



Pioneer Valley Performing Arts Charter Public School

Board of Trustee Meeting March 2025

Published on March 7, 2025 at 1:15 AM EST

Date and Time

Tuesday March 11, 2025 at 6:00 PM EDT

Location

[15 Mulligan Drive](#)
[South Hadley, MA 01075](#)

or [zoom link](#)

Agenda

	Purpose	Presenter	Time
I. Opening Items			6:00 PM
A. Record Attendance		Vanessa Ford	1 m
B. Call the Meeting to Order		LATRINA DENSON	1 m
C. Read the Mission Statement		A member of the Board	1 m
PVPA offers its students intensive exposure to the performing arts within the context of an excellent college preparatory curriculum.			
D. D. Approve Minutes	Approve Minutes	Vanessa Ford	2 m

	Purpose	Presenter	Time
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Please read minutes and prepare concerns or questions prior to the meeting.

Approve minutes for Board of Trustee Meeting February 2025 on February 11, 2025

II. Public Comments			6:05 PM
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A. Public Comment			15 m
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III. Head of School Report			6:20 PM
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A. General Report and Updates	Discuss	Brent Nielsen	15 m
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B. School Calendar 2025-2026	Vote		20 m
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IV. Internal Stakeholders			6:55 PM
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A. Staff Report	Discuss		5 m
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B. Student Reports	Discuss		10 m
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V. President's Business			7:10 PM
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A. President's Report	Discuss	LATRINA DENSON	5 m
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- Open Meeting Law Training for Charter Schools
- Updating profiles on Board On Track and adding photos
- Mini Retreat Date Options:
 - Saturday, March 15
 - Sunday, March 16
 - Sunday, March 23
 - Sunday, March 29

VI. Board Committees			7:15 PM
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A. Finance Committee	Discuss	Sasha Viands	10 m
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B. Friends of PVPA Liaison Report	Discuss	Kiara Badillo	5 m
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C. Head of School Evaluation Committee	FYI	LATRINA DENSON	5 m
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Time-line Reminder Update

	Purpose	Presenter	Time
VII. Governance Committee			7:35 PM
A. Recruitment Update	Discuss	Azizah Yasin	10 m
B. Bylaw Revisions	Vote		45 m
VIII. Executive Session			8:30 PM
A. Executive Session		LATRINA DENSON	60 m
Executive session under G.L. c. 30, section 21(a)(2) to conduct strategy sessions in preparation for negotiations with nonunion personnel or to conduct collective bargaining sessions or contract negotiations with nonunion personnel (Head of School Brent Nielsen).			
IX. Closing Items			9:30 PM
A. Adjourn Meeting	Vote	Vanessa Ford	1 m

Coversheet

D. Approve Minutes

Section: I. Opening Items
Item: D. D. Approve Minutes
Purpose: Approve Minutes
Submitted by:
Related Material:
Minutes for Board of Trustee Meeting February 2025 on February 11, 2025
2025_02_11_board_meeting_minutes.pdf

APPROVED



Pioneer Valley Performing Arts Charter Public School

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<https://drive.google.com/drive/folders/14mpDqoGRABT70cmvMOhUpZQFT3k8POK6?usp=sharing>

Trustees Present

Azizah Yasin, Craig Santos, Grace Bannasch (remote), Kiara Badillo (remote), LATRINA DENSON, Neil Hede (remote), Sasha Viands, Tim Cable (remote)

Trustees Absent

David Cavallin, Vanessa Ford

Ex Officio Members Present

Marcy Conner (remote)

Non Voting Members Present

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A. Record Attendance

B. Call the Meeting to Order

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C. Read the Mission Statement

D. D. Approve Minutes

Tim Cable made a motion to approve the minutes from Board of Trustee Meeting January 2025 on 01-14-25.

Sasha Viands seconded the motion.

The board **VOTED** unanimously to approve the motion.

Roll Call

Neil Hede	Aye
Azizah Yasin	Aye
David Cavallin	Absent
Craig Santos	Aye
LATRINA DENSON	Aye
Vanessa Ford	Absent
Tim Cable	Aye
Kiara Badillo	Aye
Sasha Viands	Aye
Grace Bannasch	Aye

II. Public Comments

A. Public Comment

Ali Wicks-Lim - have an 8th grader at PVPA, parent trying to get 7th grade girls safe.

Received your letter. Having a hard time believing that 14 year old girls were telling the truth to their peers. We have been asking for the Board to go back and interview them to give them an opportunity to be heard. Disappointed in the schools actions and disappointed. Reports of teacher acting angry and commenting on the actions in the US tight now in a manner that is not consistent with with school. We as parents have no one to turn to,

Jeanette Wicks-Lin - a parent that has signed the letter complaining about the behavior of Brent Nielsen. Taken aback by letter and sent emails directly to members to see if they

shared President Denson's view in the letter. Students are currently gathering in groups to protect themselves. No acknowledgment of Brent's unprofessional behavior with comments like "if you are unhappy you can leave the school" Have received some responses. Would like you to share at this meeting if you stand by President Denson's comments.

Amanda Strout - 7th grades at school. "No student has demonstrated concern about the teachers return". My daughter on Dec. 6th asked what happened if teacher returns to his behavior after supervision. Brent was dismissive to her. Brent requested to speak to my daughter later. This comment has been reported by Veronica and Alysobn that it did happen. At least one child had shared concerns.

