



CITY OF
LOS ANGELES
CALIFORNIA



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WEST HILLS NEIGHBORHOOD COUNCIL

JOINT BOARD AND BYLAWS AD HOC COMMITTEE ONLINE AND TELEPHONIC SPECIAL MEETING AGENDA Thursday December 9, 2021 at 6:30 PM

In conformity with the September 16, 2021 enactment of California Assembly Bill 361 (Rivas) and due to concerns over Covid-19, the West Hills Neighborhood Council meeting will be conducted entirely with a call-in option or internet based service option. All are invited to attend and participate.

This meeting of the West Hills Neighborhood Council Bylaws Ad Hoc Committee will be conducted online via Zoom Webinar and telephonically. All are invited to attend and participate.

To attend online via Zoom Webinar, paste the following link into your browser: <https://zoom.us/j/82813378324>

To call in by phone, dial toll-free **833-548-0276**, then punch in this Webinar code when prompted: **828 1337 8324#**

This meeting is open to the public. 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.

AB 361 Updates: Public Comment cannot be required to be submitted in advance of the meeting, only real-time public comment is required. If there are any broadcasting interruptions that prevent the public from observing or hearing the meeting, the meeting must be recessed or adjourned. If members of the public are unable to provide public comment or be heard due to issues within the Neighborhood Council's control, the meeting must be recessed or adjourned.

1. Call to Order
2. Approval of October 2021 Meeting Minutes
3. Comments from the Chairs
4. Public Comment
5. Discussion and Possible Action to Determine Board Quorum as pre Bylaws Article 5 Governing Board, Section 2 Quorum
6. Discussion and Possible Action on Bylaws Article 6 Officers, Section 3 Selection of Officers
From the Department of Neighborhood Empowerment template – October 2021
Optional, here are examples of Officer Removal Language:
Officers appointed by a vote of the Board can be removed from their Officer position the same way they were appointed.
Or
A petition to remove a member from their position as an Officer must be made by a Board member in writing 14 days prior to a [OPTION: regular] meeting and delivered to the Chair, Secretary, and the Department representative. If such a petition is timely delivered, the item shall be placed on the agenda of the next regular or special Board meeting.
Officer positions may be revoked by two thirds (2/3) vote of Board members present and voting at a regular or special Board meeting. If the Officer is removed, the Officer position shall be filled at the next [OPTION: regular] Board meeting.

Or

Officer positions may be revoked by two thirds (2/3) vote of Board members present and voting at a regular or special Board meeting. If the Officer is removed, the Officer position shall be filled at the next [OPTION: regular] Board meeting.

Or

Any Board Member who desires to remove an Officer shall present it to the Board and it shall be placed on the agenda at two consecutive [OPTION: regular] Board meetings. Removal shall take place only upon two consecutive full council meetings, both which have two-thirds votes (voting must be by roll call) supporting removal before the Officer is removed. The individual subject to removal shall be permitted to vote.

7. Discussion on Article 14 Compliance, Section 2 Training

From the Department of Neighborhood Empowerment template – October 2021

Neighborhood Council Board Members, whether elected, selected or appointed, are required to complete all mandatory trainings in order to vote on issues that come before the Council. Trainings available to Board Members are created to ensure success during their period of service. All Board Members shall complete mandatory trainings as prescribed by the City Council, the Commission, the Office of the City Clerk, Funding Division, and the Department.

Optional:

Board members not completing mandatory trainings provided by the City within [Select a number - 45 for example] days of being seated or after expiration of the training, shall lose their Council voting rights on all items before the board.

8. Discussion and Possible Action on the WHNC Bylaws Package for Submission to the Department of Neighborhood Empowerment

9. General Discussion of Proposals for Bylaws or Standing Rules Amendments

Adjournment The next scheduled meeting of this committee is TBD.

Public input at Neighborhood Council meetings: When prompted by the presiding officer, members of the public may address the committee on any agenda item before the committee takes an action on the item by punching in *9 (if calling in by phone) or by clicking on the “raise hand” button (if participating online through Zoom) and waiting to be recognized. Comments from the public on agenda items will be heard only when the respective item is being considered. Comments from the public on matters not appearing on the agenda that are within the committee’s jurisdiction will be heard during the General Public Comment period. Please note that under the Ralph M. Brown Act, the committee is prevented from acting on a matter that you bring to its attention during the General Public Comment period; however, the issue raised by a member of the public may become the subject of a future committee meeting. Public comment is limited to 2 minutes per speaker, unless adjusted by the presiding officer of said committee.

Notice to Paid Representatives - If you are compensated to monitor, attend, or speak at this meeting, city law may require you to register as a lobbyist and report your activity. See Los Angeles Municipal Code §§ 48.01 et seq. More information is available at ethics@lacity.org/lobbying. For assistance, please contact the Ethics Commission at (213) 978-1960 or ethics.commission@lacity.org

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 via email NCSupport@lacity.org or calling (213) 978-1551. 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 BYLAWS AD HOC COMMITTEE/BOARD MEETING MINUTES

October 27, 2021

Telephonic and Online

Revised October 27, 2021

Attendance: Faye Barta, Sandi Bell, Dan Brin, Bonnie Klea (left early), Saif Mogri, Steve Randall, Char Rothstein, Anthony Scearce, Myrl Schreiberman, Joan Trent, Brad Vanderhoof, and Christina Walsh

Absent: Aida Abkarians, Bob Brostoff, Carolyn Greenwood, and Alec Uzameck

Other WHNC Board Members in Attendance: Clarice Chavira (arrived 7:30 PM), Glenn Jennings, and Kent Mariconda

Co-chair Brad vanderhoof called the meeting to order at 6:35 PM, A quorum was established.

The Committee shall take official action by a simple majority of yes and no votes cast by the committee members present at a duly noticed regular or special Bylaws Committee meeting, not to include abstentions. There shall be no proxy voting.

Numbers refer to agenda items.

2. Approval of September 2021 Meeting Minutes: Minutes approved as amended.

3. Comments from the Chairs: None

4. Public Comment: None

5. Amend WHNC Bylaws Article V -- Officers, Section 2 Duties and Powers: Item tabled.

6. Standing Rules Concerning the Number of Seats and Procedure for Filling Seats for Standing Committees Sample Proposed Standing Rule for Article 5, Section 5 All committees shall have self-written ~~standing~~ *operating* rules that shall include: A. Criteria for membership and voting in the committee B. Definition of what "serving actively on at least one committee" means for the committee C. Other rules of operation, if any.

Add paragraph *D. There shall be no limit on the number of board members for all Standing Committees. Any board member in good standing may request membership if that member has attended at least three (3) previous meetings of the committee. Additional suggestion – Committee Chairs shall not deny committee membership to any Board member who requests to join the committee.*

Char Rothstein said she was told the City Attorney is working on new rules for neighborhood councils that would eliminate committees meeting having Joint Board/Committee meetings and limit the number of members a committee could have. Anthony Scearce said he always thought the joint meetings were incorrect if all attending board members cannot vote. He said AB992 imposes new rules and he is in favor of the new rules. Dan Brin said he has always favored inclusivity but does not support a rule forcing committee chairs to accept members. He also said the elimination of joint meetings would be a disaster by limiting participation. Dan Brin also said it has been the tradition of the WHNC to have committees set their own rules. Myrl Schreiberman said the WHNC should not be concerned with how other neighborhood councils operate.

Char Rothstein moved to change the word standing to operating. Steve Randall seconded.

Roll Call Vote to change standing to operating;

Aida Abkarians – Absent, Faye Barta – Yes, Sandi Bell – Yes, Dan Brin – Yes, Bob Brostoff – Absent, Carolyn Greenwood – Absent, Bonnie Klea – Yes, Saif Mogri – Yes, Steve Randall – Yes, Char Rothstein – Yes, Anthony Scearce – Yes, Myrl Schreiberman – Yes, Joan Trent – Yes, Alec Uzameck – Absent, Brad Vanderhoof – Yes, Christina Walsh – Yes

Yes – 12, No – 0, Abstain – 0, Absent – 4, Recusal -- 0

The Standing Rules amendment will be presented to the WHNC Board.

