

**BYLAWS
FOR
UNITED NEIGHBORHOODS
OF THE HISTORIC ARLINGTON HEIGHTS,
WEST ADAMS AND JEFFERSON PARK COMMUNITIES
NEIGHBORHOOD COUNCIL
(UNNC)**

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**ARTICLE I
NAME**

Upon certification, the name of the of the Neighborhood Council shall be the UNITED NEIGHBORHOODS OF THE HISTORIC ARLINGTON HEIGHTS, WEST ADAMS AND JEFFERSON PARK COMMUNITIES (“UNNC” or “Council”), an officially recognized advisory council hereby part of the Los Angeles Citywide system of Neighborhood Councils.

**ARTICLE II
PURPOSE**

- A. The PURPOSE of the UNNC is to participate as an advisory body on issues of concern to our Council and in the governance of the City of Los Angeles. The Council is formed to engage in all of the civic, cultural, public and charitable purposes permitted to be conducted, or participated in by a Neighborhood Council formed pursuant to Article IX of the Charter and Administrative Code of the City of Los Angeles.
- B. The MISSION of this Council is:
1. To empower and bring together a diverse community to maintain and improve Stakeholder quality of life;
 2. To work, in cooperation, with the necessary agencies toward the protection and improvement of our area, effectively addressing the needs and concerns as identified by our community;
 3. To provide an inclusive open forum for public discussion of issues concerning City governance, the needs of this Council, the delivery of City services to this Council, and on matters of a Citywide nature; and
 4. To advise the City of Los Angeles on issues concerning City governance, the needs of this Council, the delivery of City services to this Council, and on matters of a Citywide nature.
- C. The POLICY of this Council shall be:
1. 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, homeowner/renter status, income, or political affiliation;
 2. To have fair, open, and transparent procedures for the conduct of our Council business;
 3. To bring together the diverse elements of our community into a united organization that truly represents the interests of all of our neighbors in a non-partisan manner;

4. To develop a capability to listen to and interact with and inform all who have interests in our community;
5. To effectively represent our community in collaboration with the City of Los Angeles and other government agencies; and,
6. Above all, to unify and serve the interests of our community so as to enhance the quality of life in the United Neighborhoods and surrounding area.

To service this larger public purpose, the Council will participate in:

1. Monitoring City services and holding City employees and their departments accountable to the residents of the community;
2. Pursuing enforcement of existing City zoning codes and ordinances, establishing a committee to review and assess ordinances if necessary;
3. Consulting with City officials regarding plans for appropriate development in commercial locations, including the provision of adequate parking and landscaping for these projects;
4. Revitalizing Commercial Corridors;
5. Establishing more recreational facilities;
6. Monitoring traffic throughout the area with special concern for the health and safety of residential neighborhoods;
7. Encouraging neighborhood beautification, tree planting, and graffiti removal; and
8. Advocating historic preservation and restoration.

ARTICLE III BOUNDARIES

The UNNC includes a geographic area that has a minimum of 20,000 residents.

Section 1: Boundary Description - The boundaries are described as follows:

- A. **North:** the south side of Pico Boulevard from Crenshaw Boulevard to Normandie Avenue.
- B. **South:** the north side of Obama Blvd. between Crenshaw Boulevard and Arlington Avenue.
- C. **East:** the west side of Normandie Avenue from Pico Boulevard south to the Santa Monica (10) Freeway, west to the west side of Western Avenue from the Santa Monica

Fwy south to Jefferson Boulevard, west to the west side of Arlington Avenue, south to Obama Blvd. and west to the east side of Crenshaw Boulevard.

