



TAPA Board of Trustees Handbook

Approved by the TAPA Board December 2021

Welcome to the TAPA Board of Trustees!

This handbook was designed to provide board members with a clear understanding of roles and responsibilities. Your support, guidance and governance are invaluable. Thank you in advance for your service.

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In addition, we’ve attached up-to-date promotional materials, including but not limited to: brochure, annual report, press releases and articles, business cards, stickers, etc.

About TAPA

Building on our nationally-recognized performing arts program, TAPA utilizes a combination of relationships and rigor to implement strong academic programming and support college and career readiness. Located in the center of downtown Providence, RI, TAPA is woven into the diverse and creative fabric of "The Creative Capital", fostering students as they become engaged, well-rounded and artistic leaders. We leverage the strengths of our community by inviting visiting artists to teach, and cultivating the "artist mindset" as a means to drive students' academic, career, college, and social-emotional success. TAPA's interdisciplinary learning aligns the in-depth study of an Arts Pathway in Film, Dance, Music or Theatre with core academic subjects, including dual-enrollment classes at local colleges and universities. Students use self-reflection, continual practice, creation, collaboration, critical thinking, and community-making to become artist-scholars who use their voices, talents, and a lifelong love of learning to fight for social justice and transform their communities and the world.

At TAPA we aim to cultivate a community that not only accepts, but values and respects diverse perspectives. While we cannot erase the institutional, ideological and interpersonal oppression that is embedded in our society's culture of schooling, we can strive for something more inclusive, empowering, and loving. As a community of artists, we believe in art as a catalyst to unite, to understand, and to heal. We also believe that resilience is central to the mentality of "the show must go on", which builds in students the ability to see setbacks and failures as opportunities to grow and strengthen their craft. The greatest measure of TAPA's success is our lifelong impact on our students. We strive for positive student outcomes not only in higher education, employment, and economic stability, but also in the areas of civic leadership, social conscience, and emotional intelligence. We will have succeeded if, by continuing to shape creative and compassionate artist-scholars, we affect positive change in the city we serve and the community at large.

TAPA's Anti-Oppression Creative Community

TAPA strives to be an Anti-Oppression community that reflects and responds to the diversity of our school community, city, and local arts community. Just as our approach to academic learning is based on an arts-integrated curriculum, our approach to responsible citizenship and allyship is accomplished by cultivating a mutually "warm/demanding" tone from/to students, families, and employees. We have high expectations for each other as a community and we work to support each other in our journeys by practicing inclusion in our curriculum, instructional practices, and our school climate.

TAPA's creative community is enriched by the cultural, religious, racial, ethnic and linguistic diversity of our neurodiverse families, students and employees. TAPA welcomes the full

spectrum of sexual orientation, gender identity, and differing abilities brought to our school by our students, employees and families. Our families' varied compositions — traditional or single parent or same-sex parent, nuclear or extended, adoptive or chosen or blended — reflect the larger community in which the TAPA Ensemble lives, and illustrates for our students the many different ways in which families can be built. In TAPA's commitment to creating a safe, caring environment where everyone can be themselves without fear of harassment, ridicule, or rejection, we know that the work is messy, the work is never done, and the work is worth doing.

TAPA's History

At its core, TAPA is a product of the Southside of Providence, RI. In 2007, TAPA's founders pulled together a series of community charrettes, asking the people of the SouthSide what the neighborhood most needed. The group who met that day took it as their mission to break the cycle of "parents from economically distressed districts" who "just take what they can get or are given by the [school] system" rather than "feel empowered to demand the best educational preparation for their children, or to influence the depth, breadth and variety of academic offerings within their children's schools or classrooms (Stevos, 2008)."

The idea for TAPA was wildly ambitious: opening a new school in a community that had seen its neighborhood school shuttered, with a focus on the Arts, which were all-but-ignored by Providence Public Schools. The plan was derided in some RI education circles: Without a heavy-lifting power-player or substantial outside backing, how could this pie-in-the-sky community project get off the ground? However, with hard work and determination, Team TAPA persevered and Trinity Academy for the Performing Arts opened in the fall of 2010 with our first class of 34 seventh-grade students. Now at capacity, TAPA serves 220 students in grades seven through twelve.

TAPA's Founder and Board President Emeritus: Dr. Joyce Stevos

TAPA is the brainchild of Dr. Joyce Louise Caldwell Stevos. Dr. Stevos is a Rhode Island native, a graduate of Classical High School, and has earned a Bachelor and Masters degree from Rhode Island College and a doctorate from the University of Rhode Island/Rhode Island College Joint Program in Education. She is also an adjunct professor in Educational Studies at Rhode Island College.

