



# Abby Kelley Foster Charter Public School

10 New Bond Street Worcester, MA 01606

Phone: (508) 854-8400 Fax: (508) 854-8484

[www.akfcs.org](http://www.akfcs.org)

## Board of Trustees Digital Meeting

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Wednesday, May 26, 2021 6:30 p.m.

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- I. Call to Order Celia Blue, Chair
- II. Attendance Recorded
- III. Faithfulness to Charter
  - a. Reading of the AKF Mission; “The Mission of the Abby Kelley Foster Charter Public School is to assist parents in their role as primary educators of their children by providing a classical liberal arts education grounded in the great works of Western Civilization and aimed at academic excellence, musical competence and character formation.”
  - b. Public Comments / Open Forum
  - c. Old Business
- IV. Review of the Meeting Minutes from April 28, 2021
  - a. **Motion:** To accept the Meeting Minutes from April 22, 2021
  - b. **Motion:** To accept the Meeting Minutes from April 28, 2021
- V. Interim Executive Director Update- Ms. Paluk
- VI. Committee Updates
  - a. Facilities and Finance Committee Update- Mr. Royce
  - b. DEI Committee Update- Ms. Blue
  - c. Education Committee - No update/May meeting canceled
  - d. Educational Foundation- Ms. Zagabe-Ndiku
    - i. Golf Tournament
- VII. By law Changes- Ms. Blue

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### VIII. Upcoming Board/ Committee Meetings

- a. Education Committee- Thursday, June 10th, 7:45 a.m.
- b. Facilities and Finance- Friday, June 11th, 8:00 a.m.
- c. Educational Foundation- Wednesday, June 23rd, 5:30 p.m.
- d. Board of Trustees- Wednesday, June 23rd , 6:30 p.m.

### IX. Upcoming Dates

- a. June 2, 2021- Graduation
- b. June 7, 2021- Foundation Golf Tournament
- c. June 8, 2021- Last day of school

### X. Adjournment

- a. **Motion:** To adjourn the meeting.

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BoT Meeting Agenda and Minutes from 2.24.21

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BoT Meeting Agenda and Minutes from 3.30.21

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  - b. Public Comments / Open Forum
  - c. Old Business
- IV. Review of the Meeting Minutes from February 24, 2021 and March 31, 2021
  - a. **Motion:** To accept the Meeting Minutes from February 24, 2021.
  - b. **Motion:** To accept the meeting minutes from March 31, 2021.
- V. Facilities and Finance Committee Update
  - a. **Motion:** To approve a one-time pay out of unused Personal Days for staff as of June 8, 2021.
  - b. **Motion:** To approve \$15,000 for the use of Team Appreciation week, May 3-7, 2021.
- VI. FY’22 Budget Presentation- Ms. Carpino
- VI. Upcoming Board Meeting
  - a. **Board of Trustees-** Wednesday, April 28th, 6:30 p.m.
- VIII. Adjournment
  - Motion:** To adjourn the meeting.

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  - b. Public Comments / Open Forum
  - c. Old Business
- IV. Review of the Meeting Minutes from January 27, 2021
  - a. **Motion:** To accept the meeting minutes from January 27, 2021.
- V. Executive Director’s Report- Ms. Paluk
- VI. Board/Committee Updates
  - a. Trustee Update
    - i. **Motion:** To approve Amy Vernon P’29,’31 as a Trustee for a 3-year term.
    - ii. Board Member Recruitment
  - b. Education Committee- Ms. Yarnie
  - c. Educational Foundation- Ms. Zabage-Ndiku
  - d. Facilities and Finance- Mr. Royce
  - e. DEI Committee- Ms. Blue
- VII. Upcoming Board and Committee Meetings
  - a. **Education Committee**
    - i. Thursday March 11th, 7:45 a.m.
  - b. **Facilities and Finance Committee**
    - ii. Friday, February 26th, 8:00 a.m.
    - iii. Friday, March 19th, 8:00 a.m.

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b. **Educational Foundation Golf Tournament Committee**

i. Monday, March 1st, 8:00 a.m.

c. **Board of Trustees**

i. Tuesday, March 30th, 6:30 p.m.

VIII. Adjournment

a. **Motion:** To adjourn the meeting.

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The Meeting was Called to Order by Celia Blue, Chair at 6:32 p.m. Attendance was recorded and is included within these minutes.

Ms. Blue read the Abby Kelley Foster Charter School Mission statement in support of Faithfulness to the School's Charter. There were no Public Comments, there was no Old Business.

The Board reviewed the Meeting Minutes from January 27, 2021. Ms. Blue asked for a Motion to accept the meeting minutes from January 27, 2021. Ms. Zagabe-Ndiku made the Motion, Ms. Yarnie seconded the Motion. Ms. Blue then asked for an addition to the minute in paragraph four on page two, when speaking about the Board's recruitment of candidates, the subject matter experts included experts in Finance, Human Resources and an attorney. Ms. Blue then asked for a Motion to approve the minutes with that addition. The Motion was made by Ms. Zagabe-Ndiku, seconded by Dr. Park. The minutes were unanimously approved.

Ms. Blue asked Ms. Paluk to share the Executive Director's Report with the Board. Ms. Paluk shared with the Board that Abby Kelley has been Hybrid following the February Break, but planned to bring the Gold Cohort in the next day (February 25th). Ms. Paluk explained this decision to remain remote after the break was a challenge, but to assure staffing and to allow those who traveled and needed to test for COVID it was the best decision for Abby Kelley.

Ms. Paluk shared that the District would be participating in Pool Testing for COVID, which gives the District one more tool to monitor the Abby Kelley community for COVID. Pool Testing supports the detection of COVID in individuals who may be asymptomatic. Participation is voluntary for all staff and students, to date 80 individuals have signed up.

Ms. Paluk noted a few upcoming dates for the Board; Charter School Advocacy Week is taking place this week. Ms. Zagabe-Ndiku is involved in one or two of the sessions with legislators, as are Abby Kelley staff.

The annual Enrollment Lottery will be held on Thursday, February 25th. The Enrollment Lottery is required to be a public lottery, but given COVID restrictions, Abby Kelley will stream the Lottery Live on Facebook. Enrollment started out a bit slow this year, but with a bit more publicity than what is typically done, the applications are where we usually end up at year to year. Ms. Paluk noted that upon acceptance into the Kindergarten families will be coming to school on May 19th for Kindergarten Screening.

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Community Reading Day is taking place in the Elementary School (March 5th) and in the Middle School (March 9th). The event will be held via Zoom, and community partners and friends of Abby Kelley have been invited to be readers. Ms. Paluk extended an invitation to the Board as well.

Ms. Paluk let the Board know that a recent fire in Worcester has affected an Abby Kelley family. They had lost their home and belongings but fortunately everyone in the student's family made it out of the fire. There are efforts in the Abby Kelley community to support the family.

The conversation then turned to the District's plan to begin full in-person learning as of April 5th. This plan would begin for the Elementary immediately, with the Middle and High Schools following after. This update comes from DESE, and the spacing between desks is likely to be moved to 3'. Ms. Paluk explained that the Hybrid Model will not be an option for families; it will be full in-person or remote. Abby Kelley is at an advantage with this upcoming change, as our students have been hybrid, but safety as we move forward is what's at the forefront of everything. Mr. Royce asked about students who choose to go remote, if they would have to unenroll from Abby Kelley. Ms. Paluk explained that the District would have to provide a remote option for families. There were some additional questions from the Board regarding substitute teachers, whether Abby Kelley could host a vaccination day(s) for staff and regarding the distance between students when they return.

Ms. Paluk noted that substitute teachers were hard to come by, but that everyone was stepping up when and where they could. Abby Kelley will not be able to host a vaccination site, as vaccines are hard to come by, we do not have the staffing to administer the shots. Ms. Paluk shared that the District is connecting with Community Partners to see if there might be opportunities for staff to be vaccinated within the community.

Ms. Blue, at the conclusion of Ms. Paluk's update Ms. Blue moved to the Board's need to vote to approve Ms. Amy Vernon P'29,'31 as a Trustee. Ms. Blue shared some highlights from Ms. Vernon's resume and the Board offered some feedback regarding her joining the Board. Ms. Blues asked for a Motion to approve Amy Vernon as a Trustee for a 3-year term. Mr. Royce made the Motion, Ms. Zagabe-Ndiku seconded the Motion. The Board unanimously approved Ms. Vernon as a Trustee.

Ms. Blue then asked Ms. Yarnie to update the Board on the recent Education Committee meeting. Ms. Yarnie summarized the committee's most recent meeting and noted that MCAS were still on as planned but specific guidance is still forthcoming from DESE.

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From the Educational Foundation Ms. Zagabe-Ndiku shared the Golf Committee would be meeting in the next week or so, planning is underway and the Tournament is Monday, June 7th.

Mr. Royce noted the Facilities and Finance would be meeting later that week on February 26th.

Ms. Blue shared with the Board that the DEI Committee has selected a new parent to join the Committee. Additionally there has been an additional parent who joined one of the subcommittee within the DEI Committee. Ms. Blue also noted the Retention and Recruitment subcommittee was well established and the DEI Committee is eager to hear what they suggest.

Ms. Blue highlighted the upcoming Board and Committee Meetings **Education Committee** Thursday March 11th, 7:45 a.m., **Facilities and Finance Committee** Friday, February 26th, 8:00 a.m. and Friday, March 19th, 8:00 a.m. The **Educational Foundation Golf Tournament Committee** meets on Monday, March 1st, 8:00 a.m. and the **Board of Trustees** meets next on Tuesday, March 30th, 6:30 p.m.

Ms. Blue asked for a Motion to Adjourn. Ms. Yarnie made the Motion, it was seconded by Ms. Zagabe-Ndiku. The Board unanimously voted to adjourn at 7:11 p.m.

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  - b. Public Comments / Open Forum
  - c. Old Business
- IV. Review of the Meeting Minutes from February 24, 2021
  - a. **Motion:** To accept the meeting minutes from February 24, 2021.
- V. Update on a full in-person return to school- Ms. Paluk
  - a. Regional Footprint discussion
    - i. **Motion:** To update the sending district towns to be in compliance with DESE requirements.
  - b. Family School Partnership Initiative (FSPI)
  - c. DESE Site Visit May 6 & 7
- VI. Board/Committee Updates
  - a. Education Committee- Ms. Yarnie
    - i. **Motion:** To approve the '21-'22 academic calendar as presented.
  - b. Educational Foundation- Ms. Zabage-Ndiku
  - d. Facilities and Finance- Mr. Royce
  - e. DEI Committee- Ms. Blue
  - f. Executive Director Search - Ms. Blue
    - i. **Motion(s)-** To be considered in accordance with discussion.
- VII. Upcoming Board and Committee Meetings
  - a. **Education Committee**
    - i. Thursday, April 8th, 7:45 a.m.

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**b. Facilities and Finance Committee**

ii. Friday, April 16th, 8:00 a.m.

**c. Board of Trustees**

iii. Wednesday, April 22nd, 6:00 p.m.

iv. Wednesday, April 28th, 6:30 p.m.

**VIII. Adjournment**

a. **Motion:** To adjourn the meeting.

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The Meeting was Called to Order by Celia Blue, Board Chair at 6:35 p.m. Ms. Blue read the Abby Kelley Mission Statement and noted there was no public comments or old business.

The meeting's attendance is included with these minutes.

Ms. Blue tabled the Motion to review the February 24, 2021 meeting minutes.

Prior to beginning the meeting Ms. Paluk introduced Naira Joseph as the new Administrative Assistant who will become a liaison to the Board. After the introductions Ms. Blue asked Ms. Paluk to update on the full in-person return to school for K-7th grade.

Beginning with an overview of the Elementary and Middle schools Ms. Paluk shared the following:

- The model chosen by families is the model they stay with, there can not be any back and forth, day by day or week by week.
- Students will be 3 feet apart from one another, teachers are encouraged to maintain six feet of distance between themselves and students.
- All students will eat six feet apart from each other.
- Chromebooks will continue to come back and forth with students to and from school.
- Transportation is available to all students who want/need it.

Speaking about the individual buildings beginning with Elementary School, Ms. Paluk noted the building is up to 84% with 400 students returning for full in-person instruction. There will be no morning program offered, but the Elementary School otherwise will operate schedule wise very similarly to how they did "pre-COVID" with the necessary modifications for social distancing. There will be one remote class per grade

The Middle School has 76% of students back for full in-person instruction. Class Blocks are now 70 minutes, with an hour long lunch and recess break. There have been some classes that were relocated, staff as well but everyone has been accommodated.

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The High School will come back with approximately 280 students for full in-person instruction. The school day will be slightly shorter than “normal” as well. These numbers are along the lines of what other districts are seeing for their high school students.

Each Principal commended their staff for the work they have done and continue to do to make this school year work. The Board asked questions of the Principals and Ms. Paluk around the plans, staff moral and comfort level, sports and plans for students who needed additional support.

Ms. Zagabe-Ndiku looked to discuss more of the High School’s timelines; returning, graduation, how much time in between these dates. She voiced a concern this plan was “a lot of work for a little time in-person,” Mr. Kursonsos noted the timeline was a result of waiting for direction from DESE on the return of High School students.

Ms. Blue asked where the District stood with busses, here are 10 for the Elementary School, 8 for the Middle School and the High noted there was no change in their bussing as of now.

Ms. Yarnie asked about staff vaccination rates, which Ms. Paluk did not immediately have it. She noted that Abby Kelley is not requiring staff to be vaccinated and she would provide anecdotal numbers.

Ms. Paluk shared with the Board the Special Education and ELL audit was completed and Abby Kelley was found to be in full compliance. Ms. Little and Ms. Tambolleo were recognized for their work in managing this audit and the programs.

