

EAGLE ROCK NEIGHBORHOOD COUNCIL BYLAWS (ERNC)

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ARTICLE I - NAME

The name of the organization shall be Eagle Rock Neighborhood Council. It shall hereinafter be referred to as "ERNC."

ARTICLE II - PURPOSE

- A. **Mission Statement.** The mission of the ERNC is to assure effective Stakeholder participation and interaction in all aspects of the decision-making and problem-solving process of government in issues that are important in building our community, and to communicate and coordinate policy throughout the City of Los Angeles in accordance with the Los Angeles City Charter.
- B. **Policy.** The policy of the ERNC is:
1. To foster and encourage the principles of Participatory Democracy in the formation of policy and recommendations made to all levels of government regarding issues as they relate to our community. This means one (1) person, one (1) vote.
 2. To be a forum for the discussion and review of issues of concern and projects pertaining to Eagle Rock. To work with other Los Angeles Neighborhood Councils throughout the City, and in particular, the Northeast, on issues of common interest such as shared resources and allocation of City funding.
 3. To engage the broad spectrum of Stakeholders for collaboration and deliberation on matters affecting our community. The ERNC will consistently and diligently reach out to the diverse community.
 4. 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.
 5. To promote greater awareness and utilization of City services available to ERNC Stakeholders through the Early Notification System (ENS) made available by the Department of Neighborhood Empowerment ("Department").
 6. To serve a communication and coordinating role among the various volunteer organizations, businesses and other associations within Eagle Rock while respecting the autonomy of all individuals, groups, and organizations within the community.
 7. To provide administrative support to members of the Eagle Rock Community seeking to increase their participation in the Neighborhood Council system. Assistance may include administrative assistance, capacity training and access to City resources.
 8. To have fair, open, and transparent procedures for the conduct of all Council business.

ARTICLE III - BOUNDARIES

Section 1: Boundary Description.

The ERNC boundaries about the boundaries of adjacent Neighborhood Councils and cities and include those areas of the City of Los Angeles within the following lines of demarcation:

- A. **North:** Glendale City border;
- B. **East:** Pasadena City border;

- C. **South:** (Glassell Park and Highland Park Neighborhood Council borders, with Occidental College and Toland Way Elementary shared with Historic Highland Park Neighborhood Council.) From the intersection of the 2 Freeway and York Blvd, head east on York Blvd to Eagle Rock Blvd. South on Eagle Rock Blvd to El Paso Drive. East to Toland Way. North along Toland Way (including Toland Way Elementary School). From York Blvd at North Avenue 45, east on York Blvd to North Avenue 49, north to Range View Avenue, east along the eastern property line of Occidental College campus (a shared resource with the Historic Highland Park Neighborhood Council) to below Eaton Street. Continue east across North Avenue 51 to the western properties of North Avenue 51. North along the backside of those properties, continue below the northern segment of North Avenue 52, east around the ends of Philips Way and North Avenue 52 to above Barker and Raber Streets. North and east around the ends of North Avenue 55, Nordyke Street and North Avenue 56, continue on North Avenue 56 below Raber Street (including the southern properties along Raber Street). North on Nolden Street and include the southern properties of North High Street, Rice Street, Haneman Street, and Tipton Terrace. From Tipton Terrace, head northeast towards Tipton Way including the southern properties of Tipton Way ending at the City of Pasadena city limit.
- D. **West:** Glendale City border.

Section 2: Internal Boundaries.

For the purposes of these Bylaws the boundaries of each Sub District are generally defined to be:

- A. **Sub District 1:** North: Colorado Blvd.; South: Yosemite Drive to Figueroa to La Loma; East: Pasadena City border.; West: Eagle Rock Blvd.
- B. **Sub District 2:** North: Yosemite Drive.; South: From York Blvd and Eagle Rock Blvd. South on Eagle Rock Blvd to El Paso Drive. East to Toland Way. North along Toland Way (including Toland Way Elementary School). From York Blvd at North Avenue 45, east on York Blvd to North Avenue 49, north to Range View Avenue, east along the eastern property line of Occidental College campus (a shared resource with the Historic Highland Park Neighborhood Council) to below Eaton Street. Continue east across North Avenue 51 to the backside of the properties facing west. North along the backside of those properties, continue below the northern segment of North Avenue 52, east around the ends of Philips Way and North Avenue 52 to above Barker and Raber Streets. North and east around the ends of North Avenue 55, Nordyke Street and North Avenue 56, continue on North Avenue 56 below Raber Street (including the southern properties along Raber Street). North on Nolden Street and include the southern properties of North High Street, Rice Street, Haneman Street, and Tipton Terrace. From Tipton Terrace, head northeast towards Tipton Way including the southern properties of Tipton Way ending at the City of Pasadena city limit; East: Pasadena City border; West: Eagle Rock Blvd.
- C. **Sub District 3:** North: Pasadena (134) Freeway; South: York Blvd.; East: Eagle Rock Blvd.; West: Glendale (2) Freeway.
- D. **Sub District 4:** North: Pasadena (134) Freeway; South: Colorado Blvd.; East: Pasadena City border; West: Eagle Rock Blvd.