As a teacher and supervisor of Social Studies in the Providence Public Schools, Dr. Stevos was a leader in implementing the study of Black History, the Holocaust, the Armenian Genocide, and law-related education. She was the primary designer of the Government and Law Magnet at Central high School and the Teacher Academy at Mt. Pleasant High School. Dr. Stevos was the Director of Strategic Planning and Professional Development in the Providence Public Schools

where she worked with teachers and administrators to begin and implement the first wave of educational reform in the District.

For 25 years, Dr. Stevos worked with different publishing companies in writing and critiquing history and civics texts for middle and high school students. After retiring from the Providence School Department Dr. Stevos worked as a consultant with Trinity Restoration, Inc to develop and incorporate Trinity Academy for the Performing Arts Charter School. Dr. Stevos was president of the Board for 7 years.

Dr. Stevos has been recognized by many community groups for her contributions to education and the Rhode Island Community. In 1992 she was named a Milken National Educator from Rhode Island and in 2014 received the Classical Distinguished Alumni Award.

Frequently Asked Questions about TAPA

1. **What does "TAPA" stand for?**

TAPA stands for Trinity Academy for the Performing Arts. We are a public charter school located in Downtown Providence, Rhode Island. Our namesake is from the Trinity Theatre, where TAPA was originally located. Interestingly enough, Rhode Island's Official State Theatre, the Trinity Repertory Company shares this birthplace and namesake. So, while we are not affiliated with fabulous Trinity Rep, our programs share the same roots.

2. **What grades does TAPA serve?**

TAPA is a 7-12 public middle/high school. We accept between 34-40 students per grade level, and serve a total of 204 students.

3. **Does TAPA cost anything to attend?**

No: As part of the public education system charter schools do not charge tuition.

4. **Who is eligible to attend TAPA?**

Any student who resides in Providence, RI and has successfully completed grade six at an accredited school or home-schooling program may apply to attend TAPA. Our students come from the many neighborhoods of Providence and reflect the city's diverse population.

5. **How do I become a student at TAPA?**

We accept enrollment applications throughout the school year. Our enrollment lottery takes place on March 1st of each year. Please see the Application section of our website.

6. **Do I have to audition to attend TAPA?**

No and Yes: You do not have to audition to enroll in TAPA. To enroll, you must fill out a short application and then have your name chosen during our admissions lottery. However, you will be required to audition for an Arts Major at the end of 8th grade or upon enrollment in the Upper School.

7. What is a charter school?

Charter schools are public schools. They are authorized by Rhode Island to operate independently from some state and local district rules and regulations. As a result of this flexibility, charter school operations are allowed to pursue innovative educational strategies designed to meet specific student achievement goals and the objectives stated in their charter. Charter schools are publicly-funded, therefore they are tuition free.

8. What district does TAPA belong to?

TAPA is an independent public charter school and does not belong to any district. It is considered its own district and because of this is listed as an LEA (Local Education Agency) by the RI Department of Education. TAPA has its own Board similar to the towns' and cities' school boards.

9. Does TAPA follow the same regulations as other public schools?

TAPA follows all of the regulations that the Department of Education requires of public schools. This means that, among other things, TAPA's teachers are all qualified to teach their subject in the state of RI and TAPA students take the state RICAS exams.

10. Is there transportation available for students?

A school bus is provided for Lower School (grades 7-8) students who live a 1.5 miles or more from TAPA; a RIPTA bus pass is provided for Upper School (grades 9-12) students who live 2 miles or more from TAPA.

TAPA Conflict of Interest Policy for Board Members

All employees and members of the board of trustees are expected to use good judgment, to adhere to high ethical standards, and to act in such a manner as to avoid any actual or potential conflict of interest. A conflict of interest occurs when the personal, professional, or business interests of an employee or board member conflict with the interests of TAPA. Both the fact and the appearance of a conflict of interest should be avoided.

- Upon or before hire, election, or appointment each employee and board member must provide a full written disclosure of all direct or indirect financial interests that could potentially result in a conflict of interest. (Examples include employer, business, and other nonprofit affiliations, and those of family members or a significant other.)
- Conflict of Interest forms are updated each year and recorded with the Secretary of State's office.

Should there be any dispute as to whether a conflict of interest exists:

- The President of the Board of Trustees shall determine whether a conflict of interest exists for an employee, and shall determine the appropriate response.
- The board shall determine whether a conflict of interest exists for the Head of School or a member of the board, and shall determine the appropriate response.

Overview of TAPA Board Member Responsibilities

The TAPA Board is a formalized means to get highly focused information, advice, support and recommendations. Having this independent body of community leaders, constituents, and other interested community members to support and forward the mission and vision is key to building a secure, sustainable organization. The Board provides fresh perspective, expanded networks, expertise and direct financial support. It has legal authority and liability, and works directly with the Head of School to brainstorm, discuss, debate and make major organizational decisions.