Ms. Paluk shared with the Board that the District, led by the Middle School as the driving force behind this grant application, is participating in a Family School Partnership Initiative (FSPI) program led by South and Main. The FSPI program is allowing the District to learn about better family engagement, offering Abby Kelley the opportunity to ask tough questions of ourselves and what we have “always done” to better show and help us to understand if what we are doing is working for our families and students. This group is working to identify families to participate in surveys, focus groups to take this information back to our consultants who will guide Abby Kelley with plans to move forward to support better relationships and communication with the families within our District.

Ms. Paluk reminded the Board of the upcoming DESE visit May 6 & 7 which was rescheduled from last spring. The visit will be done virtually and will include students, staff, families, and members of the Board meeting with DESE representatives over those two days.

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At the conclusion of Ms. Paluk's report Ms. Blue asked the Board members for their committee reports. Ms. Yarnie shared that the 2021-2022 Academic Calendar was prepared and ready for the Board's approval. Ms. Yarnie noted that the Academic Calendar reflects a "normal" start to the school year at this time, including five snow days, holiday breaks and half days for Professional Days. Ms. Blue asked for a Motion to approve the 2021-2022 Academic Calendar. Mr. Royce made the Motion, Ms. Zagabe-Ndiku seconded the Motion and the Academic Calendar was unanimously approved.

Ms. Zagabe-Ndiku reminded the Board of the Golf Tournament on June 7th and noted they would be emailed the sponsorship materials.

Ms. Blue reported on the work of the DEI committee; the subgroups continue to work on a charter and on recruitment and retainment for staff. The finished work will be brought to the Board for final review and approval.

Mr. Royce noted that the Budget for FY'22 is coming together and will be shared at next month's Board Meeting.

Ms. Blue then moved to the topic of the Executive Director search. She noted with all that is going on in the District in the next few months, she wants to make sure the Board is thoughtful and deliberate in their work to begin an Executive Director search.

Ms. Blue spoke about having conversations with Ms. Park regarding the use of a Clark student to help to pull the pieces together for an Executive Director profile which would also be used to support future work on a strategic plan. The Board discussed these pieces, weighing pros and cons, how things would fit together and what the needs of the District relative to this work would be. Following this conversation, Ms. Blue asked the Board for a Motion to approve Ms. Blue and Ms. Park to develop recommendations around the needs for the Executive Director search and future SWAT plan needs. Mr. Royce made the Motion, Ms. Yarnie seconded it. The Board unanimously approved the Motion.

Moving to the last item on the agenda, Ms. Blue asked Ms. Paluk to update the Board on the District's need to in some way adjust the Regional Footprint, per DESE. A clerical error was brought to the District's attention in October, which needs to be addressed; expand the towns students can apply from or cut that back. At this time there are still lingering concerns and questions which Ms. Paluk needs to address. She let the Board know they would not be voting on this at tonight's meeting. She said the necessary information would be gathered and brought to the Education Committee.

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# Abby Kelley Foster Charter Public School

10 New Bond Street Worcester, MA 01606

Phone: (508) 854-8400 Fax: (508) 854-8484

[www.akfcs.org](http://www.akfcs.org)

## Board of Trustees Meeting

**Tuesday, March 30, 2021 / 6:30 p.m.**

[https://akfcs-org.zoom.us/webinar/register/WN\\_CJzQGNkETi-\\_oZ1j8VbgRA](https://akfcs-org.zoom.us/webinar/register/WN_CJzQGNkETi-_oZ1j8VbgRA)

Page 4

Ms. Blue noted for the Board the next several committee and Board meetings; **Education Committee** Thursday, April 8th, 7:45 a.m., **Facilities and Finance Committee**, Friday, April 16th, 8:00 a.m., **Board of Trustees** Wednesday, April 22nd, 6:00 p.m. and Wednesday, April 28th, 6:30 p.m.

Following that Ms. Blue asked for a Motion to adjourn the meeting. Ms. Yarnie made the Motion, Ms. Zagabe-Ndiku seconded the Motion. The meeting adjourned at 8:04 p.m.

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Attendee Report					Total Users
Report Generated	4/28/2021 14:29				19
Topic	Webinar ID	Actual Start Time	Actual Duration (n# Registered	# Cancelled	
Board of Tr	974 6908 7583	4/22/2021 17:52	107	6	0

#### Host Details

Attended	User Name (Origin Email	Join Time	Leave Time	Time in Session (minutes)
Yes	Michelle Vigneux mvigneux@akfcs.o	4/22/2021 17:52	4/22/2021 19:39	107

#### Panelist Details

Attended	User Name (Origin Email	Join Time	Leave Time	Time in Session (minutes)
Yes	Patrick Royce, Trez proyce@akfcs.org	4/22/2021 17:59	4/22/2021 19:39	100
Yes	Celia Blue, Chair cblue@akfcs.org	4/22/2021 18:01	4/22/2021 19:39	98
Yes	Shelly Yarnie, Clerk syarnie@akfcs.org	4/22/2021 17:53	4/22/2021 19:39	107
Yes	Naira Joseph njoseph@akfcs.org	4/22/2021 18:01	4/22/2021 18:11	10
Yes	Naira Joseph njoseph@akfcs.org	4/22/2021 18:11	4/22/2021 19:31	81
Yes	Naira Joseph njoseph@akfcs.org	4/22/2021 19:33	4/22/2021 19:39	6
Yes	Bibiche Zagabe-Nd bndiku@akfcs.org	4/22/2021 18:01	4/22/2021 19:39	98
Yes	Alisha Carpino arcarpino@akfcs.o	4/22/2021 17:57	4/22/2021 19:39	102
Yes	Heidi Paluk she/he hpaluk@akfcs.org	4/22/2021 17:52	4/22/2021 19:39	107
Yes	Jie Park, PhD jiepark@akfcs.org	4/22/2021 18:00	4/22/2021 19:39	99
Yes	Amy Vernon avernon@akfcs.org	4/22/2021 17:59	4/22/2021 19:39	100

#### Attendee Details

Attended	User Name (Origin	First Name	Last Name	Email	Join Time	Leave Time	Time
Yes	Sara Ramirez	Sara	Ramirez	Sramirez@akfcs.or	4/22/2021 18:05	4/22/2021 18:46	41
Yes	Amelie Tambolleo	Amelie	Tambolleo	atambolleo@akfcs	4/22/2021 18:04	4/22/2021 19:39	95
Yes	AnnMarie Little	AnnMarie	Little	amlittle@akfcs.org	4/22/2021 18:50	4/22/2021 19:39	49
Yes	Michael Grennon	Michael	Grennon	mgrennon@akfcs.i	4/22/2021 18:07	4/22/2021 18:13	7
Yes	Michael Grennon	Michael	Grennon	mgrennon@akfcs.i	4/22/2021 18:14	4/22/2021 19:38	84
Yes	Mike Vigneux	Mike	Vigneux	mikevigs@gmail.co	4/22/2021 19:11	4/22/2021 19:39	28
Yes	amy Puliafico	amy	Puliafico	apuliafico@akfcs.c	4/22/2021 18:04	4/22/2021 19:39	95



# Abby Kelley Foster Charter Public School

10 New Bond Street Worcester, MA 01606

Phone: (508) 854-8400 Fax: (508) 854-8484

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## Board of Trustees Digital Meeting

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Thursday, April 28, 2021 / 6:30 p.m.

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## Board of Trustees Meeting Agenda

Wednesday, April 28, 2021 6:30 p.m.

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- I. Call to Order Celia Blue, Chair
- II. Attendance Recorded
- III. Faithfulness to Charter
  - a. Reading of the AKF Mission; “The Mission of the Abby Kelley Foster Charter Public School is to assist parents in their role as primary educators of their children by providing a classical liberal arts education grounded in the great works of Western Civilization and aimed at academic excellence, musical competence and character formation.”
  - b. Public Comments / Open Forum
  - c. Old Business
- IV. Review of the Meeting Minutes from April 22, 2021
  - a. **Motion:** To accept the Meeting Minutes from April 22, 2021.
- V. Interim Executive Director Update- Ms. Paluk
- VI. Graduation Plans- Mr. Kursonis
- VII. DESE Site Visit- Ms. Paluk
- VIII. Committee Updates
  - b. Facilities and Finance Committee
    - i) **Motion:** To approve the FY’ 22 budget as presented to the Board on April 22nd.
  - c. DEI Update- Ms. Blue

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d. Education Foundation

### IX. Upcoming Board/ Committee Meetings

- a. Education Committee- Thursday, May 13th, 7:45 a.m.
- b. Facilities and Finance- Friday, May 21st, 8:00 a.m.
- c. Board of Trustees- Wednesday, May 26th, 6:30p.m.

### X. Upcoming dates

- a. May 6 & 7- DESE
- b. June 2, 2021- Graduation
- c. June 8, 2021- Last day of school

### XI. Adjournment

- a. **Motion:** To adjourn the meeting.

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## Board of Trustees Meeting Agenda

Thursday, April 22, 2021 6:00 p.m.

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- I. Call to Order Celia Blue, Chair
- II. Attendance Recorded
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  - b. Public Comments / Open Forum
  - c. Old Business
- IV. Review of the Meeting Minutes from February 24, 2021 and March 31, 2021
  - a. **Motion:** To accept the Meeting Minutes from February 24, 2021.
  - b. **Motion:** To accept the meeting minutes from March 31, 2021.
- V. Facilities and Finance Committee Update
  - a. **Motion:** To approve a one-time pay out of unused Personal Days for staff as of June 8, 2021.
  - b. **Motion:** To approve \$15,000 for the use of Team Appreciation week, May 3-7, 2021.
- VI. FY’22 Budget Presentation- Ms. Carpino
- VI. Upcoming Board Meeting
  - a. **Board of Trustees-** Wednesday, April 28th, 6:30 p.m.
- VIII. Adjournment
  - Motion:** To adjourn the meeting.

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## Board of Trustees Meeting Minutes -DRAFT

Tuesday, April 22, 2021 / 6:00 p.m.

[https://akfcs-org.zoom.us/webinar/register/WN\\_CJzQGNkETi-oZ1j8VbgRA](https://akfcs-org.zoom.us/webinar/register/WN_CJzQGNkETi-oZ1j8VbgRA)

The Meeting was Called to Order by Celia Blue, Board Chair at 6:35 p.m. Ms. Blue read the Abby Kelley Mission Statement and noted there were no public comments or old business.

The meeting's attendance is included with these minutes.

Ms. Blue asked for a motion to accept the February 24, 2021 meeting minutes. Ms. Zagabe-Ndiku made the Motion, it was seconded by Ms. Yarnie. The Board unanimously approved the minutes from February 24, 2021. Ms. Blue then asked for another Motion to accept the Board Minutes from March 31, 2021. Mr. Royce made the motion; Ms. Zagabe-Ndiku seconded the Motion. The Board approved the minutes unanimously.

Ms. Paluk discussed with the Board an option to do a one-time payout for staff, as a way to recognize the time faculty and staff have put into this school year. This decision would also help with staffing as we come to the end of the school year, staff may see they have these “use them or lose them” personal days and take them, which presents a hardship for the District as substitute teachers are in short supply.

Ms. Blue asked for a motion to approve the one-time payout of unused personal days for staff as of June 2, 2021. Mr. Royce made the motion; Ms. Zagabe-Ndiku seconded the Motion. The Board approved the motion unanimously.

Ms. Paluk asked the Board to consider a request of \$15,000 which was unbudgeted in FY'21 to recognize the Abby Kelley Team for their work, especially this year during Teacher/Team Appreciation week. Ms. Blue asked for a motion to approve \$15,000 for the use of Team Appreciation Week, May 3-7, 2021. Mr. Royce made the motion and then Ms. Zagabe-Ndiku seconded the Motion. The Board approved the motion unanimously.

Ms. Caprino presented the FY'22 Budget along with Ms. Paluk. The presentation began with Ms. Paluk explaining the changes/adjustments that were made to the budget and what it means for the students and teachers. Ms. Carpino then began the explanation of the budget breakdown and what could be found under each category.

Abby Kelley has received and will continue to receive state and federal money through the ESSR II and ESSR III. Through FY '24. This money will support but not carry the Abby Kelley budget for the next few years. Ms. Paluk and Ms. Carpino highlighted the 10 new positions the District plans to add, notes that the salary scale increase will continue forward as being things that move forward for Abby Kelley regardless of ESSRA funding. Ms. Paluk noted that hiring will be a challenge in the coming years as districts all over are getting this funding, it is important Abby Kelley do all we can to retain the staff we have.

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Ms. Yarnie asked about the money that was being allocated to the instructional initiatives and wanted to know how that number was determined if it was not something that was done before. Ms. Carpino explained that this amount is a best estimate of what a pool for various educational initiatives might cost, especially given we do not know the severity of unfinished learning and social emotional needs. Ms. Paluk explained that based on a Risk Assessment done at the school, Abby Kelley has some work that needs to be done when it comes to IT Cyber Security. Ms. Zagabe-Ndiku inquired about making the search for a new director of IT a priority as technology would remain one of the key priorities going forward. Mr. Royce also wanted to know if the laptops included in IT under Administrative line item would be for the students or teachers; Ms. Carpino stated would be for both students and staff.

Ms. Zagabe-Ndiku inquired about the 96% increase under Other Administration Expenses line item and wanted to know why it was different from the year before. Ms. Zagabe-Ndiku also wanted to know which programs would require such a large increase. Ms. Carpino explained that encompasses all staff in that category and that our intention is to increase training such as excel or management training with the goal of improving staff skills. Ms. Zagabe-Ndiku wanted to know if there are any projected programs in mind. Ms. Carpino explained that we have budgeted for both the planned programs but that we have a cushion in case other topics arise.

