



# Pioneer Valley Performing Arts Charter Public School

## Board of Trustees Meeting

Published on May 15, 2026 at 2:45 PM EDT

Amended on May 15, 2026 at 8:12 PM EDT

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### Date and Time

Tuesday May 19, 2026 at 5:00 PM EDT

### Location

Virtual meeting only.

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Virtual Meeting only.

[Zoom Link.](#)

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### Agenda

	Purpose	Presenter	Time
<b>I. Opening Items</b>			<b>5:00 PM</b>
<b>A.</b> Record Attendance		LATRINA DENSON	1 m
<b>B.</b> Call the Meeting to Order		LATRINA DENSON	
<b>C.</b> Reading of the Mission		PVPA Board Member	1 m

	Purpose	Presenter	Time
	<p>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.</p> <p>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.</p>		
<b>D.</b>	Public Comments	Latrina Denson	15 m
	<p>Brief comments and/ or questions are welcomed</p> <p>Public Comment is a time to for us to hear directly from the community. We genuinely value every opinion, as your feedback is crucial to our work as we provide service and support to PVPA students, families, and staff. Please note that the Board generally does not respond directly during Public Comment to ensure that we give full consideration to each issue before formulating an official response.</p>		
<b>II.</b>	<b>Governance Committee Report</b>		<b>5:17 PM</b>
<b>A.</b>	Presentation of Board Member Candidates and Vote	Azizah Yasin	20 m
	<p>Governance Committee Chair will provide a recap of report at the last board meeting on May 12, 2026 of the board member candidates who were interviewed on April 28, 2026 and present them on a slate for vote for approval.</p>		
<b>B.</b>	Bylaws Presented for Board Approval	Azizah Yasin	20 m
	<p>Governance Committee Chair will present for board vote the revised bylaws provisionally approved by DESE.</p>		
<b>III.</b>	<b>Other Business</b>		
<b>IV.</b>	<b>Closing Items</b>		
<b>A.</b>	Adjourn Meeting	LATRINA DENSON	

# Coversheet

## Presentation of Board Member Candidates and Vote

**Section:** II. Governance Committee Report  
**Item:** A. Presentation of Board Member Candidates and Vote  
**Purpose:** Vote  
**Submitted by:**  
**Related Material:** Resume - Laura Grant - Board Candidacy.pdf  
2026 Banda, Marita\_ Professional Teaching Resume.pdf  
Kezia Personal Resume.pdf

# Laura Grant, Psy.D.

## Board Candidate: Artist, Clinical Psychologist & Community Advocate

[Northampton, MA] • GrantCentral@gmail.com • 786-269-7819

### Personal Statement

As a parent of a PVPA student and a dedicated advocate, I am committed to supporting the school's mission to nurture young artists through education, creativity, and community engagement. My leadership philosophy centers on service, collaboration, and vision. Throughout my career as a psychologist, educator, and performer, I have worked to build inclusive, resilient communities where individuals can grow, express themselves, and fulfill their potential. I practice servant leadership and thoughtful governance, supporting individual development and community strength. I am also a long-time advocate for LowerNine.org and for neurodivergent individuals. If selected for the board, I will bring professional expertise, community advocacy, and a deep commitment to fostering creativity, academic and artistic excellence, and an environment where all students can thrive.

### Relevant Skills & Expertise

- Healthcare governance and oversight
- Servant leadership and strategic guidance
- Public speaking, education, and community engagement
- Commitment to diversity, equity, inclusion, and neurodiversity
- Arts, education, and mental health integration
- Mission-driven outreach and advocacy

### Professional Experience

- **Innerbloom Health** (2025–present): Clinical Psychologist providing trauma-informed therapy; focus first responders, Veterans, Healthcare Professionals, Parents, Couples, Recovery, Value-Based Goals, Race-Based Stress, Issues of Diversity, Self Attunement and Identity Realization, with current study of neurodiversity.
- **Edward P. Boland VA Medical Center** (2016–2025): Clinical Psychologist; led disability exams, provided care at multiple levels of treatment, supervised trainees, presented at national conferences.
- **Champions Wellness** (until 2019): Founder & Director; Individual, Couples, Family and Group psychotherapy and intervention, integrated equine-assisted psychotherapy, sports psychology and community workshops.
- **Florida (Early Career)**: Outpatient Clinician; sex offender treatment, training for law enforcement and federal agencies.