Overall, the TAPA Board is responsible for the following:

- Commitment to the mission
- Adherence to the bylaws and policies of the organization, and
- Fiduciary responsibility to ensure the financial integrity of the organization.

Each Board member brings something unique to the table, and each pledges their personal, professional and financial resources to assist the organization and its mission. We anticipate community members will develop unique relationships with the organization based upon their expertise and interests. Board responsibilities include:

Active Partners Bringing the TAPA mission to life requires planning, coordination and ongoing attention. Board members attend and actively participate in both board and committee meetings. At Board meetings, members attend to overall organizational health, impact and position in the field. In collaboration with the Head of School and other staff, members implement strategic priorities and otherwise support TAPA operations during and between board meetings.

Be Familiar with TAPA Board members are aware of TAPA activities, opportunities and impact. With regular staff updates, Board members are prepared to discuss the program's place in the community, trends in society affecting the field, and focus on long-range, important issues. Board members are expected to visit staff meetings and programs annually. Board members are expected to attend important school events.

Build Community Relationships Board members provide entry to influential people, share wisdom, serve as a community knowledge link and attract new volunteers, including members of the Board. Board members are important spokespeople who spread the word about the program and its successes. They bring community feedback to the project and assist in assessing community needs and resources. Board members provide marketing, messaging, public relations, graphic and communications advice and leadership.

Raise and Protect Vital Resources Members are committed to the organization and to leveraging resources to ensure its success. In this capacity, Board members assist in creation of the annual budget, review the development plan, determine individual and group fundraising

goals, ensure proper financial controls are in place and assist in development and special events efforts. Each member is expected to contribute funds and to raise vital resources in accordance with their means and abilities.

Plan & Develop Policy Board members create legally binding policies for the organization, guide organizational planning, assist in implementing and monitoring goals, and provide direction and support for the staff.

Ensure Legal and Ethical Integrity. The board is ultimately responsible for adherence to legal standards and ethical norms.

Board Member Skills and Priorities

In building a committed and knowledgeable governing board, TAPA seeks individuals who bring them personal and professional qualities that include:

An understanding of the role of governance

- A demonstrated understanding of our mission and pledge to further the organization
- An understanding of working for the collective good of the organization
- An understanding that the role of the board is to look forward into the future of the organization
-

Specific skills and expertise

- Good listening skills
- Ability to facilitate dialogue and open discussion
- Good negotiating skills (work toward win/win situations versus "being right")
- An understanding of basic/core values of TAPA as an ensemble performance model
- Personal values and styles that align with those of the organization at this stage of growth
- Fund-raising experience and/or willingness to participate and learn
- Strategic or long-range planning experience and/or willingness to participate and learn
- Board/organization development experience and/or willingness to participate and learn

A commitment to TAPA service

- To attend and participate in board meetings
- To commit to the sustainable growth of the organization
- To visit the school and attend school events
- To contribute time and energy (varies from 1-6 hours per month for some members)
- To participate in funds/resource development during the course of the year and/or financially contribute during the annual appeal campaign (no minimum gift requirement)
- To be ready to serve as an ambassador and advocate for the organization and its mission

TAPA Board Structure and Composition

The Board operates under the bylaws approved January 4, 2010. In summary, the Board:

- Functions according to established expectations and job descriptions
- Is comprised of 8 - 20 individuals
- Includes up to 3 parents of current students, up to 2 TAPA teachers, up to 2 professional artists, a representative from higher education and a representative from Trinity Restoration, Inc.
- Members are elected for 3 year terms and are limited to 2 consecutive terms*
- Maintains regular and effective communication with the Head of School
- Utilizes relationship building and teamwork to accomplish goals
- Attends, prepares, and participates
- Meets quarterly, with standing committees meeting at least monthly
- Committees are chaired by an officer and each board member is expected to actively participate in at least one committee
- Receives effectively designed meeting agendas with related background materials in a timely manner in advance of meetings
- Prepares for meetings by reading background materials and completing agreed upon tasks
- Utilizes both consensus and fixed agenda
- Receive financial and standing committee reports at each meeting

TAPA Board Committees:

The Board may develop committees which have ongoing responsibilities in specific areas. For example, a development committee composed of 4-6 members may be responsible for making recommendations about fundraising efforts and implementing elements of the overall development plan. Committees are chaired by an officer and meet monthly.

The Executive Committee is chaired by the board president and includes the Head of School, board officers and committee chairs. They focus on operational issues and on coordinating/monitoring all board efforts. They are responsible for the annual performance evaluation and support plan for the Head of School.

The Nominating Committee is convened by the Head of School and Board President as needed to recruit board and committee members, overseen by the Executive Committee. The Staff, the board and selected community members will be engaged to nominate board members. Individuals who apply will interview with the ED, board President and board Secretary. The interview will occur at TAPA and include a tour with staff introductions/interaction. Recommendations will be made to the full board and the whole body will decide which nominates to invite to the board.

