

**By-Laws  
Of  
Hill View Montessori Charter Public School  
A Massachusetts Charter School**

**Article I  
General Provisions**

- 1.1 Charter.** Hill View Montessori Charter Public School is a public school as chartered by the Commonwealth of Massachusetts according to MGL Ch.71 §89. Its purpose is to provide a grade K-8 public education that promotes academic excellence using the Montessori philosophy. The name, which must include the words “charter school”, and purposes of the School shall be as set forth in its Charter. The Charter may, from time to time, be amended with approval from the Massachusetts Department of Education (DOE). The Charter is hereby made part of these By-Laws, and the powers of the School and of its Board of Trustees, and all matters concerning the conduct and regulation of the affairs of the School, shall be subject to such provisions in regard thereto, if any, as are set forth in the Charter. The Board of Trustees is a public entity and as such individual members are considered special state employees of the Commonwealth of Massachusetts. The board is a public employer for the purposes of tort liability (MGL Ch. 258) and for collective bargaining purposes (MG. Ch. 150E). In the event of any inconsistency between the Charter and these By-Laws, the Charter shall be controlling. All references in these By-Laws to the Charter shall be construed to mean the Charter as from time to time amended.
- 1.2 Location.** The principal office of the School shall be located in the building of the School after school has commenced. The Trustees may change the location of the principal office in the Commonwealth of Massachusetts; provided, however, that no such change shall be effective until the appropriate certificates or other documents are filed with the Secretary of State and/or the Secretary of Education of the Commonwealth of Massachusetts specifying the street address of the new principal office of the School. The Trustees may establish other offices and places of business in Massachusetts or elsewhere as permitted by law.
- 1.3 Fiscal Year.** The fiscal year of the School shall begin on the first day of July and end on the last day of June of the following calendar year.

**Article II  
Board of Trustees**

- 2.1 Powers.** The Board of Trustees shall oversee the affairs of the School and shall exercise all of the powers of the School, except as otherwise provided by law, by the Charter, or by these By-laws. The Board of Trustees reserves to itself alone the power (i) to adopt, amend, or repeal these By-Laws with the approval of the

DOE, (ii) to amend material terms of the School's Charter, with approval from the DOE, (iii) to submit Charter amendments to the Commonwealth of Massachusetts, (iv) to manage financial affairs of the School, (v) to purchase or sell real estate, (vi) to pledge, assign, create liens on or security interests in the real or personal property of the School, (vii) to establish or modify investment policies, (viii) to determine the educational policies of the School, (ix) to appoint or remove the Executive Director, and (x) to delegate, from time to time, powers to the Executive Director in accordance with these By-Laws except as otherwise provided by law or by the Charter.

- 2.2 Complaint Procedure.** If a complaint is brought to the Board that is a governance issue, the Board will follow its communication policy; if it is a management issue, the Board will refer it to the appropriate administrative team member; if it is a grievance, the Board will follow the school's grievance policy.
- 2.3 Number of Trustees.** The Board of Trustees should consist of not less than five (5) or more than fifteen (15) individuals (excluding ex-officio and honorary members). In the event the number falls below nine (9), any vacancy shall be filled within sixty (60) days pursuant to section 2.7 of these By-Laws. The School's Executive Director shall serve as an ex-officio member of the Board of Trustees without power to vote.
- 2.4 Non-Discrimination.** The Board of Trustees may not discriminate against potential members on the basis of race, color, national origin, creed, ancestry, ethnicity, proficiency in English language, age, sex, gender identity, religion, marital status, sexual orientation, or non-disqualifying handicap or mental condition.
- 2.5 Term of Office of Trustees.** The Term of office of a Trustee shall be three years or until his/her successor is elected and qualified. A full three-year term shall be considered to have been served upon the passage of three (3) annual meetings. A Trustee may serve for two (2) consecutive three-year terms and shall be eligible for reelection to the Board after a one-year hiatus. The term of office of the School's Executive Director as a Trustee shall correspond with his/her tenure in that position.
- 2.6 Election of Trustees.** Trustees shall be elected by not less than a two-thirds (2/3) majority of the whole Board of Trustees at the annual meeting of the Board. However, when a Board position becomes vacant during the year, a new Board member may be elected to fill such vacancy at any meeting of the Board of Trustees. A Trustee elected to fill an unexpired term shall have tenure only to the end of such term.
- 2.7 Resignation and Removal.** Any Trustee may resign or decline nomination for another term by delivering a written resignation to the Chair Person of the Board,

the Clerk of the Board, or to the School at its Executive Director. Such shall be effective thirty (30) days from date of letter unless it is specified otherwise. Any Trustee may be removed from office with or without cause by an affirmative vote of not less than two-thirds of the Trustees then in office and after reasonable notice and an opportunity to be heard by the Board of Trustees is provided.