Shared assets: The entire campus of both Occidental College and Toland Way Elementary will be shared with Historic Highland Park Neighborhood Council

The boundaries of the ERNC are set forth in Attachment A - Map of Eagle Rock Neighborhood Council.

ARTICLE IV - STAKEHOLDERS

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" 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 ("the Board") shall be the Governing Body of the ERNC within the meaning of that term as set forth in the Plan for a Citywide System of Neighborhood Councils ("the Plan").

Section 1: Composition.

The ERNC Board shall consist of nineteen (19) Stakeholders elected, selected or appointed by the Board and/or Stakeholders, and who may serve in more than one (1) position for the President, Vice President, Secretary and Communications Director positions. All seats, except for Youth Director, will require minimum age of 18. The composition of the ERNC Board shall be:

- A. **Immediate Past President (1):** who serves by virtue of position.
- B. **Special Directors (9):** who are elected and will be comprised of:
 1. **Arts Director (1)**
 2. **Boulevards Director (1)**
 3. **Business Director (1)**
 4. **Sustainability Director (1)**
 5. **Education Director (1)**
 6. **Social Justice Director (1)**
 7. **Public Safety Director (1)**
 8. **Youth Director (1)**
 9. **Elder Director (1)**
- C. **Sub-District Directors (8):** who are elected and will be comprised of two (2) Directors from each of the four (4) Sub-Districts within the ERNC as described in Article III Section 2: Internal Boundaries.
- D. **At-Large Director (1):** who is elected.

A President, Vice-President, Secretary, Treasurer, and Communications Director shall be selected by the Board from the Special, Sub-District, and At-Large Directors.

No single Stakeholder group shall hold a majority of Board seats unless extenuating circumstances exist and are

approved by the Department.

Section 2: Quorum.

The quorum shall be ten (10) members of the Board. No floating quorums are allowed.

Section 3: Official Actions.

A simple majority vote by the Board members present and voting, not including abstentions, at a meeting at which there is a quorum shall be required to take official action, unless specified otherwise in these Bylaws.

If the Board member is under the age of eighteen (18), the member shall be precluded from voting on financial matters, such as neighborhood council expenditures, financial reports, annual budgets, contracts, and recommendations to enter into contracts. In these instances, the Board member under the age of eighteen (18) will abstain from voting.

Section 4: Terms and Term Limits.

Board members shall serve a two (2) year term commencing after being seated. No person may serve more than three (3) consecutive terms on the ERNC Board. If a Board member is appointed to fill a seat vacated during a term, the partial term is not counted against the three (3) consecutive term limit.

Section 5: Duties and Powers.

The primary duties of the Board shall be to govern the ERNC 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 public body a standing ERNC position previously adopted by the Board or a statement that the ERNC 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.

- A. **Special Directors:** Nine (9) Directors involved in organizations, businesses or institutions operating within the ERNC boundary area, such as neighborhood associations, retail businesses, chambers of commerce, religious institutions, schools, arts associations, political action groups, nonprofits, etc. will be elected. Special Directors are allowed to appoint Stand-In Participants for at-large Board meetings only. However, the Stand-In Participant will be unable to vote as a Director of the Board. The Special Directors are:
 - 1. **Arts Director:** Communicates with and represents Eagle Rock's vibrant arts community, including public art, architecture, music, theater and fine arts. Liaison to the Center for the Arts and Eagle Rock's commercial galleries. Seeks opportunities to include art of all kinds in Eagle Rock's built environment and public life.
 - 2. **Boulevards Director:** Has a special focus on improving the beauty, safety, utility, and prosperity of Eagle Rock's main thoroughfares, for residents, businesses and all road users -- on foot, on bicycles, in cars, and on public transit. Seeks partnerships with local and governmental organizations dedicated to the same goals.
 - 3. **Sustainability Director:** The Sustainability Director is the liaison between the ERNC, the Sustainability Committee and the community at large. Together, along with the Sustainability Committee they seek active engagement from the community to create a future that addresses the interconnectedness of human issues as they relate to environmental justice, intergenerational trauma, food security, health and wellbeing, belonging to one's community, and an overall connectedness with our relationship to the natural world. They will work in coordination with local civic organizations and government entities dedicated to the same goals.