Emily Pfeiffer - vote to approve updated bylaws to ensure that they contain what is necessary by DESE and hold what the members require. The Committee is pushing changes that have not been fully explained. Students and teachers are being removed from the Board. The Governance Committee has been making decisions about who is allowed to join. Attorney - bylaws are incomplete - meeting can be called by 2 members. Time for clarification. The members can have control of the meeting and agenda. Vote tonight - hard to tell what has been moved and edited. What to make sure Board really understands edits before approving.

Amber Cano-Martin - parent of 89th grade students - one of 13 signers on complaint. Also received the letter from Latrina - dismayed by what I see here. Complaint was that initial investigation was done incorrectly as Brent conducted interviews with no parents present. Can an young girls be honest about what happened being questioned by and adult male. We have asked time and again for the Board to take the time to re-investigate. It means the school does not believe girls, the teacher continues to teach and I have a queer child of color. He is on teh Admins hitlist. Very scared. Please reconsider actions.

III. Head of School Report

A. Brent's Report

Started second semester. Already started planning for next year with schedule and budgeting. Frank Newton, Director of Arts dept. & the Arts Dept. have built in 2 year cycle for arts classes. Next month Frank will attend this meeting talking about a 5th Arts dept. Technical Arts.

Going on in the school - two half day professional days - seemed to go well bringing staff together.

Last weekend - WOFA - hats off to Bisko and the whole dance department.

Production season under way - very busy spring.

Tentative academic calendar for 2025-2026. Union has reviewed and we hope to have it for approval next month.

IV. Internal Stakeholders

A. Staff Report

Tim - David send regards. Well into 2nd semester. Half day PD work well from teacher perspective. Mirror what Brent has shared - WOFA was excellent last weekend.

More next month....

B. Student Reports

No students present.

V. President's Business

A. President's Report

Some members have disclosures that need to be completed - Board on Track sent out information. We need to select a date for a min- retreat next month if possible. Half a day on a Sat or a Sun. Any dates in March? Latrina will review dates and select a few to share for final decision.

VI. Board Committee Reports

A. Governance Committee

By-laws revision from Feb 2nd are attached to the agenda. Last revision was in 2017 and DESE recommended review and update. After vote they will be sent to DESE. This work has been taking place for the last year and a half. The track changes were shared in the document. Aziza will point out the DESE recommended changes:

Voting responsibilities

Board composition

Officers - serve for 6 months vs 1 year

Correct operations

Glossary - should not have a glossary

Articulating responsibilities and positions that are aligned with conflict of interest laws.

Communication over last year and a half. Also recommendations over organization of by laws - tried to streamline information. Added additional language to include Board norms that were approved at the Board retreat last fall.

2.7 - Governance Committee responsibilities - vetting new members qualifications, interest, ability to be neutral. Also including on-boarding - missing a streamlined training to ensure members are trained in DESE regs, Board of Track, conflict of interest. Gov Committee chair will have responsibilities of on-boarding.

Questions about the relationship with the Friend 5.1 - t

Special meeting language was shared by the attorney and was received after this meeting was posted.

Teacher perspective - DESE recommendation to remove them - not a requirement. What applies to charter vs regular district. Why?

Would like to see reason why recommendations were made vs requirements.

Conflict of interest laws were the basis for some changes - DESE is strongly asking why changes have not been made.

Grace - been approached by parents, faculty and students about the removal. DESE was simply a recommendation - vital stakeholders for conversations. Students are non-voting so will never create an issue with conflict of interest law. Any past precedent where state ethics commission has raised issue with teacher being on a board was violating the law. Has this been an issue in the past? Staff cannot vote on certain items - so they are following the law.

Negotiations are one instant. We can clarify when someone recuses themselves. There can be problems if someone does not take their training seriously. This is a concern for the community.

When students turn 18 they become voting members and go through the training. Kiara has also received some communication - don't think we should erase their voice.

Neil - on board with most of it. Section that needs to be 2.3b duty to comply - agree with but not the same language and the rest of the document - maybe it should be in an on-boarding doc rather than by-laws. Subject to individual interpretations -alot of us not present at retreat 4 vs 10 members. Language you wouldn't normally see in legal doc. Special meeting would like to see language before voting.

Sasha - on-boarding - applicants - clarity around process of who sees what. Decreasing number - is there a way to stream line process so it doesn't lies with just one group of people. Are we using a matrix or grading system to filter out candidates? Process has been informal - trying to give more structure - committees are where the work is done - expectation is that the Board is differential to the committee and the work and recommendation. Gov Committee chair has been seeking Board members - all committee members participate in process which has not happened in the past - making

a more formalized process - when it makes it to the Board should have answers to any questions that may arise. Is there a process to communicate who has applied and been rejected - we want to have interest - in order to increase number the Board needs to make themselves present so that we have information to make decisions. Volunteering in the community is important. Where is the commitment? How are we showing up? Encouraging others to become a part of the Board?

Any applicants this year? There have been a couple. Some were unable to commit to time and some were unresponsive. Emotional connection - important to be able to engage neutrally. Conducting business of Board need to be versed in regulations and requirements but need to be able to separate our emotions and be objective. DESE talking about who should have a voice and who should have voting rights. The collective of the Governance committee vets individuals to make sure no personal agenda or gain is the motivation for joining the Board.

Grace - agree with so much of what Azizah has said. As someone who is immersed in these laws. Why are we getting rid of students when it is non-voting? Positions are not going away, they are just becoming non-voting ex-officio. DESE distinguishes between and voting and non-voting and they were stating we should use the term representative vs Board member. Representative is aligned with someone that does not vote.