D. **West:** the east side of Crenshaw Boulevard from Pico Boulevard to Obama Blvd.

Section 2: Internal Boundaries - There are six (6) voting Regions in the Council. The following are the boundaries of the voting Regions:

- A. **Region 1:** Communities of Arlington Heights/Venice/Upper Avenues of Washington Boulevard between Crenshaw Boulevard and Western Avenue and Pico Boulevard and 10 Freeway, but excluding Region 4.
- B. **Region 2:** Communities of Harvard Heights/West Adams Heights/Oxford/La Salle between Western Avenue and Normandie Avenue and between the 10 Freeway and Pico Boulevard.
- C. **Region 3:** Communities of West Adams Avenues/24 and 25 Streets between Crenshaw Boulevard and Arlington Avenue and between the 10 Freeway and Adams Boulevard.
- D. **Region 4:** Communities of Western Avenue Heights/Kinney Heights/Gramercy Place between Arlington Avenue and Western Avenue and between Washington Boulevard and Adams Boulevard.
- E. **Region 5:** Communities of Jefferson Park between Adams Boulevard and Obama Blvd. and between Crenshaw Boulevard and Arlington Avenue.
- F. **Region 6:** Communities of 26 to 31 Streets (The Bungalows) between Adams Boulevard and Jefferson Boulevard and between Arlington Avenue and Western Avenue.

The boundaries of the Council are set forth on Attachment A - Map of the United Neighborhoods of the Historic Arlington Heights, West Adams and Jefferson Park Communities.

ARTICLE IV STAKEHOLDER

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 United Neighborhoods 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 community organization can be defined as, but not limited to, educational, non-profit and/or religious organizations, parks, recreation areas, public safety organizations, environmental organizations, medical/health organizations, libraries, religious institutions, service organizations, or other at large entities. A for-profit entity shall not qualify as a Community Organization.

[The definition of “Stakeholder” and its related terms are defined by City Ordinance and cannot be changed without City Council action. See Los Angeles Administrative Code Section 22.801.1]

ARTICLE V GOVERNING BOARD

The Board of Directors (“Board”) shall mean a Governing Body within the meaning of that term as set forth in the Plan for a Citywide System of Neighborhood Councils (“Plan”). **Section 1: Composition** - There shall be twenty-three (23) Stakeholder Representatives, aged eighteen (18) and older, on the Board. The composition of the Board shall be as follows:

- A. **Regional Resident Stakeholder Representatives** - Twelve (12) Board seats of the elected representatives shall be residents of the UNNC area, who are currently residing in the Region they represent, and who shall continue to reside in that same Region during the tenure of their term(s).
- B. **At-Large Stakeholder Representatives** - Eleven (11) Board seats of the elected representatives shall be Stakeholders who live, work, own property in the neighborhood and also to those who declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC’s boundaries. A community organization can be defined as, but not limited to, educational, non-profit and/or religious organizations, parks, recreation areas, public safety organizations, environmental organizations, medical/health organizations, libraries, religious institutions, service organizations, or other at large entities. A for-profit entity shall not qualify as a Community Organization.

Section 2: Quorum - The quorum shall be thirteen (13) members of the Board. No floating quorums are allowed. Should a quorum not be reached after 30 minutes of the posted meeting start time, Board meeting will be adjourned. Any presentations scheduled will be allowed to start with no discussion or questions from present Board members.

Section 3: Official Actions – The Board shall take official action by a majority vote of the total number Board members present not including abstentions. A majority vote on any matter on the Boards agenda cannot be made unless there is a quorum of the Board members present. There shall be no proxy voting.

Official action shall occur when the Board approves, fails to approve, or disapproves by majority vote any resolutions, positions, or decisions with respect to an item on its agenda, which will then become the official or representative voice on said item for the UNNC.

If a Board Member is elected who is less than eighteen (18) years of age and who has not reached the age of majority, then he/she may not vote on the expenditure of funds, the entry into contracts, or recommendations to enter into contracts.

Section 4: Terms and Term Limits – The Board terms shall be a staggered four (4) year term.

To begin the stagger, the UNNC Board seats are divided into two (2) groups, A and B with staggered four year terms. In 2010, Group A Board seats were elected to a one (1) time two (2) year term. Thereafter, Group A seats shall have four (4) year terms beginning in 2012. All Group B Board seats shall have four (4) year terms beginning in 2010. Group A consists of At-Large Representatives Seats 1, 2, 3, 4, 5 and 6 and Seat 1 of each Region. Group B consists of At-Large Representatives Seats 7, 8, 9, 10 and 11 and Seat 2 of each Region.