The Finance Committee is chaired by the Treasurer, and is tasked with fiscal and operational oversight to ensure overall organizational health

The Fund Development Committee assists in the planning and development of long range financial resources

The Human Resources Committee consists of the Business Manager and members of the board who assist in setting and reviewing human resources policies and practices (*for the 2021-2022 School year this committee is ad-hoc*)

The Education and Curriculum Development Committee advises the Head of School on education policy and curriculum development.

Plant and Property Committee members conduct research and make recommendations regarding facilities and physical plant development (*for the 2021-2022 School year this committee is ad-hoc*)

In addition to standing and ad-hoc committees, the Board may on occasion create working groups. Working groups are task-focused and time-limited in order to complete work in a specific area. For example, a public awareness workgroup could be responsible for making recommendations about public awareness strategies and resources. Workgroups are intended to be short-lived and disband as soon as their specific goals are met.

Committee Structure, Cadence and Function

Optimally, committees meet monthly, based on workload and timelines. They will keep minutes, which will be provided to all members of the board.

Each committee will be supported by the Head of School, and/or their designee, as non-voting member(s). Non board members are invited to join all but the Executive Committee.

Closed session and board notes will continue to be held confidential.

The Executive Committee consists of the Head of School, Board President and officers. They focus on coordinating and monitoring all board efforts, as well as critical or emerging issues. They are responsible for the annual performance evaluation and support plan for the Head of School. Optimally, the Executive Committee meeting quarterly.

The Finance Committee, chaired by the treasurer, is tasked with fiscal and operational oversight to ensure overall organizational health and to assist the Board and Head of School with sound best practices to protect the community investment in TAPA. Minimally, the Finance Committee meeting before each board meeting (ex. 1 week prior).

Responsibilities include:

- Review monthly financial reports (cash flow, month to month plan, YTD P&L) and operational outcomes monthly (dashboard)
- Provide the board with quarterly reports, including the analysis and interpretation of the key performance metrics (the dashboard) and fiscal status
- Lead development and approval of budget
- Review and establish line of credit limits and debit payment schedule as well as follow the current board enactments with regards to overdraft authority and control
- Support and review the organization's audit/financial compilation process and 990 submission

The Nominating Committee is convened by the Board President and Head of School as needed to recruit board and committee members and is overseen by the Executive Committee. Faculty members are appointed to the committee by the Head of School.

Responsibilities include:

- Engage the TAPA faculty, staff, board, and selected community members to nominate, vet and recommend board and committee members
- Potential board and committee members will be interviewed by the Head of School and no fewer than one officer
- Provide recommendations for board and committee members; the whole board will discuss and determine which nominees to invite onto the board and committees
- Plan, coordinate and deliver orientation of each cohort of board/committee members before their first meeting
- Update board member manual

Duties of the Board Executive Committee

Duties of the President

The role of the president is to provide leadership to the Board of Directors and to ensure the group operates efficiently and effectively. The President is assisted by the Head of School in managing the board and its affairs.

- Meets monthly with the Head of School to discuss finances, program, and organizational issues
- Supports the Head of School and their work
- Chairs the Executive Committee
- Acts as a model ambassador for the organization
- Assists with recruitment & orientation of new members
- Supports and encourages board members, including supporting committee work
- Helps to resolve conflicts

- Contacts absentee members to foster participation and keep informed on their progress on assigned tasks
- Consistently interprets program mission, vision & values to guide decision-making
- Leads the evaluation of the Board and its members
- Leads the evaluation of the Head of School
- Creates an open, welcoming atmosphere that leads to
 - Team building
 - Productive discussion
 - Open, honest, thoughtful communications
 - Members working together effectively and efficiently
 - Mutual respect and appreciation
- Organizes and conducts meetings. This includes the following tasks:
 - Develop the consensus and fixed agenda in collaboration with the Head of School
 - Purpose and outcomes for the meeting are defined
 - Clear, productive process is determined
 - Decisions to be made are clearly defined, with background information shared
 - Implications of each agenda item are understood
 - Ensure everyone has relevant information and materials well in advance
 - Encourage everyone's active participation
 - Manage time during the meetings
 - Facilitate the discussion (unless an outside facilitator is secured)
 - Oversee the documentation of decisions
 - Recognize the contribution of members

Board Presidents Cheat Sheet

Chairing Meetings - The president has to perform two tasks:

- make sure the business of a meeting is completed.
- help members to work together so that they leave the meeting feeling that something has been achieved.