Tim - distinction between voting and non-voting - removing the vote removes the incentive for the Board to listen to voices. Concerned about community as a whole that community matters - been here since founding of the school for a reason. Understand the law - take it seriously. When founded there was no Collective Bargaining Agreement that now creates the conflict. The BOT is responsible for bargaining and maintaining the contract. Teachers recuse themselves from the vote on contract matters. We need clarity around the challenges that create conflict of interest.

Will seek more information from DESE and our attorney.

Sasha - encourage alums to look through charter document due to upcoming renewal. Need to think about building blocks when making these decisions.

Craig - we need to work with DESE and awareness when they make a recommendation several times - what happens when you don't follow the recommendations - especially when you need their help. Can be in a difficult position if you do not follow their guidance.

Latrina - will return to DESE and has heard the tone coming from them and respecting everyone's thoughts - how do we preserve history and also change with the times. We need to be able to move forward with the times. Write another option that shifts away from "representative" to describe employees and voting members - to DESE. Not sure if they will state this makes sense and that they have already given us recommendations.

How do we reconcile the conflict of interest? Not all recommendations are truly recommendations. This work has been going on for a long time - will update the date on the doc to be the Governance Committee meeting review.

To what extent can public participate in a committee meeting? Can existing members join the Gov Committee? Chair can open up discussion if they choose to - must give permission to speak. Board members are encourage to join committees and that is our role for the year. Changes can be made in successive years.

No vote.

B. Head of School Support and Evaluation

Timeline update. Modified the survey for clarification purposes.

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Next meeting will be doing contract renewal for HOS - need to give notice by end of March.

VII. Closing Items

A. Adjourn Meeting

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 7:55 PM.

Respectfully Submitted,
Azizah Yasin

Documents used during the meeting

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DRAFT



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Roll Call

Neil Hede	Aye
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Kiara Badillo	Aye
Grace Bannasch	Aye
Azizah Yasin	Aye
LATRINA DENSON	Aye
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Azizah Yasin

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Public Comment

Section:	II. Public Comments
Item:	A. Public Comment
Purpose:	
Submitted by:	
Related Material:	Board Letter 3-11-25.pdf Board Speech 3_11_25.pdf

Hello, my name is Trish Hede and I am the parent of a current high school student at PVPA. My husband and I have been involved and a part of PVPA since our older daughter, a '23 PVPA grad, began school there in the 7th grade in 2018. I am sending this letter as I am extremely concerned about Brent Nielsen, Head of School, his upcoming contract renewal, and to share my numerous unprofessional interactions with Brent while he was acting in the capacity of Interim Head of School, as well as in his current role. These interactions, situations, & concerns have involved both my children, at separate times for completely different reasons.

My family is not immediately affected by the situation that is currently deeply dividing our PVPA community surrounding the allegations against a middle school teacher & Brent's handling of this situation. But make no mistake— all students, parents, teachers and stakeholders are being affected. After listening to parents talk at public Board Meetings, reading the schools response, and talking with my student and her friends about how they were/are treated by Brent, I realized I could be those parents, feeling powerless, unheard, and echoing some of the same words Brent has said to me personally, dismissively in past interactions, such as, "Well if you don't like it here, go somewhere else!"

I have and do feel very strongly about Brent's inability to function as an effective, unifying Head of School for PVPA. I attempted to be a part of the search committee for the new Head of School in 2022, as I felt my MEd in Education Administration, my past service on executive search committees, and my service on the board of a local non-profit made me uniquely qualified. I unfortunately was not chosen, but I remained a very engaged part of the search and spoke on several occasions about my experiences and why I felt the school should go in a different direction than was ultimately chosen.

I of course accepted that decision and because we believe so strongly in the mission, academic environment, and promise of PVPA, we decided to send our second, current, PVPA student to the school in the 7th grade in 2022. Hopeful that Brent would possibly feel more secure in his position and uphold the promises he made during the search to work more cooperatively with parents and students, not be so combative & dismissive with parental/student issues, and better his communication with families, as all of these had been ongoing problems and concerns of many stakeholders, besides myself, during his interim term.

I wish I could say that that had happened. Two separate occasions have happened since that time, regarding each of my children. These incidents also involved another administrator who is no longer at PVPA, but Brent was that person's direct supervisor & Brent refused to assist, step in or hold anyone accountable in these situations. I am happy to go into these situations more if warranted and have email documentation. For context, I am including my final correspondence with Brent on one of these issues that to this day Brent has ignored.

These situations left us in a position as parents to feel the need to institute a personal policy in 2022 (that we reiterate yearly) that our children were/are not allowed to speak to anyone in the PVPA administration, especially Brent, ever, under any circumstance, unless either my husband or I are present. They are not to agree to be isolated or segregated and are to ask to remain in a public space in the main office area until we can arrive, for their well being. I can't tell you as a parent how terrible this is to be left no choice but to feel this level of mistrust about your school's administration.

On most days we as a family believe the good at PVPA greatly outweighs the bad. Schools are a community, and all communities have issues, growing pains, conflicting personalities, etc. Sadly these ongoing, recurring issues with Brent and his improper, callous, condescending, or just complete inaction in important matters are not something this community deserves. I personally have stepped away from active involvement in the school & PTO over these last 2 years due to the environment Brent has fostered at PVPA. And while I certainly do not actively degrade PVPA, I also can no longer whole heartedly speak to recommend others attend PVPA— which I did do, not only for Sandra Courtney in her recruitment efforts by having personal conversations with families with questions, but also personally. I hope you find this as terribly sad as I do, because although we are a public school, we are a school reliant on families choosing to make the sacrifices a lot of us make to send our children here.

