

## BYLAWS GOVERNING THE OPERATION

of the

### ESSEX NORTH SHORE AGRICULTURAL AND TECHNICAL SCHOOL DISTRICT

These Bylaws are adopted pursuant to Chapter 463 of the Acts of 2004, as amended by Chapter 9 of the Acts of 2006, Chapter 304 of the Acts of 2008 and by Chapter 130 of the Acts of 2010 (collectively, the "Enabling Act") by the representatives of the cities of Beverly, Gloucester, Peabody and Salem, the towns of Boxford, Danvers, Essex, Hamilton, Lynnfield, Manchester-by-the-Sea, Marblehead, Middleton, Nahant, Rockport, Swampscott, Topsfield and Wenham (each a "Member Municipality") and also by representatives appointed by the Commissioner of Agriculture of The Commonwealth of Massachusetts (the "Commissioner of Agriculture"), as members of the Essex North Shore Agricultural and Technical School District School Committee.

#### PART I

##### THE DISTRICT

###### Section 1.1 Name

The name of the District shall be "Essex North Shore Agricultural and Technical School District" (hereinafter sometimes referred to as the "District").

###### Section 1.2 Seal

The seal of the District shall bear the name of the District and shall otherwise be in such form as shall be approved by vote of the Committee

#### PART II

##### THE REGIONAL DISTRICT SCHOOL COMMITTEE

###### Section 2.1 Composition of Committee

The powers and duties of the District shall be vested in and exercised by the Essex North Shore Agricultural and Technical School District School Committee (hereinafter sometimes referred to as the "Committee"). The Committee shall consist of twenty (20) members as follows: three (3) members to be appointed by the Commissioner of Agriculture, with the approval of the Governor and one (1) member from each other Member Municipality (each, a "Member"). Members shall be chosen as provided in Sections 2.2 and 2.3 and shall be entitled to vote as provided in Sections 2.4, 2.5 and 2.6, and shall serve until their respective successors are appointed and qualified. Upon the effective date of the withdrawal of any Member Municipality, the term of office of the Member representing such Member Municipality shall thereupon terminate.

###### Section 2.2 Appointments and Terms

The initial representatives from each of the Member Municipalities shall have terms that expire

as follows: (i) the terms of the representatives from the City of Peabody, the Towns of Rockport, Nahant, Boxford, Lynnfield and Essex shall expire on December 31, 2012; (ii) the terms of the representatives from the City of Beverly, the Towns of Topsfield, Hamilton, Swampscott, Wenham, and Marblehead and of Agricultural Representative 1 shall expire on December 31, 2013, and (iii) the terms of the representatives from the Cities of Gloucester and Salem, the Towns of Danvers, Manchester-by-the-Sea, and Middleton and of Agricultural Representatives 2 and 3 shall expire on December 31, 2014. Members serve on a rotational basis to ensure institutional history, based on the terms laid out in initial bylaws adopted 1/6/11.

Within the sixty-day period prior to the expiration of the term of any Member, as determined above, the Commissioner of Agriculture, the Mayor of the City of Peabody, and the Mayor of the City or the Moderator of the Town which such Member represents shall with the consent of the School Committee of such city or town other than Peabody, reappoint such Member, or appoint a successor, for a term of three years beginning on the first day of January next following such appointment; and shall likewise make such appointment or reappointment every third year thereafter. The Committee shall be responsible for notifying in writing, the Mayor or Moderator and the school committee of a city or town at least sixty days prior to the expiration of the term of a Member representing such city or town; and the mayor or moderator shall be responsible for notifying the Committee in writing of the appointment or reappointment of any Member representing such city or town. The time of appointment and the term of a Member representing a municipality subsequently admitted to the District under Part VI of these by-laws shall be specified in the Amendment authorizing such admission.

For the purposes of this section, the consent of the School Committee of a Member Municipality shall mean, in the case of a Member Municipality which is part of a regional high school district, the consent of those members of the regional high school district committee who are residents of such Member Municipality.