- 2.8 Vacancies.** Any vacancy occurring in the Board of Trustees and any position to be filled by reason of an increase in the number of Trustees may be filled, upon recommendation of a qualified candidate by the Committee on Trustees, by the affirmative vote of a two-thirds (2/3) majority of the Board of Trustees then in office. A Trustee elected to fill a vacancy shall be elected for the unexpired term of his/her predecessor in office. The Board of Trustees may exercise all their powers notwithstanding the existence of one or more vacancies on the Board. Vacancies in any office may be filled by the Board of Trustees at any time such vacancy may occur.
- 2.9 Absenteeism.** If a Trustee is unable to attend any of the regularly scheduled or special meetings of the Board, it is expected that the Trustee will contact the Chair in a timely fashion regarding his/her absence. Attendance of less than three-quarters of all regularly scheduled and special meetings of the Board of Trustees within a Board calendar year may be cause for a Board review of that Trustee's ability to meet the requirements to serve on the HVM board. The review could result in dismissal from the Board.
- 3.0 Duties and Responsibilities.** Members of the Board of Trustees shall be prohibited from receiving payment for services associated with the School and the Board of Trustees, shall be prohibited from having a direct or indirect financial interest in the assets or leases of the School, and shall be required to disclose any direct or indirect financial interest in any and all business transactions of the School. Board Members must disclose any financial interest or business transactions that they (or any immediate family member) have in any charter school in Massachusetts or elsewhere with the State Ethics Commission, the Department, and the City or Town Clerk within 30 days of joining the Board and by **September 1** annually, including the year after service is completed (unless service is less than 30 days in the year). Members of the Board of Trustees shall be required to serve the School with duty, loyalty and care, shall be bound to the School's Code of Conduct, Conflict of Interest Policy and Confidentiality Policy, in accordance with MGL CH. 71, Section 89(u) that states the Board complies with the State Conflict of Interest Law, and shall be required to comply with all laws and regulations applicable to members of boards of trustees. The School's Charter is granted to the Board of Trustees by the Commonwealth of Massachusetts and the Board is therefore responsible for ensuring that the School complies with all applicable laws and regulations, ensures that the School is academically successful, organizationally viable, faithful to the terms of the Charter, and earns Charter renewal. Additional duties and responsibilities may be

required of members of the Board of Trustees as described in the Board Member Agreement and Job Description.

### **Article III Meetings of the Trustees**

- 3.1 Open Meeting Law.** All meetings of the Trustees shall be conducted in accordance with Chapter 30A §11A1/2 of the Massachusetts General Laws, otherwise known as the Open Meeting Law for State Governmental Bodies, as amended from time to time, or any successor statutes.
- 3.2 Regular and Special Meetings.** Regular meetings of the Board of Trustees may be held at such times as the Board of Trustees may determine, at least nine (9) per year one (1), and at least one (1) quarterly, of which shall be an annual meeting. Special meetings may be called, in accordance with MGL Ch. 30A §11A1/2, by the Chairperson at any time or upon a written application of two or more voting members of the Board of Trustees. Such written application shall include the purpose, date, and hour of requested meeting and due notice of five (5) calendar days given to each Trustee prior to the meeting. If at any time a meeting is required for some emergency purpose, such meeting shall be called in compliance with the open meeting law. Records of special or emergency meetings shall be kept by the Clerk.
- 3.3 Executive Session:** The Board will in Accordance with MGL Ch. 30A section 21(a), as outlined in Appendix A
- 3.4 Rules of Order.** The Board of Trustees shall select its own meeting format in any method allowed by the laws of the Commonwealth of Massachusetts. Any meeting of the Board, whether regular or special, shall subscribe to the policies, procedures, and rules adopted by the Board.
- 3.5 Annual Meeting.** The Trustees shall meet annually in the month of June at the principal office of the School or at such place and at such time as the Board of Trustees shall determine, except such date shall not be a legal holiday. If the annual meeting is not held in the specified month, the Trustees may hold a special meeting in place thereof, and any business transacted or elections held at such meeting shall have the same force and effect as if transacted or held at the annual meeting. Notice of the annual meeting setting forth the date, time, and place of any such meeting shall be mailed to all Trustees at the Trustee's usual or last known address not less than five (5) days prior to the date of the meeting.
- 3.6 Quorum.** A majority of the Trustees then in office shall constitute a quorum, but a lesser number may, without further notice, adjourn the meeting to any other time. At any meeting of Trustees at which a quorum is present, the vote of a

majority of those Trustees present shall decide any matter unless the Charter, these By-Laws, Board Policy, or any applicable law requires a different vote. Board member participation, including voting, must occur in person. Voting by proxy or by electronic or telecommunication device shall not be allowed.