As I see public confidence in this Board beginning to wane, I would urge the Board to do its due diligence before any agreement or negotiation on Brent's expiring contract as Head of School. I am asking you to not bury your heads in the sand and hope these concerns will just go away. I can guarantee if you rush this process and keep rewarding Brent's longstanding behaviors with no public, measurable accountability, nothing is ever going to change & we will be having these same conversations indefinitely— to the great detriment of this school.

Thank you for your time and attention to our experiences. I am available for any followup or questions as needed.

Sincerely,
Trish Hede
trish.hede@gmail.com
(501) 749-1687

Hello, my name is Alex Solis, I am in eleventh grade with a concentration in Visual Arts and Technical Theater.

I am sure I speak for all of us here when I say that I love PVPA. I love what it stands for, I love the people here, and I hope that it endures well into the future.

But life is not an easy path, and sometimes we need to make hard decisions. Brent Nielsen has shown time and time again that he *does not* represent the PVPA community. He refuses feedback, ignores the community, divides the students, and refuses to take accountability.

Brent should not continue to be our Head of School if he does not listen to the community. About a year ago, Brent told the community about his plan to remove Paideia. Many people were upset about his decision, but even more people were upset about the way that he made his decision and how he communicated it.

Initially, Brent only told staff about his plan to remove Paideia, so news of it traveled through rumors instead of official channels. This made it hard for people to understand what was really happening, and made it hard for them to voice their concerns.

When the community did voice their concerns, Brent got defensive. He belittled myself, other students and their families when we expressed our concerns. I remember his angry outburst during a board meeting when students criticized his swift action and his disconnection from the PVPA community.

Brent said that the plan had been in the works for many years. That means that ever since Brent was made the interim Head of School, he has consistently avoided having a dialogue with the community about this important decision.

Brent should not continue to be our Head of School if he does not value or respect its students and families. When confronted earlier this school year with complaints that included allegations of sexual harassment, he chose not to initiate Title IX proceedings as protocol required. Instead, he chose to investigate the incident on his own.

To do so, he decided to interview the students. In at least one of these interviews, he questioned the student with no notice or consent from the parents and with no support available to the student. An interview like this is completely unacceptable, especially from someone meant to represent the PVPA community.

From his personal investigation, he concluded that there was no need for Title IX proceedings. This is against protocol. The PVPA "Grievance Process for Title IX

Complaints” states that the Title IX coordinator may dismiss complaints, but Brent is not the Title IX coordinator. He is the Title IX appeals coordinator.

Most importantly, students still do not feel safe. On Friday, December 6th, Brent and Veronica came into a class that I was assisting and announced that the teacher would be returning on Monday. The reaction from the students was strong and immediate. Students expressed many concerns over the teacher returning. They expressed fear for their safety and disbelief that their first-hand experiences were being ignored. One student in the class left the room in tears. Despite this, Brent refuses to take further action and ignores the concerns of students.

Brent also acted with disrespect towards parents. On the Monday that the teacher was to return, parents came to the school wishing to speak with Brent. They were kept waiting for 2 hours before they were told that neither Brent nor Emily would have any time to speak with them at all that day.

During their final meeting, Brent required that the parents provide a list of who would be at the meeting. He then proceeded to have an angry outburst, stated that *he* was in charge of the meeting and stormed out. This is unacceptable behavior for anyone, but especially someone with the responsibilities of the Head of School.

Brent should not continue to be our Head of School if he refuses to take accountability for his actions. Brent has historically been uncooperative with the Head of School Support and Evaluation Committee. But now, there are fewer Committee meetings to hold him accountable. By this time last year, there had been 4 Head of School Support and Evaluation Committee meetings. This year, there has been one. We simply cannot have a Head of School that refuses to take accountability.

The Strategic Action Plan sets goals to *“Improve transparency and increase the use of inclusive, collaborative decision-making”* and to *“Cultivate and maintain our leadership position in the community as a faithful adherent to, and innovator of, best practices.”* Brent has acted against those goals by ignoring the community, not respecting students or their families, and refusing to take accountability.

Brent has shown that he should not continue to be the Head of School. He has consistently fought against the community instead of for it, and shifted blame instead of taking responsibility.

During the executive session today, please consider Brent’s past actions very carefully. Ask yourself if these are the actions of a representative of the PVPA community. Ask yourself what you want PVPA to be known for. And please remember: you have the power to define PVPA’s future.

The whole school is relying on you to make the right choice.
Please do not let us down.

Thank you.

Coversheet

General Report and Updates

Section:	III. Head of School Report
Item:	A. General Report and Updates
Purpose:	Discuss
Submitted by:	
Related Material:	Head of School Report to the Board - 3_11_2025.pdf



15 Mulligan Drive
South Hadley, MA 01075
413-552-1580
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Head of School Report to the Board of Trustees

From: Brent Nielsen, Head of School

Date: March 11, 2025

Performances/Events

- Captain's practices for Ultimate Frisbee begin this week
- March 27 - Senior Capstone (visual arts)
- April 4 & 5 - Catalyst

Update on Amendment to Charter and Transportation Plan

- By May 1, 2025, the board of trustees of Pioneer Valley Performing Arts Charter Public School will submit a plan to implement a cost-effective regional transportation plan that is eligible for state reimbursement. In formulating this plan, the board of trustees must consider historical trends in enrollment, attendance, and attrition, in addition to any current disparities in enrollment, retention, and/or attrition.