### Section 2.3 Vacancies

If a Member of the Committee dies, or resigns, or ceases to be a resident of the city or town which he or she represents, such office shall be deemed vacant; and the Committee shall notify the Commissioner of Agriculture, or the mayor or moderator represented by such Member, as appropriate, in writing of such vacancy. A vacancy shall be filled in the same manner as provided in Section 2.2 for regular appointments; and the term of a person appointed to fill a vacancy shall begin on receipt by the Committee of a written notification of his or her appointment from the Commissioner of Agriculture, the mayor or moderator concerned and shall expire on the same date as the term of his predecessor. If any Member fails to attend three successive regularly scheduled meetings of the Committee, the Committee shall so notify the Commissioner of Agriculture or the Mayor or Moderator of the Member Municipality concerned, as appropriate.

### Section 2.4 Allocation of Votes

A. Each Member serving on a Subcommittee or Ad Hoc Subcommittee shall be entitled to cast one vote. Only affirmative votes will move forward for consideration to the full Committee.

B. Each Member shall in a full Committee vote or election be entitled to cast one vote. In addition, those Members representing Member Municipalities shall be entitled to cast one additional vote for each fifty students, or major portion thereof, who are residents of the Member’s municipality and who are enrolled as full-time students in grades 9 through 12, inclusive, in any school operated by the District as of October 1 of the preceding calendar year.

By way of illustration, additional votes for Member Municipalities with enrollments greater than 25 students shall be allocated as follows:

| Enrollment | Additional Votes |
|------------|------------------|
| 26 to 75   | 1                |
| 76 to 125  | 2                |
| 126 to 175 | 3                |
| 176 to 225 | 4                |
| 226 to 275 | 5                |
| 276 to 325 | 6                |
| 326 to 375 | 7                |

Section 2.5 Organization; Transaction of Business

A. The annual meeting of the Committee shall be held on the second Thursday in January of each year, or on another mutually agreed upon date, at which time the Committee shall elect from its own membership a Chairperson, Vice Chairperson and a Secretary to serve until the next annual meeting. The Superintendent-Director shall serve as the acting Chairperson at the annual meeting until these votes have been concluded. At the first meeting of the Committee or at any subsequent meeting, the Committee shall appoint a District Treasurer who shall not be a member of the Committee and who shall serve until the next annual meeting or until a successor is duly appointed and qualified for such office; may provide for the election, appointment, removal and terms of such other officers and committees as it deems advisable, and prescribe their powers and duties; and shall adopt an initial budget pursuant to Section 4.1. Minutes of all meetings shall be made available on the District’s website. The Bylaws of the District shall be adopted or amended by a two-thirds vote of the Committee.

B. At a Committee or subcommittee meeting, a majority of the duly-appointed and currently serving Members shall constitute a quorum for the transaction of business, but a lesser number shall be sufficient to adjourn and to call a special meeting. At the full school Committee meeting, a majority vote shall mean the vote of a majority of the total number of allocated votes which all the Members present are entitled to cast; a two-thirds majority vote shall mean the votes of two-thirds of the total number of allocated votes which all the Members present are entitled to cast.

C. The Chairperson shall preside at all meetings of the full Committee, shall appoint and serve as a member of all Ad Hoc committees and standing subcommittees, and shall perform such other duties as may be delegated to him/her by the Committee or required by law. He/she shall, in the name and on behalf of the District, sign all contracts and other instruments, the execution of which shall have been authorized by the Committee. The Chairperson shall be entitled to vote on all matters.