The proposed paragraph D was tabled.

7. Bylaws Amendment Limiting the Number of Standing Committees on which a Board Member can be a Voting Member:

Dan Brin moved to table. Steve Randall seconded.

Aida Abkarians – Absent, Faye Barta – Yes, Sandi Bell – Yes, Dan Brin – Yes, Bob Brostoff – Absent,

Carolyn Greenwood – Absent, Bonnie Klea – Yes, Saif Mogri – Yes, Steve Randall – Yes, Char Rothstein – Yes, Anthony Scarce – Yes, Myrl Schreiberman – Yes, Joan Trent – Yes, Alec Uzemeck – Absent, Brad Vanderhoof – Yes, Christina Walsh – Yes

Yes – 12, No – 0, Abstain – 0, Absent – 4, Recusal -- 0

The Item is tabled.

8. Bylaws Amendment Limiting the Number of Standing Committees on which a Board Member can be a Chair or Co-chair:

Roll Call Vote to limit the number of committees a Board member can chair;

Aida Abkarians – Absent, Faye Barta – No, Sandi Bell – No, Dan Brin – No, Bob Brostoff – Absent, Carolyn Greenwood – Absent, Bonnie Klea – No, Saif Mogri – No, Steve Randall – No, Char Rothstein – No, Anthony Scarce – No., Myrl Schreiberman – No, Joan Trent – No, Alec Uzemeck – Absent, Brad Vanderhoof – No, Christina Walsh – Yes

Yes – 1, No – 11, Abstain – 0, Absent – 4, Recusal -- 0

The Bylaws amendment fails.

9. Bylaws or Standing Rules Amendment for Training Requirements for Voting Eligibility on WHNC Board Actions: Item tabled.

10. Bylaws Amendment Establishing Term Limits for WHNC Board Officers a. All officers or a subset of officers? b. When does the clock start on counting terms (or number of years)? c. How are partial terms counted? d. Is this a hard limit or does it apply only to consecutive terms?

23. Bylaws Amendment Establishing a Minimum Length of Board Service Requirement to be Eligible to Serve as a Board Officer
ARTICLE VI OFFICERS Section 1: Officers of the Board The Officers of the Board shall include a President, Vice President, Secretary, Treasurer and Controller. The President may share duties of office with the Vice President. No individual may hold more than one Officer Position at the same time. *To be eligible for nomination for the Office of President of the WHNC Board of Directors a Board member must have been a member of the WHNC Board for two (2) years.*

Christina Walsh said she supports term limits for Board members. Dan Brin said he is opposed. Steve Randall said the President has a very powerful position and length of service in that office should be limited. Saif Mogri said he is opposed because the Board elects a president every two years. Myrl Schreiberman said it is hard enough to find someone who wants to serve as a Board officer. Christina walsh suggested rotating the position of president through different Board members with the outgoing president helping the new president. Char Rothstein said it should be up to the Board if they want a change. Dan Brin said a new member could have served as president of another neighborhood council and be the best choice. He does not want to deny the Board the democratic option to choose the president. Steve Randall said the office of president is so important a Board members needs a couple of years WHNC experience before they are ready for the job. Clarice Chavira said she understands a waiting period but thinks two years is excessive. Sandi Bell said we should not hold WHNC officers to a higher standard than other elected officials. Myrl Schreiberman said there is a tremendous learning curve for new members and he does not feel a new member can handle the job of president. Clarice Chavira said timing does not equate to competency.

Steve Randall moved to approve the proposed Bylaws amendment. Myrl Schreiberman seconded.

Aida Abkarians – Absent, Faye Barta – Yes, Sandi Bell – No, Dan Brin – No, Bob Brostoff – Absent, Carolyn Greenwood – Absent, Bonnie Klea – Absent, Saif Mogri – No, Steve Randall – Yes, Char Rothstein – No, Anthony Scarce – No, Myrl Schreiberman – Abstain, Joan Trent – Yes, Alec Uzemeck – Absent, Brad Vanderhoof – No, Christina Walsh – No

Yes – 3, No – 7, Abstain – 1, Absent – 5, Recusal -- 0

The Bylaws amendment failed.

24. Make the Bylaws Committee a Standing Committee:

Roll Call Vote to make the Bylaws Ad Hoc Committee a WHNC standing committee;

Aida Abkarians – Absent, Faye Barta – Yes, Sandi Bell – Yes, Dan Brin – Yes, Bob Brostoff – Absent, Carolyn Greenwood – Absent, Bonnie Klea – Absent, Saif Mogri – Yes, Steve Randall – Yes, Char Rothstein – Yes, Anthony Scarce – Yes, Myrl Schreiberman – Abstain, Joan Trent – Yes, Alec Uzemeck – Absent, Brad Vanderhoof – Abstain, Christina Walsh – Abstain

Yes – 8, No – 0, Abstain – 3, Absent – 5, Recusal -- 0

The Bylaws amendment will be presented to the WHNC Board.

25. Proposals for Bylaws or Standing Rules Amendments:

Anthony Scarce suggested a Bylaws amendment to move the election of Board officers so it does not occur immediately when a new Board is seated. Myrl Schreiberman suggested creating a vetting process for Board officers.

Co-chair Brad Vanderhoof adjourned the meeting to order at 8:38 PM.

The next scheduled meeting of this committee is TBD, Location TBD.



Neighborhood Council Bylaws Template

How to read this Template

The Department of Neighborhood Empowerment (“Department”) has created this document to provide neighborhood councils support when establishing or revising bylaws. Because each neighborhood is unique, each neighborhood council bylaws are unique. Nevertheless, actions taken by the City Council and the Board of Neighborhood Commissioners offer some common structure and language that each neighborhood council must follow. This document helps you understand where you are invited to adopt your own language and where the language proposed cannot be amended. When the language is made mandatory, you’ll always find the reference to the governing authority imposing it. To reflect the diversity of existing bylaws, we have also included in this template optional language or different options possible on some sections. Of course, you are not limited to these options.

Legend

Example of text	This text cannot be modified and must appear in your bylaws
Example of text	Optional language or possible choices or need to insert your text
Example of text	Comments (reference to governing document, department’s Recommendation). This text won’t appear in your final bylaws.
Example of text	Recommended by the Department of Neighborhood Empowerment or the office of the City clerk

Per the Board of Neighborhood Commissioners (BONC) [Bylaw Table of Contents Policy 2010-03 \(Eff. 10/05/10\)](#), all Neighborhood Councils are required to incorporate the Bylaw Table of Contents into their Bylaws in the order laid out below.

Please note that the Table of Contents **cannot** be altered in any manner.

For sections that do not apply to the Neighborhood Council, e.g., “Internal Boundaries”, please state in that section “**Not Applicable.**”

For sections on which the Neighborhood Council chooses to be silent, please state, “**Intentionally Left Blank.**”

For sections that include board seat names, (e.g., Article V and Attachment B), please ensure board seat names are listed the same for consistency (especially capitalization and hyphen usage such as at large vs. At-Large, etc.).

The Department of Neighborhood Empowerment highly recommends that Neighborhood Council address all the issues in the Bylaws Table of Contents in their bylaws with any necessary clarifications in Standing Rules.