### Leadership & Public Engagement

- Assistant Professor, UMass Chan—trained medical fellows in forensic assessment, lecturer on Veteran/Military culturally specific and intersectional nuance in assessment of diverse populations
- Speaker at Florida State Crime Victim Summit (2002) on 9/11 related illness, provided workshops on mental health, ethics, career development, systems/organization knowledge and equine-assisted psychotherapy and learning

### Arts, Faith & Media

- Singer, songwriter, performer, stand-up comedian; member of Avery Sharpe's Choir
- Worship team at Morningstar Community Baptist Church
- Former radio DJ (Miami, 1990s); hosted The Quarantined Call-In Show during COVID-19

### Community Advocacy

- LowerNine.org (rebuilding homes for original inhabitants in the Lower Ninth Ward of New Orleans post-Katrina)
- Annual Alzheimer's campaign participant with daughter

### Education

- **Psy.D., Clinical Psychology** – Nova Southeastern University
- **B.A., Psychology** cum laude– St. Thomas University

**MARITA J. BANDA**  
170 E. Hadley rd. apt. 41  
Amherst, MA 01002  
413-695-9927  
marita.j.banda@gmail.com

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EDUCATION

**MOUNT HOLYOKE COLLEGE, South Hadley, MA**

Masters of Arts in Teaching: Moderate Disabilities/Special Education  
(Anticipated May 2023)

**INSTITUTE FOR INTERNATIONAL COOPERATION AND DEVELOPMENT**

Two month training in the "Fight Poverty" program – Feb '09-Apr '09  
Five month volunteer work in Brazil -April '09-August '09

**UNIVERSITY OF MASSACHUSETTS, AMHERST**

Bachelor of Arts, May 2008  
Major: Psychology

LICENSURE and  
ENDORSEMENTS

- Massachusetts Secondary-Moderate Disabilities (5-12) Initial License ( May 2023)
- Massachusetts Sheltered English Immersion (SEI) Endorsement
- Massachusetts Teacher of English (5-12) Initial License (September 2025)

TEACHING  
EXPERIENCE

August  
2023-Present

**English Teacher**

AMHERST-PELHAM REGIONAL HIGH SCHOOL  
Amherst, MA

- Worked as an African-American Literature Teacher for 11th and 12th grade
- Took students on numerous field trips to deepen their knowledge of the African-American experience
- Guided students through critical thinking about such issues as race, ethnicity, gender and class
- Brought in community members who are making a difference and they shared their stories
- Worked as an ELA teacher for our new STEPs program for students with varying needs and abilities

August  
2022-Present

**Special Education Teacher**  
AMHERST-PELHAM REGIONAL HIGH SCHOOL  
Amherst, MA

- Created lesson plans for 9th-12th grades students to assist with executive functioning
- Brought in local community members such as musicians, artists and trade workers to talk to students about different career choices
- Brought in UMass athletes to connect with students and bridge the gap between our school community and the university
- Managed a caseload of 17 students who were all on IEP's
- Attended IEP meetings for students on my caseload
- Wrote IEPs for students on my caseload
- Kept in close communication with families so that they felt a strong connection to the school

August 2022-May  
2023

**Practicum-Student Teaching**  
AMHERST-PELHAM REGIONAL HIGH SCHOOL  
Amherst, MA

- Led 9th grade ELA classroom through whole group and small group lessons
- Guided 9th grade students through writing about character analysis
- Co-planned lessons to enhance students understanding of pieces of literature and writing styles
- Taught units on the following books: *Macbeth*, *The 57 Bus*, *Slaughterhouse 5*, *Night*, *Persepolis*, and *A Raisin in the Sun*
- Used Googleclassroom to post assignments and announcements to the entire class

August  
2021-July2022

**Paraeducator-AIMS**  
AMHERST REGIONAL HIGH SCHOOL  
Amherst, MA

- Assist students with work in-class on a one-to-one
- Differentiated assignments when needed
- Stayed on top of students work to make sure they complete on time
- Assist with comprehension of assignments as needed

November  
2020-June 2021

**Instructional Assistant For Life Skills Program**  
GREENFIELD HIGH SCHOOL  
Greenfield, MA

- Assisting students who are about to age out with life skills program
- Remotely teaching students with moderate disabilities and intensive needs
- In person teaching students with moderate disabilities and intensive needs
- Working one on one remotely
- Created a woodworking lesson where each student learned how to make a bird feeder

January 2016-

Nov 2019

**Intensive Needs Paraeducator**  
WILDWOOD ELEMENTARY SCHOOL  
Amherst, MA

- Administered programs to children K-6
- Worked one on one with students with severe disabilities
- Took training on Safety Care
- Worked under ABA supervisors

Sept  
2009-August  
2011

**Teachers Assistant/Health Manager**  
DORCHESTER COLLEGIATE ACADEMY  
Dorchester, MA

- Assisted 4th grade math and science teacher in the classroom
- Worked on special projects assigned to me by my supervisors involving grading and organization
- Worked with a group of 20 students during their homework period on reading, writing and math.
- Assisted in the Enrichment portion of the school day which involved
- Working with the Drama and Music clubs
- Assisting with an in depth program teaching the children how to make choices in their everyday life.
- Working with students on interdisciplinary projects each quarter
- Mentored students with learning disabilities and emotional disorders on every day and ongoing life issues
- Organized and supervised all meals

OTHER  
EXPERIENCE

**Customer Assistance**  
MASS ENERGY CONSUMER ALLIANCE  
Boston, MA

- Contacted consumers to renew their energy membership
- Checked in with current consumers to check on status and comfort
- Filed consumers' paperwork and kept track of finances coming in