4. **Business Director:** Is the liaison to Eagle Rock's business community. Responsible for communicating with business owners and presenting their views and needs to the ERNC, as well as bringing Stakeholder concerns and needs to the business community. Should attend Chamber of Commerce or other business-owners' meetings; explore Government- business partnerships, like Business Improvement Districts; and keep abreast of the Land Use issues that affect and attract good local businesses.
 5. **Education Director:** Maintains consistent communication between ERNC and Eagle Rock's public schools, Parent-Teacher Associations, school fundraising groups, Occidental College, and Stakeholders concerned with Los Angeles education policy. Initiates and chairs meetings related to education, public forums and LAUSD board candidate debates, and seeks partnerships that help students serve their community and help the community support their local schools.
 6. **Public Safety Director:** Is the board's liaison to the LAPD and CERT, attends monthly Neighborhood Watch meetings with the Senior Lead Officer (SLO) assigned to the Eagle Rock Area, and reports to the Board when the SLO cannot attend. Communicates with Stakeholders on Public Safety issues, provides resources to them, and presents their concerns to the Board. Initiates and chairs public meetings and events focused on enhancing Public Safety in our community
 7. **Social Justice Director:** Is responsible for promoting fair and just relations between Eagle Rock diverse Stakeholders and the wider community of Los Angeles, with special focus on homelessness, racial justice, gender justice, fair housing, immigration, wage/labor issues, and wealth inequality. Should create and chair ad-hoc committees on issues like Housing and Homelessness, and ensure that ERNC agendas and discussion are equitable and relevant to all Stakeholder groups, especially those that have been under-represented in the past,
 8. **Youth Director:** A Director may be elected to serve as a youth representative or as a nominated representative of a youth organization. The representative will be at least fourteen (14) years of age but no more than 17 (seventeen) on the day of election or selection. In the alternative, a Special Youth Council may be formed in order to represent the special needs of those under the age of sixteen (16). This Special Youth Council can elect its representative for this position.
 9. **Elder Director:** Responsible for maintaining communication among the ERNC, Elder Stakeholders, and the organizations that serve them in Eagle Rock. Seeks opportunities to connect local Stakeholders (65 years and older) and groups to City resources, and partnerships with the ERNC for outreach and service. Chairs Committee on Aging Neighbors and keeps up to date on health and safety issues relevant to seniors.
- B. **Sub District Directors:** Eight (8) Directors will be elected to represent the **four (4)** Sub Districts of the ERNC. Two (2) Directors will represent each Sub-District. These Directors must be Stakeholders in their Sub District. Directors in this capacity are allowed to appoint Stand-In Participants for at-large Board meetings only. However, the Stand-In Participant will be unable to vote as a Director of the Board. As liaisons between Stakeholders in their Sub Districts and the ERNC Board, Directors are responsible for contacting Stakeholders; holding periodic Stakeholder meetings; proposing and implementing projects in their Sub Districts based on community input; responding to Stakeholder concerns; and obtaining feedback from Stakeholders on items the Board is considering.
- C. **At-Large Director:** One (1) shall be elected to represent the interests of all Stakeholders in Eagle Rock.

Section 6: Vacancies.

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

- A. Any Stakeholder interested in filling a vacancy on the Board shall submit a written application to the Board. Any Stakeholder may be appointed to any vacant ERNC seat, including the Sub District and Immediate Past President seats.
- B. The Board shall cause the matter to be placed on the agenda for the next 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 general election is scheduled to occur within sixty (60) days of the date that a written application is presented to the Board.

Section 7: Absences.

Any Board member who misses three (3) consecutive Board meetings or four (4) total Board meetings during any twelve (12) month period may be removed from the Board. Each Board member absence shall be recorded in the ERNC's meeting minutes or other manner of ERNC record keeping, and, upon missing the required number of Board meetings for removal, the ERNC Presiding Officer shall notify the Board member of the absences and place the removal of the Board member on the agenda of a regular or special Board meeting whereupon the Board may take action to remove the Board member. Any meeting of the Board, scheduled and noticed as per the Brown Act, shall constitute a meeting for the purpose of determining Board member attendance.

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:

- A. 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.
- B. 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.
- C. 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.

- D. 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.
- E. 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.
- F. 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 of Governing Board Members.

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:

- A. 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.
- B. 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.
- C. 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.
- D. 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.
- E. 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.

- F. 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.
- G. 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.
- H. A request for the Commission to review a Neighborhood Council's removal decision shall proceed as follows:
 - 1. 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.
 - 2. 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.
 - 3. 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.
 - 4. 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.
 - 5. 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.
 - 6. 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.
 - 7. 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.
 - 8. 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.
- I. 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.