- 3.7 Notice of Meetings.** Public notice of meetings shall be given as required by law. Notice of the date, time, and place of all regular meetings of the Trustees shall be given to each Trustee by the Clerk or, in case of the death, absence, incapacity, or refusal of the Clerk, by the officer or one of the Trustees calling the meeting.. Such notice shall be given to each trustee in person, by mail, or by telephone, telegram, facsimile transmission, or electronic mail sent to each Trustees usual or last known address at least five days in advance, unless shorter notice is adequate under the circumstances. Except as otherwise required by law, the Charter, or these By-Laws, a notice need not specify the purpose of any regular or special meeting unless such purpose is (i) the amendment or repeal of any provision of the Charter or these By-Laws or (ii) the removal of a Trustee or an officer.
- 3.8 Record of Meetings.** A record shall be kept of every meeting held by the Board of Trustees, including the time, date, location, members present, members absent, all actions taken, including all formal votes. All meeting records (minutes) shall be adopted in compliance with MGL 30A § 11A1/2 and MGL 66 § 5A .

#### **Article IV Officers of the Board of Trustees**

- 4.1 Number and Qualifications.** The officers of the Board shall be a Chair Person, Vice Chair Person, Treasurer, Clerk, and other such officers, if any, that the Board of Trustees may determine. An individual may not hold more than one office at the same time. All officers must be current Trustees.
- 4.2 Election and Tenure.** The Chair Person, Vice Chair Person, Treasurer, and Clerk shall be elected annually by the Board of Trustees at the annual meeting. Terms shall be for a period of one year, renewable up to three times. Other officers, if any, may be elected by the Board at any time. If the office of the Chair Person, Vice Chair Person, Treasurer, or Clerk becomes vacant, the Trustees shall elect a successor. If any other office becomes vacant, the Trustees may elect a successor. Duties of each officer are specified in job descriptions as written by the Committee on Trustees and approved by the full Board of Trustees see Appendix B.
- 4.3 Conflict of Interest Law.** The Board will comply with the conflict of interest law MGL Ch. 268A, Ch.71, section 89(u)
- 4.4 Due Diligence.** In accordance with MGL Ch. 71, section 89(u) The Board of Trustees shall request the appointment of a trustee to the board only where the

board has no reason to know that the trustee has a financial interest under MGL c. 268A which may preclude a majority of the Board from participating in deliberations or voting on certain matters that are expected to come before the board. The Board must exercise due diligence prior to determining that a proposed trustee does not have such a financial interest.

**4.5 Resignation and Removal.** Any officer may resign by delivering a written resignation to the Chair Person or the Clerk or to the School at its principal office. Such resignation shall be effective upon receipt unless it is specified to be effective at some later time. Any officer may be removed from office with or without cause by an affirmative vote of a majority of the Trustees then in office. Any officer may be removed for cause only after forty-eight (48) hours notice and opportunity to be heard by the Board of Trustees has been afforded.

**4.6 Other Officers.** Other officers shall have such duties and powers as may be designated from time to time by the Trustees.

## **Article V Committees**

**5.1 Appointment and Duties.** The Board of Trustees shall annually appoint members to such Standing Committees as prescribed in these By-laws and specify their membership, powers, and duties. All Committee meetings shall be held in accordance with the Open Meeting Law MGL Ch. 30A § 11A1/2. A record shall be kept of every meeting held by the Committees of the Board of Trustees, including the time, date, location, members present, members absent, and all actions taken. The Board of Trustees, or the Chair Person acting under the authority of the Board, may, at the annual meeting or at any other time, appoint such task forces and other committees as the Board may deem necessary and prescribe their membership, powers, and duties. The Board is prohibited from exercising managerial powers over the day to day operations of the school except in the case of an unforeseen vacancy in the Executive Director position.

**5.2 Standing Committees.** Standing Committees of the Board shall include but are not limited to the Accountability Committee, the Development Committee, the Committee on Trustees, and a Finance Committee. Each Committee shall hold office for one year and until a new Committee is appointed.

**5.3 The Accountability Committee.** The Accountability Committee shall consist of at least one trustee and the Chair Person shall appoint its Chair. The Accountability Committee shall be responsible for reviewing the data and reports from the School's Accountability Team and consider such information and its resulting implications as it affects the Board's establishment of goals, policies, and allocation of resources.