Section 5: Duties and Powers - Board members need to be cognizant of the role they have within the community. In neighborhood and City meetings, they may acknowledge that they are UNNC Board members, however, they must be clear when putting forth opinions or statements of fact that they are not speaking on behalf of the Board, unless having been expressly designated to do so. A designated speaker shall limit oneself to policies and actions approved by the Board.

Any written material (flyers, letters, etc.) as a communication from a Board member as a designated representative of UNNC must be approved by two (2) officers before it is sent out.

Section 6: Vacancies - In the event a Board seat is not filled during an election, or is vacant for any reason, the Board may appoint a Stakeholder to fill the seat to serve for the remainder of the term for that seat.

Section 7: Absences – Board members may be removed for absenteeism. After one unexcused Board member absence the Vice President will contact Board Member and request the reason for the absence. After two unexcused absences, the absentee Board member is invited, at the discretion of the Executive Committee, to meet with the Executive Committee if the absence is deemed unexcused.

A Board member may be removed due to absenteeism of more than three (3) unexcused absences from duty-noticed governing meetings.

A Board member who has been absent for more than three (3) consecutive duty-noticed governing Board meetings will be asked to appear before the Board and a two-third (2/3) vote of Board members present is required for removal of the errant Board member. Any meeting of the Board, scheduled and duly-noticed as per the Brown Act, shall constitute a meeting for the purpose of determining Board member attendance.

Board members are required to contact the Vice President or another acting Executive Committee member if their arrival time will be after the posted Board meeting starting time.

Section 8: Censure – 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 (“Neighborhood Council”) may censure any Board

member at a regular or special meeting open to the public following a good-faith determination by the Neighborhood Council 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 - Any Board member may be removed by the Neighborhood Council ("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 Board of Neighborhood Commissioners' ("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 – Intentionally left blank.

Section 11: Community Outreach - The Council is committed to developing a system whereby pertinent information will be disseminated or made available to every Stakeholder in this Council in a timely manner.

ARTICLE VI OFFICERS

Section 1: Officers of the Board - The Board shall include officer positions entitled President, Vice-President, Secretary, Treasurer, and Signatory. The officers of the Board shall be known as the Executive Committee.

Section 2: Duties and Powers

- A. **President** - Subject to such supervisory powers as may be given by the Board to another officer, the President shall, subject to the control of the Board, generally supervise and give direction for the business of the Council. He/she shall preside at all meetings of the members and at all meetings of the Board and Executive Committee. He/she shall have such other powers and duties as may be prescribed by the Board or the Bylaws.
- B. **Vice President** - In the absence or disability of the President, the Vice President shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the President. The Vice President shall have such other powers and perform such other duties as from time to time may be prescribed for them respectively by the Board.
- C. **Secretary** - The Secretary shall attend to the following:
 - 1. **Book of Minutes** - The Secretary shall keep or cause to be kept, at the principal executive office or such other place as the Board may direct, a book of minutes of all meetings and actions of the Board and committees of the UNNC, with the time and place of holding, whether regular or special, and, if special, how authorized, the notice given, the names of those present at such meetings, and the proceedings of such meetings.
 - 2. **Correspondence** - The Secretary shall maintain copies of all outgoing and incoming correspondence to and from the Council, the Board and committees, and members of the Board and the chairpersons of committees (to the extent such correspondence constitutes business of the Board and the committees and not personal matters of such individuals).

- D. **Treasurer** - All funds supporting activities of the Council shall be administered by the Treasurer, who shall also serve as the Council chief financial officer. He/she shall have such other powers and perform such other duties as may be prescribed by the Board, the Financial Accountability Guidelines or the Bylaws.
- E. **Signatory** – The Signatory is one of UNNC’s Financial Officers and shall be responsible for making UNNC expenditures via City provided purchase/credit/debit cards, or other authorized purchase methods. The Signatory shall ensure that these funds are expended in accordance with Department and UNNC policies, budgets, and approvals. The Signatory shall maintain orderly receipts and invoices for all transactions and submit them to the City timely. The Signatory will be one of two cardholders. The Signatory is also the principal Signer for the Board Action Certificates (BACs) and/or other method for documenting Governing Board actions and oversees their preparation with any other officer as may be prescribed by the Board.