A Board member may resign from the ERNC by written notice to the Secretary, and the position shall then be deemed vacant. Any member of the Board who ceases to be a Stakeholder is required to submit his or her resignation to the Board for discussion and action at a Board meeting. Removal of the Board member requires a simple majority of the attending Board members, provided a quorum is present.

Section 11: Community Outreach.

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

- A. The ERNC shall have a standing Outreach Committee, which will report its activities and recommendations to the Board monthly at the regular Board meeting.
- B. The ERNC will make a continuing and concerted effort to increase the voting membership and achieve a diversity of Stakeholder representation and participation in the membership and on committees. This commitment is consistent with the Department guidelines for Neighborhood Councils.
- C. The ERNC will communicate with all Neighborhood Council Stakeholders on a regular basis in a manner ensuring that information is disseminated evenly and in a timely manner, consistent with the Department guidelines.
- D. The ERNC will endeavor to coordinate at least one annual mailing through first class mail to the Stakeholders within the ERNC boundaries in order to ensure that the greatest opportunity to participate is extended to the largest number of people.
- E. The ERNC will comply with the Ralph M. Brown Act in conducting and noticing all meetings.

ARTICLE VI - OFFICERS

Section 1: Officers of the Board.

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

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. **President:** Chairs General Board and Executive Committee meetings; communicates with other Neighborhood Councils, executes all ERNC-approved disbursements; sets up ad-hoc committees; reviews official material, represents the ERNC at community events, meetings, and functions; and periodically reports to the Board all matters within his/her knowledge which the interest of the Board may require to be brought to their notice.
- B. **Treasurer:** Chairs Budget and Finance Committee, oversee finances, reports at Board meetings, maintains balance sheets, financial accountability, etc. The account records shall be open to inspection by any Director at all reasonable times.
- C. **Immediate Past President:** Intentionally left blank.
- D. **Vice-President:** Performs the Government Relations function of the ERNC by communicating with local City Council District and staff, drafting and filing Community Impact Statements and ERNC

Resolutions, and assumes duties of the President when the President is unavailable to perform his/her duties, and when so acting, shall have all the authority of and be subject to all the restrictions of the President.

- E. **Secretary:** Records minutes, posts minutes to website and other public locations no later than seven (7) days after meetings, makes minutes available a minimum of (1) one week prior to next meeting, and maintains public record of the ERNC meetings. The Secretary shall keep, or cause to be kept, at the principal ERNC office, a book of minutes of all meetings and actions of the Board and of committees of the Board.
- F. **Communications Director:** Chairs Outreach Committee, , oversees Early Notification System, releases Official Statements of the Board and Membership, and manages ERNC website and social media accounts.

In addition to specific Officer responsibilities defined above, all Officers will serve on at least one (1) Standing Committee and will chair other Committees as required.

Section 3: Selection of Officers.

The positions of President, Vice-President, Secretary, Treasurer and Communications Director are selected by the Board from the Special, At-Large, and Sub District Directors via nomination or self-nomination, and approved by a vote of the other Board members at the first Board meeting after their election.

Section 4: Officer Terms.

The Officers shall serve two (2) year terms and serve at the pleasure of the Board. They may stand for reelection every two (2) 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.

Committees are deliberative assemblies subordinate to the Board. The subordinate body cannot modify any action taken by the Board.

Section 1: Standing Committees.

The Standing Committees of the Council are:

- A. **Executive Committee:** Consists of the Officers of the Board. Chaired by the President of the Board. Sets agenda for Board, Executive Committee, and ERNC meetings. Establishes ad hoc and other committees. Acts as administrative body for the ERNC. Recommends actions to the Board.
- B. **Rules and Elections Committee:** Chaired by Secretary, or if the Secretary is unable to perform such duties, then by the Immediate Past President subject to approval of the Board. Organizes and executes general ERNC elections. Oversees adherence to and enforcement of the ERNC bylaws. Amendments must follow the procedures as stipulated in Article XIII. Proposes and enforces standing rules as necessary with the approval of the Board. Informs the voting members of all election rules and procedures, and reports at ERNC general meetings on any changes to these that it has adopted. The Rules and Elections Committee shall develop simple sign-up procedures that will be published prior to each meeting. A sign-up list will be maintained by the Committee in order to eliminate the need to re-register at each meeting. The Committee shall request that Stakeholders indicate to which Stakeholder categories they belong. ERNC Stakeholders need only register as Voting Members once in order to be considered "Active Members" for voting purposes.