- 5.4 The Development Committee.** The Development Committee shall include at least one trustee and the Chair Person shall appoint its Chair. The Development Committee shall be responsible for overseeing planning, implementing, and monitoring all fund raising programs. The Development Committee shall assist in the advancement of the School to all its constituencies.
- 5.5 The Committee on Trustees.** The Committee on Trustees shall include not less than two trustees, and the Chair Person shall appoint its Chair. The Committee on Trustees shall oversee the quality of the trustees and trustees' self-management. The Committee on Trustees shall select and nominate all candidates for the Board of Trustees, nominate Board officers, oversee trustee orientation and education, and conduct periodic evaluations of individual trustees and the Board of Trustees as a whole.
- 5.6 Finance Committee.** The Finance Committee shall include at least one trustee, and the Board Treasurer shall serve as its Chair. The Finance Committee shall be responsible for reviewing all financial information provided by the Manager of Business and Finance and/or Executive Director, and consider such information and its resulting implications as it affects the Board's establishment of goals, policies, and allocation of resources. The Finance Committee shall also oversee the school's budget and develop and/or approve all policies related to the School's finances.
- 5.7 Executive Director.** The Executive Director may be an ex officio member of all Standing and Special Committees and Task Forces.

## **Article VI Executive Director**

- 6.1 Selection.** The Executive Director shall be appointed by the Board of Trustees, shall serve at the pleasure of the Board of Trustees, and shall receive such compensation as the Board of Trustees may direct. The Board of Trustees shall conduct an annual review of the Executive Director. The Board of Trustees shall have the ability to select, appoint, evaluate and/or remove only the Executive Director(s).
- 6.2 Duties.** The Executive Director shall carry out the policies established by the Board of Trustees and shall be directly responsible to the Board of Trustees. The Executive Director shall have general management of the academic and administrative operations of the School, shall oversee the Manager of Teaching and Learning, the Manager of Learning Differences (who may or may not be one and the same), and the Manager of Business and Finance, shall prescribe and direct the course of study, the discipline to be observed, the assessment of student performance and shall be responsible for all required reporting to Commonwealth of Massachusetts. The Executive Director shall prepare an annual budget for

submission to the Board. The Executive Director shall employ and discharge all personnel, prescribe their duties and terms of office, shall set their salaries within the guidelines established by the Board of Trustees, and shall ensure that annual reviews of all personnel are conducted.

## **Article VII Compensation and Personal Liability**

- 7.1 Compensation.** No Trustees or officers shall receive any compensation for services rendered as a trustee or officer. Any Trustee or officer may, if authorized by the Executive Director or the Board of Trustees, be reimbursed for necessary expenses, including travel expenses, reasonably incurred by the trustee or officer in the performance of duties as a trustee or officer. Any Trustee or officer must make full disclosure to other members of the Board of any reimbursement received.
- 7.2 Personal Liability.** No Trustees or officers shall be personally liable for any debt, liability, or obligation of the School. All persons, corporations or other entities extending credit to, contracting with, or having any claims against the School may look only to the funds and property of the School for payment of any such contract or claim, or for payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from the School.

## **Article VIII Miscellaneous Provisions**

- 8.1 Execution of Instruments.** All contract, deed, leases, bonds, notes, checks, drafts, and other instruments authorized to be executed by an officer of the School on its behalf may be signed by the Executive Director or the Treasurer or the Chair Person of the Board of Trustees except as the Trustees may generally or in particular cases otherwise determine. Terms and conditions of property leases and other contracts having a value of more than \$25,000 must be approved by the Board of Trustees prior to being signed. Any recordable instrument purporting to affect an interest in real estate, executed in the name of the School by the Executive Director or the Treasurer, or the Chair Person shall be binding on the School in favor of a purchaser or other person relying in good faith on such instrument notwithstanding any inconsistent provisions of the Charter, By-Laws, resolutions, or votes of the School.
- 8.2 Record.** The records of all meetings of Trustees, the names and addresses of the Trustees and officers of the School, and the originals or attested copies of the Charter and the By-Laws of the Board of Trustees of the School shall be kept in Massachusetts at the principal office of the School or of the Clerk, but such records need not all be kept in the same office. All meetings shall be held, and

records of same kept, in accordance with the Open Meeting Law MGL CH. 30A §11A1/2.

- 8.3** **Guarantees and Sureties.** The School shall make no contracts of guarantee or suretyship without prior Board approval.

### **Article IX Amendments**

- 9.1** **Alteration, Amendment, or Repeal.** These By-Laws may be altered, amended, or repealed, or new By-Laws may be adopted, by an affirmative vote of a majority of Trustees then in office, at any annual meeting of the Trustees or special meeting of the Trustees; provided, however, that notice shall be given in the notice of the meeting that an alteration, amendment, or repeal of the By-Laws, or that new By-Laws may be adopted, will be proposed and that any alteration, amendment, or repeals of these By-Laws are subject to the approval of the Massachusetts Department of Education.