Ms. Plauk then spoke of the monies that were allocated for the Technology Infrastructure of the school that has the potential to be reimbursed back to Abby Kelley for up to 80%. She states that a technology network upgrade would be a 3-4 month project. Mr. Royce inquired about the eligible uses of the ESSR money and wanted to know if this was eligible for reimbursement if we paid for it out of ESSR funds. Ms. Paluk explained that E-rate money is very specific but ESSR money is more relaxed. Mr. Royce wanted to know what the process was for the E-Rate. Ms. Carpino stated that we work with a third party contractor for E-Rate and she is exploring if AKFCS would be able to get that money and to make an amendment to our application. Mr. Royce wanted to know if updates were going to be available at the May Board meeting. Ms. Paluk stated that she would plan a presentation with the experts for the May meeting.

Ms. Blue asked about the search for all positions and how that will be impacted with a new HR Generalist. Ms. Paluk explained that hiring has become a challenge during Covid and will continue to be difficult during the next few months/year which is why retaining the current staff we currently have is so important. She states that the one-time payout that was earlier approved by the Board (personal day payout vote) will help with that retention and send a message of support and appreciation to the staff.

Regarding the facilities improvements, Ms. Paluk explained that a design firm would need to be hired to do a project analysis which would determine what the cost would be for Middle School HVAC repairs, as well as the Elementary School structure upgrades, especially around the windows and bricks.

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## Board of Trustees Meeting Minutes -DRAFT

Tuesday, April 22, 2021 / 6:00 p.m.

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Ms. Paluk explained that DEI will continue to be a priority. She also stated that the Seamless Summer Option (SSO) will continue so all students will get free meals until the end of next academic year for breakfast and lunch.

Ms. Blue asked for a Motion to adjourn the meeting. Ms. Zagabe-Ndiku called for the Motion. Ms. Yarnie seconded the Motion. The Board approved the Motion to adjourn unanimously at 7:45 p.m.

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Attended	User Name (Origin Email	Join Time	Leave Time	Time in Session (minutes)
Yes	Michelle Vigneux mvigneux@akfcs.o	4/22/2021 17:52	4/22/2021 19:39	107

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Yes	Bibiche Zagabe-Nd bndiku@akfcs.org	4/22/2021 18:01	4/22/2021 19:39	98
Yes	Alisha Carpino arcarpino@akfcs.o	4/22/2021 17:57	4/22/2021 19:39	102
Yes	Heidi Paluk she/he hpaluk@akfcs.org	4/22/2021 17:52	4/22/2021 19:39	107
Yes	Jie Park, PhD jiepark@akfcs.org	4/22/2021 18:00	4/22/2021 19:39	99
Yes	Amy Vernon avernon@akfcs.org	4/22/2021 17:59	4/22/2021 19:39	100

#### Attendee Details

Attended	User Name (Origin	First Name	Last Name	Email	Join Time	Leave Time	Time
Yes	Sara Ramirez	Sara	Ramirez	Sramirez@akfcs.or	4/22/2021 18:05	4/22/2021 18:46	41
Yes	Amelie Tambolleo	Amelie	Tambolleo	atambolleo@akfcs	4/22/2021 18:04	4/22/2021 19:39	95
Yes	AnnMarie Little	AnnMarie	Little	amlittle@akfcs.org	4/22/2021 18:50	4/22/2021 19:39	49
Yes	Michael Grennon	Michael	Grennon	mgrennon@akfcs.i	4/22/2021 18:07	4/22/2021 18:13	7
Yes	Michael Grennon	Michael	Grennon	mgrennon@akfcs.i	4/22/2021 18:14	4/22/2021 19:38	84
Yes	Mike Vigneux	Mike	Vigneux	mikevigs@gmail.co	4/22/2021 19:11	4/22/2021 19:39	28
Yes	amy Puliafico	amy	Puliafico	apuliafico@akfcs.c	4/22/2021 18:04	4/22/2021 19:39	95



# Abby Kelley Foster Charter Public School

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## Diversity, Equity and Inclusion Committee

### Meeting Minutes

Thursday, March 18, 2020 / 6:30 p.m.

Zoom Conference

**I.** The Committee was welcomed and everyone checked in. **In attendance:** Rob Jones, Jenny Bram, MD, Selina Boria, Anne Clayborne, Trinere Rodrigues, Siby Adina, Heidi Paluk, Michelle Vigneux, Amy Emma, Celia Blue, Suncère Hernandez **Not in attendance:** Nana Osei-Brempong, Ernest Boakye, Tim Rehberg

**II.** The minutes from the 1/21/21 meeting were reviewed and accepted.

**III.** The committee discussed the following old business:

- a. Ms. Rodriguez provided an update on the recruitment sub-committee. The sub-committee's first meeting focused on recruitment and how to reach out in a more inclusive way. The group has ideas on practices to implement. Mrs. Paluk updated on the second meeting regarding staff retention, the group had a great conversation and many ideas. They discussed what's keeping staff, barriers to retaining a diverse staff and ideas to increase retention such as a stay interview. Ms. Rodriguez will share the document so the full committee can review. Mrs. Paluk and Ms. Carpino are working to create an action plan for recruitment and retention. The sub-committee will meet via email to continue their work and summarize their findings.
- b. Mrs. Emma provided an update on the DEI Committee Charter sub-committee. The group worked on the purpose, fleshed out guidelines for membership on the committee and determined some future sub-committees. Ms. Adina reviewed the draft of the charter.
  - i. Next Steps: Committee members will review the draft and provide feedback to Ms. Emma and Ms. Vigneux by Tuesday 3/23/21. The sub-committee will meet on Thursday 3/25/21 to incorporate the feedback.

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## **Diversity, Equity and Inclusion Committee**

### **Meeting Minutes**

**Thursday, March 18, 2020 / 6:30 p.m.**

Zoom Conference

**IV.** Mr. Jones updated the committee on the upcoming all-staff professional development and the committee members participated in a learning component on conflict management.

**V.** The next DEI meeting will take place on **Monday April 26, 2021 at 6:30 pm on Zoom.** The following meeting will be held on **Thursday May 20, 2021 at 6:30 pm on Zoom.**

**V.III.** Ms. Adina closed the meeting.

Minutes submitted by Ms. Clayborne 3/29/2021

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## **Fiscal Year 2022 Narrative – Version Two**

### **Revenues**

#### **• Revenues from State Sources (Tuition)**

- I have estimated tuition funding at \$20,828,322 based on calculations of predicted FY22 enrollments and the information provided below.
- FY22 rates are based on the House Ways and Means Budget (HWM) proposal and reflect the passage in November 2019 of An Act Relative to Educational Opportunity for Students, commonly known as the Student Opportunity Act (SOA). SOA makes significant changes to the Foundation Budget Rate formula, based on the recommendations of the Foundation Budget Review Commission (FBRC).
- Foundation Rates- Base rates are the same for every student regardless of their sending district and are used to determine the foundation rates which vary depending on a number of factors and are dependent on the make-up of the students that attend Abby Kelley from that city or town. Each foundation rate is the makeup of the following.
  - The base rate for each student by grade. (SOA was added into this rate so it will increase in FY22 and going forward);
  - Additional funding for each English Language Learner (ELL) student by grade;
  - Economically disadvantaged funding is based on the decile percentage assigned to that city or town and allocated based on the number of students that meet the designation;
  - Additional Funding comes in for Special Education. This is the one piece that is not based on actual headcount. We receive the special education rate for 3.82% of our total enrollment and this rate does not vary based on grade.
- Facilities Aid- This tuition rate remains the same in FY22 at \$938 per pupil.
- Above Foundation Spending Rate- In the absence of actual school spending data, updated third quarter FY21 above foundation spending percentages have been used to generate projected rates. Actual rates may be lower or higher than those presented. Actual above foundation spending rates fluctuate until they are set in June of the fiscal year they represent. Due to the uncertainty of the above foundation spending rates, I calculated this portion by taking an average of the last thirteen years and using that to predict the FY22 rates.

#### **• Revenues from State Sources (Transportation)**

- Transportation (In-District) – The projected transportation rate for FY22 is \$888 per student, totaling \$1,193,000. This is paid at 1/12 July through May. In June, DESE finalizes a claim form that we submit in the preceding February and the final payment is adjusted to capture the true transportation cost for that fiscal year.
- Transportation (Regional) - As a regional charter, we report our expenses to the charter school office. This data gets used to calculate an Entitlement (for expenses to transport pupils who reside >1.5 miles from school). They compare the state-wide entitlement to the available appropriation (it's always less) and then prorate and reimburse in the late spring. Reimbursement comes after districts' EOYRs (the report that provides them with baseline transportation data for "regular" regional schools) audits have been received. This is paid in two payments with this first typically happening in April/May. Based on this I have estimated FY22 regional transportation in the amount of \$42,000.

#### **• Nutrition Revenue**

- SSO (Seamless Summer Option) has been extended through the FY22 school year. This means will we be able to continue to provide free meals to all of our students and be reimbursed for every meal at the free breakfast and lunch reimbursement rate.

- **Other Sources of Revenue**

- Federal Grant Funding (Entitlements)
  - Totaling \$824,000, the revenue budgeted for FY22 is projected based on the FY21 awarded amounts. These are awarded based on formulas set forth in laws or regulations and consist primarily of Special Education, Title I, Title III programs.
- Covid Relief Funding
  - In FY22 our Covid relief funding will be made up of two grants, ESSER II and ESSER III. We have chosen to use half of the ESSER II in FY22 and one-third of the ESSER III totaling \$1,720,937 for FY22. We will have the same amount available for use in FY23.
- Other State Funding
  - This is made up of the teacher quality grant and Medicaid and is calculated based on past numbers totaling \$97,000
- Private Fundraising & Other Revenue
  - The Director of Development will seek additional grants & fundraising events through the foundation. Recently, two private grants were submitted to offset items such as new Science materials and IB fees, etc. so this is not reflected in the budget due to these funds being restricted. \$20,000 is budgeted from money raised to help offset the salary of the Director.
  - Other revenue is made up of athletic fees, school clubs, facility/field rental, E-Rate, and morning program revenue totaling \$85,000

## **Expenses**

- **Salaries**

- The total budgeted amount for salaries in FY22 is \$14,103,076. This number is inclusive of every staff getting their typical step increase, all stipends, and the addition of ten new positions. Adjusting the salary scale is not prudent for a few reasons: It was just done in FY21, a large portion of our revenue is coming from relief funds, and new state reimbursement formulas. As I become more familiar with the ebbs and flows of revenue in Charter Schools, this might be a logical next step. However, in FY22 we have opted to budget monies for staff retention that would only impact FY22.
- The 10 new positions are.
  - Middle School English Language Learner (ELL) Teacher
  - Middle School English Language Learner (ELL) Instructional Assistant- These two positions are necessary as EL students move from ES to MS
  - High School Special Education Instructional Assistant (IA) - To address the increase in Special Education students transitioning to 8<sup>th</sup> grade
  - Elementary School Intervention Teacher- Will provide targeted instruction for students, who are identified through assessments, as needing additional instructional support. They will be responsible for designing lesson progressions and assessments and will work closely with the classroom teachers to increase academic capacity.
  - Elementary School Wellness Teacher- Will incorporate interactive lessons using resources, like the Second Step curriculum and additional activities and resources to promote student's social and emotional learning.
  - Middle School Fifth Grade Teacher- We have had a planned student increase in 4<sup>th</sup> grade this year, necessitating an additional teacher to accommodate the increase in students as they move to 5<sup>th</sup> grade
  - Middle School Health Teacher- Our students have not had a formal health curriculum during formative Middle School years, and this position would also give us the opportunity to focus on social-emotional learning post-pandemic
  - High School Science Teacher
  - Information Technology Specialist- Additional Help Desk support due to the increased technology as a 1:1 district
  - Human Resources Generalist – Recruitment, benefits, and retention focus as part of being a culturally responsive workplace.

- **Fiscal Year 2022 Initiatives and One Time Costs**

- District-Wide Curriculum Approach
  - In FY22 we will convene a District-wide Math Committee and a District-wide Literacy Committee, as well as structure more District-wide professional development opportunities especially around Diversity, Equity, and Inclusion (DEI) and Social-Emotional Learning (SEL/SEL). These efforts will bring a K-12 approach to core

academics and ensure all staff are engaged in the development necessary to work with and teach our students.

#### Student Social Emotional Initiatives

- Social-emotional learning (SEL), is a behavioral framework that encompasses several skills affecting academic and life success, with benefits including better academic performance, fewer disciplinary incidents, and greater awareness and understanding for students about how to handle their emotions. Social-emotional learning affects the lives of students, teachers, parents, and the larger community in meaningful ways that improve relationships and societies as a whole. ESSER II and ESSER III grant funds will be allocated in part to this initiative, which will be used to help students with SEL as they return to school post-pandemic.

#### ○ Student Recovery Initiatives

- Before implementing recovery plans for the future, we must first evaluate and assess what student gaps exist. It is not possible nor prudent during the remaining weeks of FY21 to conduct this assessment and therefore it will be the focus of the early part of next academic year. Funding from the ESSER II and ESSER III and will be used to evaluate students' needs and to formulate a recovery plan. Flexibility is necessary as the recovery process may take more than one academic year and will likely require additional infrastructure and capacity. Possible solutions may take a combination of instructional assistants who support certified staff or behavioral health specialists who can make clinical recommendations for learning strategies and outcomes. Planning needs to be flexible to respond to improving or worsening needs while restoring best practices and processes.

#### ○ Staff Recruitment and Retention

- This initiative will help to move forward the work started by the Recruitment and Retention sub-committee as part of the DEI n committee.
- Efforts include adding a new staff member to Abby Kelley whose core focus will be recruitment and retention in a proactive, district-wide approach
- Retention is necessary in a market that is going to see increased hiring across all educational sectors. Managing for employee retention involves strategic actions to keep employees motivated and focused so they elect to remain employed and fully productive for the benefit of the organization. A comprehensive employee retention program can play a vital role in both attracting and retaining key employees, as well as in reducing turnover and its related costs. All of these contribute to an organization's productivity and overall business performance. The plan will work to address respectful treatment of all employees at all levels, compensation, Trust between employees and senior management, job security, opportunities to use their skills and abilities at work, and continuing to create an environment of transparency.