- C. **Budget and Finance Committee:** Chaired by Treasurer. Oversees and administers all ERNC financial matters, including system of financial accountability as required by the Department, including monthly reporting on bank accounts and maintaining all records on all deposits.
- D. **Outreach and Event Planning Committee:** Chaired by the Communications Director. Organizes and executes General Meetings and special events. Develops an on-going outreach plan and effort to ensure the maximum participation by Stakeholders. The Outreach Committee will have general responsibility for outreach and communications. Procedures for outreach and communication will be but are not limited to the following:
1. Oversees periodic outreach efforts to solicit new membership using such methods as flyers, e-mail to existing organizations and ERNC database, door-to-door canvassing, advertisement in local periodicals, posting in public places, information booths at farmers' markets or other community events, and/or other methods identified by the committee or membership and deemed to be timely and effective.
 2. Solicits volunteers to undertake targeted organizing efforts to encourage membership among underrepresented stakeholder groups and/or in historically disenfranchised portions of the community.
 3. Is responsible for maintaining a list of all voting members and their contact information, including mail, e-mail, telephone numbers, and/or fax numbers as provided by each member. All e-mail communication shall be performed in compliance with the Plan.
 4. Advertises all meetings at least seven (7) days in advance using such methods as flyers, e-mail to ERNC database list, voting members and organizations, door-to-door canvassing, advertisement in local periodicals, posting in public places, information booths at farmers' markets or other community events, and/or other methods identified by the committee or membership and deemed to be timely and effective.
- E. **Land Use and Planning Committee:** Co-chaired by at least one (1) ERNC Director, and Co-chaired by second Committee member as nominated by the Board. Shall review, take public input, report on and make recommendations of actions to the Board and Stakeholders on any land use and planning issues affecting the ERNC community. The committee shall consist of up to seventeen (17) members and shall be comprised of up to nine (9) Stakeholders,; and up to eight (8) ERNC Directors. Any vacancies in any category may be filled by Stakeholders or Board members at the discretion of the co-chairs, and approved by the Board. The up to seventeen (17) members of the Committee shall be subject to approval of the Board.
- F. **Housing and Homelessness Committee:** Co-Chaired by Social Justice Director and one (1) Committee member as nominated by the Board. Committee members shall be approved by the Board. Co-Chair(s) shall hold meetings with Committee members and stakeholders regarding issues of housing, tenants and homelessness, gender justice, racial justice, and economic justice. The Committee shall review recommendations and communicate with City Agencies, the Board and stakeholders for ways to improve conditions for the unhoused through services and housing. The Committee shall report on and make recommendation of action to the Board and stakeholders on any Housing and Homelessness issues affecting the ERNC community.
- G. **Sustainability Committee:** Co-chaired by the Sustainability Director and one (1) Committee member as nominated by the Board. Co-Chair(s) shall hold meetings with Committee members and Stakeholders regarding the interconnectedness of human issues including, but not limited to: the climate and ecological crisis, access to food and water systems, access to renewable energy systems, damage to health from environmental pollution, and an overall connectedness to the natural world. The committee shall report on and make recommendations of actions to the Board, Stakeholders, and City government entities as needed to secure a livable and just future for

posterity. As a committee seeking to uncover, understand, and address the intergenerational traumas – past, present, and emerging – the Committee acknowledges our presence on the traditional, ancestral, and unceded territory of the Gabrielino/Tongva peoples.

- H. **Committee on Aging Neighbors:** Chaired by the Elder Director. Creates a diverse, multi-generational committee to advance the needs of Eagle Rock Stakeholders 65 years of age or older, and advance their quality of life including but not limited to, independence, dignity, health, safety, and livelihood. The Committee will hold open forums, create events, and use both digital and printed media to communicate with seniors and increase awareness of city resources.

Section 2: Ad Hoc Committees

The Board may create Ad Hoc Committees as needed to deal with temporary issues. Ad hoc committees that include non-board member stakeholders shall be agendaized, noticed, and conducted in keeping with the Brown Act.

Section 3: Committee Creation and Authorization

- A. **Committee Authority:** All committee recommendations shall be brought back to the Board for discussion and action.
- B. **Committee Structure:** With the exception of the Executive Committee and the Land Use and Planning Committee that have specified membership, Committee members shall be appointed by the President and ratified by the Board. Committees shall be comprised of at least one (1) Board member and may include any interested Stakeholders.
- C. **Committee Appointment:** All Committee Chairs shall be appointed by the Board. The Chairs shall keep a written record of Committee meetings and shall provide regular reports on Committee matters to the Board.
- D. **Committee Meetings:** Committee meetings are subject to and shall be conducted in accordance with the Brown Act.
- 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 Board meeting minutes.
- F. **Removal of Committee Members:** Committee members may be removed in the same manner in which they were appointed, and may be removed for absences in the same manner as Board members, as described in Article V, Section 7.

