

**EMPOWERMENT CONGRESS
SOUTHWEST AREA
NEIGHBORHOOD DEVELOPMENT COUNCIL
BYLAWS**

APPROVED December 1, 2020

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**ARTICLE I
NAME**

The name of this Neighborhood Council is the Empowerment Congress Southwest Area Neighborhood Development Council (“ECSWANDC”).

**ARTICLE II
PURPOSE**

The **PURPOSE** of the Council is to improve the quality of life for Stakeholders to address issues concerning our neighborhood. The ECSWANDC shall participate as a body on issues concerning our neighborhood and regarding the governance of the City of Los Angeles (“City”) in a transparent, inclusive, collaborative, accountable and viable manner.

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

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

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

1. To respect the diversity, dignity, and expression of views of all individuals, groups, and organizations within the community and/or involved in the ECSWANDC;
2. To remain non-partisan with respect to political party affiliation and inclusive in our operations including, but not limited to, the process of electing or selecting the Board, Officers, and committee members, as hereinafter set forth;
3. To have fair, open, and transparent procedures for the conduct of all ECSWANDC business;

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

ARTICLE III BOUNDARIES

Section 1: Boundary Description - The ECSWANDC covers a geographic area described below.

- A. **North** Florence Ave. south side between Van Ness Ave on the west and Vermont Ave on the east.
- B. **East** Vermont Ave, west side between Florence Ave and 87th St / Manchester Ave alley; Normandie Ave, west side between 87th St / Manchester alley and 95th St. Halldale Ave between 95th St and Century Blvd; La Salle Ave between Century Blvd and 104th St; Western Ave between 104th and 108th St, all along city/county lines.
- C. **South** Century Blvd between Van Ness Ave and Gramercy Place; 108th St between Gramercy Place and Western Ave; 104th St between Western Ave and La Salle Ave; Century Blvd between La Salle Ave and Halldale ; 95th St between Halldale Ave and Normandie Ave; 87th St / Manchester alley between Normandie Ave and Vermont.
- D. **West** Van Ness Ave between Florence Ave and Century Blvd, along city lines; Gramercy Place between Century Blvd and 108th St.

The boundaries of the ECSWANDC are set forth on the Map of the Empowerment Congress South West Area Neighborhood Council, attached as Attachment A.

Section 2: Internal Boundaries – The ECSWANDC boundaries are to include the Mark Ridley Thomas Constituent Service Center as a shared resource center with Empowerment Congress Central Area Neighborhood Development Council (ECCANDC) and Empowerment Congress Southeast Area Neighborhood Development Council (ECSEANDC).

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 ECSWANDC 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 shall be the Governing Body of the ECSWANDC 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 thirteen (13) Stakeholders to serve on ECSWANDC Board. The composition and duties of the Board is as follows:

1. Elected Positions:

- 2 At-Large Representatives
- 1 Business Representative
- 1 Faith Based Representative
- 1 Organizational Representative
- 5 Residential Area Representatives
- 1 Social Media Representative
- 1 Youth Representative

2. Appointed Positions:

A Candidate's application for appointment seat on the Executive Board shall include: (i) Letter from the applicant describing the value they would add to the community as a member of the governing board, indicating a willingness to serve their designated term, and accepting responsibilities of the office.

Executive Board Appointed Positions:

- 1 At-Large Representatives

'Representatives' are At- Large, Business, Faith-Based, Organizational, Residential Area, Social Media, and Youth Representatives. Their duties are listed below. Additional duties may be assigned by the Board.

- a. **At-Large Stakeholder Board Member (3)** - Open to Stakeholders eighteen (18) years of age or older. This stakeholder will be responsible for any activities or responsibilities assigned by the president.
- b. **Business Representative (1)** – Open to Stakeholders eighteen (18) years of age or older. Candidates for Business Representatives must own or work at a business in the Southwest Area in order to hold this title; is the liaison of the Council with local businesses; and is responsible for reaching out to local business with information on the activities of the Neighborhood Council.
- c. **Faith-Based Representative (1)** – Open to Stakeholders eighteen (18) years of age or older. Candidates for the Faith Based Representative must be associated with a community based faith-based group located in or serving the Southwest Area in order to hold this title; and is the liaison of the Council with all religious group of all faiths.
- d. **Organizational Representative (1)** - Open to Stakeholders eighteen (18) years of age or older. Candidates for the Organizational Representative must be associated with a community based organization located in or serving the Southwest Area in order to hold this title; and is the liaison of the Council with community organizations, including cultural, educational, neighborhood watch, and non-profit.
- e. **Social Media Representative (1)** – Open to stakeholders at least eighteen (18) years of age possessing strong written communication skills and substantial knowledge and skill with regard to popular social media platforms.
- f. **Youth Representative (1)** - Candidates for the Youth Representative must be fourteen (14) years or older and less than seventeen (17) years of age, at the time of election, and reside within council boundaries in order to hold this title; is the liaison of the Council for local youth; and is responsible for reaching out to local youth with regard to the activities of the Neighborhood Council.