#### ○ Diversity, Equity, and Inclusion

#### ○ Executive Director Search

### ● Capital Projects FY22

- District-wide information technology evaluation and data refresh. (Under Administration)
- Replace water storage tank High School
- Water valve replacement High School
- Roof leak Middle School
- Security cameras Middle School
- Activity Center storage, stairs, and door
- New floor buffer machine
- Structural widow repairs Elementary School
  - (putting this out to bid and mapping timeline)
- HVAC in Middle School
  - (putting this out to bid and mapping timeline)

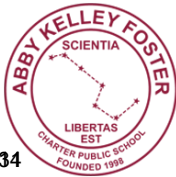
**This narrative was revised on 4.21.21 based on questions from the Finance Committee on 4.16.21 and new information and a format adjustment on budget presentation.**

Abby Kelley Foster Charter Public School  
Proposed Fiscal Year 2022 Budget

	Actual	Budgeted	Actual	Budgeted	Budgeted
	Fiscal Year	Fiscal Year	Fiscal Year	Fiscal Year	Fiscal Year
	2020 Actuals	2021 Budgeted	2021 Forecasted	2022 Budgeted	2021 to 2022 Comparrison
<b>Revenues:</b>					
Revenue from State Sources	19,530,226	20,420,534	20,320,794	22,063,322	8%
State Grants	51,183	52,733	47,603	47,000	-11%
Revenue from Federal Sources	885,772	904,969	851,782	874,000	-3%
CoVID Funding	0	0	1,008,246	1,720,938	
Meal Program Revenues	488,175	719,792	209,291	650,000	-10%
AKFCS Educational Foundation Funding	9,810	20,000	0	20,000	0%
E-Rate Reimbursement	10,592	0	10,000	30,000	
In-Kind Donations	1,800,000	0	0	0	
Other Revenues	90,599	91,419	54,600	85,000	-7%
Total Revenue	22,866,357	22,209,446	22,502,317	25,490,260	15%
<b>Operating Expenses:</b>					
<b>Administration:</b>					
Salaries- Leadership & Administration (non-instructional)	923,983	966,319	886,927	889,332	-8%
Contracted Services- District	170,273	155,984	170,971	221,760	42%
Contracted Services- Legal	114,885	50,000	77,249	75,000	50%
Information Management & Technology	61,431	37,406	58,865	144,000	285%
Recruitment & Advertising	3,055	2,748	5,727	22,500	719%
Other Administrative Expenses	107,633	110,497	103,660	217,019	96%
Depreciation	44,381	14,119	12,150	86,188	510%
Total Adminstration	1,425,640	1,337,073	1,315,549	1,655,798	24%
<b>Instructional Services:</b>					
Salaries- Instructional	9,906,218	11,002,488	10,577,438	11,698,071	6%
Contracted Services- Instructional	141,026	169,500	151,475	230,100	36%
Professional Development	84,733	86,000	54,929	140,700	64%
Supplies & Materials	350,180	348,074	274,754	276,208	-21%
Instructional initiatives	0	0	0	600,000	
International Baccalaureate Program	36,950	60,560	48,305	49,427	-18%
Depreciation	150,813	167,912	124,056	165,768	-1%
Total Instructional Services	10,669,920	11,834,533	11,230,957	13,160,273	11%
<b>Pupil Services-Other</b>					
Salaries- Other Student Services	450,116	458,379	448,807	672,572	47%
Student Transportation	1,170,765	1,324,377	1,232,031	1,356,592	2%
Food Services	337,208	467,865	173,243	463,608	-1%
Nursing Supplies	1,968	3,009	2,124	6,000	99%
Athletic Programs	131,986	190,872	41,929	202,987	6%
Translations	4,644	0	16,563	30,000	
Other Student Services	56,413	67,633	32,450	106,250	57%
Total Pupil Services	2,153,100	2,512,134	1,947,147	2,838,009	13%
<b>Operation and Maintenance of Plant:</b>					
Salaries	568,657	607,421	536,269	407,695	-33%
Contracted Cleaning Costs	0	0	37,790	120,684	
Maintenance of Buildings, Grounds & Equipment	489,302	469,500	439,620	615,100	31%
Environmental Costs	57,943	3,000	0	0	-100%
Utilities	768,174	753,214	819,104	870,034	16%
Depreciation	1,337,866	1,420,007	1,404,836	1,452,772	2%
Total Operation & Maintenance of Plant	3,221,943	3,253,142	3,237,619	3,466,286	7%
<b>Benefits and Other Fixed Charges</b>					
Retirement & Fringe Benefits	1,993,789	2,298,687	2,409,746	2,901,515	26%
Staff Retention	0	0	119,000	350,000	
Rental/Lease of Buildings, Grounds & Equipment	82,397	90,645	81,769	84,000	-7%
Insurance (non-employee)	147,281	149,003	144,301	154,241	4%
Total Benefits and Other Fixed Charges	2,223,468	2,538,335	2,754,816	3,489,756	37%
Total Operating Expenses	19,694,071	21,475,218	20,486,088	24,610,122	15%
<b>Non-Operating Expenses:</b>					
COVID Related Costs	0	0	503,994	0	
Interest Expense- Long Term Debt	782,087	732,129	734,544	686,720	-6%
MDFA Guaranty Fee/Letter of Credit Fee	6,658	5,000	3,742	3,000	-40%
Total Non-Operating Expenses	788,745	737,129	1,242,280	689,720	-6%
<b>Non-Operating Revenue:</b>					
Interest Income	89,433	100,000	27,031	3,000	-97%
Total Non-Operating Revenue	89,433	100,000	27,031	3,000	-97%
Total Expenses	20,482,817	22,212,347	21,728,368	25,299,842	14%
Change in Net Position	2,472,974	97,099	800,980	193,418	99%

## Budget Presentation for Academic Year 2022

Delivered by Heidi Paluk, Interim Executive Director to Board of Trustees on 4/22/2021





# Abby Kelley Foster Charter School

## Priorities for FY22:

- **Students:** Recovery of academic loss and enhanced Social Emotional Support
- **Staff:** Retention of current staff and recruitment of new employees
- District approach to **curriculum** and professional development, especially the focused on **Diversity, Equity, and Inclusion** for all students/staff.
- Investment in Technology Infrastructure especially enhanced **Cybersecurity**
- Investment in **Future of Abby Kelley Foster Charter School:**
  - Executive Director Search
  - Feasibility study for Facilities Improvements

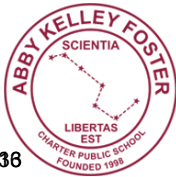


# Abby Kelley Foster Charter School

**Revenue: 15% increase over FY21, projected at \$25,490,260**

Increase in revenue of \$3.28 million more than FY21

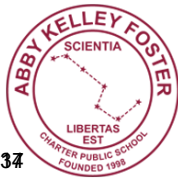
- **ESSRA II and ESSRA III Stimulus Funding**
  - ESSRA II to be used in FY22 and FY23
  - ESSRA III to be used in FY22, FY23, and FY24
- **Student Opportunity Act (SOA)**
  - Change to the Foundation Rate



# Abby Kelley Foster Charter School

**Expenses:** Salaries and stipends in FY22 is **\$14,103,076** (55%)

- Instructional staff receive anticipated salary scale increase
- 10 New Positions across the district:
  - Elementary School Intervention Teacher
  - Elementary School Wellness Teacher
  - Middle School Fifth Grade Teacher
  - Middle School English Language Learner (ELL) Teacher and (ELL) IA
  - Middle School Health Teacher
  - High School Special Education Instructional Assistant (IA)
  - High School Science Teacher
  - Information Technology Specialist
  - Human Resources Generalist (focus on Recruitment)



# Abby Kelley Foster Charter School

## Priority Initiatives:

**Budget reflects the flexibility to assess student needs for next academic year**

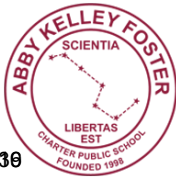
- Student Social Emotional Initiatives
- Student Recovery Initiatives
- Staff Recruitment and Retention
  - Proactive efforts on recruiting staff reflective of our student population
  - Retention of current staff with the anticipation of a one-time 2% payout, among other efforts. This, of course, is subject to the anticipated increase in revenue.



# Abby Kelley Foster Charter School

## Priority Initiatives:

- Technology Infrastructure and **Cybersecurity** upgrades
  - Risk Assessment has discovered some vulnerabilities in our network
  - Now that we are a 1:1 district this increases this priority
- Facilities Enhancements
  - Planning for MS (HVAC) assessment
  - Planning for ES structure and repointing of brick work
- DEI and skill based professional development across the District
- Free meals (breakfast and lunch) for all students through continuation of SSO



# Abby Kelley Foster Charter School

Q & A



Executive Director Report  
May 26, 2021

Since our last Board Meeting:

1. Abby Kelley welcomed back High School Students on May 3. Here is the following breakdown of students remote vs. in-person:

School	Enrollment	In-Person	Remote
Elementary	469	399	70
Middle	470	335	135
High	485	187	298
<b>Total</b>	1424	921	503

2. Team Appreciation week was held May 3-May 6 and we celebrated ALL staff with lunches, cookies, cupcakes, and a \$50 pp gift card from the District.
3. Department of Elementary and Secondary Educations (DESE) conducted a 2-day site visit on May 5 & 6, 2021. In a summary meeting, they shared two findings from their visit (which was done via zoom):

**Criteria 1: Mission**

*In year 23, most stakeholders had a common understanding of the school's mission and key design elements, and most stakeholders were able to describe examples almost fully of the faithfulness to the charter and almost fully of the key elements of the charter.*

**Criteria 6:2: Program Delivery**

*According to stakeholders, instructional practices reflect the high expectations for student engagement, and the classroom environments were conducive to student learning. Stakeholders were able to share limited examples of cultural proficiency in the classroom.*

Please understand these are not conditions on AKFC or our charter. These are just the two observations they shared with me at the end of the two days. **These findings may/may not change when they write the final report.**

**Going Forward:**

Beginning a process and updating the language of our Mission will likely lead to a revised Mission Statement, one that positions us for the next phase of Abby Kelley. I also look forward to incorporating more best practices around cultural proficiency in the classroom, work that we have started in earnest this year and will continue for the foreseeable future.

4. AKFCS has awarded the first Seal of Biliteracy to one of our graduating seniors! The Seal of Biliteracy was adopted by Massachusetts in 2017 with the Language Opportunity Act and is meant to encourage students towards biliteracy in their first language and a second language. The Seal of Biliteracy is awarded in recognition of students who have attained a high level of proficiency in two or more languages by high school graduation. Senior Brendan Mathot is being awarded the Seal of Biliteracy for English and Spanish, a language he mastered as part of the IB Programme. (He is not a native Spanish speaker!) Two juniors, Jailimar Montanez and Dominic Denert who are Seal of Biliteracy candidates, pending a passing score on the ELA MCAS exam.
5. AKFCS is one of only 2 schools locally that have shown an increase in our FAFSA application completion. In a year where completions of this important college access and financial aid prerequisite are down across the country, AKFCS application completion increased by nearly 10%.

**School:** ABBY KELLEY FOSTER CHARTER PUBLIC SCHOOL

**District:** ABBY KELLEY FOSTER CHARTER PUBLIC (DISTRICT)

**Municipality:** WORCESTER

- **Total FAFSA completions as of March 26, 2021:** 60
- **Total FAFSA completions as of March 26, 2020:** 55
- **Percent change:** +9.09
- **Title 1 status:** Title I schoolwide

6. Elementary and Middle School have completed their MCAS testing. High School will continue into next week, ending on June 3, 2021.
7. The Governor and DESE sent out new guidance about the wearing of masks outdoors with no requirement of social distancing for students and no close contact guidelines. Students and staff continue to wear masks while inside. AKFCS adopted this guidance; we continue to provide Pooled Testing with more than 1,600 tests conducted and no positive results.
8. I am thrilled to announce the appointment of Kelly Gould as the new Elementary School Principal. Kelly will be assuming the role, which is soon to be vacated by Amy Emma, who recently announced her retirement. Kelly was one of three candidates interviewed by the search committee:
  - Jenn Giusto (ES Asst. Principal),
  - Kayla Mezzano (1st-grade lead and Faculty Council)
  - Sophronia Woods (ES Guidance),
  - Amelie Tambolleo (Director of ESL),
  - AnnMarie Little (Director of SpEd),
  - Amanda Durkin (ES Administrative Assistant),
  - Tim Rehberg (ES parent and member of DEI Committee)



Kelly is currently serving as the Focused Instructional Coach at the Elementary School where she has worked collaboratively with teachers and administrators to support classroom instruction at all grade levels.

9. I have continued to meet with the faculty regarding issues of transparency, communication, Board Governance, and improving cross-district collaboration.
10. We have recently launched our new website at [www.akfcs.org](http://www.akfcs.org). We continue to tweak some backend issues but are overall very happy with the look and ease of navigation.
11. AKFCS continues to put Family & School Connections as part of our continuous improvement. We are working with the South & Main consultants who shared the initial findings from their focus groups, surveys, and other data they collected. Overall, we are in the participation phase with our relationship with families. We ask them to come to events and we share information with them. We are beginning the work to engaged families and move from participation to partnership.
12. On Wednesday, May 19 we welcomed nearly all the 120 new Kindergarten students as part of Screening Day.
13. AKFCS has 6 staff who are retiring this year, more than usual: Amy Emma in ES; Jeanne Conaghan and Nurse Wendy Piscatelli in MS; Angela Buzzell, Lynn Sa, and Anne O'Connor in HS. Each one of these retirees has been with AKFCS between 14 and 23 years. Anne O'Connor started the first year Abby Kelley opened.
14. Facilities have continued to make some necessary improvements across the district including replacing the stairs to the High School and moving the IT Department into the BRM space. A schedule of summer work is in process.
15. AKFCS was featured at the WooSOX game on Friday, May 21 at Polar Park. In addition to being recognized on-field, I was allowed to speak with the announcers during the fourth inning to promote the Golf Tournament and AKFCS overall. It was a wonderful night to see many community members, alumni, friends, and parents who were enjoying the night at the game.
16. Graduation will be held on Wednesday, June 2, 2021, at 5:30 p.m. on the Abby Kelley Turf Field. (Rain date is Thursday, June 3, 2021, 5:30 p.m.) Each family will have 10 seats on the field, together as a group. Other guests are allowed to stand in the back of the field or on the outside of the fence. The event will be live-streamed, and a photographer will be taking photos which will be posted to a website for students to use as they see fit.