Lottery for 2025-2026

- Lower than expected number of applications likely due to recent media attention

Harold Grinspoon Excellence in Teaching Award

Every three years, PVPA has the opportunity to recognize a teacher for the Pioneer Valley Excellence in Teaching Awards. This year, we are very excited to honor Felice Santorelli with this award. Felice is an exceptional dance educator who has been teaching at PVPA since 2014. In addition to teaching, she directs the Catalyst Dance Company, has served as department leader, and has mentored teacher candidates to be exemplary dance educators. Felice has also initiated an alumni dance series that has grown over the years. Current students greatly benefit from opportunities to connect with alumni who are working in the dance world. Thank you, Felice, for embodying the values of PVPA and striving to motivate students to excel!

Charter Renewal

- Charter Public Schools in Massachusetts are approved by the Board of Elementary and Secondary Education (BESE). Successful schools are awarded a five-year charter and must provide evidence annually of their faithfulness to their mission, academic success, and stability within its leadership and finances. PVPA is currently in year four of its current five-year charter.
- During the fifth year of a charter cycle, the Department of Elementary and Secondary Education (DESE) sends a charter renewal team to conduct a thorough review of the school, including a two-day site visit that includes a review of records, policies, and student data and interviews of the Board, the leadership team, and focus groups comprised of students, staff, and parents.
- The results of the renewal teams review are shared with the Commissioner of DESE, who will recommend whether or not to renew the charter for another five-year term. The Commissioner's recommendation may or may not include conditions.

- To begin the renewal process, PVPA's Board of Trustees must apply for renewal by August 1, 2025. The renewal application for the 2025-2026 school year is not yet available, however, DESE has provided a list of documents that will be required as part of the application process. Those documents have been gathered and updated where necessary.
- Share Erica Brown's Takeaways from 2025 Renewals

2025-2026 School Calendar

Coversheet

School Calendar 2025-2026

Section:	III. Head of School Report
Item:	B. School Calendar 2025-2026
Purpose:	Vote
Submitted by:	
Related Material:	2025-2026 School Calendar - DRAFT.pdf



2025-2026 School Year Calendar

AUGUST 2025						
S	M	T	W	Th	F	S
					1	
	4	5	6	7	8	
	11	12	13	14	15	
	18	19	20	21	22	
	25	26	27	28	29	

20-22 - Faculty Work Days
25- First Day of School
29- Community Day

SEPTEMBER 2025						
S	M	T	W	Th	F	S
	1	2	3	4	5	
	8	9	10	11	12	
	15	16	17	18	19	
	22	23	24	25	26	
	29	30				

1- Labor Day (No School)
10 - Half-Day Professional Development
25- Open House (evening)

OCTOBER 2025						
S	M	T	W	Th	F	S
			1	2	3	
	6	7	8	9	10	
	13	14	15	16	17	
	20	21	22	23	24	
	27	28	29	30	31	

13- Indigenous Peoples' Day (No School)
24- Octoberfest
24- Mid-semester Grades Close
27- Curriculum Day (No School)

NOVEMBER 2025						
S	M	T	W	Th	F	S
	3	4	5	6	7	
	10	11	12	13	14	
	17	18	19	20	21	
	24	25	26	27	28	

4 - Half-Day Professional Development
11- Veterans' Day (No School)
26 - Half-Day
27-28 - THANKSGIVING BREAK

DECEMBER 2025						
S	M	T	W	Th	F	S
	1	2	3	4	5	
	8	9	10	11	12	
	15	16	17	18	19	
	22	23	24	25	26	
	29	30	31			

5- Late Notice Grades Close
15- Half-Day Professional Development
23-31- HOLIDAY BREAK

1- New Year's Day (No School)
1, 2 - HOLIDAY BREAK
16 - End of Fall Semester
19 - MLK, Jr. Day (No School)
20 -Curriculum Day (No School)
21- Spring Semester Begins

JANUARY 2026						
S	M	T	W	Th	F	S
				1	2	
	5	6	7	8	9	
	12	13	14	15	16	
	19	20	21	22	23	
	26	27	28	29	30	

FEBRUARY 2026						
S	M	T	W	Th	F	S
	2	3	4	5	6	
	9	10	11	12	13	
	16	17	18	19	20	
	23	24	25	26	27	

MARCH 2026						
S	M	T	W	Th	F	S
	2	3	4	5	6	
	9	10	11	12	13	
	16	17	18	19	20	
	23	24	25	26	27	
	30	31				

APRIL 2026						
S	M	T	W	Th	F	S
			1	2	3	
	6	7	8	9	10	
	13	14	15	16	17	
	20	21	22	23	24	
	27	28	29	30		

MAY 2026						
S	M	T	W	Th	F	S
					1	
	4	5	6	7	8	
	11	12	13	14	15	
	18	19	20	21	22	
	25	26	27	28	29	

JUNE 2026						
S	M	T	W	Th	F	S
	1	2	3	4	5	
	8	9	10	11	12	
	15	16	17	18	19	
	22	23	24	25	26	
	29	30				

9, 10- Half-Days Professional Development
16- Presidents' Day (No School)
16-20 - FEBRUARY BREAK

19, 20 - Half-Days Professional Development
27 - Mid-semester Grades Close

15 - Half-Day Professional Development
20 - Patriots' Day (No School)
21-24 APRIL BREAK

8- Late Notice Grades Close
14 - Half-Day Professional Development
25 - Memorial Day (No School)
26- Seniors' Last Day (must be no more than 12 days before the last day for all students with no snow days)

4- Graduation
11- Last Day of School with no Snow Days (Half-Day)
18- Last Day of School with 5 Snow Days (Half-Day)
19- Juneteenth (No School)