Aug  
2011-Jan  
2012

**Sales and Maker Curator/Customer Liaison**  
CUSTOMMADE VENTURES  
Cambridge, MA

- Sold subscriptions to talented high end makers to custommade.com
- Made cold calls to potential subscribers
- Helped with holiday guide on site
- Brainstormed ideas for future marketing and promotion of the site
- Kept customers and makers happy with follow up calls and emails
- Worked with Salesforce.com and Genuis.com in order to keep clients organized

Oct 08- Sept  
09

**HUMANA PEOPLE TO PEOPLE,**  
Williamstown, MA and Quijingue, Bahia, Brazil

- Worked in the promotions office assisting program leaders in promoting programs through the Internet and networking.
- Did internet research to figure out who we should be marketing too
  - Worked with 24 families on issues involving health and hygiene, nutrition, education, and psychological well-being.
  - Formed Village Action Groups
- Created youth programs and classes





# Kezia Fitzgerald

Two-time cancer survivor, bereaved cancer mom, medical device innovator, CEO, artist, photographer, mom.

-  978-697-3329
-  Kezia.photography@me.com
-  Holyoke, MA
-  [linkedin.com/in/kezia-fitzgerald/](https://www.linkedin.com/in/kezia-fitzgerald/)

## SKILLS

- Photography
- Dance (performing & teaching)
- Musical Theater
- Medical Innovation
- Fundraising
- Basic Web Design
- Business/Entrepreneurship
- Problem Solving
- Public Speaking/Presentations

## EDUCATION

### BFA - COMERCIAL PHOTOGRAPHY

Columbia College Chicago  
2002-2006

## BUSINESS

### CEO, FOUNDER - CAREALINE

Vascular Access Safety Devices  
2012-present

## EXPERIENCE

### VISUAL ARTS

Photography, Picture Framing, Design, Fiber Arts

- Photography: studio lighting, portraiture, dance, macro, travel, landscape, film, digital, processing
- Framing: design, building, mat cutting, glazing, creative mounting, store management
- Design: 2D design work, photoshop, illustrator, web design (basic coding), drawing, painting, ceramics
- Fiber Arts: sewing, knitting, crochet

### PERFORMING ARTS

Dance, Musical Theater, Voice, Instrument

- Dance: tap, ballet, jazz - performing, teaching, studio management
- Musical Theater: performer, choreographer
- Voice: choral and musical theater
- Instruments: piano, fiddle, mandolin (beginner)

### ORGANIZATIONAL LEADERSHIP

Non-Profit, Awards, Grants, Workshops, Publications

- Non-Profit: Founded pediatric cancer foundation providing direct support to families and research
- Awards: 2014, 2015, 2017 - pediatric medical innovation awards including BCH, SXSW, and MassChallenge
- Grants: 2016, 2017 - New England Pediatric Device Consortium
- Workshops: 2016,2017 - Young Innovators Workshop (ISPY), 2025, 2026 - Bedside Innovation Workshop (AVA)
- Publications: 2018 - AIMed Magazine, 2022 - Intravascular Quarterly Publication

# Coversheet

## Bylaws Presented for Board Approval

**Section:** II. Governance Committee Report  
**Item:** B. Bylaws Presented for Board Approval  
**Purpose:** Vote

**Submitted by:**

**Related Material:**

PVPA Bylaws Board Approved Bylaws of March 11 2025 REVISED As Of MAY 15 2026.docx

PVPA Bylaws Board Revised compared with DESE track changes 5.15.26.docx

PVPA Bylaws Revised Clean Copy FINAL DRAFT BOARD APPROVED March 11 2025.docx

PIONEER VALLEY PERFORMING ARTS  
CHARTER PUBLIC SCHOOL  
BYLAWS

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 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

The Board of Trustees shall not discriminate 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 2.3 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. overseeing the financial affairs of PVPA, including overseeing and approving the annual budget; and
- f. selecting, appointing, evaluating, holding accountable for meeting specified goals and/or removing the Head of School.

Section 2.4 Responsibilities

The Board will fulfill their fiduciary responsibilities, including but not limited to, the duty of loyalty and duty of care, as well as the obligation to oversee the school's budget. The Board shall ensure that PVPA operates in compliance with all applicable state and federal laws, including, but not limited to:

- a. completing the opening procedures process in accordance with M.G.L. c. 71, §89; 603 CMR 1.00; and any guidelines issued by DESE;
- b. requesting the approval of the Commissioner of any new trustees and receiving that approval prior to any new trustees beginning their service as members;
- c. submitting timely annual reports;
- d. submitting timely annual independent audits;
- e. 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;
- f. approving and monitoring progress towards meeting the goals of PVPA's Accountability Plan;
- g. adopting and revising school policies, including plans for student recruitment and retention;
- h. responding to complaints in writing as required by 603 CMR 1.09; and
- i. orienting and training members of the Board regarding their duties and obligations as members of the Board.