The president should be able to:

- clarify and explain
- lead and manage
- involve members, and give everyone a chance to contribute
- maintain a balance between getting the business done and making sure members' needs are met (how is everyone feeling?)
 - be patient - it takes time before people really start working together in a productive way
- try to be objective and unbiased
- be formal when appropriate

- avoid speaking too much

Before the meeting the president should:

- prepare the agenda (with the ED)
- be clear about the purpose of the meeting and the possible implications of each agenda item
- be clear about what decisions have to be made
- think about how much time should be spent on each item
- make sure everyone has the relevant information well before the date of the meeting.

At the meeting the president should:

- arrive early and allow time for people to socialize before the start start the meeting on time
- make sure introductions are made
- set the tone by being friendly but businesslike
- ensure that members understand the structure of the meeting, as well as what is being discussed and why
- facilitate public comment, when necessary.
- explain points and items where necessary
- ensure that all members know exactly what they are voting for or against and what has been decided
- be aware of the time
- be prepared to alter the order of the agenda, or how an item is handled, if the group so wishes
- regularly sum up what has been decided and check that everyone is in agreement
- discourage separate discussions by small groups within the meeting discourage dominant members from taking over
- make sure everyone has the chance to speak
- encourage the expression of ideas and discussions
- try to end on a positive note.

Duties of the Vice President

Oftentimes, this position is the successor to the President position. In addition to the responsibilities outlined in the Board Member job description, this position:

- Chairs one committee
- Performs President responsibilities when the President cannot be available (see President Job Description)
- Works closely with the President and other board members
- Participates closely with the President to develop and implement officer transition plans.
- Performs other responsibilities as assigned by the Board.

Duties of the Secretary

In addition to the responsibilities outlined in the Board Member job description, this position:

- Maintains records of the board and ensures effective management of organization's records
- Manages minutes of board meetings (posts minutes and agenda on the Secretary of State website in accordance with Open Meetings Law)
- Ensures minutes are distributed to members shortly after each meeting
- Is sufficiently familiar with legal documents (articles, by-laws, IRS letters, etc.) to note applicability during meetings

Duties of the Treasurer

In addition to the responsibilities outlined in the Board Member job description, this position:

- Is chair of the Finance Committee
- Manages finances of the organization
- Administers fiscal matters of the organization
- Provides annual budget to the board for members' approval (developed with the Director of Finance and Head of School)
- Ensures development and board review of financial policies and procedure

TAPA Board Bylaws

Article I -- Name

The name of this organization is the Trinity Academy for the Performing Arts, a nonprofit corporation organized and existing under the laws of the State of Rhode Island and Providence Plantations.

Article II -- Purposes

The corporation is a public charter school established to serve students in grades 7 through grade 12 within the city of Providence. The corporation is intended to provide high quality academic and performing arts training for students from Providence Rhode Island.

Article III -- Board of Trustees

Section 1. Membership

There shall be a Board of Trustees and officers (hereinafter "the board") that shall consist of not less than eight and not more than twenty members. The board shall include up to three parents of students currently attending the Trinity Academy for the Performing Arts and up to two teachers employed by the Trinity Academy for the Performing Arts, up to two professional artists, one representative from higher education, and one representative from Trinity Restoration Inc. The Head of School shall serve as a nonvoting member of the board.

The Board of Trustees of the Trinity Academy for the Performing Arts shall, on the recommendation of the Nominating Committee and in consultation with the Head of School, elect trustees and officers when vacancies occur in these positions.

Section 2. Terms

Trustees other than teachers shall normally be elected for three-year terms staggered to the end that approximately one-third shall be elected each year. They may not serve more than two consecutive terms but may be considered for reelection as trustees after having been off the board for at least one year. Trustees who are teachers at the school shall be elected to serve one year terms. They may not serve more than three consecutive one-year terms, but may be considered for reelection after having been off the board for at least one year. They are not eligible to become officers.

Officers shall hold their respective offices for a term of one year. They may not serve more than five consecutive years in any one office, except that the Treasurer is exempt from this provision. Any officer other than the Treasurer who has completed five consecutive years in one office may be considered for reelection to that office after a period of at least one year.

Trustees other than teachers at the school may be elected as officers after their terms as trustees have expired, and officers may be elected as trustees or to a different office after their terms in one office have expired, without leaving the board for a period of at least one year. However, in no circumstances shall an elected board member serve more than eleven consecutive years on the board, except that the President may serve up to five consecutive years as President regardless of prior service.

Section 3. Duties and Powers

The board shall have general control and supervision over the property, affairs and business of the Trinity Academy for the Performing Arts. The board shall approve the annual budget, and all variances in expenditures from any line item in the budget in excess of five thousand dollars (\$5000.00) must be approved by the board except in the event of an emergency.