Respectfully submitted,

Heidi Paluk, Interim Executive Director



## Abby Kelley Foster Charter Public School

10 New Bond Street Worcester, MA 01606

Phone: (508) 854-8400 Fax: (508) 854-8484

[www.akfcs.org](http://www.akfcs.org)

### Facilities and Finance Committee Meeting Minutes-DRAFT

#### Facilities and Finance Committee Meeting Agenda

Friday, May 21, 2021 / 8:00 a.m.

<https://akfcs-org.zoom.us/j/91576605185?pwd=ZkZraEkvTmY3N251c1hVbWJlOHFBUT09>

**Meeting ID:** 915 7660 5185

**Passcode:** 178942

**By Phone:** 1-929-205-6099

**Meeting ID:** 915 7660 5185

The meeting was Call to Order by Patrick Royce, Treasurer at 8:05 a.m.

Attendance Recorded

Mr. Royce introduced and allowed Ms. Paluk to speak and make introductions for the IT presentation.

Ms. Paluk began by introducing the IT staff of AKFCS; Mike Foster, Gretchen Spencer, and Kim Hartman. Ms. Paluk introduced the presenter's Dan Sullivan and John Denahey as the consultants who have been helping AKFCS look at cybersecurity and the IT infrastructure of AKFCS.

Mr. Sullivan and Mr. Dehaney's presentation laid out a plan from their recent risk assessment and the next steps for the IT upgrade.

Ms. Blue inquired about the E-rate and what it entails. Mr. Sullivan explained that E-rate is a federal program where you apply for funds for networking only. Mr. Sullivan informed Ms. Blue that with E-rate, you would apply for funds and receive a reimbursement for up to 80% of the money spent. Ms. Blue then asked for an explanation of what the Recovery Disaster Plan would consist of. Mr. Sullivan gave examples of different scenarios where the data may not be available and explained that there would always be a backup of the information stored somewhere else in case needed. Mr. Dehaney stated that they would email the presentation for everyone to see the information.

Mr. Royce inquired about the IT work being done before the FY'22 school year in which Ms. Paluk informed him that this is something that should not be held off too long, however, we are in a waiting pattern with E-rate. Ms. Paluk explained that to be reimbursed by e-rate the application had to already be approved and the AKFCS application was still pending. Ms. Paluk explained that depending on when the monies came in, that is when the project should start.



## Abby Kelley Foster Charter Public School

10 New Bond Street Worcester, MA 01606

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### Facilities and Finance Committee Meeting Minutes-DRAFT

#### Facilities and Finance Committee Meeting Agenda

Friday, May 21, 2021 / 8:00 a.m.

<https://akfcs-org.zoom.us/j/91576605185?pwd=ZkZraEkvTmY3N251c1hVbWJlOHFBUT09>

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Mr. Royce then asked if this new system would be upheld for 5 years or longer in which Mr. Sullivan informed him that it was built for capacity for 10 years. Ms. Zagabe-Ndiku wanted to know if e-rate takes time or AKFCS does not get approved, what would the suggestion be. Ms. Zagabe-Ndiku states that if we patch up the work, we would end up spending money on the same issue again in a year. Mr. Sullivan informed Ms. Zagabe-Ndiku that his suggestion would be to upgrade some existing equipment to conduct intrusion detection.

Ms. Zagabe-Ndiku also asked about the training that would need to be done to learn the new system and if it is every staff that would be trained. Mr. Sullivan informed her that training is something that has to happen and everyone should be trained.

Mr. Royce thanked Mr. Sullivan, Mr. Dennehy, and the IT staff for the presentation and requested the PowerPoint presentation be sent in so that the questions could be answered to which Ms. Paluk informed them that she would send it.

Mr. Grennon did not get time to present his Capital Plan and it has been moved to the next meeting scheduled for June 11, 2021.

Following that Mr. Royce asked for a Motion to adjourn the meeting. Ms. Zagabe-Ndiku made the Motion, and everyone was in favor. The meeting adjourned at 9:15 a.m.



THE BYLAWS

OF

THE ABBY KELLEY FOSTER CHARTER PUBLIC  
SCHOOL, INC.

A Massachusetts Charter School

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## ARTICLE I

### NAME, SEAL AND OFFICES

1. NAME: The name of this Charter School (the "School"), shall be the Abby Kelley Foster Charter Public School, unless the name shall have been properly changed by vote of the Board of Trustees, and approved by the commissioner of elementary and secondary education (Commissioner), in compliance with the School's Charter and applicable law; and provided further that the words "charter school" shall always be part of the School's name.
2. SEAL: The seal of the School shall, subject to alteration by the Board of Trustees, consist of a flat-faced circular die with the word "Massachusetts," together with the name of the School and the year of the School's founding, cut or engraved thereon.
3. OFFICES: The location of the principal office of the School shall be 10 New Bond Street, Worcester, MA 01606, unless the same shall have been changed by vote of the Board of Trustees in accordance with the School's Charter and applicable law.

## ARTICLE II

### SCHOOL PURPOSES

1. STATUTORY: The general purposes of the School shall be those set forth for Massachusetts Charter Schools in the General Laws of Massachusetts, chapter 71, § 89 (d), as follows (and as amended from time to time by legislative action): (1) to stimulate the development of innovative programs within public education; (2) to provide opportunities for innovative learning and assessments; (3) to provide parents and students with greater options in choosing schools within and outside their school districts; (4) to provide teachers with a vehicle for establishing schools with alternative, innovative methods of educational instruction and school structure and management; (5) to encourage performance-based educational programs; (6) to hold teachers and school administrators accountable for students' educational outcomes; and (7) to provide models for replication in other public schools.
2. CHARTER: The School shall have those more particular purposes that are set out in its Charter as the same may be amended from time to time.
3. MISSION STATEMENT: The mission of the Abby Kelley Foster Charter Public School is to assist parents in their role as primary educators of their children by providing a classical liberal arts education

grounded in the great works of Western civilization and aimed at academic excellence, musical competence and character formation.

### ARTICLE III

#### BOARD OF TRUSTEES

1. POWERS: The School is a public school, and is managed by a Board of Trustees, which is itself a public entity and body that operates independently of any school committee, under a charter granted to it by the Massachusetts Board of Elementary and Secondary Education. All corporate powers shall be exercised by the Board of Trustees. The Trustees shall act only as a Board, and the individual Trustees shall have no power as such. The Board of Trustees shall hold the charter of the School and, at any time and from time to time, may, subject to such limitations and requirements as stated in Article V, of these Bylaws and as the Board may impose, delegate to any committee, officer or other person any one or more of its powers and authorities unless its doing so is prohibited or limited by any provision of law, regulations, or these Bylaws; and the Board of Trustees may at any time revoke any delegation so made. Unless the Board of Trustees shall have otherwise authorized or directed, no committee, officer or other person to whom it shall have delegated any power or authority shall have the authority to delegate the same to another.

In the fulfillment of the School's purposes, the Board of Trustees shall manage the School's financial affairs and, to that end, shall have sole authority to approve and oversee the School's annual budget. The Board of Trustees shall be regarded as a public employer for purposes of collective bargaining pursuant to G.L.c.150E, and for purposes of indemnification and tort liability pursuant to G.L. c. 258.

The Board of Trustees shall have authority to select, appoint, remove, direct, and evaluate only the Executive Director of the School. The Board shall neither engage in nor endeavor to exercise managerial authority over the day-to-day operations of the School.

In the exercise of its powers and in the making and implementing policies in furtherance thereof, the Board of Trustees shall fulfill its fiduciary responsibilities, including its duties of care and loyalty to the School; to the end that the School might achieve academic success, be and remain organizationally viable, fulfill the terms of its Charter and its mission; and, as may be required from time to time, secure the renewal of its Charter.

In the exercise of its powers and in the making and implementation of all policies in furtherance thereof, the Board of Trustees shall also act in conformity with all applicable provisions of state and federal law, including all regulations made thereunder, including but not limited to:

- a) Managing the School's financial affairs and overseeing the School's budget;
- b) Successfully completing the opening procedures process in accordance with G.L. c. 70, § 89; 603 CMR 1.00; and any guidelines issued by the Department of Elementary and Secondary Education ("the Department");
- c) Requesting the Commissioner's appointment of any new Trustees and receiving that approval prior to any new Trustees beginning their service as members;
- d) Submitting timely annual reports;
- e) Submitting timely annual independent audit;
- f) Hiring, evaluating, and removing, if necessary, qualified personnel to manage the School's day-to-day operations and holding these administrators accountable for meeting specified goals;
- g) Approving and monitoring progress towards meeting the goals of the School's Accountability Plan;
- h) Adopting and revising School policies, including plans for student recruitment and retention;
- i) Responding to complaints in writing as required by 603 CMR 1.09; and
- j) Ensuring that members of the Board receive an orientation and training regarding their duties and obligations as members of a Board of Trustees.

2. NUMBER OF TRUSTEES: The Board of Trustees shall consist of not fewer than five (5) Trustees nor more than eleven (11) Trustees. The Board of Trustees, by majority, shall have the power to fix its own number and to elect Trustees as provided herein, subject to approval by the Commissioner of any Trustee when first so elected.

3. ELECTION OF TRUSTEES: In the election of persons to the office of Trustee, the Board of Trustees shall not discriminate against any candidate therefor on the basis of age, sex, sexual orientation, gender identity, race, color, national origin, ancestry, religion, creed, marital status, veteran status, genetic information, or disability for which a reasonable accommodation can be afforded.

The Board of Trustees or, if there be one, the Nominations Committee shall establish a means for electing (and re-electing) persons to serve as members of the Board of Trustees.

If at any time the total number of Trustees is fewer than that authorized by these Bylaws, the Trustees then in office may, at any annual, regular or special meeting, elect new trustees in a number sufficient to bring the total to that specified in the Bylaws. The provisions of Section 3 of this Article shall govern every such election.

In assessing the suitability of candidates for membership, the Board of Trustees will exercise due diligence 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, should the candidate be appointed, that may preclude a majority of the Board from participating in deliberations or voting on certain matters within the scope of the Board's authority.

4. TRUSTEE TERMS: Subject to the provisions of these Bylaws, each Trustee shall serve for a term of three years, not including a partial term the Trustee may be appointed to serve, and until his or her successor is elected or until he or she fails of re-election. A person shall serve as a Trustee for no more than four consecutive three-year terms. The Board shall continue the practice of allowing terms less than three years after reviewing compelling reasons presented by a prospective Trustee.

5. VACANCIES: Any vacancy in the Board of Trustees created by the departure, including by the death, removal or resignation, of one or more Trustees may be filled for the unexpired portion of the term by vote of a majority of the Trustees then in office. In the case of a vacancy created by an increase in the authorized number of Trustees, the vacancy may be filled for an initial term of not more than three (3) years, as the Board of Trustees shall determine. Any Trustee elected to fill a vacancy shall hold office until the expiration of the term fixed pursuant to this Section 5 and otherwise in accordance with Section 4.

6. COMPENSATION AND EXPENSES: The members of the Board of Trustees shall receive no compensation for their services as Trustees; however, nothing in this provision shall be construed to prevent the reimbursement of expenses reasonably incurred in the course of providing such services.

7. RESIGNATION OF TRUSTEES: Any Trustee may resign from the Board of Trustees by delivering a written notice of resignation to the Chair, to the Clerk, or to a meeting of the Board of Trustees.



8. REMOVAL OF TRUSTEES: Any Trustee may be removed, with or without cause, by the affirmative vote of two-thirds of the members of the Board of Trustees then in office at any annual or regular meeting or at any special meeting called for that purpose. Any person proposed to be removed as a Trustee shall be entitled to at least seven (7) days' notice in writing by mail of the meeting of the Board of Trustees at which such removal is to be voted upon and shall be entitled to appear before and be heard by the Trustees at such meeting.

#### ARTICLE IV

##### MEETINGS OF THE BOARD OF TRUSTEES

1. FREQUENCY OF MEETINGS: All meetings of the Board of Trustees must be held in Massachusetts and occur at least quarterly.
2. OPEN MEETING LAW: Meetings of the Board and its committees will comply with the open meeting law, G.L. c. 30A, §§ 18-25 and the regulations, guidance, and directives of the Office of the Attorney General including but not limited to, training, notice of meetings, and conducting executive sessions.
3. QUORUM: At all meetings of the Board of Trustees, a majority of the Trustees then in office shall be necessary and sufficient to constitute a quorum for the transaction of business.
4. VOTING: The act of a majority of the Trustees present at any meeting at which there is a quorum shall be the act of the Board of Trustees, except as may be otherwise specifically provided by law, by Charter, or by these Bylaws. Whether or not a quorum is present, any meeting may be adjourned from time to time by a majority of the votes cast upon the question, without notice other than by announcement at the meeting, and without further notice to any absent Trustee.

Nothing in these Bylaws shall be deemed to permit any member of the Board of Trustees to cast any vote by proxy or, being physically absent from the meeting, by telephone or other electronic device.

5. ANNUAL MEETING. There shall be an annual meeting of the Board of Trustees for the purpose of electing officers of the Board of Trustees and for the purpose of transacting such other business as may be required by law, these Bylaws or the School's Charter or as may properly come before the meeting. The annual meeting shall be held each year at the principal office of the School without call or formal notice in the month of June. The annual meeting may be held, with notice, at an alternate location, or on an alternate date in June, as established by the Board of Trustees. If an annual meeting is not held, the Chair or any two (2) Trustees shall call a special meeting of the Board of Trustees for such purpose.

