



WEST HILLS NEIGHBORHOOD COUNCIL

JOINT BOARD AND BYLAWS AD HOC COMMITTEE MEETING AGENDA

Wednesday, November 1, 2017 at 7:00 PM

de Toledo High School (DTHS) 22622 Vanowen Street, West Hills, CA 91307

This meeting is open to the public. Doors open 10 minutes before the meeting starts. Those who wish to speak during the meeting are asked to fill out a speaker card. Comments on matters not on the agenda will be heard during the Public Comment period. Those who wish to speak on an agenda item will be heard when the item is considered.

1. Call to Order
2. Approval of Minutes from the October 2017 Bylaws Ad Hoc Committee Meeting
3. Comments from the Chair
4. Public Comment
5. Discussion and possible action on WHNC Bylaws Article V Governing Board, Section 3: Official Actions

WHNC Bylaws September 01, 2015

Article V Governing Board Section 3: Official Actions

The Board shall take Official Action by a simple majority vote by the Directors present and voting, not including abstentions. There shall be no proxy voting.

Proposed Bylaws amendment to replace section 3 above

Article V Governing Board Section 3: Official Actions

The Board shall take official action by a simple majority of yes and no votes cast by the Directors present at a duly noticed regular or special Board meeting. Abstentions are not counted as either yes or no votes. There shall be no proxy voting.

6. Discussion and possible action on amending WHNC Bylaws Article XIII Amendments

WHNC Bylaws September 01, 2015

Any Board member or Stakeholder may propose amendments to these Bylaws in writing during a regular meeting of the Board. These proposals shall be reviewed by an Ad Hoc Bylaws Committee, which shall provide recommendations to the WHNC. All recommendations shall be announced at a regularly scheduled and noticed meeting. These recommendations shall be voted upon by all Stakeholders present at a meeting conducted no sooner than thirty (30) days but no later than sixty (60) days after the proposed changes are noticed.

7. Discussion and possible action on amending the WHNC Bylaws Article XII Parliamentary Authority

WHNC Bylaws September 01, 2015

The parliamentary authority of the WHNC consists of any applicable laws, the Bylaws, the Board rules and the most recent edition of Rosenberg's Rules of Order, in that order. Such parliamentary authority shall also apply to committee meetings.

DONE Template Language:

The Council shall use the: [select one]

a) Council rules of order when conducting Council meetings as set forth in its standing rules

OR

b) Rosenberg's rules of order when conducting Council meetings. If Rosenberg's rules of order are silent on an issue, the Council shall refer to Robert's rules of order.

OR

c) Robert's rules of order when conducting Council meetings.

Additional rules and/or policies regarding the conduct of the Board and/or Council meetings may be developed and adopted by the Board.

Recommendations from Co-chair Vanderhoof

The parliamentary process is to be governed by "Rosenberg's Rules of Order: Simple Parliamentary Procedures for the 21st Century."

OR

The Council shall use, "Rosenberg's Rules of Order: Simple Parliamentary Procedures for the 21st Century" when conducting Council meetings. At the sole discretion of the Chair, Robert's Rules of Order may be consulted for additional procedures.

8. Additional Business and Suggestions for Future Agenda Items

9. Adjournment

Public Input: The public is requested to fill out a Speaker Card to address the Board on any agenda item before the Board takes an action on an item. Comments from the public on agenda items will be heard only when the respective item is being considered. Comments from the public on other matters not appearing on the agenda that are within the Board's jurisdiction will be heard during the General Public Comment period. Please note that under the Brown Act, the Board is prevented from acting on a matter that you bring to its attention during the General Public Comment period; however, an issue raised by a member of the public may become the subject of a future committee meeting. Public comment is limited to two minutes per speaker, unless adjusted by the presiding officer of the committee.

Public Posting Of Agendas: WHNC agendas are posted for public review at Shadow Ranch Park, 22633 Vanowen St., West Hills, CA 91307 or at our website, www.westhillsnc.org. You can also receive our agendas via email by subscribing to the City of Los Angeles Early Notification System at www.lacity.org/government/Subscriptions/NeighborhoodCouncils/index.

