

# **PROVIDENCE SCHOOL BOARD**

## **GOVERNANCE BYLAWS**

### **ARTICLE 1**

#### **PREAMBLE**

The care, management and control of the Providence School District (hereinafter the “District”) is vested by statutory authority in the Providence School Board (hereinafter the “Board”). The Board works with diligence, prudence, and dedication to achieve its primary objective: providing all children in the District with the finest public education.

In order to be successful, the Board is committed to:

- Ensuring a clear focus on the District mission, goals and priorities for student achievement in all deliberations and communications.
- Providing guidance and direction to accomplish the District’s goals and priorities through policy, planning, and accountability.
- Monitoring, measuring, and communicating effectiveness and efficiency of teaching and learning programs to ensure progress toward achieving district goals and priorities.
- Advocating for the District goals and priorities through communication with students, staff, parents, community, business, and public officials.
- Working in collaboration with the Superintendent to provide team leadership for the District.

To assist in achieving its goals, the Board adopts these governance bylaws. The purpose of these bylaws is to define the authority, duties and powers of the Board.

### **ARTICLE 2**

#### **SCOPE OF BY-LAWS**

These bylaws set forth the responsibilities and authority of the Board. The bylaws also set the standards of conduct expected from each Board Member. Reference is made to Rhode Island General Laws (RIGL) where applicable.

### **ARTICLE 3**

#### **GENERAL POWERS AND DUTIES**

The powers and duties of the Board, set forth in the City of Providence’s Home Rule Charter (hereinafter the “Charter”), shall also be those imposed on school boards pursuant to Rhode Island law, and specifically without limitation, to the following:

- To determine and control all policies affecting the administration, maintenance and operation of the public schools;
- To provide rules and regulations for the use, operation and maintenance of public school properties;

- To appoint a superintendent of schools to serve as the chief administrative agent of the school board;
- To establish the compensation for said superintendent;
- To appoint and remove all school department employees and fix their salaries within limits established by appropriation of the city council for the school department.

**ARTICLE 4 ORGANIZATION**

**SECTION 4.1 ORGANIZATION MEETING**

In accordance with the Charter, the Board shall elect annually, from among its qualified members, a President, Vice-President, and Secretary. Elections shall take place at the Board’s first business meeting of the calendar year. If the Board has fewer than nine members at the time of the first business meeting of the calendar year, then the election shall take place at the first business meeting after all board vacancies have been filled.

**SECTION 4.2 FILLING VACANCIES OF EXECUTIVE OFFICERS**

In the event that the office of President, Vice-President, or Secretary becomes vacant before the expiration of their term, the following shall apply: If the office of President becomes vacant, the Vice-President shall assume the duties of the President in an interim capacity until a new President is elected at the next organizational meeting pursuant to section 4.1. If the office of Vice-President becomes vacant, the Secretary shall assume the duties of the Vice-President on an interim basis until a new Vice-President is elected at the next organizational meeting pursuant to section 4.1. If the office of Secretary becomes vacant, the Board Member who has served the longest tenure shall assume the duties of the Secretary on an interim basis until a new Secretary is elected at the next organizational meeting pursuant to section 4.1.

**SECTION 4.3 COMMITTEES**

- a) The standing committees of the Board are as follows: Policy Committee, Finance Committee, Health and Wellness Committee, and Career and Technical Education Committee.

Members shall be appointed to Standing Committees in the manner described herein.

**Policy Committee:** The President shall appoint three Board members to the Policy Committee, and shall appoint a chair from among those members. The President shall serve as an ex-officio member of the Policy Committee and may designate a Board member to serve in the President’s place on said committee.

**Finance Committee:** The President shall appoint three Board members to the Finance Committee, and shall appoint a chair from among those members. The

President shall serve as an ex-officio member of the Finance Committee and may designate a Board member to serve in the President's place on said committee.

**Health and Wellness Committee:** The President shall appoint up to four Board members to the Health and Wellness Committee, and shall appoint a chair from among those members. The remainder of the membership of the Health and Wellness Committee shall be consistent with the requirements of Rhode Island General Law § 16-21-28 (b).

**Career and Technical Education Committee:** The President shall appoint up to nine individuals to serve as members of the Career and Technical Education Committee, including a member of the School Board, a member of the Rhode Island Board of Trustees on Career and Technical Education, and a representative of the Providence Teachers Union. The remainder of the committee shall include members with expertise in career and technical education, business, manufacturing, construction, technology, design, engineering, and/or other related fields.