Members of the Board shall

- i. serve PVPA in accordance with its fiduciary duty, duty of loyalty, and duty of care;
- ii. comply 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);
  - a. Failure to comply with state ethics requirements may result in removal of individual board members by the board of trustees or by the Commissioner.
- iii. abide by PVPA's Code of Conduct, Conflict of Interest, and Confidentiality policy statements;
- iv. not have a direct or indirect financial interest in the assets or leases of PVPA;
- v. disclose any financial interest, direct or indirect, in the business transactions of PVPA;
- vi. comply with all laws and regulations applicable to members and Boards of Trustees;
- vii. act 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;

Section 2.5 Composition

The Board of Trustees shall consist of no fewer than nine (9) members and no more than fifteen (15) members, and must include the following stakeholders:

- i. two (2) or more parents of current students
- ii. three (3) or more community members

All members of the Board of Trustees are special state employees, who must be 18 years of age and older.

Section 2.6 Election of Members

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

Section 2.7 Nominations

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

- i. Parent members are nominated by the Governance Committee, following a call for volunteers;
- ii. Community members are nominated by the Governance Committee, following a call for recommendations.

The Governance Committee shall serve as Nominating Committee.

The Board will 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 of trustees, such due diligence to occur prior to a vote by the board of trustees to request the Commissioner to appoint the proposed member(s). Prior to submitting a candidate to the Commissioner for approval, the board of trustees 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.

Newly elected trustees will take office after both of the following have occurred: they have been duly elected by the Board of Trustees, and they have been approved by the Commissioner.

The Vice President of the Board who is also the Chair of the Governance Committee shall be responsible for onboarding newly elected trustees, including providing or arranging training regarding open meeting law, conflict of interest law, and reviewing obligations expected of trustees. 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

Subject to Section 2.7 (Nominations), the tenure and terms of membership of the Board of Trustees are as follows:

- a. Members shall serve a three-year term.
- b. Unless otherwise stated in their election or as otherwise required by these bylaws or law, 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 serve the remainder of their term as a community member trustee.
- d. Members may serve a maximum of three consecutive terms, for a total of 9 consecutive years, at which time they must leave the Board for at least one year.
- e. 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 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 extend a fourth term to 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.

### 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.

The Board values input from the school community as part of its decision-making process. The Board shall include a designated item for stakeholder engagement at its meetings, which may include reports or presentations from students and staff at the invitation of the Board, in addition to a public comment period. The Board shall establish reasonable procedures to ensure both equitable participation on a regular basis and efficient conduct of Board meetings. Consistent with open meeting law, the Board shall not deliberate or act on matters not included on a properly posted public notice but may receive and discuss stakeholder reports when duly noticed

#### Section 3.2 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.

#### Section 3.4 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 3.5 Special Meetings

Special meetings of the Board of Trustees may be held at any time and place when called by the President or requested by any two (2) or more voting Trustees. If two (2) or more voting members request a special meeting, they shall do so by submitting, in writing, a proposed agenda for the special meeting to the Board President. The President shall be responsible for scheduling the meeting, posting the agenda and presiding at the meeting pursuant to Section 4.4 of these Bylaws.

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 a copy of the agenda for the meeting.

#### Section 3.6 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 3.7 Executive Sessions

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

### ARTICLE 4

#### Officers

##### Section 4.1 Officers

Officers of the Board of Trustees shall include: President, Vice-President, Treasurer, and Clerk. All officers are Trustees and must have served at least six months 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 on the Finance Committee as a non-Trustee committee member.

##### 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- 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 have such powers and duties as may be determined by the Board. The President shall schedule and set the agenda for all meetings, including Special Meetings. The President or the President's designee shall preside at all board, committee and other meetings of the Trustees. In the event of their 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 pro tem shall be elected by the Board.

##### 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 and 4.3.

##### Section 4.6 Treasurer

The Treasurer shall oversee the general financial affairs of the School, subject to the direction and control of the Board of Trustees. The Treasurer shall have such other powers and duties as are customarily incident to that office and as may be vested in that office by these Bylaws or by the Board. The Treasurer shall keep or shall cause to be

kept regular books of account, shall report to the Board of Trustees at regular intervals on the financial condition of PVPA, and shall ensure that a true and accurate accounting of the financial transactions of PVPA is made.

#### 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 shall be in charge of giving legally required notices of meetings, and shall perform all duties commonly incident to their 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 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 G.L. c. 71, §89.

### ARTICLE 5 Committees

#### Section 5.1 Committees

Committees of the Board of Trustees shall be created 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 the President and the Board of Trustees regarding the creation or elimination of a committee, the Board of Trustees' decision will control.

Duties of Standing Committees shall include:

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

#### Section 5.2 Members of Committees

Committees may include non-Trustees. Members of the committees shall be appointed and removed by the Board President. Committee Chairs are Trustees. Each Standing Committee must include a member of the Board of Trustees.