### **Article X Indemnification**

- 10.1** **Generally** The School shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as a trustee, Director, Treasurer, Clerk, or other officer of the School, each person who may serve or who has served at the request of the School as a trustee, officer, or employee, against all expenses and liabilities, including without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action suit, or proceeding whether civil, criminal, administrative or investigative in which an Indemnified Officer may become involved by reason of serving or having served in such capacity; provided, however, that no indemnification shall be provided to such Indemnified Officer with respect to any matter in which such indemnified officer shall have been finally adjudicated in any proceeding (i) to have breached the Indemnified Officer's duty of loyalty to the School, (ii) not to have acted in good faith in the reasonable belief that such indemnified officer's action was in the best interest of the School, (iii) to have engaged in intentional misconduct or a knowing violation of law, or (iv) to have engaged in any transaction from which the Indemnified Officer derived improper personal benefit; and further provided that any compromise or settlement payment shall be approved by the School in the same manner as provided below for the authorization of indemnification.
- 10.2** **Employees and Agents** To the extent legally permissible the School may indemnify any employee or agent of the School to the extent authorized by the Board of Trustees by an affirmative vote of a majority of the trustees entitled to

vote. The foregoing provisions of this Section shall apply to any indemnification of any employee or agent under this Section.

**Appendix A:**

Executive Session MGL CH.30A, section 21

(a) A public body may meet in executive session only for the following purposes:

1. To discuss the reputation, character, physical condition or mental health, rather than professional competence, of an individual, or to discuss the discipline or dismissal of, or complaints or charges brought against, a public officer, employee, staff member or individual. The individual to be discussed in such executive session shall be notified in writing by the public body at least 48 hours prior to the proposed executive session; provided, however, that notification may be waived upon written agreement of the parties. A public body shall hold an open session if the individual involved requests that the session be open. If an executive session is held, such individual shall have the following rights:
  - i. To be present at such executive session during deliberations which involve that individual;
  - ii. To have counsel or a representative of his own choosing present and attending for the purpose of advising the individual and not for the purpose of active participation in the executive session;
  - iii. To speak on his own behalf; and
  - iv. To cause an independent record to be created of said executive session by audio-recording or transcription, at the individual's expense.

The rights of an individual set forth in this paragraph are in addition to the rights that he may have from any other source, including, but not limited to, rights under any laws or collective bargaining agreements and the exercise or non-exercise of the individual rights under this section shall not be construed as a waiver of any rights of the individual.

2. To conduct strategy sessions in preparation for negotiations with nonunion personnel or to conduct collective bargaining sessions or contract negotiations with nonunion personnel;
3. To discuss strategy with respect to collective bargaining or litigation if an open meeting may have a detrimental effect on the bargaining or litigating position of the public body and the chair so declares;
4. To discuss the deployment of security personnel or devices, or strategies with respect thereto;
5. To investigate charges of criminal misconduct or to consider the filing of criminal complaints;

6. To consider the purchase, exchange, lease or value of real property if the chair declares that an opening meeting may have a detrimental effect on the negotiating position of the public body;
7. To comply with, or act under the authority of any general or special law or federal grant-in-air requirements;
8. To consider or interview applicants for employment or appointment by a preliminary screening committee if the chair declares that an open meeting will have a detrimental effect in obtaining qualified applicants; provided, however, that this clause shall not apply to any meeting, including meetings of a preliminary screening committee, to consider and interview applicants who have passed a prior preliminary screening;
9. To meet or confer with a mediator as defined in section 23C of chapter 233, with respect to any litigation or decision on any public business within its jurisdiction involving another party, group or entity, provided that:
  - i. Any decision to participate in mediation shall be made in an open session and the parties, issues involved and purpose of the mediation shall be disclosed; and
  - ii. No action shall be taken by any public body with respect to those issues which are the subject of the mediation without deliberations and approval for such action at an open session;  
or
10. To discuss trade secrets or confidential, competitively-sensitive or other proprietary information provided in the course of activities conducted by a governmental body as an energy supplier under a license granted by the department of public utilities pursuant to section 1F or chapter 164 or in the course of activities conducted by a cooperative consisting of governmental entities organized pursuant to section 136 of said chapter 164, when such governmental body, municipal aggregator or cooperative determines that such disclosure will adversely affect its ability to conduct business in relation to other entities making, selling or distributing electric power and energy.

(b) A public body may meet in closed session for 1 or more of the purposes enumerated in subsection (a) provided that:

1. The body has first convened in an open session pursuant to section 21;
2. A majority of members of the body have voted to go into executive session and the vote of each member is recorded by roll call and entered into the minutes;
3. Before the executive session, the chair shall state the purpose for the executive session, stating all subjects that may be revealed without compromising the purpose for which the executive session was called;
4. The chair shall publicly announce whether the open session will reconvene at the conclusion of the executive session; and

5. Accurate records of the executive session shall be maintained pursuant to section 23.

## **Appendix B: Job Responsibilities Of the Board of Trustees**

### **Hill View Montessori Charter School of Haverhill** **Chair of the Board** **Job Description**

**Member of, Elected by and Reports to:** The Board of Trustees

**Supports:** The Executive Director

**Term of Office:** One year; renewable for three consecutive years.

#### **General Responsibilities:**

The chair is the senior volunteer leader of Hill View Montessori Charter School who presides at all meetings of the Board of Trustees and other meetings as required. The Chair is an ex officio member of all committees of the organization. The Board Chair oversees implementation of board and school policies and ensures that appropriate administrative systems are established and maintained.