Faculty Days - NO SCHOOL

Holidays/Vacations - NO SCHOOL

Important Dates

Half-Day

Coversheet

Bylaw Revisions

Section:	VII. Governance Committee
Item:	B. Bylaw Revisions
Purpose:	Vote
Submitted by:	
Related Material:	PVPA_Bylaws_Revised_Draft_Updated_2.2.2025 (1).docx

**PIONEER VALLEY PERFORMING ARTS
CHARTER PUBLIC SCHOOL**

BYLAWS

Revised ~~October 10-September 25, 2023~~¹⁷

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 Non-Discrimination

Members of the Board of Trustees shall not discriminate against any individual affiliated with PVPA, including but not limited to, fellow board members, employees, students, parents, and community members, on the basis of race, color, national origin, creed, ancestry, ethnicity, age, gender identity, religion, marital status, sexual orientation, or physical or mental disability, or any other legally protected status under federal, state or local law.

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 (DESE);
- d. determining general school policies in compliance with state and federal laws
- e. ~~oversees~~^{supervising} the financial affairs of PVPA and approving the annual budget
- f. ~~selecting, appointing, evaluating, holding accountable for meeting specified goals and/or removing the Head of School.~~

f.

Section 2.3a Responsibilities [Duties or Obligations]

~~The Board of Trustees shall 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:

a. Individual Obligations

- serving PVPA in accordance with its fiduciary duty, duty of loyalty, and duty

Commented [1]: Maybe say Duty instead of Responsibility.

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;

Commented [2]: Is this meant to be the PVPA Conflict of Interest? same for confidentiality.

b. Collective Board Obligations

- 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
- ~~orienting~~**orientating** and training members of the Board regarding their duties and obligations as members of the Board.

Failure to comply with state ethics requirements or any of the other obligations of the board in section 2.3 may result in removal of individual board members by the board of trustees or by the Commissioner.

Commented [3]: REview if the section is updated

Section 2.3b Duty to Comply with PVPA Board Norms and Expectations

At the July 27, 2024 Annual Board Retreat, the Board of Trustees developed the following Board Group and Personal Norms and Expectations (“Norms and Expectations”) in order to foster a strong collective unit in service to the PVPA community. All board members shall abide by all of these Norms and Expectations. Failure to adhere to these Norms and Expectations shall constitute cause for removal from the Board.

Respect

- Respect everyone and their individuality.
- Respect everyone’s ideas and opinions even if you disagree with them.
- Being mindful of tone when communicating and messaging others.
- Share your thoughts and opinions in a respectful way.
- Acknowledge all public contributions with respect, appreciation, and gratitude.

Remote Engagement:

- Camera/Video on unless it is unsafe to be turned on, such as when driving.
- Minimize movement when camera/video is turned on.

Open communication:

- Emails from Board President and Head of School about meeting schedules at least 24 hours in advance.
- Provide a calendar of upcoming events similar to the meeting schedule, at least 24 hours in advance.

Assume Good Intentions:

Be fully present and participate as much as possible:

Recognize and support the efforts of PVPA Administrators:

Bring Joy!

Personal needs from board members:

- Grace and Space
- Visionary progression
- Laughter

- [Open Communication](#)
- [Purpose](#)
- [Clear Organization, tasks and due dates](#)
- [Context about board priorities](#)
- [Work successes and struggles](#)
- [Patience and understanding for new members](#)
- [Be mindful of tone and delivery and how we communicate and message each other.](#)

Section 2.4 Composition

The Board of Trustees shall ~~be~~ consist of no fewer than nine~~fifteen~~ (9~~5~~) members and no more than ~~fifteen~~twenty (15~~20~~) members, and must ~~include represent these constituencies~~ the following stakeholders:

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

All ~~individual full voting~~ members of the Board of Trustees are special state employees, who-s must be 18 years of age and older.

In addition to the full voting members, the Board of Trustees may include invites the following representatives to the board, to provide reports to the board, engage in discussion with the board, and provide recommendations to the board on board matters:

- the PVPA Chief Financial Officer
- two (2) teachers and/or staff
- ~~f~~our (4) student representatives - one from each high school grade

The Head of the School will not be a member of the Board but will participate in the business of the Board as its employee.

- ~~two (2) teachers and/or staff~~
- ~~the PVPA Head of School (who serves as an Ex Officio member)~~
- ~~the PVPA Chief Financial Officer (who serves as an Ex Officio member)~~

Section 2.5 — Voting & Quorum

Voting MMmembers of the Board of Trustees must bewho 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-June 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.

The Vice President of the Board and Chair of the Governance Committee shall be responsible for onboarding newly elected trustees, including providing or arranging training regarding Open Meeting Law, board management platform, and reviewing obligations expected of trustees. Newly elected trustees shall complete the Acknowledgment of Conflict of Interest Law and complete the financial disclosure form pursuant to M.G.L. Chapter 268A. Onboarding may be provided with the assistance of DESE and Massachusetts Charter Public School Association. Newly elected trustees shall agree to attend such onboarding activities within three (3) months of being elected to the board. The Chair of the Board may approve an

extension of no more than three (3) months to complete onboarding training. Failure to complete onboarding training as a newly elected board member shall be cause to be removed from the board.

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

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

(1) Members shall serve a three-year term .

(2) • Teacher and staff representatives members shall serve for a two year term, so long as they remain an employee at the school.

• Parent members serve for a two year term

(3) • Student representatives members shall serve for a one year term, so long as they are enrolled as a student at the school.