Bylaws Table of Contents

Article I NAME

Article II PURPOSE

Article III BOUNDARIES

Section 1: Boundary Description

Section 2: Internal Boundaries

Article IV STAKEHOLDER

Article V GOVERNING BOARD

Section 1: Composition

Section 2: Quorum

Section 3: Official Actions

Section 4: Terms and Term Limits

Section 5: Duties and Powers

Section 6: Vacancies

Section 7: Absences

Section 8: Censure

Section 9: Removal

Section 10: Resignation

Section 11: Community Outreach

Article VI OFFICERS

Section 1: Officers of the Board

Section 2: Duties and Powers

Section 3: Selection of Officers

Section 4: Officer Terms

Article VII COMMITTEES AND THEIR DUTIES

Section 1: Standing

Section 2: Ad Hoc

Section 3: Committee Creation and Authorization

Article VIII MEETINGS

Section 1: Meeting Time and Place

Section 2: Agenda Setting

Section 3: Notifications/Postings

Section 4: Reconsideration

Article IX FINANCES

Article X ELECTIONS

Section 1: Administration of Elections

Section 2: Governing Board Structure and Voting

Section 3: Minimum Voting Age

Section 4: Method of Verifying Stakeholder Status

Section 5: Restrictions on Candidates Running for Multiple Seats

Section 6: Other Elections Related Language

Article XI GRIEVANCE PROCESS

Article XII PARLIAMENTARY AUTHORITY

Article XIII AMENDMENTS

Article XIV COMPLIANCE

Section 1: Code of Civility

Section 2: Training

Section 3: Self Assessment

ATTACHMENT A - Map of Neighborhood Council

ATTACHMENT B - Governing Board Structure and Voting

ARTICLE I NAME

The name of this Neighborhood Council shall be the **[INSERT NAME]** Council (“Council”).

ARTICLE II PURPOSE

The purpose is defined in the [Charter section 900](#)

The purpose of the Council is to promote more citizen participation in government and make government more responsive to local needs. Neighborhood councils shall include representatives of the many diverse interests in communities and shall have an advisory role on issues of concern to the neighborhood..

A. The **MISSION** of the Council is:

1. To provide an inclusive and open forum for public discussion of issues of interest to the Council, including City governance, the needs of the Council, the delivery of City services to the Council area, and other matters of a City-wide nature;
2. To advise the City on issues of interest to the Council, including City governance, the needs of the Council, the delivery of City services to the Council area, and other matters of a City-wide nature;
3. To initiate, execute and support projects for the physical, social and cultural improvement of the Council area; and
4. To facilitate communication between the City and Stakeholders on issues of concern to the community and/or the Stakeholders.

B. The **POLICY** of the Council is:

1. To respect the diversity, dignity, and expression of views of all individuals, groups, and organizations within the community and/or involved in the Council;
2. To remain non-partisan with respect to political party affiliation and inclusive in the Council’s operations including, but not limited to, the process of electing or selecting the Board of Directors, Officers, and Committee Members, as hereinafter set forth;

3. To utilize the Early Notification System (ENS) to inform the Council and Stakeholders of matters involving the City and our community in a way that is tailored to provide opportunities for involvement in the decision-making process;
4. To encourage all Stakeholders to participate in activities of the Council;
5. To prohibit discrimination against any individual or group in our operations on the basis of race, religion, color, creed, national origin, ancestry, sex, sexual orientation, age, disability, marital status, income, homeowner/renter status, or political affiliation; and
6. To have fair, open, and transparent procedures for the conduct of all Council business.

ARTICLE III BOUNDARIES

The Council covers a geographic area described below.

Section 1: Boundary Description

The Council represents Stakeholders within the following geographic boundaries (see Attachment A):

- A. **NORTH** - [INSERT DESCRIPTION];
- B. **EAST** - [INSERT DESCRIPTION];
- C. **SOUTH** - [INSERT DESCRIPTION];
- D. **WEST** - [INSERT DESCRIPTION].

The boundaries of the Council are set forth in Attachment A - Map of [INSERT NAME OF NEIGHBORHOOD COUNCIL] Council.

Section 2: Internal Boundaries

[INSERT DESCRIPTION IF APPLICABLE OR IF NONE, STATE "Not Applicable."]

ARTICLE IV STAKEHOLDER

These definitions of Stakeholder and Community Interest Stakeholder are from the [Administrative Code Sec. 22.801.1.](#) and cannot be changed

Review entire bylaws language and replace, where applicable

- Replace/Change “community based organization” to “Community Organization”
- Eliminate references to “Community Stakeholder” because of the potential confusion or Replace/Change “Community Stakeholder” to “Stakeholder” or “Community Interest Stakeholder” depending upon what is meant. Note “Stakeholder” or “community stakeholder” definition: It’s either someone who lives, works, owns real property OR qualifies as a “community interest stakeholder”. (For example, applicable in instances with “At-Large” Board seat)

Neighborhood Council membership is open to all Stakeholders. A “Stakeholder” shall be defined as any individual who:

- (1) Lives, works, or owns real property within the boundaries of the Neighborhood Council; or
- (2) Is a Community Interest Stakeholder, defined as an individual who is a member of or participates in a Community Organization within the boundaries of the Neighborhood Council.

A “Community Organization” is an entity that has continuously maintained a physical street address within the boundaries of the neighborhood council for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the neighborhood council. A for-profit entity shall not qualify as a Community Organization. Examples of Community Organizations may include Chambers of Commerce, houses of worship or other faith-based organizations, educational institutions, or non-profit organizations.

[The definition of “Stakeholder,” “Community Interest Stakeholder,” and their related terms are defined by City Ordinance and cannot be changed without City Council

action. See Los Angeles Charter Section 906(a)(2) and [Los Angeles Administrative Code Section 22.801.1](#)]

ARTICLE V GOVERNING BOARD

The Board of Directors (“the Board”) shall be the governing body of the Council.

Section 1: Composition

The Board shall consist of **[INSERT NUMBER]** Stakeholders elected, selected, or appointed.

The composition of the Board shall be as follows:

[SAMPLE BOARD SEAT DESCRIPTIONS]

- A. **Homeowner Stakeholder Board Members (#)** – Open to Stakeholders eighteen (18) years of age or older who own a residence located within the Council boundaries.
- B. **Renter Stakeholder Board Members (#)** – Open to Stakeholders eighteen (18) years of age or older who rent a residence located within the NC boundaries.
- C. **Business Stakeholder Board Members (#)** – Open to Stakeholders eighteen (18) years of age or older who work at or own a business or business property within the NC boundaries.
- D. **Organizational Stakeholder Board Members (#)** – Open to Stakeholders eighteen (18) years of age or older who participate in a religious institution, educational institution, non-profit organization, neighborhood association, school/parent group¹, faith-based group, senior group, youth group, arts association, service organization, boys or girls club, cultural group, or environmental group within the Council boundaries.
- E. **Senior Stakeholder Board Member (#)** – Open to Stakeholders sixty-five (65) years of age or older.
- F. **Youth Board Member (#)** - Open to Stakeholders between the ages of fourteen (14) years or older and no more than seventeen (17) years of age, at the time of election or selection.

¹ Per the office of the city clerk, at the date of issuance of this template, Parents of University students are not eligible as stakeholders. Nevertheless, Parents of students in K-12 class are eligible.

G. **At-Large Stakeholder Board Members (#)** – Open to Stakeholders at least eighteen (18) years of age.

Per the [Administrative Code section 22.810.1 \(b\)\(2\)\(C\)\(iii\)\(1\)](#): No single Stakeholder group shall hold a majority of Board seats unless extenuating circumstances exist and are approved by the Department of Neighborhood Empowerment (“Department”).

The Department recommends adding the following language:

[Option 1] When a Board Member ceases to maintain their Stakeholder status pursuant to these Bylaws, their position shall be deemed vacant.

or

[Option 2] Any member of the Board who ceases to be a Stakeholder is required to submit his or her resignation to the Board. However, Board Members who remain stakeholders but whose stakeholder category has shifted may serve out the remainder of their term in the seat to which they were elected or selected

The Department recommends adding the following language:

If the Stakeholder status of a Board Member is in question, then the Department will verify status using the Department’s procedure, at the request of the Board.

Section 2: Quorum

The quorum shall be **[INSERT NUMBER]** members of the Board. Board and Committees shall have a fixed quorum number. Floating quorum is not allowed.

Section 3: Official Actions

Unless specified otherwise in these Bylaws, official action is taken at a meeting at which a quorum is met by a simple majority vote by the Board Members **[SELECT ONE: “present” OR “present and voting” OR “the total Board”]**. **[SELECT ONE: “Abstentions are treated as a non-vote [recommended by department].” OR “Abstentions are treated as a “Yes” vote.” OR “Abstentions are treated as a “No” vote.”**

Here are some explanations on how to understand the different options:

Scenario 1:

Present & Abstentions are treated as a non-vote: Need a simple majority of Yes of present (Abstentions acts as a No vote)

Scenario 2:

Present & Abstentions are treated as a “Yes” vote: Need of simple majority of present of Yes and Abstentions to pass.