- D. If the Chairperson, Vice-Chairperson and Secretary are absent or unable to perform their duties, the Committee shall appoint a temporary Chairperson to preside and to perform such other duties of the Chairperson as may specifically be delegated to him/her by the Committee. The Superintendent-Director or his/her designee will preside over the election of the temporary Chairperson.
- E. The Secretary shall keep the minutes of all meetings and maintain permanent records of the proceedings of the Committee. He/she shall be custodian of the District seal, all records of the District, and the Treasurer's bond. If the office of Secretary is vacant or if the Secretary is absent or unable to perform his/her duties because of disability, the Committee may appoint a temporary Secretary to hold such office and exercise the powers and perform the duties thereof until a Secretary is duly appointed or the Secretary who was disabled or absent resumes his/her duties.
- F. The District Treasurer shall receive all monies paid to the District or the Committee, and shall deposit the same in such banks as authorized by the Committee. He/she shall also pay out money in such amounts as have been approved by the Committee, provided that he/she shall pay no money from the treasury, other than court judgments, bonds, or notes which may become due and interest thereon, except upon an order or warrant signed by a majority of the Committee. He/she shall render reports of all receipts and disbursements monthly unless otherwise directed by the Committee and shall perform such other duties as the Committee may determine. The Treasurer shall give bond for the faithful performance of his/her duties in accordance with the law which shall be in such amount as may be required by law and in any additional amount, if any, as the Committee shall direct, the premium of such bond to be paid as an operating expense of the District. The Committee may appoint an Assistant Treasurer who need not be a member of the Committee and who shall, in the absence of the Treasurer, perform his/her duties and shall be subject to the requirements and penalties applicable to him/her.
- G. The Committee shall employ a Superintendent-Director of schools and fix his/her compensation. The Superintendent-Director shall act in accordance with General Laws, Chapter 71, Section 59, and shall perform such other duties consistent with this section as the Committee may determine. He/she shall also prepare such reports as may be required by the Massachusetts Department of Elementary and Secondary Education, or any successor thereto, and shall submit materials for the Committee's annual report to the Mayors and Boards of Selectmen of the District's Member Municipalities in sufficient time for printing in the Annual Reports of the Member Municipalities.
- H. Regular meetings of the Committee are generally held on the second Thursday of each month at 7:00 p.m. or at such other times as the Committee shall determine. All meetings shall be posted and advertised according to M.G.L. Chapter 30A, §§18-25; or any successor provision of the General Laws, as the same shall be amended from time to time. Meetings of the Committee shall conclude no later than 10:30 p.m. unless a quorum is present and votes by a two-thirds majority to continue beyond such time.

I. Special meetings of the Committee may be held at the call of the Chairperson, if he/she shall deem it expedient, or shall be held upon the written request of three Members of the Committee. Notice of a special meeting shall be in writing, shall state the time, place and purpose of the meeting, and shall be emailed to each Member of the Committee not later than 48 hours, exclusive of Saturdays and Sundays and legal holidays, preceding the day on which such special meeting is to be held. At such special meeting, no business shall be considered other than that designated in the notice except by two-thirds vote as defined in Section 2.5 (A) of these By-Laws. Any member of the Committee may waive his/her notice of the time, place and/or purposes of any meeting of the Committee. Any such waiver shall be in writing and shall be filed with the records of the special meeting to which it relates.

J. The order of business at regular meetings shall be generally as follows:

1. Call to Order
2. Salute to the Flag
3. Public Comment\*
4. Student Representatives Report
5. Approval of Meeting Minutes
6. Communications
7. Superintendent-Director Report
8. Principal Report
9. Subcommittee Reports  
(Finance, District, Personnel)
10. Old Business
11. New Business
12. Warrant
13. Discussion Items That Were Not Reasonably Anticipated by the  
Chairperson (M.G.L. , Chapter 30A-Section 18-25)
14. Adjourn

The most recently published edition of Robert's Rules of Order shall govern the conduct of the proceedings of the Committee except when those rules are in conflict with any policies and regulations approved by the Committee. Executive sessions of the Committee may be held for any purpose permitted by the General Laws, but only by a majority vote as such term is defined in Section 2.5(B) of these By-Laws. Otherwise, all meetings shall be open to the public.

K. The official bulletin board of the District for purposes of General Laws, Chapter 30A, Section 20, shall be the website of the District and notices of all meetings shall be posted in accordance with Chapter 30A §20 of the General Laws (the Open Meeting Law) and 940 CMR 29.03 or any successor statute that may be in effect from time to time.

L. The Committee may from time to time make policies, rules and regulations consistent with the laws of the Commonwealth or these Bylaws for the operation and conduct of the District, its schools and programs.

### Section 2.6 Powers and Duties

The Committee shall have all the powers and duties conferred and imposed upon it by these by-laws and such other additional powers and duties as are specified in the Enabling Act and any amendments thereto now or hereafter enacted or as may be specified in any other applicable general or special law.

### Section 2.7 Process for Filling Vacant Offices

The following procedure will be employed for each office open, whether at the Committee's annual meeting or on the occasion that an office should be vacated during the course of the year.