All Stakeholders may vote for all of the Board seats, but no single Stakeholder group shall hold a majority of Board seats unless extenuating circumstances exist and are approved by the Department of Neighborhood Empowerment (“Department”).

Section 2: Quorum - The quorum shall be seven (7) members of the Board. No floating quorums are allowed.

Section 3: Official Actions - A simple majority vote by the Board members present, 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.

Section 4: Terms and Term Limits - Board members shall serve a two (2) year term commencing after being seated. Board members serving four (4) consecutive terms or eight (8) consecutive years on the ECSWANDC Board must sit out one term of two (2) years before gaining the right to run for a seat and restarting the term limit.

Section 5: Duties and Powers - The primary duties of the Board shall be to govern the ECSWANDC 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 ECSWANDC position previously adopted by the Board or a statement that the ECSWANDC 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.

The Board shall: (1) provide leadership on the ECSWANDC, (2) plan community meetings, events and activities, (3) monitor issues within the ECSWANDC boundaries, (4) participate in ongoing projects, events and activities, (5) attend scheduled community and planning meetings and such additional duties as may be adopted by official action of the Board:

A. At-Large Representative:

- Serve on committees and perform other duties as directed by the President and identify and monitor issues within the ECSWANDC boundaries.

B. Business Representative:

- Identify businesses within the ECSWANDC boundaries and their contact(s).
- Find opportunities to engage with business owners/employees that will help increase business viability in ECSWANDC.
- Provide a monthly report at the ECSWANDC monthly meeting regarding their activities.

C. Faith-Based Representative:

- Identify faith-based groups within the ECSWANDC boundaries and their contact(s).
- Share ECSWANDC actions, events, and meeting information with contacts on a consistent basis.
- Provide a monthly report at the ECSWANDC monthly meeting regarding their activities.

D. Organizational Representative:

- Identify community-based organizations within ECSWANDC boundaries and their contact(s).
- Share ECSWANDC actions, events, and meeting information with contacts on a consistent basis.
- Provide a monthly report at the ECSWANDC monthly meeting regarding their activities.

E. Parliamentarian:

- Responsible for the interpretation and enforcement of the ECSWANDC bylaws, standing rules and Board of Neighborhood Commissioner's Code of Conduct policy.

- Assist with the planning, order and conduct of meetings as directed by the President and the Vice-President.

F. Residential Area Representative:

- Attend Block Club/Neighborhood Association meetings within their Area to familiarize themselves with the stakeholders, issues in the community, and market ECWANDC
- Assist stakeholders with resolving issues that need to be by addressed by reporting it to City services or obtaining the help of a City representative.
- Utilize 3-1-1- or MyLA311 to report issues in their respective area.
- Provide a monthly report on the activities and issues in the Residential Area Representatives specific area at ECSWANDC monthly meetings.

G. Social Media Representative:

- Chairs Outreach, Communication, and Events Committee
- Oversees the maintenance and updating of the ECSWANDC website.
- Responsible for email announcements to stakeholders.
- Responsible for social media posts promoting City and ECWANDC actions, events and news and community points of interest.
- Responsible for updating and maintaining the ECSWANDC database and ensuring its confidentiality.
- Monitor all social media platforms for content.
- Responsible for media releases and notifications about ECSWANDC activities with approval of the President.
- Provide a monthly report at the ECSWANDC monthly meeting regarding their activities.

H. Youth Board Member:

- Coordinate all youth activities and assist with youth meetings.
- Provide a monthly report at the ECSWANDC monthly meeting.

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 Secretary

B. The Secretary shall cause the matter to be placed on the agenda for the next regular Board.

C. The Board shall vote on the application at the meeting. If multiple applications for one (1) seat have been submitted, the candidate with the most votes wins.