• Community members serve for either a two year or three year term.

B. • 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.

C. • Any parent member trustee whose child graduates from PVPA shall will, other than a student member, who ceases to be a teacher, staff, or parent, will serve the remainder of their term as a community member trustees.

D. Members may serve a maximum of up to three consecutive full terms, for a total of consecutive 9 years, at which time they must leave the Board for at least one year.

E. However, the Board of Trustees, however, may extend a Board Member's service to one additional term, for a maximum of 4 consecutive terms, for a total of consecutive 12 years, through a two-thirds vote of voting Trustees present at a duly called

and held meeting to promote continuity of leadership, to maintain needed expertise in particular areas, in case of difficulty in finding appropriate members of the Board, and/or for any other reasons at the Board of Trustees' discretion.

F. The Board may not extend the term of any additional Trustee should one fourth or more members of the Board have extended terms.

F. The board may extend terms of no more than one-fourth of current board members.

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

Voting & Quorum

A quorum is a majority of 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 members at all meetings.

Section 3.3 Remote Participation

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. 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 usually be set in June of each year.

The Board of Trustees shall also traditionally hold a Board Retreat in either July or August.

Section 3.6 Executive Sessions

The Board may hold executive sessions pursuant to the open meeting law provision of G.L. c. 30A, §§18-25,

~~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 theirhis 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 ~~six months~~one-year on the Board as a Trustee before taking office, except- for the office of Treasurer, which may also be filled by a person who has served at least ~~six months~~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 by members 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 a two-one or-, two, or three-year terms, and may serve multiple terms by vote of the Board of Trustees. -In any case, the maximum number of years any member, including those serving as an officer may serve, shall not exceed 9 years, subject to the provision of Section 2.9 of these bylaws.

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 ~~their~~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 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. ~~They~~~~S/he~~ shall be in charge of giving legally required notices of meetings, and shall perform all duties commonly incident to ~~their~~~~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 ~~their~~~~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

Committees may include non-Trustees. Members of the committees shall be appointed and removed by the Board President.

Section 5.1 Standing Committees

Standing Committees of the Board of Trustees shall be ~~created~~~~appointed~~ from time to time as

deemed necessary by the President or by vote of the full Board of Trustees. ~~Committees may include non-Trustees. Members of the committees shall be appointed and removed by the Board President, and removed by~~

In case of a conflict between ~~an appointment by~~ the President and the Board of Trustees ~~regarding the creation or elimination of a committee,~~ the Board of Trustees' decision will control. Standing Committees normally include the following:

- Finance Committee: Chaired by the Board Treasurer, the Finance Committee:
 - educating the full board to conduct proper oversight of the financial health of the organization,
 - oversees and providing accountability over the public assets and resources
 - ensures compliance with all state and federal regulations, and
 - partners with the CEO to develop and monitoring the organization's financial health.
 - A liaison from the Finance Committee will coordinate with Friends of PVPA on matters relating to fundraising, facility ownership, and associated debt, and ensure alignment of financial goals and strategies between Friends of PVPA and the Board of Trustees in overall support for the school's mission and programs. This duty is essential to ensure the Finance Committee takes on the crucial role of maintaining regular communication with Friends of PVPA given the significant responsibility of Friends of PVPA in fundraising, facility ownership, and financial support of PVPA.
- Governance Committee: Typically chaired by the Board Vice President, the Governance Committee:
 - recruits, screens and nominates new board members,
 - manages board operational procedures,
 - ensures all trustees understand their roles and responsibilities,
 - ensures there are established processes for holding individuals accountable for fulfilling their obligations,
 - establishes succession planning for board members and officers, and

- organizes board trainings and retreats. ~~The Governance Committee is typically chaired by the Vice President. , and~~
- • Diversity, Equity, and Inclusion: Chaired by a board member, the Diversity, Equity and Inclusion Committee:
 - supports the diversity, equity and inclusion related parts of the PVPA Strategic Action Plans,
 - encourages a culture of openness, inclusion, and equity within the Board of Trustees,
 - coordinates DEI related board trainings, and
 - supports diversity, equity and inclusion initiatives within PVPA. ~~The Diversity, Equity and Inclusion Committee is chaired by a board member. , and~~
- ~~Head of School Support and Evaluation:- Chaired by the Board President, the Head of School Support and Evaluation Committee:~~
 - designs and develops, in partnership with the Head of School, annual goals for the Head of School,
 - supports the Board of Trustees in evaluating the annual performance of the Head of School, and
 - supports the Head of School through regular communication to assist in successful performance of work obligations.
- Academic Excellence Committee: Chaired by the Board President or Board Vice President, the Academic Excellence Committee:
 - measures the academic results of the organization against the goals established in your charter, accountability plan, and annual CEO goals,
 - collaborates with the Head of School to measure organizational outcomes against stated goals for metrics such as performance on state tests, national standardized tests, interim assessments,
 - collaborates with the Head of School to evaluate how student attendance and student and staff retention impact academic excellence,
 - collaborates with the Head of School on evaluating, and communicating with the board regarding, the impact of academic changes on the PVPA community and the PVPA mission and charter.
 - ensures that the board and Head of School share the same vision of academic

- excellence, and
- leads the Board of Trustees in conducting proper oversight of the academic program.

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 ~~their~~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.