1. The school committee designee acting as temporary Chairperson shall entertain nominations for each office, beginning with the Chairperson, from the membership. Nominations shall not require a second.
2. A motion to close nominations shall require a second, and must be voted on, as any other motion.
3. Should only one nomination for an office be submitted, the Chairperson may instruct the secretary to cast one ballot for the nominee.
4. If two or more nominees are submitted for any office, the election of an officer shall be conducted by a roll call vote, with all allocated votes recorded. The Chairperson need not vote unless his/her vote shall affect the outcome of the election.
5. The nominee receiving a majority of the allocated votes cast by those present and voting shall be declared the winner. Upon a majority vote of the Members, the vote may be taken by signed paper ballot which is recorded and read by the Secretary.

## PART III

### APPORTIONMENT AND PAYMENT OF COSTS INCURRED BY THE DISTRICT

#### Section 3.1 Classification of Costs

For the purpose of apportioning assessments levied by the District against the Member Municipalities, costs shall be divided into three categories capital costs, operating costs and special operating costs.

#### Section 3.2 Capital Costs

Capital costs shall include all expenses in the nature of capital outlay such as the cost of acquiring land, the cost of constructing, reconstructing, and adding to buildings, and the cost of remodeling or making extraordinary repairs to a school building or buildings, including without

limitation the cost of the original equipment and furnishings for such buildings or additions, plans, architects' and consultants' fees, grading and related structures and premises in operating condition, sewage disposal and any other items for which a school district may borrow money. Capital costs shall also include payment of principal of and interest on bonds, notes or other obligations issued by the District to finance capital costs.

### Section 3.3 Operating Costs

Operating costs shall include all costs for daytime courses in grades 9-12 operated by the District and not included in capital costs as defined in Section 3.2 or Special Operating Costs as defined in Section 3.4 but including interest on temporary notes issued by the District in anticipation of revenue.

### Section 3.4 Special Operating Costs

Special Operating Costs shall include, the net cost of evening, graduate and extension courses or any other types of courses which are offered by the District to persons other than pupils attending a regular District vocational school program in any of grades 9-12, net of any revenues collected by the District on account of such programs.

### Section 3.5 Apportionment of Capital and Operating Costs

A. Capital and operating costs for every fiscal year shall be apportioned to the Member Municipalities on the basis of their respective pupil enrollment in the District schools; provided that, for the purpose of such apportionment each member municipality shall be deemed to have at least five students enrolled full time in grades 9-12 in the District schools each year. Each Member Municipality's share of capital and operating costs for each fiscal year shall be determined by computing the ratio which the enrollment of full time students in grades 9 through 12 from such Member Municipality at such Member Municipality's expense in any school or schools operated by the District bears to the total number of full time students in grades 9-12 from all member municipalities at municipality expense in any school or schools operated by the District on October 1 of the fiscal year next preceding the fiscal year for which the apportionment is determined.

B. In the event that full time student enrollment in any of grades 9-12, inclusive, in the District school system has not been accomplished by October 1 of any such year, capital and operating costs shall be apportioned on the basis of enrollment in grades nine through twelve of pupils residing in each Member Municipality and receiving education at such Member Municipality's expense on October 1 of such year. The Committee by two-thirds vote (as defined in Section 2.5(B) of these By-Laws) may make adjustments in the apportionment formula set forth in this subparagraph B in the event the Committee determines that such formula does not apportion the initial operating costs consistently with the anticipated use of District school system. The fiscal year shall commence July 1 and end on June 30, or shall be such other fiscal year as may be established by statute for municipal corporations and regional school districts.

Section 3.6 Apportionment of Special Operating Costs

Special Operating Costs shall be apportioned to the Member Municipalities on the basis of the ratio which the enrollment of pupil hours of residents of each Member Municipality in courses described in Section 3.4 on November 1 and March 1 of the fiscal year next preceding the fiscal year for which the apportionment is determined bears to the total enrollment of pupil hours in courses described in Section 3.4 from residents of all member municipalities on such dates.