Section 7: Absences - Any Board Member who misses three (3) regularly scheduled consecutive ECSWANDC Board meetings during any (12) month period may automatically be removed from the Board. Board Members who miss five (5) in total during any twelve (12) month period, without extenuating circumstances as deemed by the board, shall be deemed a failure to consistently attend and may be removed from the Board. Each Board Member's absence shall be recorded in the ECSWANDC's meeting minutes or other manner of ECSWANDC record keeping, and that, upon missing the required number of Board meetings,

the President shall provide notice to the Board Member that the seat has been declared vacant and may place on the agenda the removal of the Board Member at a regular or special Board meeting. All Board Members must alert the presiding officer to the absence of a monthly meeting prior to that meeting taking place. Failure to do so may lead to the Board Member being censured.

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 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:

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 be 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 - A Board member may resign from the ECSWANDC 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 majority of the attending Board members.

Section 11: Community Outreach - The Board shall direct that a system of outreach be instituted to inform Stakeholders as to the existence and activities of the ECSWANDC, including its Board elections, to find future leaders of the ECSWANDC, and to encourage all Stakeholders to seek leadership positions within the ECSWANDC.

The ECSWANDC shall have a standing Outreach Committee, which will report its activities and recommendations to the Board monthly at the regular ECSWANDC meeting.

The ECSWANDC shall maintain a website presence to disseminate information to ECSWANDC Stakeholders and others interested in the ECSWANDC.

Outreach also should be undertaken at public events and shall be coordinated with other Neighborhood Councils when appropriate.

ARTICLE VI OFFICERS

Section 1: Officers of the Board - The officers of the Board ("Officers") shall include the following positions, which all together comprise the Executive Committee: Chairperson, Co-Chairperson, Secretary and Treasurer.

Section 2: Duties and Responsibilities

A. President:

- Shall preside over all regular and special meetings of the ECSWANDC and the Executive Committee;
- Shall appoint committees with the approval of a majority of the Board;
- Shall represent the ECSWANDC before other agencies and organizations as directed by or coordinated with the Board.

B. Vice-President:

- Shall perform the duties of the President in the absence of the President;

- Shall serve as an ex-officio member of committees and any other duties as directed by the President;
- Shall preside over the Neighborhood Committee;
- Shall acts as Chief Liaison with other Neighborhood Councils;
- Shall maintain oversight of Standing and Ad-Hoc Committees.

C. Secretary:

- Shall keep minutes of all Board meetings and Executive Committee meetings.
- Shall prepare, physically post, and distribute the agenda prior to each ECSWANDC Board meeting to the Board members, ncsupport@lacity.org, and the webmaster following all Brown Act laws and DONE rules.
- Responsible for producing accurate minutes of Board and Executive Committee meetings submitting a draft to the board no later than seven (7) days after the meeting at which they were taken.
- Shall submit minutes that the Board approves to the webmaster for posting to the website no later than seven (7) days after the meeting at which the minutes are approved but not more than forty-five (45) days after the meeting at which the minutes were taken;
- Ensures copies of the agenda and minutes being considered for adoption by the Board are available to stakeholders at each General Board meeting;
- Perform all duties regarding the official correspondence of the ECSWANDC;
- Maintain, update, and file all official ECSWANDC documents;

D. Treasurer:

- Shall maintain the records of the ECSWANDC's finances and books of accounts and perform other duties in accordance with the ECSWANDC's Financial Plan and the policies and procedures of the Department;
- The Treasurer shall make a report to the Board on the ECSWANDC finances at every regular meeting of the Board including Neighborhood Purpose Grant submissions and budget adjustment recommendations;
- Chairs the Budget & Finance Committee;
- Oversees the finances of the ECSWANDC to assure total compliance with all Department of Neighborhood Empowerment and City of Los Angeles requirements;
- Monthly Expenditure Reports being presented at a monthly meeting must be distributed to the Board no later than seven (7) days prior to the monthly meeting in which it will be presented;
- Creates Board Action Certification forms in response to a Board decision and submits them to the City of Los Angeles Funding Assistant assigned to the ECSWANDC within seven (7) days after the meeting in which the decision was made;
- Ensures invoices/bills received are presented at the following monthly Board meeting and upon approval are paid within (7) days after the meeting in which the approval was made;
- Ensures payment of invoices/bills received by entities listed as an Operational Expense in the budget are paid within (7) days of receipt.

Section 3: Selection of Officers - Officer positions shall be filled by majority vote of the Board members present at the first official Board meeting following their election or selection in Board election years.