Standing Committees shall conduct their meetings in accordance with applicable state law, and may form subcommittees for a specific purpose such as fact-finding, studying issues, and/or making recommendations to the full committee.

After review and consideration of matters that come before them, Standing Committees will make recommendations to the full School Board.

- b) The President may establish special committees and working groups to assist in the completion of the Board's business. Special committees and working groups will be charged by the President to fulfill a specific purpose such as fact-finding, studying issues, and/or making recommendations to the full Board. Special committees and working groups shall conduct their meetings in accordance with applicable state law.

#### **SECTION 4.4**

#### **CHANGES TO BYLAWS**

Amendments to these By-Laws may be proposed by any Board member during an annual review of bylaws at the Organizational Meeting. Amendments to these bylaws shall require prior notice to all Board members and a two-thirds vote of all appointed Board members. All revisions or additions may be approved by the Board after two readings.

#### **ARTICLE 5**

#### **DUTIES OF MEMBERS**

#### **SECTION 5.1**

#### **PRESIDENT AND VICE-PRESIDENT**

The President shall preside over all regular meetings of the committee. The duties of the President shall include the following:

- Prepare meeting agendas with the assistance of the Superintendent;
- Chair Board meetings
- Maintain order in meetings, and keep discussions relevant to the issues under discussion;
- Serve as the spokesperson for official Board positions;
- Represent the Board to outside parties;
- Appoint members to committees and subcommittees;
- Entertain motions and to vote on all matters;
- Serve as the authorized signatory to all legal documents;
- Call for a special meeting of the School Board.

The duties of the Vice-President shall include the following:

- In the case of the President’s absence, sickness, disability, death, or refusal to serve, the Vice-President shall perform the duties of the President
- Assist the President and the Superintendent in the preparation of meeting agendas and workshops

## SECTION 5.2 SECRETARY

The Secretary shall be responsible for monitoring the Board’s records and for overseeing the Superintendent’s evaluation process to include scheduling the necessary meetings between the Superintendent and the Board and ensuring that the process is completed according to timelines identified by Policy CBI (Evaluation of Superintendent).

If both the President and the Vice-President shall be absent from any meeting of the School Board (“Board”), the Secretary (or, in the absence of the Secretary, the longest tenured school board member present) shall call the meeting to order, and a majority of the members of the Board present shall elect a President pro tempore.

## SECTION 5.3 INDIVIDUAL MEMBERS

Board members have legal authority only during meetings convened in accordance with these bylaws and Rhode Island law. Members fulfill their obligations by participating in meetings. The method of participation shall consist of discussion, deliberation, debate and voting.

Expectations for member conduct, both individually and collectively, are consistent with RIGL 16-2-9.1, the code of basic management principles and ethical standards and other provisions of State law, including but not limited to:

- Formulate written policy for the administration of schools to be reviewed regularly and revised as necessary.

- Exercise legislative, policy-making, planning and appraising functions and delegate administrative functions in the operation of schools.
- Recognize their critical responsibility for selecting the Superintendent, defining his or her responsibilities, and evaluating his or her performance regularly without directly engaging in administrative processes.
- Accept and encourage a variety of opinions from and communication with all parts of the community.
- Make public relevant institutional information in order to promote communication and understanding between the school system and the community.
- Work collaboratively with the Superintendent and the Finance Department in the City of Providence to govern the District's Budget.
- Act on legislative and policy-making matters only after examining pertinent facts and considering the superintendent's recommendations.
- Conduct meetings with planned and published agendas.
- Encourage and promote professional growth of school staff so that quality of instruction and support services may continually be improved.
- Establish and maintain procedural steps for resolving complaints and criticisms of school affairs.
- Act only through public meetings since individual board members have no authority to bind the board.
- Recognize that the first and greatest concern must be the educational welfare of the students attending the public schools.
- Work with other committee members to establish effective board policies and to delegate authority for the administration of the schools to the superintendent.
- Avoid being placed in a position of conflict of interest, and refrain from using the committee position for personal gain in accordance with applicable City and State ethics laws.
- Attend all regularly scheduled committee meetings as possible, and become informed concerning the issues to be considered at those meetings.

The Board may convene a duly posted meeting, under the provisions of RIGL 42-46-2 (a) and 42-46-5 (a) (1), to sanction a member who does not comply with the individual limits, responsibilities and ethical standards set forth in this article.