ARTICLE VIII - MEETINGS

All meetings, as defined by the Ralph M. Brown Act (*California Government Code Section 54950.5 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 ERNC boundaries at a location, date and time set by the Board. A calendar of

- A. **Regular Meetings:** Regular Board meetings shall be held at least ten (10) times per year, 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 and format of the period as appropriate.

- B. **Special Meetings:** The President or a majority of the Board shall be allowed to call a special meeting as needed.

Section 2: Agenda Setting.

The Executive Committee shall set the agenda for each Board meeting. Any Stakeholder may make a proposal for action by the Board by submitting a written request to the Secretary or during the public comment period of a regular Board meeting the Secretary shall promptly refer the proposal to a Standing Committee or, at the next regular Board meeting, the Board shall either consider the proposal or create an Ad Hoc Committee to consider the proposal. The Board is required to consider the proposal at a Committee or Board meeting, but is not required to take further action on the proposal. Proposals made under this subsection are subject to the rules regarding reconsideration. The President has the authority to add agenda items to the full Board meeting agenda before a meeting is publicly noticed.

Any Stakeholder may also make a proposal for action by the Board by submitting a written request to the Chair of a Committee. The Chair of the respective Committee may add the proposal to the Committee agenda. The Committee shall decide whether to evaluate the proposal and send the proposal to the Board or to another Committee. Either way, the Committee shall inform the Stakeholder of their right to take the proposal directly before the Board.

Section 3: Notifications/Postings.

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. At a minimum, meeting notices shall be posted in compliance with the Ralph M. Brown Act and in compliance with City of Los Angeles Neighborhood Council posting policy. An updated listing of the Neighborhood Council's physical posting location/s shall be kept on file with the Neighborhood Council.

Section 4: Reconsideration.

The Board may reconsider and amend its action 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 Board 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 ("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 period 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. 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 (GAAP) and the City's mandate for the use of standardized budget and minimum funding allocation requirements.
- B. The Board shall adhere to all rules and regulations promulgated by appropriate City officials regarding the ERNC'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 ERNC website, if available.
- D. Each month, the Treasurer shall provide to the Board detailed reports of the ERNC's accounts.
- E. At least once each quarter, the President and at least one (1) other individual other than the Treasurer, who is designated by the Board, shall examine the ERNC's accounts and attest to their accuracy before submitting the documentation to the Department for further review.
- F. The Board shall provide to the Department and the ERNC members within ninety (90) days after the close of its fiscal year, a report containing the following information in reasonable detail:
 - 1. The assets and liabilities of the ERNC, as of the end of the fiscal year;
 - 2. The principal changes in assets and liabilities during the fiscal year;
 - 3. The receipts of the ERNC for the fiscal year;
 - 4. The expenses disbursements of the ERNC during the fiscal year;
 - 5. The amount appropriated, receipts, expenses paid and ending balance for the funding.

ARTICLE X - ELECTIONS

Section 1: Administration of Election.

The ERNC'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 seat are noted in Attachment B.

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 via 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.

Not applicable.

ARTICLE XI - GRIEVANCE PROCESS

- A. All grievances should be referred to the ERNC through the City's grievance portal at EmpowerLA.org, and should adhere to the City's grievance policy.
- B. The grievance process is intended to address matters involving procedural disputes, such as the Board's failure to comply with Board Rules or these Bylaws. It is not intended to apply to Stakeholders who merely disagree with a position or action taken by the Board at one of its meetings, which grievances may be aired publicly at ERNC meetings.
- C. Board members are not permitted to file a grievance against another Board member or against the ERNC, except as permitted under the City's grievance policy. The Neighborhood Council will follow the City's policy and/or rules regarding the handling of grievances.

ARTICLE XII - PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised shall serve as the Governing Parliamentary Authority of the ERNC. An unbiased Parliamentarian may be appointed by the Board to assure that the Governing Parliamentary Authority is adhered to both at Board meetings and Committee meetings. In the case of any conflict between these Bylaws and the Governing Parliamentary Authority, these Bylaws shall prevail.

As an advisory body the ENRC does not have to adhere to as strict an interpretation of Robert's Rules of Order as a legislative body would. However, to provide guidance for meeting management, the following excerpts are provided to assist with the most common scenarios that disrupt the orderly conduct of meetings.

Decorum in Debate. A member is confined in debate to the question/motion before the assembly. He or she should avoid personal comments and cannot question a member's motive, but may condemn in strong terms the nature or consequences of a measure. It is the measure/motion, not the person, which is the subject of debate.