6. REGULAR MEETINGS. Regular meetings of the Board of Trustees shall be held at least quarterly at the principal office of the School and/or at such times and at such places as the Board may from time to time determine.
7. SPECIAL MEETINGS. The Chair of the Board may call and, upon a written request to the Board Chair or Clerk that is addressed to them and signed by any two (2) or more Trustees, shall call a special meeting of the Board of Trustees. Reasonable notice, stating the time, date and place of said meeting and the purpose therefor, shall be given to each Trustee by the Clerk, or, in the case of the death, absence, incapacity or refusal of the Clerk, by the Chair or by the two (2) or more Trustees calling the meeting. Notice to a Trustee of a special meeting shall be deemed to be sufficient if sent by mail at least three (3) days prior to such meeting, addressed to him at his usual or last known business or residence address, or by facsimile, telegram or e-mail at least twenty-four hours before the meeting, or if given in person, either by telephone or by handing him a written notice at least twenty-four hours before the meeting. A special meeting may be held at any time without call or formal notice, provided the Trustees are either all present or waive notice thereof before or after the meeting by a written waiver that is filed with the records of the meeting.
8. NOTICE OF MEETINGS. Unless otherwise specified in these Bylaws, notice of the time, date and place of all meetings of the Board of Trustees shall be served, either personally, by e-mail, or by mail, not less than seven (7) nor more than thirty (30) days before the meeting upon each person who appears in the records of the School as a Trustee, and, if mailed, such notice shall be directed to each Trustee at his or her address as it appears in the records of the School unless he or she has filed with the Clerk a written request that notices be mailed to the address designated in such request.
9. WAIVER OF NOTICE. Whenever notice of a meeting is required, such notice need not be given to any Trustee if a written waiver of notice, executed by him/her before or after the meeting, is filed with the records of the meeting, or to any Trustee who attends the meeting without protesting the lack of notice prior to the meeting or at the start of the meeting. A waiver of notice must clearly identify the meeting but need not specify the purposes of the meeting.
10. RECORD OF MEETINGS. A detailed and accurate record of every meeting shall be made and kept as required by the Open Meeting Law.
11. REMOTE PARTICIPATION IN MEETINGS. A member of the board of trustees 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.
12. EXECUTIVE SESSIONS. The Board may hold executive sessions only in compliance with G.L. c. 30A, 2 and the regulations promulgated thereunder.

## ARTICLE V

### COMMITTEES AND AGENTS OF THE BOARD

1. **COMMITTEES OF TRUSTEES:** The Board of Trustees, by vote of a majority of the Trustees then in office, may at any time elect from the Board of Trustees such standing and ad hoc committees as the Board deems appropriate for the purpose of discharging its responsibilities, including an Executive Committee, Education Committee, Finance Committee and/or one or more other committees. Each such committee shall have a written statement of purpose, role and scope of authority, as shall have been approved by the Board of Trustees. The Board may from time to time designate or alter, within the limits permitted by this Section, the duties and powers of such committees or change their membership, and may at any time abolish such committees or any of them. **The BoT Chair appoints chairs of the committees.**

Any committee shall be vested with such powers as the Board of Trustees may confer on it in the vote establishing such committee or in a subsequent vote of a majority of the Trustees then in office; provided, however, that no such committee shall have any power prohibited by law or the Charter, nor shall any such committee have the power to change the principal office of the School; to amend or authorize the amendment of the Charter or these By-Laws; to elect any officers required by law, the Charter, or these By-Laws to be elected by Trustees; to fill vacancies in any such office; to fill vacancies in the Board of Trustees; to remove officers or Trustees from office; to authorize the sale or other disposition of the property and business of the School; to authorize the liquidation or dissolution of the School; to incur substantial indebtedness; to adopt the annual budget; or to take any actions which require by law the vote of the Board of Trustees. The absence of any particular power in the foregoing recitation of powers denied to committees of the Board of Trustees shall not be construed to permit the Board of Trustees to grant to any committee any power or authority in violation of any provision of law, the School's Charter or these By-Laws.

Each member of a committee shall hold office until the next annual meeting of the Board of Trustees (or until such earlier time as the Board of Trustees may determine), or until he or she sooner dies, resigns, is removed, or becomes disqualified by ceasing to be a Trustee, or until the committee is sooner abolished by the Board of Trustees.

A majority of the members of any committee, shall constitute a quorum for the transaction of business, but any committee meeting may be adjourned from time to time by a majority of the votes cast upon the question, whether or not a quorum is present, and the meeting may be held as adjourned without further notice. Each committee may make rules not inconsistent with these Bylaws for the holding and conduct of its meetings, but unless otherwise provided in such rules its meetings shall be held and conducted in the same manner, as nearly as may be, as is provided in these Bylaws for meetings of the

Board of Trustees. The Board of Trustees shall have the power to rescind any vote or resolution of any committee; provided, however, that no rights of third parties shall be impaired by such rescission.

2. EXECUTIVE COMMITTEE: At the discretion of the Board of Trustees as it determines necessary in order to facilitate the functioning of the Board of Trustees, the Board shall authorize as a standing committee an Executive Committee of the Board comprised of trustees: the Board Chair, the Vice Chair, the Clerk and the Treasurer of the Board. The Chair of the Board shall chair this committee.

The Executive Committee also shall have the responsibility to oversee the executive director's annual performance evaluation, and will present its evaluation and recommendation for action by the Board in accordance with the Board's standing policies and procedures.

In the absence of an ad hoc nominating committee elected by the board, the executive committee shall serve as the nominating committee for future board members. The committee shall encourage nominations or applications from parents of students currently attending the school and subject matter experts and community leaders where appropriate.

The Executive Committee shall convene when called by the chair or by any two members of the committee. In the event of a permanent or temporary vacancy on this Committee of the Board Vice Chair, Treasurer or Clerk, the remaining members of the Executive Committee shall appoint a replacement from among the other members of the Board to fill that position until a replacement is elected to office or becomes available.

3. EDUCATION COMMITTEE: *[need purpose of committee ]*

4. FINANCE COMMITTEE: *[need purpose of committee]*

5. AGENTS: The Board of Trustees shall appoint a chief executive officer, however styled, and may appoint such other agents and employees as the Board deems appropriate for the discharge of its responsibilities. The Board of Trustees, at any time and from time to time, subject to such limitations and requirements as it may impose, delegate to any such agent or employee any one or more of its powers and authorities unless doing so is prohibited or limited by any provision of law, the School's Charter or these Bylaws. The Board of Trustees may at any time revoke any delegation so made. A written statement of the duties, role and scope of authority of each such agent or employee shall be approved by the Board of Trustees at the time of any such appointment. The Board may from time to time designate or alter, within the limits permitted by this Section, the duties, role and powers of such agents and/or employees and may at any time abolish such agents' or employees' role or discharge any of them.

No agent or employee shall have any power prohibited by law or the Charter, nor shall any agent or employee have the power to change the principal office of the School; to amend or authorize the amendment of the School's Charter or these Bylaws; to elect any officers required by law, the Charter, or these Bylaws to be elected by the Board of Trustees; to fill vacancies in any such office; to fill vacancies in the Board of Trustees; to remove officers or Trustees from office; to authorize a sale or other disposition of the property and business of the School; to authorize the liquidation or dissolution of the School; to incur substantial indebtedness; to adopt the annual budget; or to take any actions which require by law the vote of the Board.

The Board of Trustees shall have the power to rescind any action taken by any such agent or employee; provided, however, that no rights of third parties shall be impaired by such rescission.

6. BOND: Any Trustee, agent or employee of the School may be required, as and if determined by the Board of Trustees, to give bond for the faithful performance of his or her duties in such amount and on such terms as the Board of Trustees may from time require.

## ARTICLE VI

### OFFICERS, OTHER MATTERS

1. OFFICERS: The officers of the School shall be a Chair of the Board, a Vice Chair of the Board, a Treasurer, and a Clerk and such other officers as the Board of Trustees may, in its discretion, elect. Subject to law, to the School's Charter, and to the provisions of these Bylaws, each officer shall have, in addition to the duties and powers herein set forth, such duties and powers as the Board of Trustees may from time to time prescribe.

The Chair of the Board, the Vice Chair of the Board, the Treasurer, and the Clerk shall be elected annually by the Board of Trustees at its annual meeting following the election of Trustees. Such other offices of the School as may be created in accordance with these Bylaws may be elected at such meeting, or at any other regular or special meeting, by vote of a majority of the Trustees then in office.

Each officer shall hold office until the next annual meeting of the Board of Trustees, or until he or she sooner dies, resigns, is removed, or becomes disqualified.

Any officer of the School may be required, as and if determined by the Board of Trustees, to give bond for the faithful performance of his or her duties in such amount and on such terms as the Board of Trustees may from time to time require.

2. CHAIR OF THE BOARD: The Chair of the Board shall be a member of the Board of Trustees and shall preside at its meetings. He or she shall also serve as the chair of the Executive Committee, if any. He or she shall keep himself or herself informed of the administration of School affairs, shall counsel, advise and confer with other officers of the School, and shall perform such other duties as may from time to time be assigned to him or her by the Board of Trustees.

3. VICE CHAIR OF THE BOARD: The Vice Chair of the Board shall be a member of the Board of Trustees. He or she shall preside at its meetings in the absence of the Chair and perform the duties of the Chair in the event of his or her incapacity for a period of two months or longer. He or she shall provide such assistance as the Chair may request in the performance of his or her duties.

4. TREASURER: The Treasurer shall be a member of the Board of Trustees. The Treasurer shall have such duties and powers as are commonly incident to the office of a corporate treasurer and such other duties and powers as may be prescribed from time to time by the Board of Trustees. The Treasurer shall serve as Chair of the Finance or Budget Committee, if any, and shall otherwise serve as the key leader of the Board on all policy pertaining to financial matters. He or she shall ensure that all Trustees regularly receive from the administration of the School appropriate and comprehensible financial statements that include comparisons of revenues and expenditures with both the approved annual budget and the preceding fiscal year for the same time periods. The Treasurer shall ensure that other financial reports, including those for special or major Board-approved expenditures, investments and annual or special audits, are provided to all Trustees in a timely manner for review and discussion, as appropriate. The Treasurer shall be responsible to and shall report to the Board of Trustees and can preside at Board meetings in the absence of the chair, if a Vice Chair position is not appointed.

5. CLERK: The Clerk shall be a member of the Board of Trustees and have charge of such of the School's books, records, documents, and papers as the Board of Trustees may determine. He or she or someone designated to act on his or her behalf shall attend and keep the minutes of all of the meetings of the Board of Trustees and of its committees. He or she or someone designated on his or her behalf shall keep a record containing the names of all persons who are Trustees of the School, showing their places of residence, e-mail addresses and telephone numbers and shall notify the Trustees of meetings in accordance with these Bylaws. In the absence of the Clerk from any meeting, a temporary clerk may be chosen by vote of the Trustees present at such meeting. Unless the Board of Trustees shall otherwise require, the Clerk or, in his or her absence, the temporary or assistant clerk, if any, shall have custody of the corporate seal and be responsible for affixing it to such documents as may be required to be sealed.

The Clerk shall have such other duties and powers as are commonly incident to the office of a corporate clerk, and such other duties and powers as may be prescribed from time to time by the Board of Trustees or by the Chair of the Board.

6. RESIGNATIONS: Any officer of the School may resign at any time by delivering written notice thereof to the Chair of the Board, to the Clerk, or to a meeting of the Board of Trustees.

7. REMOVALS: The Board of Trustees may, by affirmative vote of two-thirds of the members of the Board of Trustees then in office, remove from office the Chair of the Board, the Clerk, the Treasurer or any other officer of the School with or without cause at any annual or regular meeting or at any special meeting called for the purpose. Any Officer proposed to be removed for cause shall be entitled to at least seven (7) days' notice in writing by mail of the meeting of the Board of Trustees at which such removal is to be voted upon and shall be entitled to appear before and be heard at such meeting.

8. VACANCIES: If any office becomes vacant, the Board of Trustees may elect a successor or successors by vote of a majority of the Trustees then in office. Each successor Officer shall hold office for his or her predecessor's unexpired term or until he or she sooner dies, resigns, is removed or becomes disqualified.

9. COMPENSATION AND EXPENSES: Officers shall receive no compensation for their services as officers; however, nothing in this provision shall be construed to prevent the reimbursement of expenses reasonably incurred in the course of providing such services.

## ARTICLE VII

### INDEMNIFICATION

1. TRUSTEES: The School and the Board of Trustees are an agency of the Commonwealth, and nothing in these bylaws shall be construed to constitute a waiver of the sovereign immunity of the Commonwealth. To the extent and for the purposes permitted by chapter 258 of the General Laws of Massachusetts, the Board of Trustees of the School shall indemnify each Trustee who is at any time serving or has at any time served as a Trustee of the Board (an "Indemnified Party").

2. PROCEDURE: The Board of Trustees shall maintain insurance to achieve the purpose of this Article. A person seeking indemnification must promptly notify in writing the Board chair and Board secretary of the request and shall fully state the reasons and basis for the request. The person seeking indemnification must cooperate with the board, its counsel and its insurer to receive or continue indemnification. The types of costs and limits upon costs to be indemnified will be those set forth in c. 258.

## ARTICLE VIII

### INTERESTED TRUSTEES AND OFFICERS

Persons holding the position of Trustee are special state employees within the meaning of the State Ethics Statute as codified at Massachusetts General Law chapter 268A. Trustees shall disclose to the State Ethics Commission, the Department, and the Worcester city clerk any financial interest or business transactions in which they or a member of their immediate family have in any charter school in Massachusetts or elsewhere. Such disclosure shall be made within thirty (30) days of joining the Board and by September 1 of each year in which the Trustee served on the Board. Failure to comply with state ethics requirements may result in removal of individual board members by the board of trustees or by the Commissioner. G.L. c. 71, § 89(u); 603 CMR 1.06(2)(e).