#### **Specific Responsibilities:**

1. Works with the Executive Director, other board officers, and committee chairs to develop the agendas for Board of Trustees meetings, and presides at these meetings.
2. In consultation with other board officers, appoints volunteers to key leadership positions, including positions as chair of board committees and task forces.
3. Recognizes his or her responsibility to set the example for other board members by contributing at a level that is meaningful to him/her and by playing a major role in fundraising activities. Supports annual fund-raising with his or her own financial contributions.
4. Works with the Board of Trustees and paid and volunteer leadership, in accordance with Hill View Montessori's bylaws and mission, to establish and maintain systems for:
  - a. Planning the organization's human and financial resources and setting priorities for future development.
  - b. Reviewing operational effectiveness and setting priorities for future development.
  - c. Controlling fiscal affairs.
  - d. Acquiring, maintaining, and disposing of property.
  - e. Maintaining a public relations program to ensure community involvement.
  - f. Ensuring the legal and ethical standard.
  - g. Hiring and evaluating the school's Executive Director.

5. In conjunction with the Committee on Trustees, manages the development of the Board in order to help it work more effectively and efficiently.
6. Works with the Executive Director and other board officers to develop both immediate and long-term goals and expectations for the board that support organizational priorities and governance concerns.
7. Communicates effectively with and supports the Executive Director in his/her job as manager of the school. In this capacity, focuses on ensuring that the board governs rather than manages.
8. Works with the Committee Chairs and the Executive Director to keep apprised of committee work and to ensure that committees have the resources needed to do their job. Also, works to ensure effective and efficient communications between the committees and the Board.
9. Creates a safe environment for decision-making by inviting participation, encouraging varying points of view and stimulating a frank exchange of ideas in an effort to provide shared decision-making.
10. Communicates with the Board effectively so the board information system focuses on decision-making, stimulates participation and supports an appropriate balance of responsibility between board and staff.
11. Cultivates future leadership.
12. Links with major stakeholders when it is agreed that the Chair is the most appropriate person to represent the organization at a key meeting, write an editorial for a newspaper or thank a major donor.

**Qualifications:**

- Commitment to and energy to support Hill View Montessori Charter School and its values; an understanding of Hill View Montessori's mission, goals, organization, and services, and the responsibilities and relationship of paid and volunteer staff.
- Strong leadership skills to inspire a shared vision for the school and for the Board's work. Stimulated by a commitment to the mission, the Chair should guide the Board toward articulating and committing to a commonly held perception of the future of Hill View Montessori.
- Strong facilitation and communication skills and an understanding of group process.
- Objectivity so that dialog is productive and contributions are encouraged from all sides of an issue.
- Decisiveness in order to tackle and resolve difficult issues and to keep the business of the Board moving.
- Strong organizational skills.

**Hill View Montessori Charter School of Haverhill**  
**Vice Chair of the Board**  
**Job Description**

**Member of, Elected by and Reports to:** The Board of Trustees

**Supports:** The Chair

**Term of Office:** One year; renewable for three consecutive years.

**General Responsibilities:**

The Vice Chair is the secondary volunteer leader of Hill View Montessori Charter School and as such, discharges the duties of the Chair as required in the Chair's absence. The Vice Chair supports the activities of the Chair including sharing responsibilities as appropriate.

**Specific Responsibilities:**

1. In Chair's absence:
  - Presides at meetings of Board of Trustees
  - Serves as ex officio member of standing committees
2. Recognizes his or her responsibility to set the example for other board members by contributing at a level that is meaningful to him/her and by playing a major role in fundraising activities. Supports annual fund-raising with his or her own financial contributions.
3. Works with the Chair to assist in developing the agendas for Board of Trustees meetings.
4. Advises the Chair on appointing volunteers to key leadership positions, including positions as chair of board committees and task forces.
5. Assists the Chair by taking on responsibility as necessary for communication with Committee Chairs.
6. Supports and challenges the Chair in all his/her responsibilities to ensure organizational priorities and governance concerns are addressed in the most effective and efficient manner.
7. Other duties as delegated by the Chair.

**Qualifications:**

- Commitment to and energy to support Hill View Montessori Charter School and its values; an understanding of Hill View Montessori's mission, goals, organization, and services, and the responsibilities and relationship of paid and volunteer staff.