#### Section 5.3 Standing Committees

Standing Committees normally include the following:

5.3.1 Finance Committee: Chaired by the Board Treasurer, the Finance Committee is authorized by and responsible to the Board of Trustees to:

- a. work with the school's Head of School and Chief Financial Officer to create the upcoming fiscal year budget;
- b. present budget recommendations to the Board;
- c. monitor implementation of the approved budget on a regular basis and recommend proposed budget revisions to the Board, as needed;
- d. provide oversight of the implementation of the procurement process;
- e. arrange for an annual audit to be provided to the Board of Trustees;
- f. recommend to the Board appropriate policies for the management of the charter school's assets;
- g. advise on finance matters as appropriate to ensure optimum performance; and
- h. oversee board finance training, as needed.
- i. 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.

- 5.3.2 Governance Committee: Chaired by the Board Vice President, the Governance Committee:
- a. recruits, screens and nominates new Trustees,
  - b. manages board operational procedures,
  - c. ensures all trustees understand their roles and responsibilities,
  - d. ensures there are established processes for holding individuals accountable for fulfilling their obligations,
  - e. oversees a Trustee assessment process to ensure optimum performance,
  - f. develops and recommends to the Board succession planning for board members and officers,
  - g. presents candidates for officers to the Board for election, and
  - h. ensures and organizes ongoing board trainings and retreats.
- 5.3.3 Diversity, Equity, and Inclusion: Chaired by a board member, the Diversity, Equity and Inclusion Committee:
- a. supports the diversity, equity and inclusion related parts of the PVPA Strategic Action Plans,
  - b. encourages a culture of openness, inclusion, and equity within the Board of Trustees,
  - c. coordinates DEI related board trainings, and
  - d. supports diversity, equity and inclusion initiatives within PVPA.
- 5.3.4 Head of School Support and Evaluation: Chaired by the Board President, the Head of School Support and Evaluation Committee:
- a. designs and develops, in partnership with the Head of School, annual goals for the Head of School for Board approval,
  - b. supports the Board of Trustees in evaluating the annual performance of the Head of School, and
  - c. supports the Head of School through regular communication to assist in successful performance of work obligations.
- 5.3.5 Academic Excellence Committee: Chaired by the Board President or Board Vice President, the Academic Excellence Committee:
- a. measures the academic results of the organization against the goals established in your charter, accountability plan, and annual CEO goals,
  - b. 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,
  - c. collaborates with the Head of School to evaluate how student attendance and student and staff retention impact academic excellence,
  - d. 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.
  - e. ensures that the board and Head of School share the same vision of academic excellence, and
  - f. leads the Board of Trustees in conducting proper oversight of the academic program.

#### Section 5.4 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 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, 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 their predecessor.

## ARTICLE 7 Miscellaneous

### Section 7.1 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 7.2 Charter School Seal

The Trustees may adopt and alter the seal of PVPA.

## ARTICLE 8 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.

## ARTICLE 9 Indemnification of Trustees and Officers

### Section 9.1 Indemnification

Generally, PVPA shall, to the extent legally permissible under G.L. 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. 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 G.L. Chapter 258, Section 9, and shall not be provided if such Indemnified Officer acted in a grossly negligent, willful, or malicious manner.

### Section 9.2 Expenses

Indemnified Officers shall be indemnified against all expenses and liabilities permitted under G.L. 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 G.L. Chapter 258, Section 9 and these By-Laws.

### Section 9.3 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 G.L. Chapter 258 or this Article, which undertaking may be accepted without regard to the financial ability of such Indemnified Officer to make repayment.

### Section 9.4 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 9.5 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 9.6 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 9.7 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.

Section 9.8 Sovereign Immunity

Nothing in this Article 9 shall be construed to constitute a waiver of PVPA's sovereign immunity as a state entity.

## ARTICLE 10

### 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

### Complaint Procedure

(1) A parent, guardian, or other individuals or groups who believe that PVPA has violated or is violating any provision of 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 to ensure compliance with G.L. c. 71, § 89, and 603 CMR 1.00. The PVPA and the specific employees involved shall cooperate to the fullest extent with such inquiry.

(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, who shall investigate such complaint and make a written response.

(5) In the event PVPA is found in non-compliance with 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 DESE.

PIONEER VALLEY PERFORMING ARTS  
CHARTER PUBLIC SCHOOL  
BYLAWS  
Revised March 11, 2025

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

The 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.

Commented [AKH1]: Board may not discriminate against any individuals irrespective of whether they are part of the school community or not.

Section 2.3 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. oversee the financial affairs of PVPA, including overseeing and approving the annual budget; and
- f. selecting, appointing, evaluating, holding accountable for meeting specified goals and/or removing the Head of School.

Commented [AKH2]: Similar to language below in first sentence of 2.4, 2.4 e, and 2.4 g - can be removed here or kept.