The Americans With Disabilities Act: As a covered entity under Title II of the Americans with Disabilities Act, the City of Los Angeles does not discriminate on the basis of disability and, upon request, will provide reasonable accommodation to ensure equal access to its programs, services and activities. Sign language interpreters, assistive listening devices and other auxiliary aids and/or services may be provided upon request. To ensure availability of services, please make your request at least three business days (72 hours) prior to the meeting you wish to attend by contacting the WHNC's executive director via email at Michelle.Ritchie@westhillsnc.org If you are hearing impaired please call 711.

Public Access of Records: In compliance with Government Code Section 54957.5, non-exempt writings that are distributed to a majority or all of the board in advance of a meeting may be viewed at the meeting where such writing was considered or by contacting the WHNC's executive director via email at Michelle.Ritchie@westhillsnc.org Requests can be made for a copy of a record related to an item on the agenda.

Reconsideration and Grievance Process: For information on the WHNC's process for board action reconsideration, stakeholder grievance policy or any other procedural matters related to this Council, please consult the WHNC Bylaws. The Bylaws are available at our website, www.WestHillsNC.org.

Servicios De Traducción: Si requiere servicios de traducción, favor de avisar al Concejo Vecinal 3 días de trabajo (72 horas) antes del evento. Por favor contacte Michelle.Ritchie@westhillsnc.org



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WEST HILLS NEIGHBORHOOD COUNCIL

JOINT BOARD AND BYLAWS AD HOC COMMITTEE MEETING MINUTES

Monday, October 9, 2017, de Toledo High School, West Hills CA
Revised October 13, 2017

Those in attendance were: Bob Brostoff, Brad Vanderhoof, Sandi Bell, Simone Best, Dan Brin, Steve Randall, Myrl Schreibman, and Joan Trent.

Committee Co-Chair Bob Brostoff called the meeting to order at 6:37 PM. A quorum was established

The minutes from the September meeting were approved as amended.

Bob distributed, 'Proposed Bylaws Amendments to Existing Bylaws Approved September 1, 2015.'

Chair Comments: None

Public Comment: None

Numbers refer to agenda items

5. Article V Governing Board, Section 3: Official Actions

Brad reviewed the current WHNC bylaw and explained the current WHNC interpretation is contrary to Empower LA policy as defined by the Office of the City Attorney. Two points were decided by consensus; 1. A member who abstains should not have their vote counted as either a yes or no vote, 2. a majority will be determined based on the members voting yes or no and not by members present. Brad expressed a dissenting opinion on the second point. Brad has the action to check with DONE and write proposed bylaws language. Item tabled to November.

6. Article 5 Governing Board, Section 8: Censure of a Board Member

The following was agreed on by consensus.

Section 8: Censure – The Council can take action to reprimand a Board member for actions during the conduct of Council business by censuring the Board member at a regular meeting of the Board of Directors. Censures shall be placed on the agenda for discussion and action.

By unanimous consent, the item as written above will be sent to the Board for a first reading.

7. Article V Governing Board, Section 9: Removal of a Board Member

Bob reported some new information he found; the LAPD has a mediation program with experience in disputes involving NCs. Bob verified this includes disputes between Board members and can be part of due process for removal of a Board member. By consensus it was agreed to use DONE template language with the following; 1. remove references to the Board Secretary, 2. require a stakeholder petition of at least 50, 3. require a Board member petition of 6, 4. require a 2/3 majority for removals, 5. use the language, 'following the submission of' and verify correct use of 'that' and 'which'

Brad has the action to write Bylaws language and send to Dan for proof.

By unanimous consent, the item as written by Brad and Dan will be sent to the Board for a first reading.

In further discussion, the group agreed procedures, including a process to verify signatures, will be added to the WHNC Standing Rules.

8. Article VI Officers of the Board, Section 5: Censure or Removal from Office of an Officer of the Board
By unanimous consent the DONE template language was approved and will be sent to the Board for a first reading.
9. Article V Governing Board, Section 6: Vacancies on the Board
Subsection F. All applicants may address the Board in conjunction with their application. Then votes of the Board shall be taken and the seat filled by a vote of a simple majority.
By unanimous consent, the item as written above will be sent to the Board for a first reading.
10. Article VI, Section 3: Selection of Officers and Filling of Vacancies
This item is tabled until Empower LA releases the stipulation sheet for the 2018 / 2019 elections
Brad has an action to contact Kathleen Quinn to try and get a provision addressing officer selection included in the stipulation sheet. The consensus of the group was that a special election in May 2018 for one-year officer terms would be appropriate.