- Strong leadership and collaborative skills to support the Chair and to offer alternative proposals in the interest of best serving the organization.
- Strong facilitation and communication skills and an understanding of group process.
- Objectivity so that dialog is productive and contributions are encouraged from all sides of an issue.
- Decisiveness in order to tackle and resolve difficult issues and to keep the business of the board moving.
- Strong organizational skills.

## **Hill View Montessori Charter School of Haverhill**

### **Clerk - Board of Trustees**

### **Job Description**

**Member of and Elected by:** The Board of Trustees

**Reports to:** The Chair and the Board of Trustees

**Supports:** Member of the staff or volunteer taking minutes.

**Term of Office:** One year; renewable for three consecutive years.

**General Responsibilities:**

Provides direction for the keeping of legal documents including minutes of all meetings of the Board of the school.

**Specific Responsibilities:**

1. Certify and keep at the principal office of the corporation the original or a copy of the By-Laws as amended or otherwise altered to date.
2. Keep at the principal office of the corporation or at such a place as the Board may determine a book of minutes of all meetings of the Trustees and meetings of committees. Minutes shall record time and place of meeting, whether regular or special, how called, how notice was given, the names of those present or represented at the meeting and the proceedings thereof.
3. Present for approval by the Board copies of all minutes of meetings of the board.
4. Ensure that all notices are duly given in accordance with the provisions of the By-Laws or as required by law.
5. In general, perform all duties incident to the office of the Clerk and such other duties as may be required by law, by the Articles of Incorporation or By-Laws, or which may be assigned to him or her from time to time by the Board of Trustees.

6. Recognize his or her responsibility to set the example for other Board members by contributing at a level that is meaningful to him/her and by playing a major role in fundraising activities. Support annual fund-raising with his or her own financial contributions.

**Qualifications:**

- A commitment to HVM and an understanding of the school and its values, mission, goals, services, and the responsibilities and relationships of governance and management and paid and volunteer staff.
- An understanding of the record keeping.
- A capacity for attention to detail.

## **Hill View Montessori Charter School of Haverhill**

### **Treasurer**

### **Job Description**

**Member of and Elected by:** The Board of Trustees

**Reports to:** The Chair and the Board of Trustees

**Supports:** Executive Director, Business Manager, accountant or bookkeeper, and auditors as necessary.

**Term of Office:** One year; renewable for three consecutive years.

**General Responsibilities:**

Provides direction for the financial management of the school and facilitates the board in meeting its financial oversight responsibilities.

**Specific Responsibilities:**

1. Chair of the Finance Committee.
2. Provides direction for the oversight of the school's record keeping and accounting policies.
3. Ensures the presentation of timely and meaningful financial reports to the board.
4. Ensures the development of annual budget and its submission to the Board for its approval. Leads the monitoring of budget implementation.
5. Oversees development and board review of financial policies and procedures. With the Finance Committee, monitors the adherence to financial policies and procedures adopted by the Board.

6. Develops and monitors any investment policies adopted by the Board.
7. Ensures that assets are protected and invested according to board policy.
8. Leads the board in assuring compliance with federal, state and other financial reporting requirements.
9. Presents the recommendation of the auditor to the Board for their approval. With the Finance Committee reviews the results of the audit including the management letter, develops a plan for remediation, if necessary, and presents the results to the Board.
10. Recognizes his or her responsibility to set the example for other board members by contributing at a level that is meaningful to him/her and by playing a major role in fundraising activities. Supports annual fund-raising with his or her own financial contributions.

**Qualifications:**

- The treasurer must display a commitment to Hill View Montessori Charter School of Haverhill and its principles, mission, goals, services, and the responsibilities and relationships of governance and management and paid and volunteer staff.
- An understanding of the record keeping, accounting systems, and financial reports.
- An understanding of needs for Hill View Montessori's services, as well as the financial and human resources.

## **Hill View Montessori Charter School of Haverhill**

### **The Board of Trustees**

#### **Job Description**

**General Responsibilities:**

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

**Specific Responsibilities:**

1. Determine the mission and purpose of HVM and keep it clearly in focus.
  - Create and periodically review the mission statement which:

- a. Serves as a guide to organizational planning, board and staff decision-making, volunteer initiatives, and setting priorities among competing demands for scarce resources.
    - b. Is used as the vehicle for assessing program activities to ensure that the organization is not drifting away from its original purposes.
  - Understand and support the mission statement.
2. Select the Executive Director
    - Reach consensus on the Executive Director's job description.
    - Undertake a careful search process to find the most qualified individual.
    - Oversee and approve contract negotiation and renewal.
  3. Support and review the performance of the Executive Director
    - Provide frequent and constructive feedback.
    - Assist when board members overstep prerogatives or misunderstand their roles.
    - Compliment for exceptional accomplishments.
    - Encouraged to take professional and personal leaves for renewal and be aware of and sensitive to personal and professional situations and needs.
    - Provide for an annual written performance review with a process agreed upon with the Executive Director well in advance.
  4. Ensure effective organizational planning
    - Oversee the development of a strategic plan, consistent with the mission.
    - Approve an annual organizational plan that includes concrete, measurable goals consistent with the strategic plan.
  5. Ensure adequate resources
    - Approve fund-raising targets and goals.
    - Cultivate prospective donors (individuals, foundations, corporations and government),
    - Make an annual gift at a level that is personally meaningful.
    - Engage in face-to-face solicitation.
    - Plan and carry out special events.