Scenario 3:

Present & Abstentions are treated as a “No” vote: Need of simple majority of present of Yes to pass.

Scenario 4:

Present and Voting & Abstentions are treated as a non-vote: Need a simple majority of Yes among members who voted Yes or No (Abstentions acts as a No vote)

Scenario 5:

Present and voting & Abstentions are treated as a “Yes” vote: Need of simple majority of voting members of Yes and Abs to pass.

Scenario 6:

Present and Voting & Abstentions are treated as a “No” vote: Need of simple majority of voting members of Yes to pass.

Scenario 7:

Total board & Abstentions are treated as a non-vote: Need a simple majority of Yes of total board seats (Abstentions acts as a No vote)

Scenario 8:

Total board & Abstentions are treated as a “Yes” vote: Need of simple majority of total board seats of Yes and Abs to pass.

Scenario 9:

Total board & Abstentions are treated as a “No” vote: Need of simple majority of total board seats of Yes to pass.

Department’s Recommendation:

Scenario 4: Present and Voting & Not including Abstentions. An abstention is treated as a non-vote.

Section 4: Terms and Term Limits

Board Members shall serve a: [SELECT ONE “two (2)” OR “four (4)” OR “*four (4) year staggered term”] commencing after being seated. There are: [SELECT ONE: “no term limits” OR “Beginning in (INSERT YEAR, e.g., 2019)”], Board Members may only serve [INSERT NUMBER] consecutive years on the Council Board.

[*Description of Staggered Terms.]

Department's Recommended language when *establishing* staggered seating for the first time:

The following Board seats will initially serve two (2) year terms in **[INSERT YEAR, e.g., 2023]** and then be elected to four (4) year terms in **[INSERT YEAR, e.g., 2025]**:

Area 1 Stakeholder Board Member
Area 3 Stakeholder Board Member
Renter Stakeholder Board Member
Community Organization Stakeholder Board Member
At-Large Stakeholder Board Member seats 1 and 2

The following Board seats will be elected to four (4) year terms in **[INSERT YEAR, e.g., 2023]**:

Area 2 Stakeholder Board Member
Area 4 Stakeholder Board Member
Business Stakeholder Board Member
Youth Board Member
At-Large Stakeholder Board Member seat 3

Department's Recommended language for staggered seating:

The following Board seats shall be elected to serve a four (4) year term in **[INSERT YEARS, e.g., 2023]** and elected every four (4) years thereafter:

Area 1 Stakeholder Board Member
Area 3 Stakeholder Board Member
Renter Stakeholder Board Member
Community Organization Stakeholder Board Member
At-Large Stakeholder Board Member seats 1 and 2

The following Board seats shall be elected to serve a four (4) year term in **[INSERT YEARS, e.g., 2025]** and elected every four (4) years thereafter:

Area 2 Stakeholder Board Member
Area 4 Stakeholder Board Member
Business Stakeholder Board Member
Youth Board Member
At-Large Stakeholder Board Member seats 3 and 4

Section 5: Duties and Powers

The primary duties of the Board shall be to govern the Council and to carry out its objectives. No individual member of the Board shall speak for the Board or otherwise publicly represent a Board position unless authorized to do so by official action of the Board. The Board may, by official action, delegate to any individual the authority to present before any City body a standing Council position previously adopted by the Board or a statement that the Council has had insufficient time to develop a position or recommendation on a matter before that body. Such authority may be revoked at any time by the Board.

Section 6: Vacancies

If a Board seat becomes vacant, the Board may choose to verify Stakeholder status of an individual filling the vacant seat or may choose to request the Department do so following its internal procedure(s).

Vacancies on the Board shall be filled using the following procedure:

[SELECT ONE]

[Option 1] Board Fills Vacancies

- A. Any Stakeholder interested in filling a vacancy on the Board shall submit a written application to the Board.
- B. The Board shall cause the matter to be placed on the agenda for the next **[Option: regular]** meeting of the Board.
- C. The Board shall vote on the application at the meeting. If multiple applications for one seat have been submitted, the candidate with the most votes wins.
- D. The candidate who wins shall fill the remaining term of the Board seat unless an election or selection occurs sooner.
- E. In no event shall a vacant seat be filled where a election is scheduled to occur within sixty (60) days of the date that a written application is presented to the Board.

OR

[OPTION 2] President Fills Vacancies with Board Approval

A vacancy on the Board shall be filled by a Stakeholder who satisfies the eligibility requirements for holding the vacated Board seat. The President shall have the

discretion to appoint a Stakeholder to fill the vacancy from any applicants or among any other qualified Stakeholders at any time, subject to the ratification by the Board by **[OPTION: the voting method required for official action OR Define another method of action such as majority vote of the Board or ⅔...]**The appointed applicant's term shall be limited to the term for the vacated seat.

Section 7: Absences

In this section, the Department recommends against language permitting “excused” absences. If you decide to allow excused absences, we invite you to provide a definition of an excused absence and how such excused absences are requested, received, and memorialized. We recommend using strict objective criteria to define excused absences. It must be applied fairly and uniformly.

Any Board Member who misses **[INSERT NUMBER]** regularly scheduled consecutive Neighborhood Council **[Option: Regular]** Board Meetings or, optionally, **[INSERT NUMBER]** total **[Option: Regular]** Governing Board Meetings during any twelve (12) month **[Select One: Fiscal Year or Calendar or Anniversary or Rolling]** period will be automatically removed from the Board. Each Council Board Member absence shall be recorded in the Council’s Meeting Minutes or other manner of Council record keeping, and that, upon missing the required number of Board Meetings for removal, **[SELECT ONE: “the Council Presiding Officer shall notify the Board Member and provide notice to that Board Member that their seat has been declared vacant.” OR “the Council Presiding Officer shall notify the Board Member of the absences and place on the agenda the removal of the Board Member at a regular or special Board meeting whereupon the Board shall determine the validity of the absences before taking action to remove the Board Member.”]** Any meeting of the Neighborhood Council Board, scheduled and noticed as per the Brown Act, shall constitute a meeting for the purpose of determining Board Member attendance.

The removal of a board member requires a board action and cannot be automatic. Make sure to note in the minutes the number and dates of meetings from which the board member was absent.

Section 8: Censure

This section **cannot** be changed since this is direct language from the Board of Neighborhood Commissioners (BONC) Resolution on a [Uniform Policy for Board Member Censure - Policy 2020-03 \(Eff. 03-03-2020\)](#).

The purpose of the censure process is to place a Board Member on notice of misconduct and to provide the Board Member with an opportunity to correct the misconduct. The Neighborhood Council may censure any Board Member at a regular or special meeting open to the public following a good-faith determination by the Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. Grounds for censure include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board's bylaws or rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal process by acting in bad faith.

The Board shall use the following procedure when censuring a Board Member:

1. A motion to censure a Board Member may be initiated by any three (3) Board Members. Those Board Members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a committee. The motion shall be delivered to any officer of the Board or a specific officer or member of the Board as may be specified in the bylaws or standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed censure including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., "for alleged violations of the Code of Conduct" but shall contain factual statements that describe conduct only and is not intended to embarrass or humiliate the board member.

2. The Board Member, group of Board Members or committee responsible for setting the final Board agenda shall include the motion on the agenda of the next regular or special Board meeting scheduled at least thirty (30) days following the delivery of the proposed censure motion.
3. The Board Member subject to censure shall be given a minimum of thirty (30) days prior-written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which the motion to censure will be considered. The notice shall provide the specific facts and grounds for the proposed censure as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to the meeting at which the motion to censure will be considered.
4. The Board Member subject to censure shall be given a reasonable opportunity to be heard at the meeting, either orally or in writing, prior to the Board's vote on a motion of censure.
5. The Board shall decide by a majority vote of those present and voting whether or not the Board Member should be censured. The Board Member who is the subject of the censure motion shall not be counted as part of the majority present and voting and shall not be allowed to vote. For the purpose of censure motions, abstentions shall not be counted as votes.
6. In no event shall a motion to censure a Board Member be heard by the Neighborhood Council within sixty (60) days of the next scheduled Board election or selection.