Point of Order. It is the chair's duty to enforce the rules and orders of the assembly without debate and delay. Any member who notices the violation of a rule may insist upon its enforcement by raising a point of order. At this juncture, discussion of any business or motion ceases until the chair decides the point. The question of order must be raised when the breach of order occurs. After a motion has been discussed, it is too late to question whether it is in order, and too late for the chair to rule it out of order. However, it is never too late to raise a point of order against a motion when it violates the laws, constitution, bylaws, or standing rules of the organization.

Votes that are null and void even if unanimous. No motion is in order that conflicts with the laws of the Nation or State, or with the ERNC Bylaws. Such motions, even if adopted by a unanimous vote, are null and void. No rule that conflicts with a rule of a higher order is of any authority.

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

ARTICLE XIII - AMENDMENTS

- 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 regular ERNC 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 ERNC meeting.
- D. An amendment to these Bylaws requires a 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. Once approved, any changes in the Bylaws shall become effective immediately.

ARTICLE XIV - COMPLIANCE

The ERNC, 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 Plan, the City Code of Conduct, the City Governmental Ethics Ordinance (*Los Angeles Municipal Code Section 49.5.1*), the Brown Act (*California Government Code Section 54950.5 et seq.*), the Public Records Act, the American Disabilities Act, and all laws and governmental policies pertaining to Conflicts of Interest.

Section 1: Code of Civility.

The ERNC, its representatives, and all Stakeholders shall conduct all ERNC business in a civil, professional and respectful manner. Board members will abide by the Commission's Neighborhood Council Board Member Code of Conduct Policy.

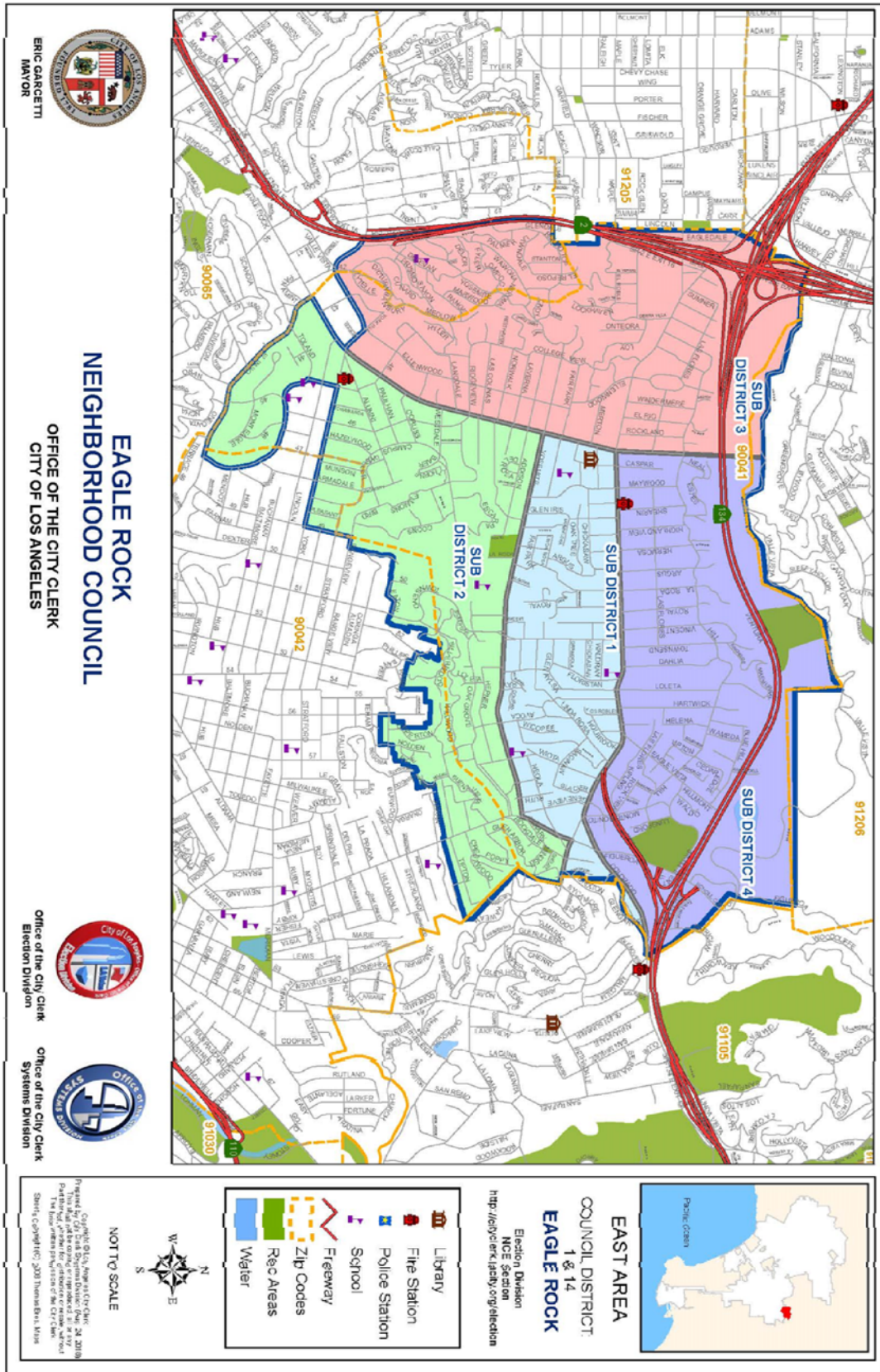
Section 2: Training.