## ARTICLE IX

### EXECUTION OF PAPERS

Unless the Board of Trustees shall authorize or direct the execution thereof in some other manner, all deeds, leases, transfers, contracts, proposals, bonds, notes, checks, drafts, and other obligations made, accepted or endorsed by the School shall be signed or endorsed on behalf of the School by the Chair of the Board or the Treasurer or their designees.

## ARTICLE X

### FISCAL YEAR

The fiscal year of the School shall be from the first day of July through the last day of June 30 of the following calendar year.



ARTICLE XI  
AMENDMENTS

Subject always to such approval as may be required to be given by the Commissioner, the Board of Trustees may, by a two-thirds vote of the Trustees then in office, alter, amend or repeal these Bylaws, in whole or in part, at any meeting the notice for which includes notice of the proposal to alter, amend or repeal these Bylaws.

DRAFT

THE BY-LAWS  
OF  
THE ABBY KELLEY FOSTER CHARTER PUBLIC  
SCHOOL, INC.

A Massachusetts Charter School

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ARTICLE I  
NAME, SEAL AND OFFICES

1. NAME: The name of this Charter School (the "School"), being a public school granted a charter as such (its "Charter") by the Commonwealth of Massachusetts, shall be the Abby Kelley Foster Charter Public School, unless the same shall have been changed by vote of the Board of Trustees consistently with the School's Charter and applicable law; and provided further that the words "charter school" shall always be part of the School's name.
2. SEAL: The seal of the School shall, subject to alteration by the Board of Trustees, consist of a flat-faced circular die with the word "Massachusetts," together with the name of the School and the year of the School's founding, cut or engraved thereon.
3. OFFICES: The location of the principal office of the School shall be 10 New Bond Street, Worcester, MA 01606, unless the same shall have been changed by vote of the Board of Trustees consistently with the School's Charter and applicable law.

ARTICLE II  
SCHOOL PURPOSES

1. STATUTORY: The general purposes of the School shall be those set forth for Massachusetts Charter Schools in the General Laws of Massachusetts, chapter 71, § 89 (d), as follows (and as amended from time to time by legislative action): (1) to stimulate the development of innovative programs within public education; (2) to provide opportunities for innovative learning and assessments; (3) to provide parents and students with greater options in choosing schools within and outside their school districts; (4) to provide teachers with a vehicle for establishing schools with alternative, innovative methods of educational instruction and school structure and management; (5) to encourage performance-based educational programs; (6) to hold teachers and school administrators accountable for students' educational outcomes; and (7) to provide models for replication in other public schools.
2. CHARTER: The School shall have those more particular purposes that are set out in its Charter as the same may be from time to time.
3. MISSION STATEMENT: The mission of the Abby Kelley Foster Charter Public School is to assist parents in their role as primary educators of their children by providing a classical liberal arts education grounded in the great works of Western Civilization and aimed at academic excellence, musical competence and character formation.

ARTICLE III  
MEMBERS

MEMBERSHIP: The School shall have no members. Any action or vote required or permitted by law to be taken by members shall be taken by action or vote of the same percentage of the Board of Trustees of the School.

ARTICLE IV  
BOARD OF TRUSTEES

1. POWERS: The Board of Trustees of this body politic and corporate, a public school operating under its Charter, shall have all the corporate powers exercisable under applicable law and the Charter granted to the School by the Massachusetts Board of Education, including those powers that are necessary or desirable for carrying out the School's purposes, and shall act and operate independently of any school committee.

All corporate powers shall be exercised by the Board of Trustees, but the Trustees shall act only as a Board, and the individual Trustees shall have no power as such. The Board of Trustees shall hold the charter of the School and, at any time and from time to time, may, subject to such limitations and requirements as it may impose, delegate to any committee, officer or other person any one or more of its powers and authorities unless

its doing so is prohibited or limited by any provision of law or these By-Laws; and the Board of Trustees may at any time revoke any delegation so made. Unless the Board of Trustees shall have otherwise authorized or directed, no committee, officer or other person to whom it shall have delegated any power or authority shall have the authority to delegate the same to another.

In the fulfillment of the School's corporate purposes, the Board of Trustees shall manage the School's financial affairs and, to that end, shall have sole authority to approve the School's annual budget. The Board of Trustees shall be regarded as a public employer for purposes of collective bargaining pursuant to G.L.c.150E, and for purposes of indemnification and tort liability pursuant to G.L.c. 258.

The Board of Trustees shall have authority to select, appoint, remove, direct and evaluate only the Executive Director of the School. The Board shall neither engage in nor endeavor to manage the day-to-day operations of the School.

In the exercise its powers and in the making and implementation of all policies in furtherance thereof, the Board of Trustees: (a) shall fulfill its fiduciary responsibilities, including its duties of care and loyalty to the School; (b) shall do so to the end that the School might achieve academic success, be and remain organizationally viable, fulfill the terms of its Charter and its mission; and, (c) as may be required from time to time, secure the renewal of its Charter.

In the exercise its powers and in the making and implementation of all policies in furtherance thereof, the Board of Trustees shall also act in conformity with all applicable provisions of state and federal law, including all regulations made thereunder, including but not limited to:

- a) Successfully completing the opening procedures process in accordance with G.L. c. 70, § 89; 603 CMR 1.00; and any guidelines issued by the Department of Elementary and Secondary Education;
- b) Requesting the Commissioner's appointment 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 audit;
- e) Hiring, evaluating, and removing, if necessary, qualified personnel to manage the School's day-to-day operations and holding these administrators accountable for meeting specified goals;
- f) Approving and monitoring progress towards meeting the goals of the School'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) Ensuring that members of the Board receive an orientation and training regarding their duties and obligations as members of a Board of Trustees.

2. NUMBER, ELECTION AND STATUS OF TRUSTEES: The Board of Trustees, by majority, shall have the power to fix its own number and to elect Trustees as provided herein, subject to approval by the Board of Education of any Trustee when first so elected.

In the election of persons to the office of Trustee, the Board of Trustees shall not discriminate against any candidate therefor on the basis of age, sex, sexual orientation, gender identity, race, color, national origin, ancestry, religion, creed, marital status, veteran status, genetic information, or disability, condition for which a reasonable accommodation can be afforded.

The Board of Trustees shall consist of not fewer than five (5) Trustees nor more than eleven (11) Trustees.

Subject to the provisions of these By-Laws, each Trustee shall serve for a term of three years and until his or her successor is elected or until he or she fails of re-election. A person shall serve as a Trustee for no more than four consecutive three-year terms.

The Board of Trustees or, if there be one, the Nominations Committee shall establish a means for electing (and re-electing) persons to serve as members of the Board of Trustees.

If at any time the total number of Trustees is fewer than that authorized by these By-Laws, the Trustees then in office may, at any annual, regular or special meeting, elect new trustees in a number sufficient to bring the total to that specified in the By-Laws. The provisions of Section 3 of this Article shall govern every such election.

In assessing the suitability of candidates for membership, the Board of Trustees will exercise due diligence 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 that may preclude a majority of the Board from participating in deliberations or voting on certain matters within the scope of the Board's authority.

3. VACANCIES: Any vacancy in the Board of Trustees created by the departure, including by the death, removal or resignation, of one or more Trustees may be filled for the unexpired portion of the term by vote of a majority of the Trustees then in office. In the case of a vacancy created by an increase in the authorized number of Trustees, the vacancy may be filled for an initial term of not more than three (3) years, as the Board of Trustees shall determine. Any Trustee elected to fill a vacancy shall hold office until the expiration of the term fixed pursuant to this Section 3 and otherwise in accordance with Section 2.

4. COMPENSATION AND EXPENSES: The members of the Board of Trustees shall receive no compensation for their services as Trustees; however, nothing in this provision shall be construed to prevent the reimbursement of expenses reasonably incurred in the course of providing such services.

5. RESIGNATION OF TRUSTEES: Any Trustee may resign from the Board of Trustees by delivering a written notice of resignation to the Chair, to the Clerk, or to a meeting of the Board of Trustees.

6. REMOVAL OF TRUSTEES: Any Trustee may be removed, with or without cause, by the affirmative vote of two-thirds of the members of the Board of Trustees then in office at any annual or regular meeting or at any special meeting called for that purpose. Any person proposed to be removed as a Trustee shall be entitled to at least seven (7) days' notice in writing by mail of the meeting of the Board of Trustees at which such removal is to be voted upon and shall be entitled to appear before and be heard by the Trustees at such meeting.

7. MEETINGS OF THE BOARD OF TRUSTEES: All meetings of the Board of Trustees and of its committees shall be held in conformity with the requirements of the Open Meeting Law, including training, notice of meetings, records of meetings, and executive sessions, as codified at chapter 30A, §§ 18-25 of the General Laws of Massachusetts.

- a) Annual Meeting. There shall be an annual meeting of the Board of Trustees for the purpose of electing officers of the Board of Trustees and for the purpose of transacting such other business as may be required by law, these By-Laws or the School's Charter or as may properly come before the meeting. The annual meeting shall be held each year at the principal office of the School without call or formal notice in the month of June. The annual meeting may be held, with notice, at an alternate location, or on an alternate date in June, as established by the Board of Trustees. If an annual meeting is not held, the Chair or any two (2) Trustees shall call a special meeting of the Board of Trustees for such purpose.

- b) Regular Meetings. Regular meetings of the Board of Trustees shall be held at least quarterly at the principal office of the School and/or at such times and at such places as the Board may from time to time appoint.
- c) Special Meetings. The Chair of the Board may call and, upon a written request to the Board Chair or Clerk that is addressed to them and signed by any two (2) or more Trustees, shall call a special meeting of the Board of Trustees. Reasonable notice, stating the time, date and place of said meeting and the purpose therefor, shall be given to each Trustee by the Clerk, or, in the case of the death, absence, incapacity or refusal of the Clerk, by the Chair or by the two (2) or more Trustees calling the meeting. Notice to a Trustee of a special meeting shall be deemed to be sufficient if sent by mail at least three (3) days prior to such meeting, addressed to him at his usual or last known business or residence address, or by facsimile, telegram or e-mail at least twenty-four hours before the meeting, or if given in person, either by telephone or by handing him a written notice at least twenty-four hours before the meeting. A special meeting may be held at any time without call or formal notice, provided the Trustees are either all present or waive notice thereof before or after the meeting by a written waiver that is filed with the records of the meeting.
- d) Notice of Meetings. Unless otherwise specified in these By-Laws, notice of the time, date and place of all meetings of the Board of Trustees shall be served, either personally, by e-mail, or by mail, not less than seven (7) nor more than thirty (30) days before the meeting upon each person who appears in the records of the School as a Trustee, and, if mailed, such notice shall be directed to each Trustee at his or her address as it appears in the records of the School unless he or she has filed with the Clerk a written request that notices be mailed to the address designated in such request.
- e) Waiver of Notice. Unless otherwise specified in these By-Laws, whenever under the provisions of law or of the Charter or By-Laws of the School, the Board of Trustees, or any committee thereof, is authorized to take any action after notice to the Board of Trustees or after the lapse of a prescribed period of time, such action may be taken without notice and without lapse of any period of time if, at any time before or after such action be completed, such requirements are waived in writing by two-thirds of the persons entitled to such notice or entitled to participate in the action to be taken.
- f) Record of Meetings. A detailed and accurate record of every meeting shall be made and kept in conformity with the requirements of the Open Meeting Law.
- g) Remote Participation. In accordance with 940 CMR 29.10, the board may authorize remote participation in its meetings.
- h) Executive Sessions. The Board may hold executive sessions only when: (a) the Board first convenes in an open session; (b) the presiding officer states the reason for meeting in the executive session, and (c) a majority of the Trustees then present votes to meet in the executive session. The Board may hold executive sessions for the purposes allowed by law, which include but are not limited to the following circumstances: to discuss the reputation, character, or health of an individual; to consider the dismissal or discipline of an employee; to discuss strategy relating to litigation or collective bargaining; to consider the purchase or lease of real property where such negotiations may be compromised by public discussion; to investigate charges of criminal misconduct; to discuss the use of security devices; or applicable law requires discussions in private. Prior to any executive session in which the Board meets to consider the reputation, character or health of an employee, or in which the Board considers the discipline of an employee, the Board must give notice of such meeting to the individual at issue and provide the individual with the right to be present at such meeting, the right to counsel and the right to speak on his or her behalf.

8. QUORUM: At all meetings of the Board of Trustees, the presence in person, either physically or remotely in compliance with 940 CMR 29.10, of a majority of the Trustees then in office shall be necessary and sufficient to constitute a quorum for the transaction of business. The act of a majority of the Trustees present at any meeting at which there is a quorum shall be the act of the Board of Trustees, except as may be otherwise specifically provided by law, by Charter, or by these By-Laws. Whether or not a quorum is present, any meeting may be adjourned from time to time by a majority of the votes cast upon the question, without notice other than by announcement at the meeting, and without further notice to any absent Trustee.

Nothing in these By-Laws shall be deemed to permit any member of the Board of Trustees to cast any vote by proxy or, being physically absent from the meeting, by telephone or other electronic device.

9. COMMITTEES OF TRUSTEES: The Board of Trustees, by vote of a majority of the Trustees then in office, may at any time elect from the Board of Trustees such standing and ad hoc committees as the Board deems appropriate for the purpose of discharging its responsibilities, including an Executive Committee and/or one or more other committees. Each such committee shall have a written statement of purpose, role and scope of authority, as shall have been approved by the Board of Trustees. The Board may from time to time designate or alter, within the limits permitted by this Section, the duties and powers of such committees or change their membership, and may at any time abolish such committees or any of them.