Section 9: Removal

This section **cannot** be changed since this is direct language from the Board of Neighborhood Commissioners (BONC) Resolution on a [Uniform Policy for Board Member Censure - Policy 2020-03 \(Eff. 03-03-2020\)](#).

Any Board Member may be removed by the Neighborhood Council for cause, following a good faith determination by the Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. A Board Member shall not be subject to removal under this Policy, unless the member has been censured at least once pursuant to

the Commission Censure Policy. Grounds for removal include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board's bylaws or standing rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal processes by acting in bad faith.

The Board shall use the following procedure when removing a Board Member:

1. A motion to remove a Board Member may be initiated by any three (3) Board Members. Those Board Members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a committee. The proposed motion shall be delivered to any officer of the Board or a specific officer or member of the Board as may be specified in the bylaws or standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed removal action including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., "for alleged violations of the Code of Conduct" but shall contain factual statements that describes conduct only and is not intended to embarrass or humiliate the Board Member. The motion to remove shall also include a copy of the prior censure motion and the date it was passed.
2. The Board Member, group of Board Members or committee responsible for setting the final Board agenda shall list and briefly describe the motion on the agenda of the next regular or special Board meeting scheduled at least thirty(30) days following the delivery of the proposed removal motion.
3. The Board Member subject to removal shall be given a minimum of thirty (30) days prior written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which a motion to remove will be heard. The notice shall provide the specific facts and grounds for the proposed removal as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to any meeting at which a motion to remove will be considered.
4. The Board Member subject to removal shall be given reasonable time to be heard at the meeting, either orally or in writing, prior to the Board's vote on a motion for removal.
5. The Board shall decide whether or not the Board member should be removed by an affirmative vote of two-thirds (2/3) of the currently sitting Board Members. The Board Member who is the subject of the removal motion shall not be allowed to vote and shall not be counted when determining the two-thirds (2/3) majority

vote. For the purpose of the removal motion, abstentions shall not be counted as votes.

6. In no event shall a motion to remove a Board Member be heard by the Neighborhood Council within sixty (60) days of the next election or selection.
7. The Commission may review a Neighborhood Council's removal decision if requested to do so by the affected Board Member. Once the request is made for the Commission to review the decision to remove, the Neighborhood Council voting to remove the board member may not fill the vacancy created by the removal until the Commission has made a decision on whether the removal was proper or the Commission declines to review the matter. The Commission's decision whether to hear or decline to hear the removal review request shall be sent in writing to the requestor and the Neighborhood Council within 30 days after the request for review is delivered.
8. A request for the Commission to review a Neighborhood Council's removal decision shall proceed as follows:
 - a. The request must in writing and must be delivered to the Executive Assistant of the Commission or, in the absence of an Executive Assistant, to the President of the Commission within thirty (30) days of the date of the action by the Neighborhood Council to remove the Board member.
 - b. The request must state the basis for the review. The request shall not cite or present any evidence not considered by the Neighborhood Council but must address only procedural deficiencies.
 - c. If the Commission determines the request for review raises sufficient questions regarding procedural deficiencies and agrees to hear the review, it will be placed on the agenda of a regular or special meeting of the Commission within sixty (60) days of receipt of the request for review.
 - d. At the review the Commission will determine if the facts as presented support the removal motion and if the procedures set out in this policy were correctly applied.
 - e. If the Commission determines that there were either factual or procedural deficiencies, the Commission may either reinstate the Board Member or return the matter to the Neighborhood Council for further consideration.
 - f. If the Commission returns the matter for further consideration and the Neighborhood Council does not act within sixty (60) days of the Commission's decision the Board Member will be considered reinstated.

- g. During the period of appeal the Board Member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions.
 - h. If the matter is returned to the Neighborhood Council for further consideration the Board Member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions until the Board takes action as requested by the Commission or until the expiration of the sixty (60) day time period.
9. This policy is not intended to restrict or eliminate a Neighborhood Council's ability to remove or render ineligible to serve, Board Members who fail to attend meetings, join committees, maintain their stakeholder status, or perform other duties as may be described in the Neighborhood Council's bylaws and/or standing rules. Nor is it intended to limit a Neighborhood Council's ability to remove committee chairs or committee members according to the Neighborhood Council's bylaws and/or standing rules.

Section 10: Resignation

Board Member resignation must be submitted in writing to an executive officer and should include the secretary. The position shall then be deemed vacant. Any member of the Board who ceases to be a Stakeholder is required to submit their resignation to an executive officer and should include the secretary. If the Stakeholder status of a Board Member is challenged, then the Department will contact the board member, verify the Stakeholder status using its procedure.

Section 11: Community Outreach

The Council shall direct that a system of outreach be instituted to inform Stakeholders as to the existence and activities of the Council, including its Board elections, to find future leaders of the Council, and to encourage all Stakeholders to seek leadership positions within the Council.

[ADDITIONAL OUTREACH OPTIONS]

- The Council shall have a standing Outreach Committee, which will report its activities and recommendations to the Board monthly at the Council meeting.
- The Council shall maintain a web site presence to disseminate information to Council Stakeholders and others interested in the Council.

- ❑ In addition, the Board shall create, or shall cause to be created, a marketing plan to solicit participation from Stakeholders. The plan may include, for example, the creation of flyers, postcards, pamphlets and other related materials. It may also include email blasts to various organizations including a regularly scheduled e-blast to local government officials and to the Chamber of Commerce, Neighborhood Watch, Home Owners' Association and other local organizations as determined by the Board.
- ❑ Outreach also should be undertaken at public events and shall be coordinated with other Neighborhood Councils when appropriate.

ARTICLE VI OFFICERS

Section 1: Officers of the Board

Warning: The executive committee cannot be composed of more than a majority of the quorum members. For example, if the Quorum is 9, the majority of quorum is 5, therefore the executive committee can have only 4 Board Members/officers. If there are more officers than the majority of the Quorum, we recommend listing the officers that are members of the Executive Committee.

The officers of the Board ("Officers") shall include the following positions which all together comprise the Executive Committee: President, Vice President, Secretary, and Treasurer.

Section 2: Duties and Powers

The duties of the Officers are as follows and also include such additional duties as may be adopted by official action of the Board:

- A. The President shall act as the chief executive of the Council and shall preside at all Council meetings.
- B. The Vice President shall serve in place of the President if the President is unable to serve.

- C. The Secretary shall keep minutes of all Board meetings in accordance with *BONC Policy*. An Alternate Secretary may be appointed by the Board to serve in the absence of the Secretary, as needed. Unless the person serving as Alternate Secretary is already a Board member, he or she shall not have any of the rights of a Board Member, including the right to vote on matters before the Council.
- D. The Treasurer shall perform duties in accordance with City policies and procedures.

Section 3: Selection of Officers

[SELECT ONE]

- Officer positions shall be filled [CHOOSE ONE: “annually” OR “every [INSERT NUMBER]”] years at the first official Board meeting following their election or selection in Board election years, and at the subsequent [INSERT NUMBER] year anniversary mark of the Officers’ election in Board non-election years. They serve at the pleasure of the Board.

OR

- Officer positions are elected during the elections of the Council.

Optional, here are examples of Officer Removal Language]:
Officers appointed by a vote of the Board can be removed from their Officer position the same way they were appointed.

OR

A petition to remove a member from their position as an Officer must be made by a Board member in writing 14 days prior to a [OPTION: regular] meeting and delivered to the Chair, Secretary, and the Department representative. If such a petition is timely delivered, the item shall be placed on the agenda of the next regular or special Board meeting.