Section 2.4a Responsibilities ~~[Duties or Obligations]~~

The Board will fulfill their fiduciary responsibilities of, including but not limited to, the duty of loyalty and duty of care, as well as the obligation to oversee the school's budget. The Board shall include ensure 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 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;

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);

- a. • 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; DESE;
- b. • 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;
- c. • submitting timely annual reports;
- d. • submitting timely annual independent audits;
- e. • 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;
- f. • approving and monitoring progress towards meeting the goals of PVPA's -Accountability Plan;

Commented [AKH3]: Moved to later in this section only, not deleted

- g. ~~adopting and revising school policies, including plans for student recruitment and retention;~~
- h. ~~responding to complaints in writing as required by 603 CMR 1.09; and~~
- i. ~~orienting and training members of the Board regarding their duties and obligations as members of the Board.~~

Members of the Board shall

- i. ~~serve PVPA in accordance with its fiduciary duty, duty of loyalty, and duty of care;~~
- ii. ~~comply 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);~~
  - a. ~~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 [AKH4]:** Board cannot assign actions to the commissioner that may be outside their authority - this sentence must align with checklist language.

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

**Commented [AKH5]:** Board may include norms and expectation in a board policy document outside the bylaws.

~~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.~~

~~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.~~
  - iii. ~~abide by PVPA's Code of Conduct, Conflict of Interest, and Confidentiality policy statements;~~
  - iv. ~~not have a direct or indirect financial interest in the assets or leases of PVPA;~~
  - v. ~~disclose any financial interest, direct or indirect, in the business transactions of PVPA;~~
  - vi. ~~comply with all laws and regulations applicable to members and Boards of Trustees;~~
  - vii. ~~act 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;~~

Section 2.5 Composition

The Board of Trustees shall consist of no fewer than nine (9) members and no more than fifteen (15) members, and must include the following stakeholders:

- i. ● ~~two (2) or more parents of current students;~~
- ii. ● ~~three (3) or more community members;~~

All members of the Board of Trustees are special state employees, who must be 18 years of age and older.

~~In addition to members, the Board of Trustees may include 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~~
- ~~four (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.~~

Section 2.6 Election of Members

The Board of Trustees elects its members by a formal vote, normally at its meeting in 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;~~
- i. ● ~~Parent members are nominated by the Governance Committee, following a call for volunteers;~~
- ~~Student members are nominated by vote of the student body;~~
- ii. ● ~~Community members are nominated by the Governance Committee, following a call for recommendations.~~

The Governance Committee shall serve as Nominating Committee.

**Commented [AKH6]:** The Board is seeking to change membership of the Board; the board may not operate with 6 non-voting trustees due to several issues, including quorum considerations. The board's bylaws would not reference non-trustees as described here. See email for additional discussion.

~~The Board will 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 of trustees, such due diligence to occur prior to a vote by the board of trustees to request the Commissioner to appoint the proposed member(s). Prior to submitting a candidate to the Commissioner for approval, the board of trustees 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.~~

**Commented [AKH7]:** Moved from the removed article 7 candidates for board membership.

Newly elected trustees will take office ~~when~~after 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 who is also the 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, open meeting law, conflict of interest law, and reviewing obligations expected of trustees. Failure to complete onboarding training as a newly elected board member shall be cause to be removed from the board.~~

**Commented [AKH8]:** Revisions were required due to several issues, including timelines that do not align with required deadlines for the completion of individual new trustee obligations related to conflict of interest law, open meeting law, and charter school law. Board may set policies outside the bylaws regarding the onboarding activities performed by the vice president to avoid bylaws amendments when onboarding expectations change. Bylaws should withstand minor changes in practice that may happen year to year.

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 "Section 2.7 (Nominations,")~~, the tenure and terms of membership ~~of~~ of the Board of Trustees are as follows:

- ~~a.~~ ~~(1)~~ Members shall serve a three-year term ~~.~~
- ~~(2)~~ Teacher and staff representatives shall serve a two year term, so long as they remain an employee at the school
- ~~(3)~~ Student representatives serve a one year term, so long as they are enrolled as a student at the school.

**Commented [AKH9]:** The Board is seeking to change membership of the Board; the board may not operate with 6 non-voting trustees due to several issues, including quorum considerations. The board's bylaws would not reference non-trustees as described here. See email for additional discussion.

- ~~b.~~ ~~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.~~ ~~C.~~ Any parent member trustee whose child graduates from PVPA shall ~~serve the remainder of their term as a community member trustee.~~
- ~~d.~~ ~~D.~~ Members may serve a maximum of ~~three consecutive~~ terms, for a total of ~~consecutive~~ 9 consecutive years, at which time they must leave the Board for at least one year.
- ~~e.~~ ~~The E.~~ 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 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. ~~F.~~ The board may extend ~~terms of a fourth term to~~ no more than one-fourth of current board members.

Section 2.10 Public employer.

The Board of Trustees of PVPAs 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.

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 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.

Section 3.4 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 3.5 Special Meetings

Special meetings of the Board of Trustees may be held at any time and place when called by the President or requested by any two (2) or more voting Trustees. If two (2) or more voting members request a special meeting, they shall do so by submitting, in writing, a proposed agenda for the special meeting to the Board President. The President shall be responsible for scheduling the meeting, posting the agenda and presiding at the meeting pursuant to Section 4.4 of these Bylaws.

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 a copy of the agenda for the meeting.