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.

Section 1: Standing Committees - The Standing Committees of the ECSWANDC are: The Executive Committee, The Outreach and Communications Committee, The Planning and Land Use Committee, The Budget and Finance Committee and The Bylaws and Procedures Committee, and the Neighborhood Committee.

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. **Committee Authority** - All committee recommendations shall be brought back to the full Board for discussion and action.

B. **Committee Structure** - With the exception of the Executive Committee, Committee members shall be appointed by the President and ratified by the Board. Standing Committees shall be comprised of at least two (2) Board members and may include any interested Stakeholders. Ad Hoc Committees shall be comprised of three (3) or less Board members and may include any interested Stakeholders.

C. **Committee Appointment** - Only Committee members who are Board members are eligible to serve as Chairman of a committee. 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 dictates of the Brown Act. Minutes shall be taken at every Committee meeting.

E. **Changes to Committees** - The Board may establish, disband or make changes as needed to any Standing or Ad Hoc committee. Any such action by the Board shall be noted in the ECSWANDC meeting minutes.

F. **Removal of Committee Members** - Committee members may be removed in the

same manner in which they were appointed.

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 ECSWANDC boundaries at a location, date and time set by the Board. A calendar of regular meetings shall be established by the Board at its first regular meeting of each calendar year.

A. Regular Meetings - Regular ECSWANDC meetings shall be held at least once per quarter and may be held more frequently as determined by the Board. Prior to any action by the Board, there shall be a period of public comment. The Board shall determine the length 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 ECSWANDC Meeting as needed.

Section 2: Agenda Setting - The Executive Committee shall set the agenda for each ECSWANDC meeting.

In addition, any Stakeholder may make a proposal for action by the ECSWANDC by submitting a written request to the Secretary or during the public comment period of a regular ECSWANDC meeting. The Secretary shall promptly refer the proposal at the next regular ECSWANDC meeting, and the Board shall 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

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, notice shall be posted at the ECSWANDC's one (1) physical posting location, on its website and emailed out to Stakeholders if the ECSWANDC maintains such a database. Regular and Special meeting agendas shall also be emailed to the Department.

Section 4: Reconsideration - The Board may reconsider or amend its actions through the following Motion for Reconsideration process:

A. Before the Board reconsiders any matter, the Board must approve a Motion for Reconsideration. The Motion for Reconsideration must be approved by official action of the Board. After determining that an action should be reconsidered, the Board has the authority to re-hear, continue, or take action on the item that is the subject of reconsideration within any limitations that are stated in the Motion for Reconsideration.

B. The Motion for Reconsideration must be brought, and the Board's approval of a Motion for Reconsideration must occur, either during the same meeting where the

Board initially acted or during the Board's next regularly scheduled meeting that follows the meeting where the action subject to reconsideration occurred. The 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 (the "Moving Board Member").

D. The Moving Board Member may make the Motion for Reconsideration orally during the same meeting where the action that is the subject of reconsideration occurred, or by properly placing the Motion for Reconsideration on the agenda of a meeting that occurs within the allowed specified periods of time as stated above.

E. In order to properly place the Motion for Reconsideration on the agenda of the subsequent meeting, the Moving Board Member shall submit a memorandum to the Secretary at least two (2) days in advance of the deadline for posting notices for the meeting. The memorandum must briefly state the reason(s) for requesting the reconsideration, and provide the Secretary with an adequate description of the matter(s) to be re-heard and the proposed action that may be adopted by the Board if the Motion for Reconsideration is approved.

F. A Motion for Reconsideration that is properly brought before the Board may be seconded by any member of the Board.

G. This reconsideration process shall be conducted at all times in accordance with the Brown Act.

ARTICLE IX FINANCES

A. The Board shall review its fiscal budget and make adjustments as needed to comply with City laws and City administrative rules, and to keep in compliance with Generally Accepted Accounting Principles and the City's mandate for the use of standardized budget and minimum finding allocation requirements.

B. The Board shall adhere to all rules and regulations promulgated by appropriate City officials regarding the ECSWANDC'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 ECSWANDCs.

C. All financial accounts and records shall be available for public inspection and posted on the ECSWANDC website, if available.

D. Each month, the Treasurer shall provide to the Board detailed reports of the ECSWANDC's accounts.

E. At least once each quarter, the Chairperson and at least one (1) other individual other than the

Treasurer, who is designated by the Board, shall examine the ECSWANDC's accounts and attest to their accuracy before submitting the documentation to the Department for further review.