Officer positions may be revoked by two thirds (2/3) vote of Board members present and voting at a regular or special Board meeting. If the Officer is removed, the Officer position shall be filled at the next [OPTION: regular] Board meeting.

OR

Any Board Member who desires to remove an Officer shall present it to the Board and it shall be placed on the agenda at two consecutive [OPTION: regular] Board meetings. Removal shall take place only upon two consecutive full council meetings, both which

have two-thirds votes (voting must be by roll call) supporting removal before the Officer is removed. The individual subject to removal shall be permitted to vote.

Section 4: Officers Terms

The Officers shall serve [INSERT NUMBER] year terms and serve at the pleasure of the Board. They may stand for reelection or reappointment [CHOOSE ONE: “annually” OR “every [INSERT NUMBER]”] years.

ARTICLE VII COMMITTEES AND THEIR DUTIES

All Standing and Ad Hoc Committees shall be established by the Board. Suggestions for committees may come from Stakeholders or from members of the Board, and all such suggestions shall be voted upon by the Board.

Section 1: Standing Committees

This section can refer to the standing rules of your neighborhood council. In this case, make sure, standing rules are easily accessible to the public (on your website for example)

The Standing Committees of the Council are: [INSERT COMMITTEES SUCH AS: The Executive Committee, The Budget and Finance Committee, the Outreach and Communications Committee, The Planning and Land Use Committee, the Elections Committee, the Community Activities and Projects Committee, the Bylaws and Procedures Committee, the Public Safety Committee, etc.] OR [Standing Committees of the Neighborhood Council can be found in the Standing Rules]

Section 2: Ad Hoc Committees

The Board may create an Ad Hoc Committee as needed to deal with temporary issues and report its findings, conclusions or recommendations to the Board. An Ad Hoc Committee must have a defined purpose and limited timeframe, carry out a specific task, be composed of only Board Members that constitutes less than a majority of the Quorum, and cease to exist upon the completion of its specific task.

If an Ad Hoc Committee is not created as set forth above and includes Stakeholders, the committee must operate under the notice and posting requirements of the Brown Act.

Section 3: Committee Creation and Authorization

[CAN BE STANDING RULES INSTEAD OF BYLAWS]

- A. **Committee Authority** - All committee recommendations shall be brought to the full Board for discussion and action.
- B. **Committee Structure** – All committees shall have an established membership. **[OPTION: Standing Committees shall be composed of at least [Select a number- smaller than majority of Quorum] Board Members and may include any interested Stakeholders.**

Note: Failure to define quorum definitions may result in a violation of the Brown Act and call the committee's actions into question.

Ad Hoc Committees shall be composed of **[Select a number- smaller than majority of Quorum]** or fewer Board Members and may include any interested Stakeholders.

- C. **Committee Appointment** – All Committee Chairs shall be appointed by the **[SELECT ONE: “President and confirmed by the Board” OR “by the Board” OR “by the Committee members”]. [OPTIONAL LANGUAGE: “Only those Committee members who are Board members are eligible to serve as Chairman of a committee.”]** With the exception of the Executive Committee, Committee members shall be appointed by the **[Options: “Board” OR “President of the Board and confirmed by the Board” OR “by the Chair of the Committee”]**. The Committee Chairs shall keep a written record of Committee meetings and shall provide regular reports on Committee matters to the Board.
- D. **Committee Meetings** – With the exception of Ad Hoc committees created in compliance with Article VII, Section 2, Committee meetings are subject to and shall be conducted in accordance with the dictates of the Brown Act. Minutes shall be taken at every Committee meeting.
- E. **Changes to Committees** - The Board may establish, disband or make changes as needed to any Standing or Ad Hoc committee. Any such action by the Board shall be noted in the Council meeting minutes.
- F. **Removal of Committee Members** – Committee members may be removed in the same manner in which they were appointed.

We recommend adding language detailing how committee members are removed, mirroring the appointment process.

ARTICLE VIII MEETINGS

All meetings, as defined by the Ralph M. Brown Act (*California Government Code Section 54950 et seq.*), shall be noticed and conducted in accordance with the Act and all other applicable laws and governmental policy.

Section 1: Meeting Time and Place

All meetings shall be held within the Council boundaries at a location, date and time set by the Board or their Committees.

- A. **Regular Meetings** - Regular Council meetings shall be held at least once per quarter and may be held more frequently as determined by the Board. Prior to any action by the Board, there shall be a period of public comment. The Board shall determine the length of time and format of the public comment period as appropriate.
- B. **Special Meetings** – The President or a majority of the Board shall be allowed to call a Special Council Meeting.

Section 2: Agenda Setting

Select one:

[Option 1] “The Executive Committee shall set the agenda for each Council meeting.”

OR

[Option 2] “The President shall set the agenda for each Council meeting .”

Optionally, you can also add

“If called by the majority of the Board, the agenda shall be set at a Brown Act Compliant public meeting.”

Optionally, can also include a stakeholder option, such as:

Any Stakeholder and/or Board members may make a proposal for action by the Council by submitting a written request to the Secretary/President. Stakeholders can also make

such a request during the public comment period of a regular Council meeting. The Secretary/President shall promptly refer the proposal to a Standing Committee or, at the next regular Council meeting, the Board shall either consider the proposal or create an Ad Hoc Committee to consider the proposal. The Council may consider the proposal at a Committee or Board meeting.

Section 3: Notifications/Postings

The Neighborhood Council shall comply with the Ralph M. Brown Act and Department requirements for posting notices, including the Neighborhood Council Agenda Posting Policy approved by the Board of Neighborhood Commissioners. Notice of a regular meeting shall be a minimum of three (3) days (72 hours) in advance of the meeting and at least one (1) day (24 hours) in advance of a special meeting.

Section 4: Reconsideration

Select one:

[Option 1] The Board may reconsider or amend its action through a Motion for Reconsideration process defined in its Standing Rules and either during the same meeting where the Board initially acted or during the Board's next regularly scheduled meeting that follows the meeting where the action subject to reconsideration occurred.
OR

[Option 2] The Board may reconsider or amend its actions through the following Motion for Reconsideration process:

- a. Before the Board reconsiders any matter, the Board must approve a Motion for Reconsideration. The Motion for Reconsideration must be approved by official action of the Board. After determining that an action should be reconsidered, the Board has the authority to re-hear, continue, or take action on the item that is the subject of reconsideration within any limitations that are stated in the Motion for Reconsideration.
- b. The Motion for Reconsideration must be brought, and the Board's approval of a Motion for Reconsideration must occur, either during the same meeting where the Board initially acted or during the Board's next regularly scheduled meeting that follows the meeting where the action subject to reconsideration occurred. The Council may also convene a special meeting within these specified time frames to address a Motion for Reconsideration.

- c. A Motion for Reconsideration may be proposed only by a member of the Board that previously voted on the prevailing side of the original action that was taken by the Board (the "Moving Board Member").
- d. The Moving Board Member may make the Motion for Reconsideration orally during the same meeting where the action that is the subject of reconsideration occurred, or by properly placing the Motion for Reconsideration on the agenda of a meeting that occurs within the allowed specified periods of time as stated above.
- e. In order to properly place the Motion for Reconsideration on the agenda of the subsequent meeting, the Moving Board Member shall submit a memorandum to the Secretary at least two (2) days in advance of the deadline for posting notices for the meeting. The memorandum must briefly state the reason(s) for requesting the reconsideration, and provide the Secretary with an adequate description of the matter(s) to be re-heard and the proposed action that may be adopted by the Board if the Motion for Reconsideration is approved.
- f. A Motion for Reconsideration that is properly brought before the Board may be seconded by any member of the Board.
- g. This reconsideration process shall be conducted at all times in accordance with the Brown Act.

ARTICLE IX FINANCES

- A. The Board shall review its fiscal budget and make adjustments as needed to comply with City laws and City administrative rules, and to keep in compliance with Generally Accepted Accounting Principles and the City's mandate for the use of standardized budget and minimum finding allocation requirements.
- B. The Board shall adhere to all rules and regulations promulgated by appropriate City officials regarding the Council's finances, where the term "appropriate City officials" means those officials and/or agencies of the City of Los Angeles who have authority over Neighborhood Councils.
- C. All financial accounts and records shall be available for public inspection and posted on the Council website, if available.
- D. Each month, the Treasurer shall provide to the Board detailed reports of the Council's accounts.