Section 3.6 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 3.7 Executive Sessions

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

ARTICLE 4  
Officers

Section 4.1 Officers

Officers of the Board of Trustees shall include: President, Vice-President, Treasurer, and Clerk. All officers are Trustees and must have served at least six months 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 on the Finance Committee as a non-Trustee committee member.

Commented [AKH10]: Revisions reflect previous Department feedback.

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- 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.

Commented [AKH11]: Or is it 12 years? Unclear if trustees serving a fourth term are no longer permitted to be officers.

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 have such powers and duties as may be determined by the Board. The President shall schedule and set the agenda for all meetings, including Special Meetings. The President or the President's designee shall preside at all board, committee and other meetings of the Trustees. In the event of their 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— pro tem shall be elected by those present at such meeting and shall preside.-the Board.

Commented [AKH12]: Revisions are suggestions based on other charter school bylaws.

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 and 4.3.

Section 4.6 Treasurer

The Treasurer shall oversee the general financial affairs of the School, subject to the direction and control of the Board of Trustees. The Treasurer shall have such other powers and duties as are customarily incident to that office and as may be vested in that office by these Bylaws or by the Board. The Treasurer shall keep or shall cause to be kept regular books of account, shall report -to the Board of Trustees at regular intervals on 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.

Commented [AKH13]: Revisions are suggestions based on other charter school bylaws. Deleted portion is reflected below in Finance Committee suggestions (5.3.1).

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— shall be in charge of giving legally required notices of meetings, and shall perform all duties commonly incident to their— 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— 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 Committees

Commented [AKH14]: This section was reorganized to ensure logical order of information related to committees.

Committees of the Board of Trustees shall be created 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 the President and the Board of Trustees regarding the creation or elimination of a committee, the Board of Trustees' decision will control.

Duties of Standing Committees shall include:

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

Section 5.2 Members of Committees

Committees may include non-Trustees. Members of the committees shall be appointed and removed by the Board President. Committee Chairs are Trustees. Each Standing Committee must include a member of the Board of Trustees.

Section 5.1 Standing Committees

Standing Committees of the Board of Trustees shall be created 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 the President and the Board of Trustees regarding the creation or elimination of a committee, the Board of Trustees' decision will control.

Section 5.3 Standing Committees

Standing Committees normally include the following:

5.3.1 Finance Committee: Chaired by the Board Treasurer, the Finance Committee:

is authorized by and responsible to the Board of Trustees educating the full board to conduct proper:

- a. work with the school's Head of School and Chief Financial Officer to create the upcoming fiscal year budget;
- b. present budget recommendations to the Board;
- c. monitor implementation of the approved budget on a regular basis and recommend proposed budget revisions to the Board, as needed;
- d. provide oversight of the financial health of implementation of the procurement process;
- e. arrange for an annual audit to be provided to the Board of Trustees;
- recommend to the organization, Board appropriate policies for the management of the charter school's assets;
- g. advise on finance matters as appropriate to ensure optimum performance; and
- h. oversee board finance training, as needed.
  - 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.

- i. 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.

**Commented [AKH15]:** Revisions are suggestions based on other charter school bylaws and the original 4.6 above describing Treasurer duties.

5.3.2

• Governance Committee: Chaired by the Board Vice President, the Governance Committee:

- a. recruits, screens and nominates new ~~board members, Trustees,~~
- b. manages board operational procedures,
- c. ensures all trustees understand their roles and responsibilities,
- d. ensures there are established processes for holding individuals accountable for fulfilling their obligations,
- e. ~~oversees a Trustee assessment process to ensure optimum performance,~~
- f. ~~develops and recommends to the Board establishes~~ succession planning for board members and officers, ~~and~~
- g. ~~presents candidates for officers to the Board for election, and~~
- h. ~~ensures and organizes ongoing~~ board trainings and retreats.

**Commented [AKH16]:** Revisions are suggestions based on practices described in other provisions of these board bylaws (e.g. 4.2) and language used in other charter school bylaws.

- 5.3.3 • Diversity, Equity, and Inclusion: Chaired by a board member, the Diversity, Equity and Inclusion Committee:

- a. supports the diversity, equity and inclusion related parts of the PVPA Strategic Action Plans,
- b. encourages a culture of openness, inclusion, and equity within the Board of Trustees,
- c. coordinates DEI related board trainings, and
- d. supports diversity, equity and inclusion initiatives within PVPA.

5.3.4 • Head of School Support and Evaluation: Chaired by the Board President, the Head of School Support and Evaluation Committee:

- a. designs and develops, in partnership with the Head of School, annual goals for the Head of School, ~~for~~ ~~Board approval,~~
- b. supports the Board of Trustees in evaluating the annual performance of the Head of School, and
- c. supports the Head of School through regular communication to assist in successful performance of work obligations.

