeding; or
- (ii) the action is taken in reliance upon the opinion of independent legal counsel (who may be counsel to PVPA) appointed for the purpose by vote of the trustees in the manner specified in

subparagraph (i) or, if that manner is not possible, appointed by a majority of the trustees then in office; or

(iii) a court having jurisdiction shall have approved the payment.

11.5 Heirs, Executors, and Administrators. The indemnification provided hereunder shall inure to the benefit of the heirs, executors, and administrators of any Indemnified Officer entitled to indemnification hereunder.

11.6 Non-Exclusive Rights. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled. Nothing contained in this Article shall affect any rights to indemnification to which PVPA employees, agents, trustees, officers and other persons may be entitled by contract or otherwise under law.

11.7 Adverse Amendments. No amendment or repeal of the provisions of this Article which adversely affects the right of an Indemnified Officer under this Article shall apply to that Indemnified Officer with respect to the acts of omissions of such Indemnified Officer that occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted for by, or was made with, the written consent of such Indemnified Officer.

11.8 Sovereign Immunity. Nothing in this Article 10 shall be construed to constitute a waiver of PVPA's sovereign immunity as a state entity.

## ARTICLE 11

### Officers and Trustees Liability Insurance

PVPA shall maintain or cause to be maintained liability insurance with insurance companies authorized to do business in Massachusetts insuring the Trustees and officers against liabilities and expenses incurred in their capacities as Trustees and officers.

## ARTICLE 11

### Provisions for Dissolution

In the event of liquidation or dissolution of PVPA, all the assets of PVPA, after paying or making sufficient provision for the payment of all of the liabilities of PVPA, shall be distributed exclusively as provided for in the Massachusetts General Laws.

## ARTICLE 12

### Complaints and Grievance Procedure



### Section 13.1 Complaints related to internal administrative or educational issues

All complaints related to the in-school administrative or educational issues should be addressed first at the lowest possible level to the persons that are immediately responsible for reviewing and addressing these complaints, in accordance with the provisions of the Staff Handbook. The Head of School is the final arbiter of in-school administrative or educational issues.

Complaints may be directed to the Board only as permitted by law, as set forth in the Staff Handbook or if regarding the Head of School. Any complaint directed to the Board will be handled in accordance with the provisions of the Staff Handbook and the grievance policy. The Board President (or his or her designee from the Board) shall interview the complainant and all involved parties and report the problem at the next Board meeting. The Board makes a final decision regarding the complaint.

### 13.2 Complaints related to certain laws and regulations.

(1) A parent, guardian, or other individuals or groups who believe that PVPA has violated or is violating any provision of M.G.L. c. 71, § 89, or 603 CMR 1.00 may file a complaint with PVPA's Board of Trustees according to 603 CMR 1.09.

(2) The Board of Trustees shall respond no later than 45 days from receipt of the complaint in writing to the complaining party.

(3) The Board of Trustees shall, pursuant to a complaint received under 603 CMR 1.09, or on its own initiative, conduct reviews to ensure compliance with M.G.L. c. 71, § 89, and 603 CMR 1.00. PVPA and the specific individuals involved shall cooperate to the fullest extent with such review.

(4) A complaining party who believes the complaint has not been adequately addressed by the Board of Trustees may submit the complaint in writing to the Commissioner of the DESE, who shall investigate such complaint and make a written response.

(5) In the event PVPA is found in non-compliance with M.G.L. c. 71, § 89, or 603 CMR 1.00, as a result of a complaint or upon investigation, the Commissioner or Board of Elementary and Secondary Education may take such action as it deems appropriate, including but not limited to suspension or revocation of the charter under 603 CMR 1.13, or referral of the matter to the

District Attorney, the Office of the Attorney General, or any other agency for appropriate legal action.

(6) A parent, guardian, or other individuals or groups who believe that PVPA has violated or is violating any state or federal law or regulation regarding special education may file a complaint directly with the DESE.



## SAMPLE:

# The ABC Charter School Board of Trustees Job Description<sup>©</sup>

### General Responsibilities:

Responsible for ensuring that the academic program of ABC Charter School (ABC) is successful, that the school's program and operation are faithful to the terms of its charter, and that the school is a viable organization.

### Specific Responsibilities:

- 1. Determine the mission and purpose of ABC and keep it clearly in focus**
  - Create and periodically review the mission statement which:
    - a. Serves as a guide to organizational planning, board and staff decision-making, volunteer initiatives, and setting priorities among competing demands for scarce resources.
    - b. Is used as the vehicle for assessing program activities to ensure that the organization is not drifting away from its original purposes.
  - Understand and support the mission statement.
- 2. Select the CEO**
  - Reach consensus on the CEO's job description.
  - Undertake a careful search process to find the most qualified individual.
  - Oversee and approve contract negotiation and renewal.
- 3. Support and review the performance of the CEO**
  - Provide frequent and constructive feedback.
  - Assist when board members overstep prerogatives or misunderstand their roles.
  - Compliment for exceptional accomplishments.
  - Provide for an annual written performance review with a process agreed upon with the CEO well in advance.
- 4. Ensure effective organizational planning**
  - Approve an annual organizational plan that includes concrete, measurable goals consistent with the charter and accountability plan.



**5. Ensure adequate resources**

- Approve fundraising targets and goals.
- Assist in carrying out the development plan.
- Make an annual gift at a level that is personally meaningful.