Section 4. Meetings

Regular meetings of the board shall be held on such days and at such times and places as may be fixed by vote of the board. Special meetings of the board may be called and held at such times and places as may be determined by the President, the Treasurer, or the Secretary. ~~Board members may participate in board meetings by a telephone conference call or video conference call or any other means in which all persons participating can communicate with one another at the same time.~~

Section 5. Annual Meeting

One regular meeting shall be designated the annual meeting of the board. The annual meeting shall include a review of the past year's activities and an announcement of the following year's members of the board.

Section 6. Notice of Meetings

A written notice of each meeting of the board shall be given by mail or e-mail at least three days prior to each meeting, and shall state the time, date, place, and purpose of the meeting. Any member of the board may waive notice of any meeting in writing either prior to or after the meeting.

Section 7. Quorum

A majority of the board members shall constitute a quorum for the transaction of business. Unless otherwise expressly provided, the board may act by majority vote of those in attendance at any meeting at which a quorum is present. ~~Members who attend meetings via telephone conference call or video conference call are considered present for purposes of calculating attendance and a quorum.~~

Section 8. Action by Board without Meeting

The board or executive committee may submit proposals for consideration and approval by its members in mail, e-mail, electronic/web-based, or fax referendums. A majority of board members shall be necessary for approval of the proposals.

Section 9. Compensation

~~Members of the board shall serve without compensation of any kind, except that the board may reimburse members for reasonable expenses incurred in attending meetings of the board and in performing other duties required by board membership. Such reimbursement may be waived by members of the board.~~

~~Members of the board shall serve without compensation of any kind, except that the board may reimburse members for reasonable expenses incurred in attending meetings of the board and in performing other duties required by board membership. Such reimbursements may be waived by members of the board.~~

~~(b) The contract or transaction in which the board member has an interest is fair and reasonable to the school.~~

~~Notwithstanding anything to the contrary herein contained, all board members shall promptly disclose all potential conflicts of interest to the board prior to any consideration of any matter in~~

~~which a potential conflict of interest exists. If a conflict of interest is determined to exist by the President and/or other board members with whom the President chooses to discuss such conflict of interest, the member with the conflict of interest shall abstain from discussing and voting on the matter.~~

Section 10. Committees

The following committees may be established. Subject to these bylaws, each committee may make such rules for the conduct of its affairs as it may deem appropriate. One or more members of any committee, except the executive committee, may be members of the community and need not be members of the board. Except in the case of the Executive Committee the President of the board, subject to the approval of the Executive Committee, shall appoint each committee member and the committee chair, except as provided otherwise in this Section 10.

Executive Committee

There shall be an Executive Committee of the board that shall consist of the President, the Vice President, the Treasurer, the Secretary and the Head of School. The Head of School shall serve as a nonvoting member. There may be up to two board members appointed to the Executive Committee by the President and approved by the board. A majority of the committee shall constitute a quorum. The Executive Committee shall have and may exercise all the powers vested in the board during the intervals between meetings thereof, unless the board otherwise determines, and may determine the manner of holding and calling its meetings and of giving notice thereof. Notwithstanding the foregoing the Executive Committee shall not have the authority to make Major Decisions. Major Decisions shall mean;

1. Purchase of any real estate
2. Lease real estate for more than one year
3. Borrow more than Twenty Thousand Dollars (\$20,000)
4. Hire, fire or change the compensation of the Head of School
5. Approve the annual budget and, except in an emergency, all variances in expenditures from any line item in the budget in excess of five thousand dollars.

The Executive Committee shall keep minutes of its proceedings. All acts of the committee shall be reported to the board at its meeting next succeeding such action and shall be subject to revision or alteration by the board. However, no rights of third parties shall be affected by any such revision or alteration.

Nominating Committee

The nominating committee shall be responsible for submitting nominations for members to the Board of Trustees at the annual meeting, or at other such times when vacancies occur. The committee shall also nominate persons for the offices of President, Vice President, Treasurer and Secretary. The nominating committee shall examine the qualifications of prospective board members, and shall provide orientation and training for new board members as to their roles, duties, and obligations. The Head of School and President of the board shall serve as ex officio members of the Nominating Committee to ensure that nominees for positions of trustee and officers reflect the mission and vision of the School's leadership.

Finance Committee

The finance committee shall exercise the powers of the board in all cases where specific directions have not been given by the board in the following matters:

(a) Audit responsibilities for operations of the Trinity Academy for the Performing Arts, including approval of an independent auditor, consulting with such auditor as the committee deems appropriate, reviewing methods of internal accounting and other management practices, reviewing expenditures and actual or contingent obligations contracted by the school; and

(b) Budget responsibilities, including presenting the annual budget to the board for approval, and the monitoring of the school's financial performance under the approved budget.

The finance committee shall also advise the Treasurer in the discharge of the Treasurer's responsibilities regarding the investment of the money and securities of the school. All acts of the committee shall be reported to the board at its meeting next succeeding such action and shall be subject to revision or alteration by the board.