**Commented [AKH17]:** Originally omitted the required Board action.

• 5.3.5 Academic Excellence Committee: Chaired by the Board President or Board Vice President, the Academic Excellence Committee:

- a. measures the academic results of the organization against the goals established in your charter, accountability plan, and annual CEO goals,
- b. 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,
- c. collaborates with the Head of School to evaluate how student attendance and student and staff retention impact academic excellence,
- d. 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.
- e. ensures that the board and Head of School share the same vision of academic excellence, and
- f. 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 5.4 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— 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, 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 ~~thei~~ -rtheir predecessor-.

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;~~

**Commented [AKH18]:** Board may include complete nomination procedures performed by the governance committee in a board policy document outside the bylaws.

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).~~

Commented [AKH19]: Moved to 2.7 as required bylaws language

Commented [AKH20]: Addressed in 2.3

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 8  
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~~-Commissioner.

ARTICLE 9  
Indemnification of Trustees and Officers

Section 9.10 ~~1~~ Indemnification

~~Generally, PVPA shall, to the extent legally permissible under M.G.L. 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. ~~Any. 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 M.G.L. Chapter 258, Section 9, and shall not be provided if such Indemnified Officer acted in a grossly negligent, willful, or malicious manner.

Section ~~9~~<sup>10</sup>-2 Expenses

Indemnified Officers shall be indemnified against all expenses and liabilities permitted under M.G.L. 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 M.G.L. Chapter 258, Section 9 and these By-Laws.

Section ~~9~~<sup>10</sup>-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 M.G.L. Chapter 258 or this Article, which undertaking may be accepted without regard to the financial ability of such Indemnified Officer to make repayment.

Section ~~10~~<sup>10</sup>-9.4 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 ~~10~~<sup>10</sup>-9.5 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 ~~10~~<sup>10</sup>-9.6 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 ~~10~~<sup>10</sup>-9.7 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.

Section ~~10~~<sup>10</sup>-9.8 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~~<sup>10</sup>  
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~~—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 ~~13~~—12

~~Complaint~~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 Employee 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 Employee Handbook or if regarding the Head of School. Any complaint directed to the Board will be handled in accordance with the provisions of the Employee Handbook and the grievance policy. The Board President (or their 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.~~

~~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 to ensure compliance with M.G.L. c. 71, § 89, and 603 CMR 1.00. The PVPA and the specific employees involved shall cooperate to the fullest extent with such inquiry.
- (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, 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

**Commented [AKH21]:** Detailed complaint and grievance procedures must be codified in policies (outside the bylaws) that are informed by school legal counsel and approved by the board.

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.

**PIONEER VALLEY PERFORMING ARTS  
CHARTER PUBLIC SCHOOL**

**BYLAWS**

Revised March 11, 2025

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. oversee 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.

Section 2.3a Responsibilities [Duties or Obligations]

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 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;

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

**Commented [2]:**  
Maybe say Duty instead of Responsibility.

**Commented [3]:**  
Is this meant to be the PVPA Conflict of Interest? same for confidentiality.

**Commented [4]:**  
Is this meant to be the PVPA Conflict of Interest? same for confidentiality.

- 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;

**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 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 [5]:**  
REview if the section is updated

**Commented [6]:**  
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.

##### 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 consist of no fewer than nine (9) members and no more than fifteen (15) members, and must include the following stakeholders:

- two (2) or more parents of current students,
- three (3) or more community members,

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

In addition to members, the Board of Trustees may include 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
- four (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.

#### Section 2.6 Election of Members

The Board of Trustees elects its members by a formal vote, normally at its meeting in 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 who is also the 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 shall serve a two year term, so long as they remain an employee at the school
- (3) Student representatives serve a one year term, so long as they are enrolled as a student at the school.

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 serve the remainder of their term as a community member trustee .

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

E. 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 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 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.

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 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.

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 requested by any two (2) or more voting Trustees. If two (2) or more voting members request a special meeting, they shall do so by submitting, in writing, a proposed agenda for the special meeting to the Board President. The President shall be responsible for scheduling the meeting, posting the agenda and presiding at the meeting pursuant to Section 4.4 of these Bylaws.

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 a copy of the agenda for the meeting.

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,

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 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 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- 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 schedule and set the agenda for all meetings, including Special Meetings. The President or the President's designee shall preside at all board, committee and other meetings of the Trustees. In the event of their 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 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 shall be in charge of giving legally required notices of meetings, and shall perform all duties commonly incident to their 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 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 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 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: 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.

- 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.

- 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 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, 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 their predecessor.

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.

ARTICLE 10

Indemnification of Trustees and Officers

Section 10 .1 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 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. 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 10 .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 10 .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 10 .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 10 .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 10 .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 10 .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 10 .8 Sovereign Immunity

Nothing in this Article 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

### 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

### 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 Employee 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 Employee Handbook or if regarding the Head of School. Any complaint directed to the Board will be handled in accordance with the provisions of the Employee Handbook and the grievance policy. The Board President (or their 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.

#### 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 to ensure compliance with M.G.L. c. 71, § 89, and 603 CMR 1.00. The PVPA and the specific

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There is no grievance policy in the Employee Handbook...

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There is no grievance policy in the Employee Handbook...

employees involved shall cooperate to the fullest extent with such inquiry .

(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 , 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.