ARTICLE X ELECTIONS

Section 1: Administration of Election - The ECSWANDC's election will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood ECSWANDC elections.

Section 2: Governing Board Structure and Voting - The number of Board seats, the eligibility requirements for holding any specific Board seats, and which Stakeholders may vote for the Board seats are noted in Attachment B.

Section 3: Minimum Voting Age - 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 ECSWANDC Board during a single election cycle.

Section 6: Other Election Related Language – A candidate shall be required to declare their membership on any other City of Los Angeles certified Neighborhood Council Board.

ARTICLE XI GRIEVANCE PROCESS

The Neighborhood Council grievance review process will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council grievances.

A. Any grievance by a Stakeholder must be submitted in writing to the Board, who shall cause the matter to be placed on the agenda for the next regular ECSWANDC meeting.

B. At that meeting, the Board shall refer the matter to an Ad Hoc Grievance Panel comprised of three (3) Stakeholders randomly selected by the Board from a list of Stakeholders who have expressed an interest in serving from time-to-time on such a panel.

C. Within two (2) weeks of the panel's selection, the Board shall coordinate a time and place for the panel to meet with the person(s) submitting a grievance to discuss ways in which the dispute may be resolved.

D. Within two (2) weeks following such meeting, a member of the panel shall 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 a Board meeting, but, in accordance with the Brown Act, the matter shall not be discussed among the Board members until it is heard publicly at the next regular ECSWANDC meeting.

E. This 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 ECSWANDC meetings.

F. The Neighborhood Council grievance review process will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council grievances.

ARTICLE XII PARLIAMENTARY AUTHORITY

The ECSWANDC shall use the Standard Parliamentary Procedure when conducting ECSWANDC meetings.

Additional rules and/or policies and procedures regarding the conduct of the Board and/or ECSWANDC 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 ECSWANDC 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 ECSWANDC meeting.

D. An amendment to these Bylaws requires a simple majority 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 ECSWANDC, its representatives, and all Stakeholders shall comply with these Bylaws and

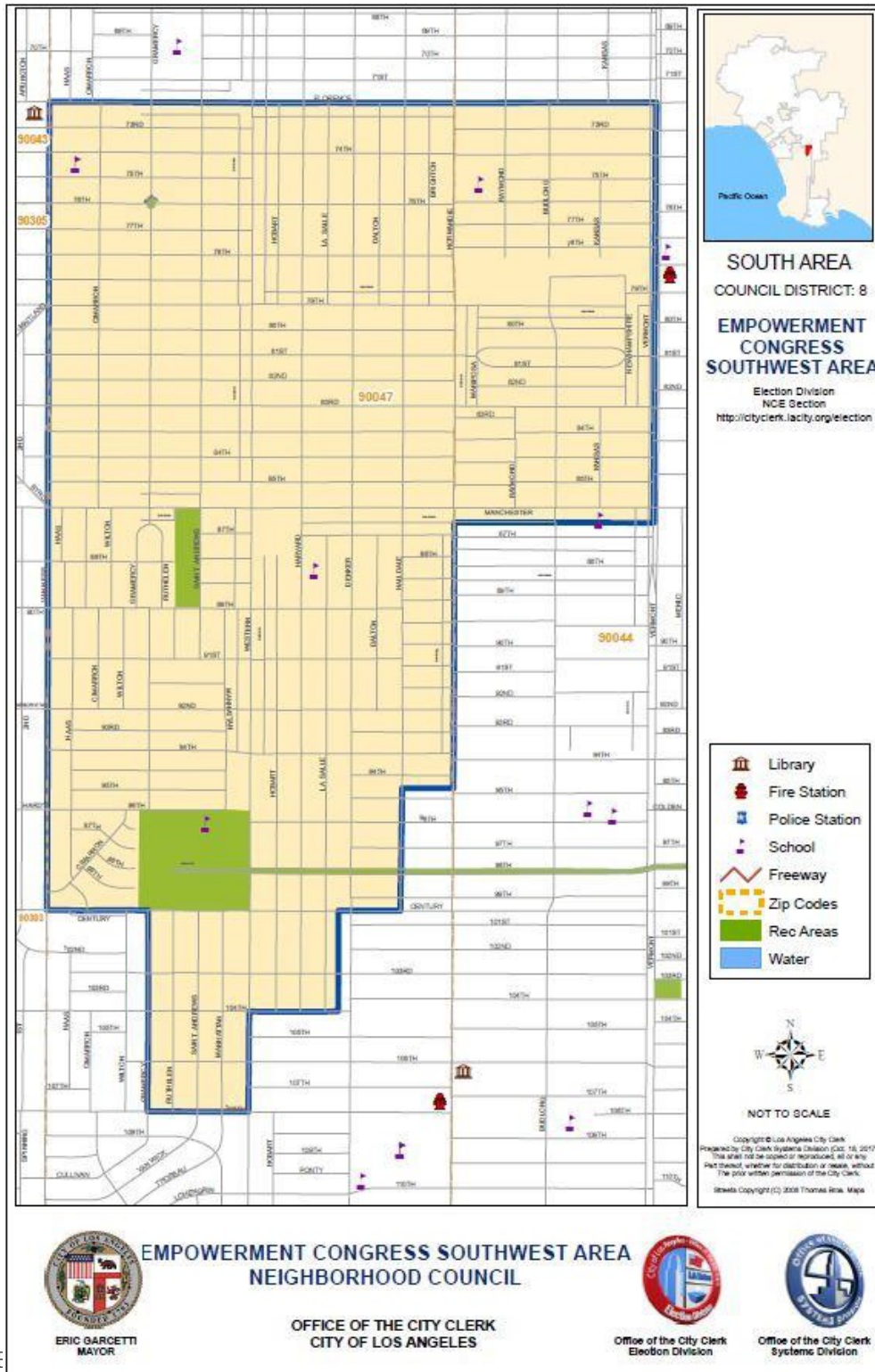
with any additional Standing Rules or Procedures as may be adopted by the Board as well as all local, county, state and federal laws, including, without limitation, the Plan, the City Code of Conduct, the City Governmental Ethics Ordinance (*Los Angeles Municipal Code Section 49.5.1*), the Brown Act (*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 ECSWANDC, its representatives, and all Stakeholders shall conduct all ECSWANDC 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 funding and ethics training prior to making motions and voting on funding related matters. In addition, board members shall also take the fundamentals of Neighborhood Councils, including, but not limited to, workplace violence and sexual harassment trainings provided by the City within forty-five (45) days of being seated, or they will lose their ECSWANDC voting rights.