Section 3.7 Times of Payment of Apportioned Costs

Each Member Municipality shall pay to the District in each fiscal year its proportionate share, certified as provided in Section 4.3 of the capital, operating and special operating costs of the District. Except as otherwise provided in Section 4.1 the annual share of each member municipality shall be paid in such amounts and at such times that at least the following percentages of such annual share shall be paid on or before the dates indicated, respectively:

|                                  |      |
|----------------------------------|------|
| End of the first fiscal quarter  | 25%  |
| End of the second fiscal quarter | 75%  |
| End of the third fiscal quarter  | 100% |

PART IV

BUDGET

Section 4.1 Tentative Operating and Maintenance Budget

The Committee shall annually prepare a tentative operating and maintenance budget for the ensuing fiscal year, attaching thereto provision for any installment of principal or interest to become due in such year on any bonds or other evidence of indebtedness of the District and any other capital costs to be apportioned to the Member Municipalities. The Committee shall submit to the mayor of each member city and to the Chairperson of the finance or advisory committee of each member town a copy of such tentative operating and maintenance budget on or before February 15 which shall be itemized as follows or be in such further detail as the Committee may deem advisable:

1. Administration
2. Instructional Leadership
3. Classroom and Specialist Teachers
4. Other Teaching Services
5. Professional Development
6. Instructional Materials, Equipment and Technology
7. Guidance Counseling and Testing
8. Pupil Services
9. Operations and Maintenance
10. Insurance, Retirement and Other

#### Section 4.2 Final Operating and Maintenance Budget

The Committee shall adopt an annual operating and maintenance budget, including debt and interest charges and any other current capital costs as separate items, not later than April 30 before the ensuing fiscal year, and the said Committee shall apportion the amounts necessary to be raised in order to meet the said budget in accordance with the provisions of Part II. The amounts so apportioned to each Member Municipality shall be certified by the District Treasurer to the Treasurer of each Member Municipality, prior to April 30, of each year.

#### Section 4.3 Incurring of Debt

Whenever the Committee authorizes the incurring of debt, except for temporary debt in anticipation of revenue to be received from any source in accordance with Chapter 71, Section 16(g) of the General Laws, such debt may be incurred if two-thirds of the Member Municipalities do not vote disapproval within sixty days following the date on which such debt was authorized by the Committee, provided that said Member Municipalities which have not voted disapproval agree, within ninety days of the date on which such debt was authorized, to pay the total bond indebtedness authorized by the Committee without contribution by the Member Municipalities which voted disapproval of the amount of said debt. The Member Municipalities which have voted disapproval of such indebtedness shall have the right to retain their membership in the District as provided herein, except that they shall not be allowed to any added enrollment that might result solely from the expansion of facilities that occurs on account of such new indebtedness. Within seven days following the authorization of indebtedness by the Committee, the Committee shall cause written notice of the date that such indebtedness was authorized by the Committee, the amount of the indebtedness and of the general purposes for which it was authorized and of the procedure for approval to be followed, to the city council of each member city and the board of selectmen of each member town.

#### Section 4.4 Establishment of Surplus Account, Limitation of Operating Surplus

As required by the Enabling Act, there is hereby established on the books and accounts of the District, a capital reserve fund for the purpose of financing necessary facility maintenance and capital improvements. The capital reserve fund shall be subject to the limits on stabilization funds in section 16G 1/2 of chapter 71 of the General Laws.

### PART V

#### LOCATION AND TRANSPORTATION

##### Section 5.1 School Location

The District school shall be located on the property occupied as of July 1, 2009 by the Essex North Shore Agricultural and Technical School in Danvers, Massachusetts, at the address 562 and 565 Maple Street, Hathorne, MA 01937.

## Section 5.2 Transportation

The District shall be responsible for the transportation of its students in accordance with Sections 7A and 16C of the Chapter 71 of the General Laws. Transportation for non-resident students enrolled in the agricultural vocational programs shall be limited to students residing in municipalities within a 20 mile radius of the District, as determined by the Commissioner of the Department of Elementary and Secondary Education. The unreimbursed cost of transporting students, if any, shall be apportioned to the Member Municipalities as an operating cost, and shall otherwise be subject to the terms of the Enabling Act.