#### SECTION 5.4 CONFLICT OF INTEREST

Board members are expected to understand and comply with the language and spirit of the Rhode Island Code of Ethics in Government Act and the City's Ethics Code, as well as disclose any personal interests or ties prior to discussion or to voting. Specific attention should be paid to items involving personnel, purchasing, or votes requiring expenditure of funds. School Board members are expected to recuse themselves from all real or potential conflicts, as required by RI law.

Board members are expected to avoid being placed in a position of conflict of interest, and refrain from using their committee position for personal gain. If the committee member is in doubt about a possible conflict, an advisory opinion may be requested from the Ethics Commission or the City's municipal integrity officer.

**ARTICLE 6** **MEETINGS**

All Board meetings shall be posted and conducted in accordance with applicable sections of the state's Open Meetings Act, RIGL Title 42, Chapter 46. Unless otherwise specified in these bylaws, all meetings will be conducted in accordance with the current edition of Robert's Rules of Order (revised).

**SECTION 6.1** **QUORUM**

A majority of members of the Board currently qualified to serve (that is, appointed by the Mayor, confirmed by the City Council, and sworn in by the Mayor) shall constitute a quorum. A quorum is required to hold a meeting or take votes on any action item. In the event that the President determines that a quorum will not be present, he or she shall have the power to postpone the meeting/amend the agenda in accordance with these bylaws and applicable state law.

**SECTION 6.2** **VOTING**

All questions submitted to the Board shall be determined by a majority of the members voting on the question. For the purposes of this section, an abstention shall not operate as a vote on the question.

In any case in which there shall be a tie vote of the Board when all appointed members (that is, appointed by the Mayor, confirmed by the City Council, and sworn in by the Mayor) are not present, the question shall be passed by until the next meeting when it shall again be voted upon regardless of whether all members are not present. In any case in which there shall be a tie vote after complying with this procedure, any tie vote shall defeat the motion, resolution, or issue voted upon.

**SECTION 6.3** **POSTING OF MEETINGS**

The Superintendent shall be responsible for posting all Board meetings in accordance with RIGL 42-46-6 and these bylaws. Written notice of dates, times and places of regularly scheduled meetings shall be provided at the beginning of each calendar year on the district's website and to members of the public upon request. Every regular meeting agenda shall be made available at least 48 hours before the meeting and shall be posted in all schools and administrative offices and on the district's website.

**SECTION 6.4** **TYPES OF MEETINGS**

**SECTION 6.4.1** **BUSINESS MEETINGS**

The regular meetings of the Board will normally be held on the second Monday of each month at 6:30 PM at the Providence School Department 797 Westminster Street in Providence unless otherwise advertised. All regular meetings will be posted and advertised.

#### SECTION 6.4.2

#### WORKSHOPS

Workshops are regularly held on the fourth Monday of each month at 6:30PM at the Providence School Department 797 Westminster Street in Providence unless otherwise advertised. Workshops are meetings of the Board, for discussion or action, in which the Board receives major presentations by the Superintendent (or designee) and participates in discussions about these presentations.

Workshops shall be conducted for several purposes:

- **Planning:** To educate the Board (and the public) on topics such as major policies, reform options, changes in state or federal policy, and changes in operations; these workshops will also prepare the Board to take future action.
- **Policy Oversight:** To review the implementation of major policies and evaluating results of major policies.
- **Management Oversight:** Review the integrity and performance of the district's management systems.

Planning and Policy Oversight workshops shall be driven by and relate directly to the District's strategic plan. Topics for workshops of these types shall be determined at the Board's annual retreat. Additional topics may be scheduled with a minimum of two weeks' advance notice.

Management Oversight workshops shall be scheduled and conducted in accordance with the Management Oversight Policy.

To aid the district in organizing meaningful workshops, the Vice-President will work with the Board and the Superintendent to set clear objectives and expected outcomes for each workshop. The Vice-President may ask other board members to develop objectives and desired outcomes of specific workshops. The Vice-President maintains overall responsibility for coordinating the planning of workshops with the Superintendent.

Workshops shall be conducted by the Superintendent or his/her designee and should last no more than three hours. Outside experts may also be invited to participate in these workshops, as needed.

Workshops are subject to the requirements of the Open Meetings Act.