One member of the committee must be the Treasurer. The Head of School shall serve as a nonvoting member.

Fund Development Committee

The Fund Committee shall assist in the planning and development of the long-range financial resources of the Trinity Academy for the Performing Arts.

Human Resources Committee

The Human resources Committee shall assist in setting and reviewing human resources policies.

Education Committee

The Education Committee shall set standards and expectations of student academic progress and shall advise on education policy and curriculum development. This committee shall monitor student progress in learning and continuous progress. The Education Committee shall approve and recommend to the Board curriculum changes and education policies. The Education Committee shall work with the Finance Committee to ensure budget development is driven by the educational goals and needs of the students. The Education Committee shall meet at least 6 times a year, once in a joint meeting with the Finance Committee in developing the budget.

The Chair of the Education committee with the Head of School is responsible for facilitating these activities.

Plant and Property Committee

The Property and Plant Committee shall make recommendations regarding the physical plant.

Ad Hoc Committees

The President of the board, subject to the approval of the Executive Committee, shall appoint such other committees for such purposes as he or she may determine from time to time.

Section 11. Conflict of Interest

No contract or transaction between the school and one or more of its board members or between the school and any other corporation, partnership, association, or other organization in which one or more of the school's board members are directors or trustees or officers or have a financial interest, shall be void or voidable, nor shall such board member be liable with respect to such contract or transaction solely for this reason, or solely because the board member is present at or participates in the meeting of the board at which the contract or transaction was authorized, or solely because the vote of the board member is counted for such purpose, provided that:

(a) The material facts as to the board member's relationship or interest are disclosed or are known to the board, and the board authorizes, approves, or ratifies any contract or transaction in which the board member has an interest by an affirmative vote of the disinterested members of the board, even though the disinterested board members be less than a quorum; or

(b) The contract or transaction in which the board member has an interest is fair and reasonable to the school.

Notwithstanding anything to the contrary herein contained, all board members shall promptly disclose all potential conflicts of interest to the board prior to any consideration of any matter in which a potential conflict of interest exists. If a conflict of interest is determined to exist by the President and/or other board members with whom the President chooses to discuss such conflict of interest, the member with the conflict of interest shall abstain from discussing and voting on the matter.

Section 12. Resignations, Vacancies, and Removal from Office

Resignation by officers or trustees shall be effective upon receipt of notice. Any board member who misses three or more consecutive meetings without notice or prior excusal may be considered to have resigned from the board. Any board member may be removed from office by a vote of the Board of Trustees whenever in its judgment the best interests of the school will be served thereby, provided that the notice of the meeting shall state that said action will be proposed at the meeting, and that any such member shall have a full and fair opportunity to be heard. Any board member who is a parent or teacher shall cease to be a board member at such time as the parent or teacher ceases to be a parent or teacher unless the board votes to continue such member's term or to reappoint such person for the unexpired term. Any vacancies in the board may be filled at any time by the board of trustees, upon recommendation of the Nominating Committee, for the unexpired term thereof.

Article IV -- Officers

Section 1. Officers

The officers of the board shall be a President, Vice President, Treasurer and Secretary.

Section 2. Duties

The President shall preside at all meetings of the board and shall discharge all other duties imposed by law, by these bylaws, and by the board. In the President's absence, the Vice President shall perform these duties. In the absence of the President and the Vice President, a member previously selected by the President shall perform these duties. The Treasurer shall have general charge of the financial affairs of the school, subject to the direction of the board. The Treasurer shall also be responsible for preparing the annual budget of the school and submitting it to the board, in collaboration with the finance committee. The Secretary shall keep the record of the meetings of the board and shall discharge all other duties properly appertaining to that office. In the absence of the Secretary, the President shall appoint a temporary Secretary.

Article V -- Head of School

The Head of School shall be hired by the board on such terms and conditions as are mutually agreeable to the parties, and shall have general supervisory authority over the day-to-day management and operation of the school.

The Head of School shall carry out the policies of the school and the decisions of the board as established from time to time by the board; shall be the administrator and educational leader of the school; shall, working with the Treasurer and the finance committee, be responsible for the preparation of the annual budget; and shall be responsible for the screening, interviewing, and hiring, and dismissing of the teaching staff and other staff, consistent with policies set by the board.

Article VI -- Challenges to Decisions of the Head of School and Board

Staff and parents may apply for redress to the board regarding any decision of the Head of School alleged to be in violation of school policies or the laws governing public charter schools, and they may thereafter apply for redress to the Commissioner of Education in accordance with state law. The board shall consider such appeals in accordance with the policies and procedures established by the board and by the Rhode Island Department of Education.

Parents or staff must state in writing their reasons for seeking redress, and must specify the school policy or law that they allege has been violated.