6. Manage resources effectively

- Approve the annual budget.
- Monitor budget implementation through periodic financial reports.
- Approve accounting & personnel policies.
- Provide for an independent annual audit by a qualified CPA.
- Ensure adequate insurance is in force to cover students, staff, visitors, the board and the assets of the school.
- Ensure good organizational functioning by:
  - a. Understanding and observing the respective roles and responsibilities of the board and the staff.
  - b. Fostering teamwork and conflict resolution within the board and encouraging the same among the staff.
  - c. Fostering open and timely communication.

7. Determine, monitor and strengthen the programs and services

- Assure programs and services are consistent with the mission.
- Approve measurable outcomes for academic, personal and social achievement including the skills and knowledge a student must demonstrate in order to graduate from HVM
- Approve annual, attainable program goals.
- Monitor progress in achieving the outcomes and goals.
- Assess the quality of the program and services.

8. Enhance HVM's public standing

- Serve as a link with the school's staff, volunteers, members, constituents and clients.
- Serve as ambassadors, advocates and community representatives of the school.
- Ensure that no board member represents her/himself as speaking for the board unless specifically authorized to do so.
- Provide for a written annual report and public presentation that details HVM's mission, programs, board members, and financial condition.
- Approve the goals of the annual public relations program

9. Ensure legal and ethical integrity and maintain accountability

- Establish policies to guide the school's board members and staff.
- Develop and maintain adequate personnel policies and procedures (including grievance mechanisms).
- Adhere to the provisions of the school's bylaws and articles of incorporation.
- Adhere to local, state and federal laws and regulations that apply to the school.
- File and make available, accurate, timely reports required by federal, state and local governments.
- Keep detailed records of any lobbying expenditures and activities.
- Protect the organization's staff, volunteers, and clients from harm of injury by ensuring compliance with occupational safety, health, labor and related regulations.

- Register with the appropriate state agency before beginning an organized fund-raising campaign
10. Recruit and orient new board members and assess board performance
- Define board membership needs in terms of skill, experience and diversity.
  - Cultivate and check the credentials of and recruit prospective nominees.
  - Provide for member orientation to the board and board membership and to the school.
  - Provide for a written board self assessment on at least an annual basis, and report back to the Board.

## **Hill View Montessori Charter School of Haverhill**

### **Trustee Job Description**

#### **General Responsibilities:**

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

#### **Specific Responsibilities:**

1. Believe in and be an active advocate ambassador for the values, mission, and vision of HVM.
2. Work with fellow board members to fulfill the obligations of Board membership.
3. Behave in ways that clearly contribute to the effective operation of the Board of Trustees:
  - Focus on the good of the school and the Board, not on personal agenda
  - Engage in and support open dialogue
  - Speak candidly and ask difficult questions
  - Accept that disagreement and conflict are part of doing business well and commit to resolve conflicts
  - Support Board decisions once they are made
  - Bring business to the Boardroom, rather than discuss behind-the-scenes, creating divisiveness
  - Demonstrate commitment to diversity, broadening the Board's perspectives and encouraging alternative view points

- Participate in an honest appraisal of one's own performance and that of the Board
4. Regularly attend committee meetings and attend Board meetings in accordance with the Absenteeism section (2.7) of the By-laws. Prepare for all meetings by reviewing materials and bringing them to meetings. If unable to attend, notify the Board or committee Chair at least 24 hours before the meeting if possible.
  5. Keep informed about the school and its issues by reviewing materials, participating in discussions, and asking strategic questions.
  6. Participate in the activities of the school by attending programs and facilitating fund-raising events.
  7. Actively participate in one or more fund-raising event(s) annually.
  8. Reach into diverse communities and help identify and cultivate individuals and organizations to support HVM as donors, volunteers, and advocates.
  9. Use personal and professional contacts and expertise for the benefit of the HVM.
  10. Serve as a committee or task force chair or member.
  11. Give an annual financial contribution and support capital campaigns at a level that is personally meaningful.
  12. Inform the Board of Trustees of HVM of any potential conflicts of interest, whether real or perceived, and abide by the decision of the Board related to the situation.
  13. Build awareness of and vigilance toward governance matters rather than management.