#### SECTION 6.4.3

#### EXECUTIVE SESSION

An Executive Session (closed meeting) may be called by the President provided that such is listed on the posted agenda for one or more of the following purposes:

- Any discussions of the job performance, character, or physical or mental health of a person or persons provided that such person or persons affected shall have been notified in advance in writing and advised that they may require that the discussion be held at an open meeting.
- Failure to provide such notification shall render any action taken against the person or persons affected null and void. Before going into a closed meeting pursuant to this subsection, the Board shall state for the record that any persons to be discussed have been so notified and this statement shall be noted in the minutes of the meeting.
- Sessions pertaining to collective bargaining or litigation, or work sessions pertaining to collective bargaining or litigation.
- Discussion regarding the matter of security including but not limited to the deployment of security personnel or devices.
- Any investigative proceedings regarding allegations of misconduct, either civil or criminal.
- Any discussions or considerations related to the acquisition or lease of real property for public purposes, or of the disposition of publicly held property wherein advanced public information would be detrimental to the interest of the public.
- Any discussions related to or concerning a prospective business or industry locating in the state of Rhode Island when an open meeting would have a detrimental effect on the interest of the public.
- A matter related to the question of the investment of public funds where the premature disclosure would adversely affect the public interest.
- Any executive sessions exclusively for the purposes (a) of conducting student disciplinary hearings or (b) of reviewing other matters which relate to the privacy of students and their records, provided, however, that any affected student shall have been notified in advance in writing and advised that he or she may require that the discussion be held in an open meeting;
- Failure to provide such notification shall render any action taken against the student or students affected null and void. Before going into a closed meeting pursuant to this subsection, the Board shall state for the record that any students to be discussed have been so notified and this statement shall be noted in the minutes of the meeting;
- Any hearings on, or discussions of, a grievance filed pursuant to a collective bargaining agreement.

The motion shall include the reason (s) to hold the Executive Session and the President shall cite the applicable subsection of RIGL 42-46-5 authorizing the exception to open session. There shall be a majority vote by members to convene in Executive Session and



the vote of each member shall be recorded in the open meeting minutes. All discussions shall be considered confidential, except when the committee as a whole has agreed to publication of the matters discussed. Any action taken at this meeting will be reported in open session. All executive sessions will be posted and advertised.

#### SECTION 6.4.4 SUBCOMMITTEE MEETINGS

Subcommittee meetings may be held to conduct the work charged to them by the full Board. Such meetings are posted but not necessarily advertised.

#### SECTION 6.4.5 SPECIAL MEETINGS

A special meeting shall be called whenever the President considers such a meeting necessary or at the request of four members. The notice shall state the special matter or matters to be considered, and be posted in the manner that regular meetings are posted. At such meetings only the business for which the meeting was called will be in order. All special meetings will be posted and advertised.

#### SECTION 6.4.6 PUBLIC HEARINGS

The President shall have the power to convene a public hearing to solicit opinions and information from the community on a specific topic. All school committee public hearings will be posted and advertised.

#### SECTION 6.4.7 EMERGENCY MEETINGS

The President may call an emergency meeting on less than 48 hours notice to address an unexpected occurrence that requires immediate action to protect the public. Reasonable effort shall be made to notify all members of the committee. In accordance with RIGL 42-46-6 (c), the holding of such meeting shall be approved by a majority vote of the members at the time and place that the committee assembles to meet, provided there is a quorum present. The vote of each member and the reason for holding the meeting in less than 48 hours shall be recorded in the minutes. As soon as practical, the meeting notice and agenda shall be posted in the manner that regular meetings are posted.

#### SECTION 6.5 MINUTES

The Board shall keep written minutes. Minutes shall include, but not be limited to:

1. The type of meeting, time and place, members present, approval of the minutes of any preceding meeting or meetings.
2. A record of all actions taken; the motion, the name of the member making the motion and seconding it; the record of the vote, with the vote of each member recorded.
3. Members may request to have their reasons for particular votes recorded in the minutes.

4. A record of all business that comes before the Board through reports of the Superintendent.
5. A record that an executive session was held and the reason for the session.
6. The record of adjournment.

**ARTICLE 7** **AGENDA**

**SECTION 7.1** **AGENDA DEVELOPMENT**

The President and the Vice-President, with the assistance of the Superintendent, shall prepare the agenda for all meetings of the Board. The agenda shall specify all items to be discussed. In developing the agenda, determinations of what items to include, including those requested by members of the Board, shall be based on the following criteria:

- Items requiring action by the Board (per RIGL or other requirement),
- Data updates requested by the Board to support its goals and decision making,
- Items reflected in the Board’s annual work calendar,
- Information updates brought to the Board by the Superintendent as needed, and
- Resolution of issues that could not be resolved through other appropriate District channels.