~~Committee membership is at the discretion of the President of the Board of Trustees.~~

Section 6.3 Vacancies

The Governance Committee shall recommend candidates for filling any vacancy among the Officers, from within the board, and pursuant to term limits as outlined in provision 2.9 of these bylaws. The appointments to fill such vacancies shall be voted by the Board of Trustees. Each such successor shall hold office for the remainder of the unexpired term of ~~the~~his/her predecessor, ~~and until their~~his/her ~~successor shall be chosen or appointed and qualifies, or until they/he dies, resigns, be removed~~is removed or becomes disqualified.

ARTICLE 7

Candidates for Board Membership

Section 7.1 Application Procedure

The Governance Committee will contact individuals nominated to become members of the Board of Trustees pursuant to Section 2.7 of the within Bylaws and require them to submit the following for consideration:

1. Completed Nomination form;
2. Written Statement of Interest;
3. Resume or Curriculum Vitae no more than five (5) pages;
4. Three (3) references;
5. An Interview by members of the Governance Committee,
6. Required attendance in-person of at least one board meeting for observation purposes only;
7. Required attendance at a subsequent meeting when the candidate is presented to the board for vote, where the candidate will have an opportunity to present to the full board their interest; and
8. A successful Criminal Offender Record Information (CORI) background check required by the Department of secondary Education (DESE) as a prospective volunteer having direct and unmonitored contact with children in the performance of duties at PVPA in accordance with M.G.L. Ch. 71 §38R.

Section 7.2 Candidate Assessment

The Governance Committee shall assess candidates for election to the Board of Trustees based on a number of factors, including, but not limited to, the following commitments:

1. Publicly represent PVPA in a positive way and avoid disclosing harmful information;
2. Engage in good faith efforts to make decisions based on facts and independent judgment, and support the outcome of majority votes;
3. Comply with and follow all applicable state and federal laws, as well as the school's charter;
4. Proactively manage conflicts of interest by identifying, disclosing, and managing, and otherwise reconciling any real or perceived conflicts of interests with the board member role;
5. Remain politically impartial by avoiding endorsement, campaigning or publicly supporting any political candidates or party;
6. Attend regularly scheduled board meetings, read the meeting packet, and be prepared to meaningfully participate in board duties at meetings;
7. Follow board policies and procedures, including those related to gifts and hospitality in compliance with all laws governing public employees.

Section 7.3 Presentation to the Board for Election

Following successful review of the candidate by the Governance Committee, the candidate would then be presented to the Board of Trustees for vote to approve to become a member of the board. The candidate will have the opportunity to express their interest in joining the board.

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

Section 10.1 Indemnification:

~~PVPA may indemnify trustees from personal financial loss, all damages and expenses, including legal fees and costs, if any in an amount not to exceed \$1,000,000 arising out of any claim, action, award, compromise, settlement or judgment by reason of an intentional tort, or by reason of any act or omission which constitutes a violation of the civil rights of any person under~~

~~any federal or state law, if trustee at the time of such intentional tort or such act or omission was acting within the scope of their duties. No such trustee acting within the scope of their official duties or employment, shall be indemnified under this section for violation of any such civil rights if they acted in a grossly negligent, willful or malicious manner.~~

~~This indemnity provision is not a waiver of the school's sovereign immunity as a state entity. In order to be indemnified the trustee is required to cooperate with the school in defending against any threatened or pending claims or administrative or judicial proceedings.~~

~~The Board reserves the right to provide legal defense for trustees as opposed to indemnifying or advancing expenses.~~

~~If a trustee is seeking indemnification, as provided above, the trustee must ask to address this issue to the full Board of trustees. The full Board will follow the Open Meeting Law in scheduling this meeting. The trustees will determine whether to provide the legal defense or to provide indemnification, and if so, up to a certain dollar amount.~~

~~If indemnification is provided and it is subsequently determined the trustee acted in a grossly negligent, willful, or malicious manner or in any other manner excluded by M.G.L., c 258, §9, the trustee as part of the vote of the trustees will be required to repay to the Board any advanced expenses relating to indemnification. 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 theyhe or she may be or become subject because of theirhis or her service as a member of the Board of Trustees; provided, however, that such Indemnified Officer acted (i) within the scope of theirhis or her role as a member of the Board of Trustees, (ii) in good faith, and (iii) in the reasonable belief that theirhis 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. 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 they may be or become subject because of their service as a member of the Board of Trustees; provided, however, that such Indemnified Officer acted (i) within the scope of their role as a member of the Board of Trustees, (ii) in good faith, and (iii) in the reasonable belief that their actions were in the best interests of PVPA.; and further provided, that Any such Indemnified Officer shall cooperate 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.

Section 104.2 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.

Section 104.3 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.

Section 104.4 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.

~~Section 104.5 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.

~~Section 104.6 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.

~~Section 104.7 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 or 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.

~~Section 104.8 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 ~~12~~4

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 ~~13~~2

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 EmployeeStaff Handbook. The Head of School is the final arbiter of in-school administrative or educational issues that are raised within the school and are not related to the Head of School.-Complaints about the Head of School may be made to the Board of Trustees.

Complaints may be directed to the Board only as permitted by law, as set forth in the EmployeeStaff Handbook or if regarding the Head of School. Any complaint directed to the Board will be handled in accordance with the provisions of the EmployeeStaff Handbook and the grievance policy. The Board President (or their 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 that is brought to the board.-

Commented [4]: There is no grievance policy in the Employee Handbook...

Section 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, inquire with the Head of School and their designee conduct reviews to ensure compliance with M.G.L. c. 71, § 89, and 603- CMR 1.00. The PVPA and the specific individuals-employees involved shall cooperate to the fullest extent with -such inquiry-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 DESE 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 [or other protected classes](#) may file a complaint directly with the DESE.