Section 3: Selection of Officers - These positions shall be filled by consensus or majority vote of the Board at the beginning of each fiscal year, and no later than August.

Section 4: Officer Terms - The officers shall serve one (1) year terms in their respective offices.

ARTICLE VII COMMITTEES AND THEIR DUTIES

Section 1: Standing Committees – The Standing Committees of the Council are listed in the Council Standing Rules.

Section 2: Ad Hoc Committees - The Board may create ad hoc committees as needed to deal with temporary issues.

Section 3: Committee Creation and Authorization

- A. The Board shall appoint Stakeholders to chair committees, sub-committees, and/or ad hoc committees by a two-thirds (2/3) vote. All other committees established or disbanded shall be noted in the minutes by the Secretary.
- B. All committee meetings shall be governed by any written rules adopted by the Board for conduct of meetings, or by Robert's Rules of Order, where no Board rule applies.

ARTICLE VIII MEETINGS

All meetings as defined by the Ralph M. Brown Act shall be noticed and conducted in accordance with the Act.

Section 1: Meeting Time and Place - Meetings of the Board shall be held at least quarterly on the 1st Thursday of the month at a location within the boundaries of the Council.

Section 2: Agenda Setting – The Executive Committee shall set the agenda for the Board meetings.

Section 3: Notifications/Postings – The Board will abide by the Commission’s Neighborhood Council Agenda Posting Policy. Notification of all meetings shall include, at a minimum, posting on the Early Notification (ENS) System, posting at one (1) public location accessible twenty-four hours a day within the UNNC, posted to the website and emailed to its stakeholders.

Section 4: Reconsideration - The Board may reconsider and amend its action on items listed on the agenda if that reconsideration takes place immediately following the original action or at the next regular meeting. The Board, on either of these two (2) days, shall: (1) Make a Motion for Reconsideration and, if approved, (2) hear the matter and Take an Action. If the motion to reconsider an action is to be scheduled at the next meeting following the original action, then two (2) items shall be placed on the agenda for that meeting: (1) A Motion for Reconsideration on the described matter and (2) a Proposed Action should the motion to reconsider be approved. A motion for reconsideration can only be made by a Board member who has previously voted on the prevailing side of the original action taken. If a motion for reconsideration is not made on the date the action was taken, then a Board member on the

prevailing side of the action must submit a memorandum to the Secretary identifying the matter to be reconsidered and a brief description of the reason(s) for requesting reconsideration at the next regular meeting. The aforesaid shall all be in compliance with the Brown Act.

ARTICLE IX FINANCES

- A. The Treasurer of this Council shall oversee and be charged with the full custody and control of all Council funds and assets.
- B. The Treasurer shall establish and oversee a system of bookkeeping and accounting for the Council that complies with Generally Accepted Accounting Principles, UNNC Financial Accountability Guidelines and all applicable local, state, or federal laws. The Treasurer may request authorization from the other members of the Board to retain a financial professional to assist in creating a bookkeeping and annual accounting system. The Treasurer may also request the assistance of the Department of Neighborhood Empowerment (“Department”) when implementing the same. The Treasurer, however, shall be ultimately responsible for the maintenance of the system of bookkeeping and accounting and for the protection of all Council assets.
- C. The Council's financial statements, books and accounts shall be open for inspection and copying by any member of the public upon a written request to the Board. The Board shall establish fair and open procedures to permit inspection within a reasonable time. Any copying of financial records will be performed by an established copy service and the charge for such a service will be billed to the person or entity requesting the copies.

- D. The Treasurer shall make a report to the Board on the Council's finances at every regular meeting of the Board.
- E. The Treasurer shall be responsible for preparing or coordinating the preparation of a financial statement for the Department annually. The Treasurer shall also coordinate and cooperate with the Department on establishing a process and/or a system by which the Council's finances and book of accounts can be reviewed by the Department pursuant to the Plan.

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.