Committee Co-Chair Bob Brostoff adjourned the meeting at 8:02 PM.

The next meeting of this committee will be held: Monday, November 13, 2017 at 6:30 PM, de Toledo High School, 22622 Vanowen Street, West Hills CA 91307

PLAN FOR A CITYWIDE SYSTEM OF NEIGHBORHOOD COUNCILS

Article IX

Funding*

1. At the beginning of each fiscal year, the Mayor and Council shall appropriate money for Certified Neighborhood Councils for costs related to the functions, operations, and duties of being a Certified Neighborhood Council. Such functions, operations, and duties include, but are not limited to, meeting and office space, office equipment, computers, supplies, and communications, such as costs associated with newsletters, postage, or printing written materials. At the discretion of each neighborhood council, and as approved by the DONE, all or part of the money so appropriated may be used for neighborhood improvement projects.
2. Any money which the Mayor and Council appropriate as grant funds each fiscal year shall be made available to Certified Neighborhood Councils for various neighborhood improvement projects. In order to be eligible for grant money, a Certified Neighborhood Council shall submit an application to DONE, as prescribed by DONE. Grant money shall be awarded to Certified Neighborhood Councils based on criteria and procedures established by DONE and the Commission. Each Certified Neighborhood Council that receives grant money shall be required to account for its expenditures pursuant to this Plan (Article III, Section 2(d)).

*Amended 11/08/02 per Council Resolution

PLAN FOR A CITYWIDE SYSTEM OF NEIGHBORHOOD COUNCILS

Article XI *

Neighborhood Purposes Grant Program

Neighborhood councils that desire to make a grant of their public funds to a nonprofit corporation (excluding religious institutions) organized under 26 United States Code (U.S.C.) section 501(c)(3) or to a public school, as authorized by Los Angeles Administrative Code sections 22.801(p) and 22.817, may make a final grant prior to making a final grant commitment and disburse funds to any grantee upon completion of the following:

1. Governing Body Approval

Any grant contemplated by a Certified Neighborhood Council shall be approved by action of the Certified Neighborhood Council's Governing Body and shall be reflected in a written motion or resolution adopted by that body containing, in substance, the following details:

- (a) The precise legal name of the recipient or grantee.
- (b) The dollar amount of the grant.
- (c) A description of the public purpose served by the grant.

2. Administrative Processing

After a Certified Neighborhood Council has approved a grant, evidenced by a written motion or resolution, a member of the Governing Body shall submit the following to DONE's administrative office within 45 days:

- (a) A written motion or resolution adopted by the Governing Body evidencing the body's intention to make a grant.
- (b) A Neighborhood Purposes Grant Program Application, as prescribed by DONE, which contains the information set forth in Section 1(a)-(c), above.
- (c) Any additional information requested by DONE for it to evaluate the terms and legality of the proposed grant and a written grant agreement pursuant to the City's contracting procedures.

3. Grant Application Evaluation

After receiving the Neighborhood Purposes Grant Program Application and documentation as set forth in Section 2 above, DONE shall forthwith evaluate the Certified Neighborhood Council's proposed grant to determine as follows:

- (a) Whether the proposed award or grant is being made to a nonprofit organization (excluding religious institutions) organized under 26 U.S.C. section 501(c)(3), or to a public school.

PLAN FOR A CITYWIDE SYSTEM OF NEIGHBORHOOD COUNCILS

- (b) Whether the proposed grant is for an identifiable public purpose, is consistent with the allowable expenditures under the Neighborhood Council Funding Program, and comports with all laws.

4. Grant Application Determination

- (a) A decision by DONE to approve or deny a Certified Neighborhood Council's proposed grant is final.
- (b) DONE shall keep a record of all grants and, on behalf of the Certified Neighborhood Councils, prepare written contracts for all grants exceeding five thousand dollars (\$5,000).
- (c) The Commission shall approve all proposed grant contracts that exceed (\$20,000) twenty-thousand dollars.
- (d) Each grant application approved by DONE shall be treated as a separate neighborhood purposes grant.
- (e) DONE shall ensure that the grant application process is transparent and that the identity of each grantee is retained and posted on the DONE website.

*Added 08/06/08 per Council Resolution