## PART VI

### AMENDMENTS

## Section 6.1 Limitation

These Bylaws may be amended by two-thirds vote of the Committee (as defined in Section 2.6(B) of these By-Laws), but no amendment shall be made which shall substantially impair the rights of the holders of any bonds, notes or other obligations of the District then outstanding, or the rights of the District to procure the means for payment thereof, provided that nothing in this Section shall prevent the admission of a new municipality or municipalities to the District and the reapportionment accordingly of capital costs of the District represented by bonds or notes of the District then outstanding and of interest thereon. Any vote to amend these Bylaws may be taken at a regular or special meeting of the Committee, provided a copy of the proposed amendment has been emailed , to each Member at their assigned school email account at least five days prior to the regular or special meeting at which the proposed amendment is to be acted upon, provided further that the requirement for providing a written copy of the proposed amendment shall not apply if all Members of the Committee are present and vote in favor of the proposed amendment.

## PART VII

### ADMISSION OF ADDITIONAL MUNICIPALITIES TO THE DISTRICT

Any other municipality or municipalities may be admitted to the District upon adoption of an amendment to these Bylaws after following the procedure outlined in this Part. Upon request by such municipality or municipalities, the Committee may by two-thirds vote seek an amendment of the enabling legislation to permit the admittance of a new member on such terms as outlined in the legislation as amended and, in the bylaw, as amended. Prior to seeking such an amendment to the legislation, the Committee shall notify the Commissioner of Elementary and Secondary Education and request a Reorganization needs conference pursuant to 603 CMR 41.02.

PART VIII  
WITHDRAWAL

Section 8.1 Limitations and Procedure

The withdrawal of a Member Municipality from the District may be effected by an amendment to these by-laws in the manner hereinafter provided by this section. Any Member Municipality seeking to withdraw shall, by vote at an annual or special town meeting in the case of a town or by vote of the city council in the case of a city, request the Committee to draw up an amendment to these by-laws setting forth the terms by which such Member Municipality may withdraw from the District, provided (1) that the Member Municipality seeking to withdraw shall remain liable for any unpaid operating costs which have been certified by the Treasurer of the District to the Treasurer of the withdrawing Member Municipality including the full amount so certified for the year in which such withdrawal takes effect and, (2) that the said Member Municipality shall remain liable to the District for its share of the indebtedness of the District outstanding at the time of such withdrawal, and for interest thereon, to the extent and in the same manner as though the Member Municipality had not withdrawn from the District. Prior to making such an amendment to the Bylaws, the Committee shall notify the Commissioner of Elementary and Secondary Education and request a Reorganization needs conference pursuant to 603 CMR 41.02. Once the requisite procedures under 603 CMR 41.02 and 41.03 have been followed, the Committee shall seek any necessary amendments of the enabling legislation prior to amending these Bylaws as set forth above.

Section 8.2 Cessation of Term of Office

Upon the effective date of withdrawal the term of office of the Member serving on the Committee from the withdrawing Member Municipality shall terminate and the total membership of the Committee shall be decreased accordingly.

Section 8.3 Payments of Certain Capital Costs Made By a Withdrawing Municipality

Money received by the District from the withdrawing Member Municipality for payment of funded indebtedness or interest thereon shall be used only for such purpose and until so used shall be deposited in trust in the name of the District with a Massachusetts bank or trust company having a combined capital and surplus of not less than \$50,000,000.

Section 8.4 Apportionment of Costs After Withdrawal

The withdrawing Member Municipality's annual share of any future installment of principal and interest on obligations outstanding on the effective date of its withdrawal shall be fixed at the average percentage prevailing for such Member Municipality at the last three annual apportionments made next prior to the effective date of the withdrawal. The remainder of any such installment, after subtracting the shares of any Member Municipality or Municipalities that have withdrawn, shall be apportioned to the remaining Member Municipalities in the manner provided in Section 3.5 or as may be otherwise provided in the amendment providing for such

withdrawal. Tuitions for students from a city or town that has withdrawn from the District, shall be determined in accordance with Chapter 74 of the General Laws.

## PART IX

### ADVISORY COMMITTEES

The Committee may, to assist it in the construction of any regional school building, appoint a building committee to advise it with respect to plans, specifications, appointment of architects, engineers, the letting of contracts, the supervision of construction, and any other assistance which the Committee may desire, and may appoint such other advisory committees as in its judgment may be necessary or as are required by law.

## PART X

### APPROVAL

These Bylaws shall be effective by two-thirds vote of the Committee (as defined in Section 2.6(B) of these Bylaws) in accordance with the Enabling Act duly adopted on the 6th day of October, 2011, and amended on this 11th day of October, 2018.