- E. The Council will not enter into any contracts or agreements except through the appropriate City officials.

ARTICLE X ELECTIONS

Section 1: Administration of Election

The Neighborhood Council's election will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council elections.

Section 2: Governing Board Structure and Voting

The number of Board seats, the eligibility requirements for holding any specific Board seats, and which Stakeholders may vote for the Board seats are noted in Attachment B.

Section 3: Minimum Voting Age

This Section cannot be changed since this language amended [Section 22.814 of the Los Angeles Administrative Code](#) to establish a uniform minimum voting age under [City Ordinance 186760 \(Eff. Date 10-16-2020\)](#) under [Council File 18-0467](#).

Except with respect to a Youth Board Seat, a stakeholder must be at least 16 years of age on the day of the election or selection to be eligible to vote. [See Admin. Code §§ 22.814(a) and 22.814(c)]

If your board includes a Youth Board seat elected by stakeholders:

Regarding the eligibility to vote for the Youth Board seat, Stakeholders must be at least 14 years of age on the day of the election or selection.

Section 4: Method of Verifying Stakeholder Status

The Method of verifying Stakeholder Status won't depend on the way the election is conducted (in-person, Vote-by-mail, online,...). This choice will apply to all election or selection methods.

Select one:

[Option 1] “Voters will verify their Stakeholder status through written **self-affirmation.**”

OR

[Option 2] “Voters will verify their Stakeholder status by providing acceptable **documentation.**”

Section 5: Restrictions on Candidates Running for Multiple Seats

Select one:

[Option 1] A candidate shall declare their candidacy for no more than one (1) position on the Council Board during a single election cycle.

OR

[Option 2] A candidate may declare their candidacy for more than one (1) position on the Council Board during a single election cycle.

If a candidate seeking multiple Board positions on the Council is declared the winning candidate for more than one of those positions, the candidate will be required to vacate all except one (1) Board position within no more than three (3) days from the day the elections are certified or from the day when any and all election recounts and challenges are resolved, whichever date is later. These vacated positions shall be filled with the remaining candidate who received the most votes, or if none, via the vacancy clause. Where the candidate does not vacate all except one (1) Board position by the deadline, the candidate will be stripped of all positions except for the position where the candidate received the most votes.

Section 6: Other Election Related Language

Insert any other election-related language or if none, state “Not Applicable.”

ARTICLE XI GRIEVANCE PROCESS

This article makes reference to the [Los Angeles Administrative Code \(L.A.A.C.\) 22.818](#). We strongly recommend the following language to be in compliance with the Administrative Code.

Grievances Submitted by a Stakeholder

- A. Any Grievance by a Stakeholder must be submitted to the Department's Grievance Portal so that the Department may determine whether such Grievance conforms with the [Los Angeles Administrative Code \(L.A.A.C.\) 22.818](#) Subsections (c)(1) [Grievance Defined] and (c)(2) [Exclusions].
- B. Once the Department certifies the Grievance, the Board will be notified. Such certification of the Grievance by the Department shall not be construed as a statement regarding the validity or invalidity of the Grievance.
- C. After receiving a certified Grievance from the Department, the Board must, at its next regular or special meeting, but not more than 60 calendar days from the communication from the Department, take one of the following actions:
 - a. Consider the Grievance in accordance with a Grievance process specified in the Board's Bylaws and issue a decision to sustain and cure or reject the Grievance in whole or in part; OR
 - b. Waive consideration of the Grievance and request the Department to forward the Grievance directly to a Regional Grievance Panel for consideration.
- D. Any inaction by the Board passing the 60 calendar days will waive consideration of the Grievance and the Department shall forward the Grievance to the Regional Grievance Panel in accordance with [L.A.A.C. 22.818](#) Subsection (d)(5).
- E. Only the Grievant may appeal a Board's decision pursuant to [L.A.A.C. 22.818](#) Subsection (d)(2)(A). Such appeals must be filed with the Department on the portal within seven (7) calendar days from the date of the Board's action on the certified Grievance. A Grievant may not appeal a decision by the Board to waive consideration of any or all Grievances.
- F. [INSERT Neighborhood Council Grievance Process or refer to Standing Rules for Process]**

Grievances Submitted by a Board Member

- A. Any Grievance by a Board Member filed against their own Board will bypass consideration by the impacted Board, as set forth in [L.A.A.C. 22.818](#) Subsection (d)(2). The Department will forward a Grievance filed by a Board Member against

their own Board directly to a Regional Grievance Panel for disposition, as specified in [L.A.A.C. 22.818](#) Subsection (d)(6).

Regional Grievance Panel

- A. When a certified Grievance is sent to a Regional Grievance Panel, the Board must appoint a Neighborhood Council Representative who shall present an opening argument (not to exceed 10 minutes) and a rebuttal (not to exceed 5 minutes) on behalf of the Neighborhood Council Board to the Panel.

ARTICLE XII PARLIAMENTARY AUTHORITY

The Council shall use the:

Select one:

[Option 1] Council rules of order when conducting Council meetings as set forth in its standing rules.

OR

[Option 2] 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

[Option 3] Robert's Rules of Order when conducting Council meetings. Additional rules and/or policies and procedures regarding the conduct of the Board and/or Council meetings may be developed and adopted by the Board.

These bylaws supersede the parliamentary rules mentioned above.

ARTICLE XIII AMENDMENTS

There are different ways to amend your bylaws. We offer 2 options but others exist in the neighborhood council system. Know that any approved Board changes to the bylaws must be submitted to the Department of Neighborhood Empowerment (Department) for final approval before becoming effective.

Option 1:

- A. Any Board member may propose an amendment to these Bylaws by requesting that the Secretary place the item on the agenda.

- B. Any Stakeholder may propose an amendment to these Bylaws during the public comment period of a **[OPTION: regular]** Council meeting.
- C. Any proposal to amend the Bylaws shall be formalized in writing and noticed on the agenda for public discussion and Board vote at the next regular Council meeting.
- D. An amendment to these bylaws requires a **[SELECT ONE “two-thirds” OR “simple majority vote”]** of the Board Members present at a duly noticed general or special meeting. All changes shall then be forwarded to the Department for review and approval.
- E. Amendments shall not be valid, final, or effective until approved by the Department and/or the Commission. Once approved, any changes in the Bylaws shall become effective immediately. Boundaries changes or Board structure changes will require the Board of Neighborhood Commissioners’ approval.
- F. No amendment shall operate to alter the eligibility of any Board Member to serve on the Council for the remainder of that Board Member’s term in which the amendment is approved.

Option 2 :

Any Board Member or Stakeholder may propose an amendment to these Bylaws. The Board shall forward all proposals to a Bylaws Committee to review and to provide recommendations to the Board.

Any approved Board changes to the bylaws must be submitted to the Department of Neighborhood Empowerment (Department) for final approval before becoming effective.

ARTICLE XIV COMPLIANCE

The Council, its representatives, and all Stakeholders shall comply with these Bylaws and with any additional Standing Rules or Procedures as may be adopted by the Board as well as all local, county, state and federal laws, including, without limitation, the policies approved by the Board of Neighborhood Commissioners, the Department’s rules and regulations, the City Governmental Ethics Ordinance (Los Angeles Municipal Code Section 49.5.1), the Brown Act, the Public Records Act, the Americans with Disabilities Act, and all laws and governmental policies pertaining to Conflicts of Interest.

Section 1: Code of Civility

The Council, its representatives, and all Stakeholders shall conduct all Council business in a civil, professional and respectful manner pursuant to Commission and City regulations.

Section 2: Training

Neighborhood Council Board Members, whether elected, selected or appointed, are required to complete all mandatory trainings in order to vote on issues that come before the Council. Trainings available to Board Members are created to ensure success during their period of service. All Board Members shall complete mandatory trainings as prescribed by the City Council, the Commission, the Office of the City Clerk, Funding Division, and the Department.