All Board members shall take training in the fundamentals of Neighborhood Council, including, but not limited to, ethics, funding, workplace violence and sexual harassment trainings provided by the City within forty-five (45) days of being seated, or they will lose their ERNC voting rights. All Board members must take ethics and funding training prior to making motions and voting on funding related matters.

Section 3: Self-Assessment.

Every year, the ERNC shall conduct a self-assessment pursuant to Article VI, Section 1 of the Plan.

ATTACHMENT A – Map of Eagle Rock Neighborhood Council



ATTACHMENT B – Governing Board Structure and Voting

Eagle Rock Neighborhood Council – 19 Board Seats

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
Arts Director Term: 2 Years	1	Elected	Stakeholder who lives, works, or owns property within ERNC and who is 18 years or older.	Stakeholders who live, work, or own property within ERNC and who are 16 years or older.
At-Large Director Term: 2 Years	1	Elected	Stakeholder who is 18 years or older at the time of the election. At-Large Director is a “community interest stakeholder”, which is 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.	Stakeholder who is 16 years or older.
Boulevards Director Term: 2 Years	1	Elected	Stakeholder who lives, works, or owns property within ERNC and who is at least 18 years of age.	Stakeholders who live, work, or own property within ERNC and who are 16 years or older.
Business Director Term: 2 Years	1	Elected	Stakeholder who lives, works, or owns property within ERNC and who is at least 18 years of age.	Stakeholders who live, work, or own property within ERNC and who are 16 years or older.
Sustainability Director Term: 2 Years	1	Elected	Stakeholders who live, work, or own property within ERNC and who are 18 years or older.	Stakeholders who live, work, or own property within ERNC and who are 16 years or older.
Education Director Term: 2 Years	1	Elected	Stakeholders who live, work, or own property within ERNC and who are 18 years or older.	Stakeholders who live, work, or own property within ERNC and who are 16 years or older.
Social Justice Director Term: 2 Years	1	Elected	Stakeholders who live, work, or own property within ERNC and who are 18 years or older.	Stakeholders who live, work, or own property within ERNC and who are 16 years or older.
Immediate Past President Term: 2 Years	1	N/A	President of prior term	Serves by virtue of position.
Public Safety Director Term: 2 Years	1	Elected	Stakeholders who live, work, or own property within ERNC and who are 18 years or older.	Stakeholders who live, work, or own property within ERNC and who are 16 years or older.
Sub-District 1 Director Term: 2 Years	2	Elected	Stakeholders who live, work, or own property within ERNC Sub-District 1 and who are 18 years or older.	Stakeholders who live, work, or own property within ERNC and who are 16 years or older.

Sub-District 2 Director Term: 2 Years	2	Elected	Stakeholders who live, work, or own property within ERNC Sub-District 2 and who are 18 years or older.	Stakeholders who live, work, or own property within ERNC and who are 16 years or older.
Sub-District 3 Director Term: 2 Years	2	Elected	Stakeholders who live, work, or own property within ERNC Sub-District 3 and who are 18 years or older.	Stakeholders who live, work, or own property within ERNC and who are 16 years or older.
Sub-District 4 Director Term: 2 Years	2	Elected	Stakeholders who live, work, or own property within ERNC Sub-District 4 and who are 18 years or older.	Stakeholders who live, work, or own property within ERNC and who are 16 years or older.
Elder Director Term: 2 Years	1	Elected	Stakeholders who live, work, or own property within ERNC and who are 18 years or older.	Stakeholders who live, work, or own property within ERNC and who are 16 years or older.
Youth Director Term: 2 Years	1	Elected	Stakeholder who live, work, or own property within ERNC and who is at least 14 years and no more than 17 years of age on the day of the election or selection.	Stakeholders who live, work, or own property within ERNC and who are at least 14 years of age on the day of the election or selection.