Each Stakeholder is eligible to vote for up to six (6) At Large Representatives when Group A elections are held. Each Stakeholder is eligible to vote for up to five (5) At Large Representatives when Group B elections are held.

Section 3: Minimum Voting Age -. 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)]

Section 4: Method of Verifying Stakeholder Status - Voters will verify their Stakeholder status through written self-affirmation.

Section 5: Restrictions on Candidates Running for Multiple Seats - A candidate shall declare their candidacy for no more than one (1) position on the Board during a single election cycle.

Section 6: Other Election Related Language - The Board shall direct that a system of outreach be instituted to find and obtain nominees for subsequent election to the Board. The Board may choose to design such a system through the committee process. The purpose of this outreach is to put forth a reasonable effort to inform and give every Stakeholder desiring to participate on the Board an opportunity to become a Board member. To that end, a period of at least sixty (60) days prior to any election shall be given to prospective Board members for purposes of soliciting Stakeholder support. Any election shall be publicly noticed by the Board at least sixty (60) days in advance of the balloting period.

ARTICLE XI GRIEVANCE PROCESS

Any grievance by a Stakeholder must be submitted in writing to the Board. The Board shall then refer the matter to an ad hoc grievance panel comprised of five (5) Stakeholders who are

randomly selected by the Council Secretary from a list of Stakeholders who have previously expressed an interest in serving from time-to-time on such a grievance panel. The Secretary will coordinate a time and a place for the panel to meet with the person(s) submitting a grievance and to discuss ways in which the dispute may be resolved.

Thereafter, a panel member shall promptly prepare a written report to be forwarded by the Secretary to the Board outlining the panel's collective recommendations for resolving the grievance. The Board may receive a copy of the panel's report and recommendations prior to any meeting by the Board, but the matter shall not be discussed among the Board members until the matter is heard at the next regular meeting of the Board pursuant to the Ralph M. Brown Act.

This formal grievance process is not intended to apply to Stakeholders who simply disagree with a position or action taken by the Board at one of its meetings. Those grievances can be aired at Board meetings. This grievance process is intended to address matters involving procedural disputes, e.g., the Board's failure to comply with Board Rules or these Bylaws. Board members are not permitted to file a grievance against another Board member or against the Council, except as permitted under the City's grievance policy. The Neighborhood Council will follow the City's rules regarding the handling of grievances.

In the event that a grievance cannot be resolved through this grievance process, then the matter may be referred to the Department for consideration or dispute resolution in accordance with the Plan.

ARTICLE XII PARLIAMENTARY AUTHORITY

Where the Board has not adopted its own rules for conducting its meetings, the Board shall follow Robert's Rules of Order. The Rules of the Board that have been formally adopted and set forth in writing shall, unless contrary to state or federal law, take precedence where there is a conflict with Robert's Rules of Order. Board Rules shall be developed and adopted by a majority of the Board and can be changed or modified by the Board per said rules.

ARTICLE XIII AMENDMENTS

Amendments, changes, additions or deletions to these Bylaws may be proposed by the Board or any stakeholder(s) during the public comment period of a duly-noticed Governing Board meeting. In addition, One (1) Officer, Three (3) Board members and/or Ten (10) general stakeholders may make a written request to the Executive Committee or Board. A proposal to amend these Bylaws, however, must then be formalized in writing and then lodged with the Secretary or person responsible for preparing the agenda for the next rduly-noticed Governing Board meeting. The proposed amendment will be placed on the agenda for public discussion at a subsequent duly-noticed Governing Board meeting of the Board.

After such request(s), the Board shall convene the Bylaws Committee OR appoint an Ad Hoc Bylaws Committee, and the Committee shall make a recommendation to the Executive Committee. The Executive Committee shall place this on its agenda for a public discussion and possible action. The Executive Committee may in turn make recommendations for Bylaws Amendments to be considered at any duly-noticed Governing Board meeting, at its regular or special meeting.

A recommendation for amendment or adjustment of these Bylaws must be made by a two-thirds (2/3) vote of the entire number of the Board, excluding vacant seats not currently held by board members. Thereafter, and within fourteen (14) days after a vote recommending adjustment or amendment to the Bylaws, a Bylaw Amendment Application shall be submitted to the Department for review and approval. The amendments are not effective until approved by the Department.