**SECTION 7.2** **AGENDA**

The order of business at regular meetings may include: Call to Order and Pledge of Allegiance, Superintendent’s Comments, Agenda Approval, Public Comment-Right to be Heard, School Board Comments, Consent Agenda, School Board Business, Presentations, Action Items, Executive Session, and Adjournment. The order of business for any meeting may be altered with the consent of the members present. Under provisions of RIGL 42-46, items may be added to a published agenda up to 48 hours before the meeting.

In accordance the Open Meeting Act, RIGL 42-46, the Board is prohibited from discussing items that are not listed on the posted agenda. It will be the responsibility of the President to focus discussion on posted agenda topics, clarify issues, keep discussion relevant, and maintain reasonable time limitations.

Each agenda item shall include a reference to related policies, if applicable. Any action item shall include a resolution which may be accepted, rejected or amended by the committee.

**SECTION 7.2.1** **PRESENTATIONS**

Delegations shall appear before the Board to highlight accomplishments and interests of the District.

**SECTION 7.2.2** **SUPERINTENDENT’S COMMENTS**

The Superintendent's Comments shall provide district news and informational updates.

### SECTION 7.2.3

### CONSENT AGENDA

The Consent Agenda shall consist of routine items which require action by the Board. Members may ask for clarification of items on the consent agenda, or they may ask to have an item removed from the consent agenda for discussion at a later part of the meeting. Approval of the Consent Agenda shall be fully equivalent to approval of each item within the Consent Agenda as if they had been acted upon individually.

### SECTION 7.2.4

### PUBLIC COMMENT- RIGHT TO BE HEARD

The Board meets in public, as required by law, for the purpose of discussing and taking action on matters for which the Board is responsible. Board meetings consist of discussion among Board Members and members of the administration or invited individuals. Board meetings are meetings in public, not meetings with the public.

The Board recognizes and welcomes its responsibility to receive input from the public. At the same time, responsiveness to community input must be balanced with the Board's responsibility to insure the integrity of its meetings so that they are both orderly and efficient. The Board seeks to insure a clear protocol for public comment from the community at Board meetings.

The primary purpose of the Public Comment is to provide the community with the opportunity to voice their opinions about items on the agenda. An additional purpose is to provide a forum for bringing policy issues to the Board's attention.

#### Guidelines:

- The Board Meeting is not the appropriate place to raise individual issues and problems. Individual matters should be brought to the Administration using processes and protocols intended to resolve these matters.
- Members of the community may address the Board at Meetings on topics, and under conditions determined by the Board.
- The amount of time allotted each speaker shall be three minutes and the public comment section of the meeting shall last no more than thirty (30) minutes, unless the Board votes to extend the time.
- The Board may limit comments to less than three minutes if many community members wish to address the same issue. Groups or organizations are encouraged to appoint a spokesperson.
- Members of the public must address their comments to the Board, not the audience, and may submit comments in writing as well.

- An individual may address the Board only once during a single meeting.
- No speaker may give unused time to another speaker.
- Members of the community who wish to speak during public comment shall provide the following information in writing prior to the start of the meeting: 1) name; (2) topic to be addressed; and, (3) optional contact information.
- Board approved public comment sign-up forms shall be available in the board room 30 minutes before the start of the meeting.
- Members of the community speaking during Public Comment shall be made to feel welcome and confident that their issues shall be heard and addressed in a timely and proper manner, with appropriate follow-up by School Administration, if necessary. The Board may request follow-up reports on public comments made during meetings.

#### SECTION 7.2.5 BOARD BUSINESS

Each regular meeting of the Board shall include a period for Board Business. This period shall include but shall not be limited to any and all items requiring action by the Board and planning and monitoring activities of the Board.

#### SECTION 7.2.6 BOARD COMMENTS

Board Comments provides an opportunity for Board members to recognize accomplishments of members of the school community, bring forward announcements of interest to the school community, assess meeting expectations and process, and request information to bring back to the Board for future discussion.

#### SECTION 7.2.7 SUBCOMMITTEE REPORTS

Each Regular and workshop meeting of the Board shall include a period for Subcommittee reports. This period shall include reports from the Chair of each subcommittee on actions taken and informational updates.

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 October 10, 2018