Any committee shall be vested with such powers as the Board of Trustees may confer on it in the vote establishing such committee or in a subsequent vote of a majority of the Trustees then in office; provided, however, that no such committee shall have any power prohibited by law or the Charter, nor shall any such committee have the power to change the principal office of the School; to amend or authorize the amendment of the Charter or these By-Laws; to elect any officers required by law, the Charter, or these By-Laws to be elected by Trustees; to fill vacancies in any such office; to fill vacancies in the Board of Trustees; to remove officers or Trustees from office; to authorize the sale or other disposition of the property and business of the School; to authorize the liquidation or dissolution of the School; to incur substantial indebtedness; to adopt the annual budget; or to take any actions which require by law the vote of the Board of Trustees. The absence of any particular power in the foregoing recitation of powers denied to committees of the Board of Trustees shall not be construed to permit the Board of Trustees to grant to any committee any power or authority in violation of any provision of law, the School's Charter or these By-Laws.

Each member of a committee shall hold office until the next annual meeting of the Board of Trustees (or until such earlier time as the Board of Trustees may determine), or until he or she sooner dies, resigns, is removed, or becomes disqualified by ceasing to be a Trustee, or until the committee is sooner abolished by the Board of Trustees.

A majority of the members of any committee, but not fewer than two, shall constitute a quorum for the transaction of business, but any committee meeting may be adjourned from time to time by a majority of the votes cast upon the question, whether or not a quorum is present, and the meeting may be held as adjourned without further notice. Each committee may make rules not inconsistent with these By-Laws for the holding and conduct of its meetings, but unless otherwise provided in such rules its meetings shall be held and conducted in the same manner, as nearly as may be, as is provided in these By-Laws for meetings of the Board of Trustees. The Board of Trustees shall have the power to rescind any vote or resolution of any committee; provided, however, that no rights of third parties shall be impaired by such rescission.

10. AGENTS: The Board of Trustees shall appoint a chief executive officer, however styled, and may appoint such other agents and employees as the Board deems appropriate for the discharge of its responsibilities. The Board of Trustees, at any time and from time to time, subject to such limitations and requirements as it may impose, delegate to any such agent or employee any one or more of its powers and authorities unless its doing so is prohibited or limited by any provision of law, the School's Charter or these By-Laws. The Board of Trustees may at any time revoke any delegation so made. A written statement of the duties, role and scope of authority of each such agent or employee shall be approved by the Board of Trustees at the time of any such appointment. The Board may from time to time designate or alter, within the limits permitted by this Section, the duties, role and powers of such agents and/or employees and may at any time abolish such agents' or employees' role or discharge any of them.

No agent or employee shall have any power prohibited by law or the Charter, nor shall any agent or employee have the power to change the principal office of the School; to amend or authorize the amendment of the School's Charter or these By-Laws; to elect any officers required by law, the Charter, or these By-Laws to be elected by the Board of Trustees; to fill vacancies in any such office; to fill vacancies in the Board of Trustees; to remove officers or Trustees from office; to authorize a sale or other disposition of the property and business of the School; to authorize the liquidation or dissolution of the School; to incur substantial indebtedness; to adopt the annual budget; or to take any actions which require by law the vote of the Board.

The Board of Trustees shall have the power to rescind any action taken by any such agent or employee; provided, however, that no rights of third parties shall be impaired by such rescission.

11. BOND: Any Trustee, agent or employee of the School may be required, as and if determined by the Board of Trustees, to give bond for the faithful performance of his or her duties in such amount and on such terms as the Board of Trustees may from time to time require.

## ARTICLE V OFFICERS

1. OFFICERS: The officers of the School shall be a Chair of the Board, a Treasurer, and a Clerk and such other officers as the Board of Trustees may, in its discretion, elect. So far as is permitted by law, any two offices may be held by the same person.

Subject to law, to the School's Charter, and to the provisions of these By-Laws, each officer shall have, in addition to the duties and powers herein set forth, such duties and powers as the Board of Trustees may from time to time prescribe.

The Chair of the Board, the Treasurer, and the Clerk shall be elected annually by the Board of Trustees at its annual meeting following the election of Trustees. Such other offices of the School as may be created in accordance with these By-Laws may be elected at such meeting, or at any other regular or special meeting, by vote of a majority of the Trustees then in office.

Each officer shall hold office until the next annual meeting of the Board of Trustees, or until he or she sooner dies, resigns, is removed, or becomes disqualified.

Any officer of the School may be required, as and if determined by the Board of Trustees, to give bond for the faithful performance of his or her duties in such amount and on such terms as the Board of Trustees may from time to time require.

2. CHAIR OF THE BOARD: The Chair of the Board shall be a member of the Board of Trustees and shall preside at its meetings. He or she shall also serve as the chair of the Executive Committee, if any. He or she shall keep himself or herself informed of the administration of School affairs, shall counsel, advise and confer with other officers of the School, and shall perform such other duties as may from time to time be assigned to him or her by the Board of Trustees.

3. TREASURER: The Treasurer shall be a member of the Board of Trustees. The Treasurer shall have such duties and powers as are commonly incident to the office of a corporate treasurer and such other duties and powers as may be prescribed from time to time by the Board of Trustees.

The Treasurer shall serve as Chair of the Finance or Budget Committee, if any, and shall otherwise serve as the key leader of the Board on all policy pertaining to financial matters. He or she shall ensure that all Trustees regularly receive from the administration of the School appropriate and comprehensible financial statements that include comparisons of revenues and expenditures with both the approved annual budget and the preceding fiscal year for the same time periods. The Treasurer shall ensure that other financial reports, including those for special or major Board-approved expenditures, investments and annual or special audits, are provided to all Trustees in a timely manner for review and discussion, as appropriate. The Treasurer shall be responsible to and shall report to the Board of Trustees.



4. CLERK: The Clerk shall be a member of the Board of Trustees and have charge of such of the School's books, records, documents, and papers as the Board of Trustees may determine. He or she or someone designated to act on his or her behalf shall attend and keep the minutes of all of the meetings of the Board of Trustees and of its committees. He or she or someone designated on his or her behalf shall keep a record containing the names of all persons who are Trustees of the School, showing their places of residence, e-mail addresses and telephone numbers and shall notify the Trustees of meetings in accordance with these By-Laws. In the absence of the Clerk from any meeting, a temporary clerk may be chosen by vote of the Trustees present at such meeting. Unless the Board of Trustees shall otherwise require, the Clerk or, in his or her absence, the temporary or assistant clerk, if any, shall have custody of the corporate seal and be responsible for affixing it to such documents as may be required to be sealed.

The Clerk shall have such other duties and powers as are commonly incident to the office of a corporate clerk, and such other duties and powers as may be prescribed from time to time by the Board of Trustees or by the Chair of the Board.

5. RESIGNATIONS: Any officer of the School may resign at any time by delivering written notice thereof to the Chair of the Board, to the Clerk, or to a meeting of the Board of Trustees.

6. REMOVALS: The Board of Trustees may, by affirmative vote of two-thirds of the members of the Board of Trustees then in office, remove from office the Chair of the Board, the Clerk, the Treasurer or any other officer of the School with or without cause at any annual or regular meeting or at any special meeting called for the purpose. Any Officer proposed to be removed for cause shall be entitled to at least seven (7) days' notice in writing by mail of the meeting of the Board of Trustees at which such removal is to be voted upon and shall be entitled to appear before and be heard at such meeting.

7. VACANCIES: If any office becomes vacant, the Board of Trustees may elect a successor or successors by vote of a majority of the Trustees then in office. Each successor Officer shall hold office for his or her predecessor's unexpired term or until he or she sooner dies, resigns, is removed or becomes disqualified.

8. COMPENSATION AND EXPENSES: Officers shall receive no compensation for their services as officers; however, nothing in this provision shall be construed to prevent the reimbursement of expenses reasonably incurred in the course of providing such services.

## ARTICLE VI INDEMNIFICATION

1. TRUSTEES AND OFFICERS: To the extent permitted by chapter 258 of the General Laws of Massachusetts, the Board of Trustees of the School shall indemnify each person who is at any time serving or has at any time served as a Trustee and/or an Officer of the School (an "Indemnified Party"). Every Indemnified Party shall be indemnified from personal financial loss and expenses, including legal fees and costs, if any, in an amount not to exceed one million dollars arising out of any claim, action, award, compromise, settlement or judgment by reason of an intentional tort, or by reason of any act or omission which constitutes a violation of the civil rights of any person under any federal or state law; but only if such Indemnified Party was, at the time of such intentional tort or such act or omission, acting within the scope of his official duties. No Indemnified Party shall be indemnified for any such violation of another's civil rights if he or she acted in a grossly negligent, willful or malicious manner.

2. EMPLOYEES: To the extent permitted by chapter 258 of the General Laws, the Board of Trustees of the School may indemnify any person who is at any time serving or has at any time served (other than as a Trustee or Officer) as an employee of the School. Subject as aforesaid to the requirements of law, any such indemnity shall be upon such terms and subject to such conditions at the Board of Trustees may from time to time prescribe.

ARTICLE VII  
INSURANCE

Subject to applicable provisions of law, including the provisions of chapter 258 of the General Laws, the Board of Trustees of the School may purchase and maintain insurance on behalf of any person who is or was a Trustee, Officer, or employee of the School, or is or was serving at the request of the School as director, officer, trustee or employee of another school, partnership, joint venture, trust or other enterprise in which the School directly or indirectly owns shares or of which it is a creditor, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the School would have the power to indemnify him against such liability under the provisions of Article VI.

ARTICLE VIII  
INTERESTED TRUSTEES AND OFFICERS

Persons holding the office of Trustee are special state employees within the meaning of the State Ethics Statute as codified at chapters 268A and 268B of the General Laws of Massachusetts, and all members of the Board of Trustees shall conform their conduct as such to and comply with the requirements of the Statute, including, but not limited to, meeting all training requirements. Members of the Board of Trustees shall disclose to the State Ethics Commission, the Department of Elementary and Secondary Education and the Worcester city clerk any financial interest or business transactions in which they or a member of their immediate family have in any charter school in Massachusetts or elsewhere. Such disclosure shall be made within thirty (30) days of joining the Board and by September 1 of each year in which the Trustee served on the Board. Failure to comply with state ethics requirements may result in removal of individual board members by the board of trustees or by the Commissioner. G.L. c. 71, § 89(u); 603 CMR 1.06(2)(e)

ARTICLE IX  
EXECUTION OF PAPERS

Unless the Board of Trustees shall authorize or direct the execution thereof in some other manner, all deeds, leases, transfers, contracts, proposals, bonds, notes, checks, drafts, and other obligations made, accepted or endorsed by the School shall be signed or endorsed on behalf of the School by the Chair of the Board or the Treasurer or their designees.

ARTICLE X  
SOURCE AND INVESTMENT OF FUNDS

Funds for the operation of the School and for the furtherance of its objectives and purposes may be derived from grants and allocations from governmental or private agencies or bodies, donations from public and private organizations, associations and individuals, and such other sources as may be approved by the Board of Trustees. Except as otherwise provided by law or lawfully directed by any grantor or donor, the School may retain or dispose of all or any part of any real or personal property acquired by it and invest and reinvest any funds held by it according to the judgment of the Board of Trustees, without being restricted to the class of investments which fiduciaries are or hereafter may be permitted to make.

ARTICLE XI  
PROHIBITION REGARDING THE USE OF FUNDS AND  
DISTRIBUTION OF ASSETS ON DISSOLUTION

No part of the net earnings or receipts of the School shall inure to the benefit of any Trustee or officer of the School or any private individual; provided, however, that this prohibition shall not prevent the payment to any person of reasonable compensation for services actually rendered to or for the School in conformity with these By-Laws. No Trustee or officer of the School, or any private individual, shall be entitled to share in the distribution of any of the assets on dissolution of the School. Upon such dissolution or winding up of the affairs of the School, whether voluntary or involuntary, the assets of the School then remaining in the hands of the Board of Trustees shall be distributed, transferred, conveyed, delivered and paid over to such charitable, educational, scientific, governmental, religious or literary organization or organizations as the court of the Commonwealth having jurisdiction thereof may approve (if such approval shall then be required by statute), and

as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code, as the Board of Trustees shall determine, and upon such terms and in such amounts and proportions as the Board of Trustees may impose and determine, to be used by such organizations for such similar or kindred purposes as are set forth in the Charter and any and all amendments thereto.

ARTICLE XII  
FISCAL YEAR

The fiscal year of the School shall be from the first day of July through the last day of June.

ARTICLE XIII  
INVESTIGATION OF COMPLAINTS

1. A parent, guardian, or other individual or group who believe that a charter school has violated or is violating any provision of M.G.L. c. 71, § 89, or 603 CMR 1.00 may file a complaint with the Board of Trustees. The board of trustees shall respond to the complaining party in writing to the complaint no later than 30 days from receipt of the complaint.
2. The Board of Trustees shall, in response to a complaint or upon its own initiative, review its policies, practices or an isolated occurrence to ensure compliance with M.G.L. c. 71, § 89, and 603 CMR 1.00. The charter school and the specific individuals involved shall cooperate to the fullest extent with such review.
3. A complaining party who believes the complaint has not been adequately addressed by the Board of Trustees may submit the complaint in writing to the Commissioner of the Elementary and Secondary Education.
4. A parent, guardian, or other individuals or groups who believe that a charter school has violated or is violating any state or federal law or regulation regarding special education may file a complaint directly with the Department of Elementary and Secondary Education.
5. The responsibilities of the Board of Trustees may be carried out by a subcommittee thereof. This Article shall apply only to complaints of violation of the statute and regulation identified in 1, above.

ARTICLE XIV  
AMENDMENTS

Subject always to such approval as may be required to be given by the Department of Elementary and Secondary Education, the Board of Trustees may, by a two-thirds vote of the Trustees then in office, alter, amend or repeal these By-Laws, in whole or in part, at any meeting the notice for which includes notice of the proposal to alter, amend or repeal these By-Laws.