ARTICLE XIV COMPLIANCE

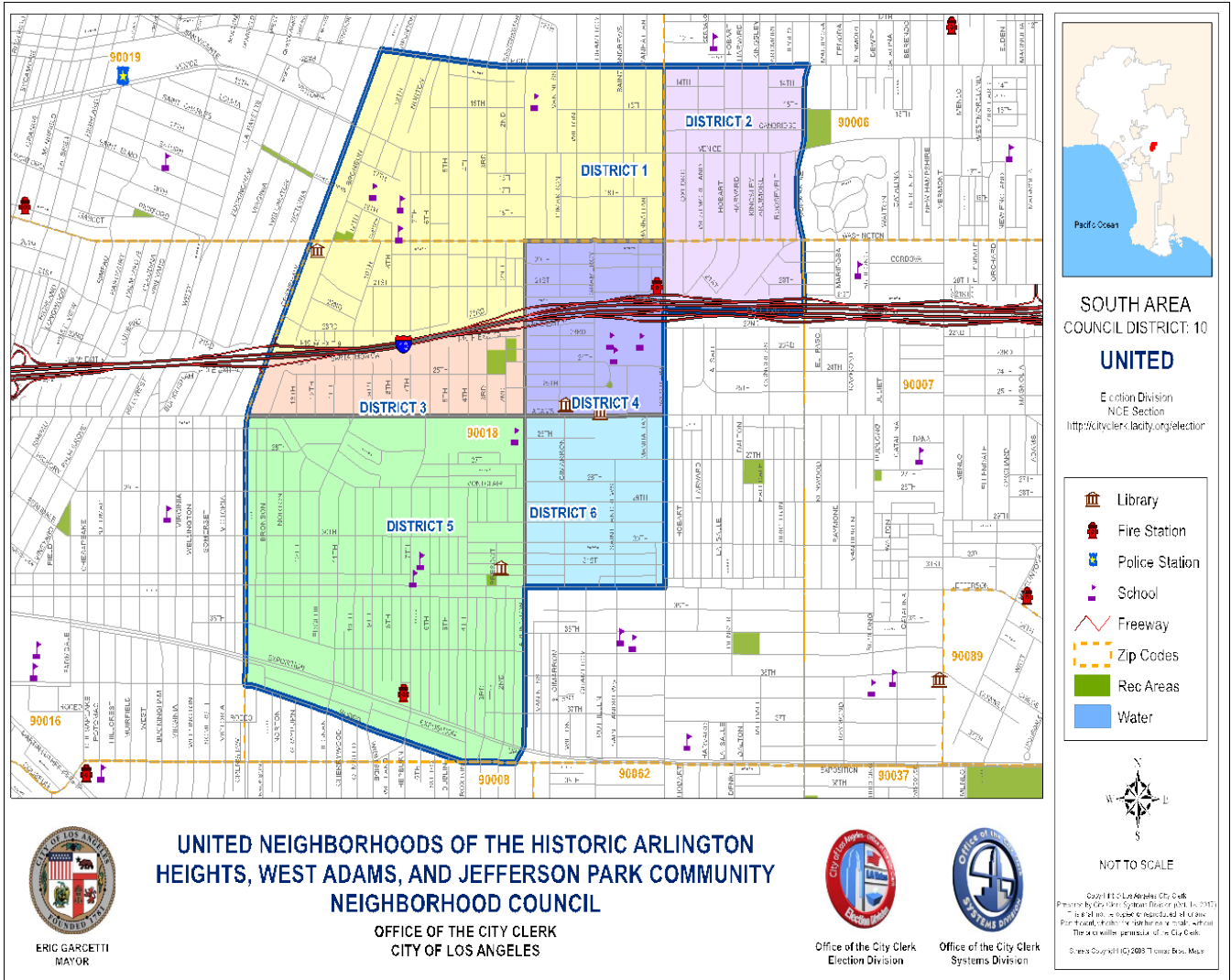
The Council, its representatives, and all Stakeholders will refrain from violating these Bylaws, Board Rules and shall abide by the Plan and all City, County, State, and/or federal laws that apply.