Article VII -- Miscellaneous

Section 1. Fiscal Year

Unless the board otherwise determines, the fiscal year of the school shall end on June 30 in each year.

Section 2. Audit

The board shall at least annually cause the books and accounts of the school to be audited by an independent certified public accountant.

Section 3. Checks, Drafts, and Similar Orders

All checks, drafts, or other orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the school shall be signed by such officer or officers or agent or agents of the school and in such manner as from time to time may be determined by resolution of the board.

Section 4. Joint Activities

The board may in its discretion enter into agreements or arrangements with other nonprofit and educational institutions which may provide, among other things, for the joint use of facilities, the joint provision of administrative services, or the joint supervision of educational programs.

Section 5. Nondiscrimination Policy

The Trinity Academy for the Performing Arts will not discriminate on the basis of race, color, nationality, ethnic origin, religion, sexual orientation, or physical disability in the administration of its educational policies, scholarship and loan programs, athletic programs, and other school administered programs.

Section 6. Additional Counsel

In addition to such other counsel and consultants as the board may from time to time retain, the board may retain investment counsel to advise the Treasurer, the finance committee, and the board regarding the management of the school's finances and investments. Each board member shall be entitled to rely upon the opinion or advice of the investment, legal or other counsel, architects, engineers, appraisers, accountants, and other consultants whose services have been retained in good faith by the board.

Section 7. Indemnity

Charter public schools have the same immunity possessed by school districts to suit as limited by chapter 31 of title 9 of the general laws of the State of Rhode Island. The corporation shall, to the extent legally permissible and only to the extent that the status of the corporation as an organization exempt under section 501(c)(3) of the Internal Revenue Code is not affected thereby, indemnify each of its board members (including persons who serve at its request as directors, officers, or trustees of another organization in which it has an interest) against all liabilities and expenses, including amounts paid in satisfaction of judgments, in compromise or as fines and penalties, and counsel fees, reasonably incurred by him or her in connection with the defense or disposition of any action, suit, or other proceeding, whether civil or criminal, in which he or she may be involved or with which he or she may be threatened, while in office or thereafter, by reason of his or her being or having been such a board member, except with

respect to any matter as to which he or she shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his or her action was in the best interests of the corporation; provided, however, that as to any matter disposed of by a compromise payment by such board member, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such compromise is approved as in the best interests of the corporation, after notice that it involves such indemnification: (a) by a disinterested majority of the board members then in office; or (b) by a majority of the disinterested board members then in office, provided that there has been obtained an opinion in writing of independent legal counsel to the effect that such director or officer appears to have acted in good faith in the reasonable belief that his or her action was in the best interests of the corporation; or (c) by a majority of the disinterested members entitled to vote, voting as a single class. Expenses, including counsel fees, reasonably incurred by any such board member in connection with the defense or disposition of any such action, suit, or other proceeding may be paid from time to time by the corporation in advance of the final disposition thereof upon receipt of an undertaking by such board member to repay the amounts so paid to the corporation if it is ultimately determined that indemnification is not authorized hereunder. The right of indemnification hereby provided shall not be exclusive of or affect any other rights to which any board member may be entitled. Nothing contained herein shall affect any rights to indemnification to which corporate personnel other than board members may be entitled by contract or otherwise under law. As used in this paragraph, the terms "directors," "trustees," "officers," or "board members" include their respective heirs, executors, and administrators, and an "interested" board member is one against whom in such capacity the proceeding in question or another proceeding on the same or similar grounds is then pending.

Article VIII -- Amendments

These bylaws may be amended by the affirmative vote of three-quarters of the board voting at any meeting of the board, or under the stipulations of article III, section 8, provided that the substance of each amendment shall be stated in the notice of the meeting at which the vote is taken.

Dates of 2021-2022 School Year Board Meetings

October 12, 2021 (in-person), Southside Cultural Center
December 14, 2021 (in-person), Southside Cultural Center
March 8, 2021 (in-person) TBD
May 10, 2021 (in-person), TBD
June 14, 2021 (in-person), TBD

TAPA Board Roster for the 2021-2022 School Year

Dana Borrelli-Murray, Board Chair

Sandi Connors, Vice Chair

Larry Kellman, Treasurer

Lily Chan-Bournes, Secretary

Michael David Gore, Staff Rep (2nd year)

Kalen Almeida, Staff Rep (1st year)

Leside Torres, Parent Rep

Richardson Ogidan, Trinity Restoration INC Rep

Christopher Hoyt, artist

Sarah Whiting, community

Stanley Bleecker, community

Ronnesia Gaskins, community (LOA 2021-2022)

Anjel Newmann, artist (LOA 2021-2022)

Staff Handbook

-to be merged in PDF format

Student Handbook

-to be merged in PDF format