Optional:

Board members not completing mandatory trainings provided by the City within [Select a number - 45 for example] days of being seated or after expiration of the training, shall lose their Council voting rights on all items before the board.

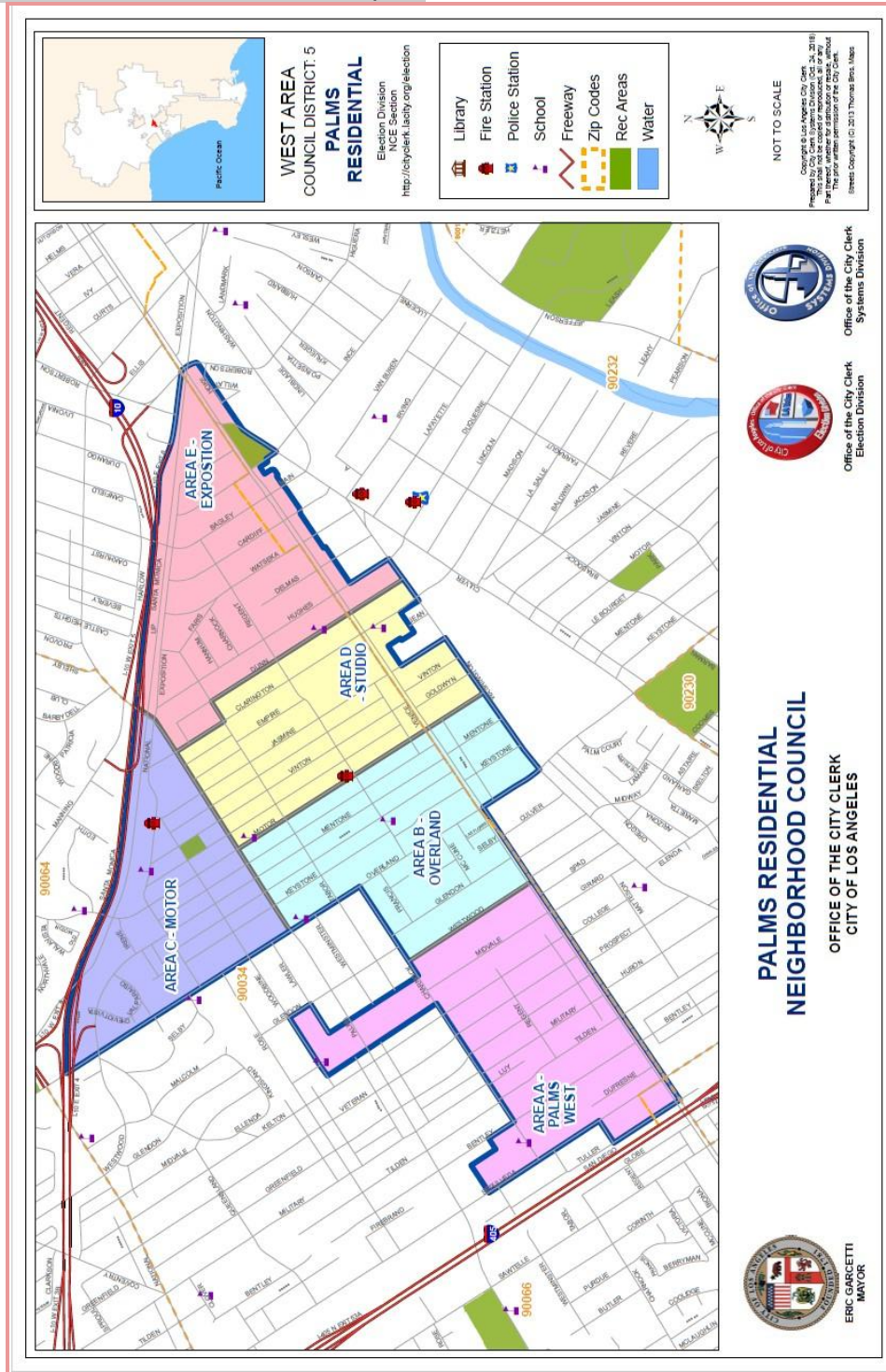
Section 3: Self Assessment

The Council may conduct a regular self-assessment to determine whether it has achieved its goals and objectives.

ATTACHMENT A

[PALMS NC EXAMPLE]

Please ensure internal boundaries listed in Article III, Section 2 are reflected on the NC Map."



ATTACHMENT B

[EXAMPLES OF BOARD SEAT AND ELIGIBILITY REQUIREMENTS]

Elected: Board members elected by stakeholders.

Appointed: Appointed by members of the Board.

Selected: Applicable for Neighborhood Council choosing the Selection versus Election method for filling board seats.

BOARD POSITION	NUMBER OF SEATS	ELECTED, APPOINTE D or SELECTED ?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
<p>Below find sample language for Stakeholder eligibility to run and vote for positions. Where the Stakeholder eligibility for the seat has not been defined, the default eligibility to establish candidacy for the position would be the Neighborhood Council's Stakeholder definition.</p>				
Community Organization Representative Term: # Years	#	Elected	Any Community Interest Stakeholder at least 18 years of age. Community Interest Stakeholder is defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the Neighborhood Council.	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and lives, works, owns real property, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the Neighborhood Council]
At-Large Representative Term: # Years	#	Selected	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and lives, works, owns real property, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b)	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and lives, works, owns real property, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a

			as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the Neighborhood Council]	substantial and ongoing participation with a community organization that has maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the Neighborhood Council]
Renter Representative Board Member Term: # Years	#	Elected	A Stakeholder, who is at least 18 years of age and rents real property located within the boundaries of the Neighborhood Council.	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and lives, works, owns real property, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the Neighborhood Council]
Below find sample language for candidacy and voter eligibility for the optional (1 maximum) Youth Board Seat				
Youth Representative Term: # Years	1	Select One: Appointed or Elected	Any Stakeholder, who is at least 14 years of age and no more than 17 years of age on the day of the election or selection. See Admin. Code § 22.814(c). Stakeholder, is defined in Admin. Code § 22.801.1 as a person who lives, works, owns real property, or is a Community Interest	Any Stakeholder, who is at least 14 years of age. See Admin. Code § 22.814(c). Stakeholder, is defined in Admin. Code § 22.801.1 as a person who lives, works, owns real property, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a

			Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the Neighborhood Council].	substantial and ongoing participation with a community organization that has maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the Neighborhood Council]
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Below find sample language for candidacy and voter eligibility for staggered board seats (elected) when staggered seats are established for the first time- Please pay attention to the term length and the particular seat. The example below reflects the example shared in Article V section IV when staggered seats are first established.

Area 1 Stakeholder Board Member Term: 2 Years	1	Elected	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and lives in Area 1, works in Area 1, owns real property in Area 1, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries] of Area 1 of the Neighborhood Council, defined in Article III of the	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and lives in Area 1, works in Area 1, owns real property in Area 1, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries] of Area 1 of the Neighborhood Council, defined in Article III of the
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			bylaws.	bylaws.
Area 2 Stakeholder Board Member Term: 4 Years	1	Elected	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and lives in Area 2, works in Area 2, owns real property in Area 2, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries] of Area 2 of the Neighborhood Council, defined in Article III of the bylaws.	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and lives in Area 2, works in Area 2, owns real property in Area 2, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries] of Area 2 of the Neighborhood Council, defined in Article III of the bylaws.
At-Large Stakeholder Board Member Seats 1 and 2 Term: 2 Years	2	Elected	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and lives, works, owns real property, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the Neighborhood Council]	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and lives, works, owns real property, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the Neighborhood Council]

<p>At-Large Stakeholder Board Member Seat 3 Term: 4 Years</p>	<p>1</p>	<p>Elected</p>	<p>Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and lives, works, owns real property, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the Neighborhood Council]</p>	<p>Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and lives, works, owns real property, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the Neighborhood Council]</p>
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