Section 1: Code of Civility - The Council, its representatives, and all Stakeholders will endeavor to conduct Council business in a professional and respectful manner. Board members will abide by the Commission's Neighborhood Council Board Member Code of Conduct Policy.

Section 2: Training - All Board members must take Code of Conduct, Ethics and Funding training prior to making motions and voting on funding related matters. All Board members must take any other mandatory City-provided trainings. All Board members shall complete all required training within two (2)/ 60 days months of being seated on the Board. A Board member who has not completed either these trainings, or has not renewed their Ethics Training every two (2) years, shall not be eligible to vote. If a Board member has not completed mandatory trainings provided by the City within 60 days, the Governing Board may vote to remove the errant Board member.

Section 3: Self-Assessment - Intentionally left blank.

ATTACHMENT A - Map of the United Neighborhoods of the Historic Arlington Heights, West Adams and Jefferson Park Communities



ATTACHMENT B – Governing Board Structure and Voting

United Neighborhoods of the Historic Arlington Heights, West Adams and Jefferson Park Communities

23 Board Seats

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
At Large Representatives (Group A: Seats 1 - 6) Term: 4 Years	6	Elected	Stakeholders who are 18 years or older.	Stakeholders who are 16 years or older.
At Large Representatives (Group B: Seats 7 - 11) Term: 4 Years	5	Elected	Stakeholders who are 18 years or older.	Stakeholders who are 16 years or older.
Area 1 Resident Representative – Seat 1 Term: 4 Years Group A	1	Elected	Resident stakeholder of Area 1 who is 18 years or older.	Resident stakeholders of Area 1 who are 16 years or older.
Area 1 Resident Representative – Seat 2 Term: 4 Years Group B	1	Elected	Resident stakeholder of Area 1 who is 18 years or older.	Resident stakeholders of Area 1 who are 16 years or older.
Area 2 Resident Representative – Seat 1 Term: 4 Years Group A	1	Elected	Resident stakeholder of Area 2 who is 18 years or older.	Resident stakeholders of Area 2 who are 16 years or older.
Area 2 Resident Representative – Seat 2 Term: 4 Years Group B	1	Elected	Resident stakeholder of Area 2 who is 18 years or older.	Resident stakeholders of Area 2 who are 16 years or older.
Area 3 Resident Representative – Seat 1 Term: 4 Years Group A	1	Elected	Resident stakeholder of Area 3 who is 18 years or older.	Resident stakeholders of Area 3 who are 16 years or older.
Area 3 Resident Representative – Seat 2 Term: 4 Years Group B	1	Elected	Resident stakeholder of Area 3 who is 18 years or older.	Resident stakeholders of Area 3 who are 16 years or older.
Area 4 Resident Representative – Seat 1 Term: 4 Years Group A	1	Elected	Resident stakeholder of Area 4 who is 18 years or older.	Resident stakeholders of Area 4 who are 16 years or older.

Area 4 Resident Representative – Seat 2 Term: 4 Years Group B	1	Elected	Resident stakeholder of Area 4 who is 18years or older.	Resident stakeholders of Area 4 who are 16 years or older.
BOARD POSITION	# OF SEATS	ELECTED or APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
Area 5 Resident Representative – Seat 1 Term: 4 Years Group A	1	Elected	Resident stakeholder of Area 5 who is 18years or older.	Resident stakeholders of Area 5 who are 16 years or older.
Area 5 Resident Representative – Seat 2 Term: 4 Years Group B	1	Elected	Resident stakeholder of Area 5 who is 18 years or older.	Resident stakeholders of Area 5 who are 16 years or older.
Area 6 Resident Representative – Seat 1 Term: 4 Years Group A	1	Elected	Resident stakeholder of Area 6 who is 18 years or older.	Resident stakeholders of Area 6 who are 16 years or older.
Area 6 Resident Representative – Seat 2 Term: 4 Years Group B	1	Elected	Resident stakeholder of Area 6 who is 18 years or older.	Resident stakeholders of Area 6 who are 16 years or older.