Section 3: Self-Assessment – Every year, the ECSWANDC shall conduct a self-assessment pursuant to Article VI, Section 1 of the Plan.

ATTACHMENT A – Map of Empowerment Congress Southwest Area Neighborhood Development Council



ATTACHMENT B – Governing Board Structure and Voting

Empowerment Congress Southwest Area Neighborhood Development Council – 13 Board Seats

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
At Large Representative Term: 2 Years	1	Appointed	Stakeholder who is at least 18 years of age at the time of the elections.	Appointed by the ECSWANDC Executive Board
At-Large Representative Term: 2 Years	2	Elected	Stakeholder who is at least 18 years of age at the time of the elections.	Stakeholder who is 16 years of age at the time of the election.
Faith Based Representative Term: 2 Years	1	Elected	Stakeholder who is at least eighteen (18) years of age or older. Stakeholders must be associated with a faith-based organization located in or serving within the ECSWANDC boundaries.	Stakeholder who is 16 years of age at the time of the election.
Business Representatives Term: 2 Years	1	Elected	Stakeholder who is at least 18 years of age or older who owns or works at a business in the ECSWANDC boundaries.	Stakeholder who is 16 years of age at the time of the election.
Organizational Representative Term: 2 Years	1	Elected	Stakeholder who is at least eighteen (18) years of age or older. Stakeholders must be associated with a community-based organization located in or serving within the ECSWANDC boundaries.	Stakeholder who is 16 years of age at the time of the election.
Residential Area Representatives Term: 2 Years	5	Elected	Stakeholder who is at least 18 years of age or older, must live within the residential zone of the ECSWANDC boundaries.	Stakeholder who is 16 years of age at the time of the election.
Social Media Coordinator Term: 2 Years	1	Elected	Stakeholder who is at least 18 years of age at the time of the election <u>and possesses strong communication skills substantial knowledge and skill with regard to popular social media platforms.</u>	Stakeholder who is 16 years of age at the time of the election.

Youth Representative Term: 2 Years	1	Elected	Stakeholder who is at least 14 years and no more than 17 years of age on the day of the election.	Stakeholder who is at least 14 years of age at the time of the election.
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