**6. Manage resources effectively**

- Approve the annual budget.
- Monitor budget implementation through periodic financial reports.
- Approve accounting and personnel policies.
- Provide for an independent annual audit by a qualified CPA.
- Ensure the full board has the proper training to be effective stewards of public funding.
- Ensure adequate insurance is in force to cover students, staff, visitors, the board and the assets of the school.

**7. Determine, monitor and strengthen the programs and services**

- Assure programs and services are consistent with the mission and the charter.
- Approve measurable organizational outcomes.
- Approve annual, attainable board and management level goals.
- Monitor progress in achieving the outcomes and goals.
- Assess the quality of the program and services.

**8. Enhance ABC's public standing**

- Serve as ambassadors, advocates and community representatives of the organization.
- Ensure that no board member represents her/himself as speaking on behalf of the board unless specifically authorized to do so.
- Provide for a written annual report and public presentation that details ABC's mission, programs, financial condition, and progress made towards charter promises.
- Approve goals of an annual public relations program.

**9. Ensure legal and ethical integrity and maintain accountability**

- Establish policies to guide the organization's board members and staff.
- Develop and maintain adequate personnel policies and procedures (including grievance mechanisms).
- Adhere to the provisions of the organization's bylaws and articles of incorporation.
- Adhere to local, state and federal laws and regulations that apply to the organization.
- Ensure compliance with all federal state and local government regulations.

**10. Recruit and orient new board members and assess board performance**

- Define board membership needs in terms of skill, experience and diversity.
- Cultivate, check the credentials of, and recruit prospective nominees.
- Provide for new board member orientation.
- Conduct an annual evaluation of the full board and individual trustees.



## SAMPLE:

# ABC Charter School Individual Trustee Performance Expectations<sup>©</sup>

### General Responsibilities:

Each trustee is responsible for actively participating in the work of the ABC Board of Trustees and the life of the organization. Each trustee is expected to affirm and strive to fulfill the performance expectations outlined below. These expectations are to be clearly articulated prior to nominating any candidate as a board member. The ABC Board will nominate the candidate only after s/he has agreed to fulfill these expectations. In addition to the responsibilities below, individual trustees are expected to help each other fulfill the tasks outlined in the collective Job Description of the Board of Trustees.

### Specific Responsibilities:

1. Believe in and be an active advocate and ambassador for the values, mission, and vision of ABC.
2. Work with fellow board members to fulfill the obligations of board membership.
3. Behave in ways that clearly contribute to the effective operations of the Board of Trustees:
  - Focus on the good of the organization and group, not on a personal agenda
  - Support board decisions once they are made
  - Participate in an honest appraisal of one's own performance and that of the board
  - Build awareness of and vigilance towards governance matters rather than management.
4. Regularly attend board and committee meetings in accordance with the absenteeism policy. Prepare for these meetings by reviewing materials and bringing the materials to meetings. If unable to attend, notify the board or committee chair.
5. Be prepared to contribute approximately 8-10 hours per month toward board service which includes:
  - Attending a month board meeting (2 hours)
  - Participating on a board committee (2 hours)
  - Reading materials, preparing for meetings (1 hour)
  - Attending events at the school, assisting with fundraising and other ambassador tasks as needed (1-2 hours)



6. Keep informed about the organization and its issues by reviewing materials, participating in discussions, and asking strategic questions.
7. Actively participate in one or more fundraising event(s) annually.
8. Use personal and professional contacts and expertise for the benefit of ABC.
9. Serve as a committee or task force chair or member.
10. Give an annual financial contribution and support capital campaigns at a level that is personally meaningful.
11. Inform the Board of Trustees of ABC of any potential conflicts of interest, whether real or perceived, and abide by the decision of the board related to the situation.



# Board Member Agreement<sup>©1</sup>

## ABC Charter School Board of Trustees

I, \_\_\_\_\_ understand that as a member of the Board of Trustees of the ABC Charter School I have a legal and moral responsibility to ensure that the organization does the best work possible in pursuit of its goals. I believe in the purpose and the mission of the organization, and I will act responsibly and prudently as its steward.

I have read, understand and am willing to comply with the Board of Trustees Job Description and the Individual Performance Expectations that outline my responsibilities to the Board.

If I ever find myself in a situation where I am unable to fulfill these expectations I will resign from the Board.

In turn, the organization will be responsible to me in several ways:

1. I will be sent, without request, monthly financial statements and an update of organizational activities that allow me to meet the "prudent person" section of the law.
2. The organization will help me perform my duties by keeping me informed about issues in the industry and field in which we are working, and by offering me opportunities for professional development as a board member.
3. Board members and the CEO will respond in a straightforward fashion to questions I have that are necessary to carry out my board and committee-related responsibilities to this organization.
4. Board members and the CEO will work in good faith with me towards achievement of our goals.
5. If the organization does not fulfill its commitments to me, I can call on the Board Chair and CEO to discuss these responsibilities.

\_\_\_\_\_  
Member, Board of Directors

Date: \_\_\_\_\_

\_\_\_\_\_  
Chair, Board of Directors

Date: \_\_\_\_\_

\_\_\_\_\_  
CEO

Date: \_\_\_\_\_

<sup>1</sup> Adapted from *Board Cafe*, Vol. 5, No. 3, March 28, 2001