

# **ENCINO NEIGHBORHOOD COUNCIL BYLAWS**

**APPROVED APRIL 27, 2022**

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## ARTICLE I NAME

The name of this Neighborhood Council shall be the Encino Neighborhood Council (“Council”).

## ARTICLE II PURPOSE

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

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

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

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

1. To respect the diversity, dignity, and expression of views of all individuals, groups, and organizations within the community and/or involved in the Council;
2. To remain non-partisan with respect to political party affiliation and inclusive in our operations including, but not limited to, the process of electing or selecting the Board of Directors, Officers, and committee Members, as hereinafter set forth;
3. To utilize the Early Notification System (ENS) to inform the Council and Stakeholders of matters involving the City and our community in a way that is tailored to provide opportunities for involvement in the decision-making process;
4. To encourage all Community Stakeholders to participate in activities of the Council;
5. To prohibit discrimination against any individual or group in our operations on the basis of race, religion, color, creed, national origin, ancestry, sex, sexual orientation, age, disability, marital status, income, homeowner/renter status, or political affiliation; and
6. To have fair, open, and transparent procedures for the conduct of all Council business.

## ARTICLE III      BOUNDARIES

The Council covers a geographic area described below.

**Section 1: Boundary Description** - The boundaries about the adjacent Neighborhood Councils (except for the publicly owned lands of the Sepulveda Basin, which is also included in the Lake Balboa Neighborhood Council as a shared facility) and include those areas of the City within the following lines of demarcation:

- A. **North:**            Victory Boulevard;
- B. **East:**            405 Freeway;
- C. **South:**          Mulholland Drive; and
- D. **West:**            Lindley Avenue to its terminus, then extends southwest (around the terminus of Lake Encino Drive), then southwest following the 91356/91316 zip code boundary (where the Avenida Oriente fire road meets Mulholland Drive)

The boundaries of the Council are set forth in Attachment A - Map of Encino Neighborhood Council.

**Section 2: Internal Boundaries** – Seven (7) geographical areas shown on Attachment A and are:

- A. **Area 1 bounded by:** Victory Boulevard (N)  
   Burbank Boulevard (S)  
   Lindley Avenue (W)  
   Balboa Boulevard (E)
- B. **Area 2 bounded by:** Victory Boulevard (N)  
   Ventura Boulevard (S)  
   Balboa Boulevard (W)  
   405 Freeway (E)
- C. **Area 3 bounded by:** Burbank Boulevard (N)  
   Ventura Boulevard (S)  
   Lindley Avenue (W)  
   White Oak Avenue (E)
- D. **Area 4 bounded by:** Burbank Boulevard (N)  
   Ventura Boulevard (S)  
   White Oak Avenue (W)  
   Balboa Boulevard (E)
- E. **Area 5 bounded by:** Ventura Boulevard (N)  
   Mulholland Drive (S)  
   Lindley Avenue to its terminus, then extends southwest (around the terminus of Lake Encino Drive), then southwest following the 91356/91316 zip code boundary (where the Avenida Oriente fire road meets Mulholland Drive) (W)

Louise Avenue to its terminus, then a line due south to Mulholland Drive (E)

**F. Area 6 bounded by:** Ventura Boulevard (N)  
Mulholland Drive (S)  
Louise Avenue to its terminus, then a line due south to Mulholland Drive (W)  
Libbit Avenue, Noeline Avenue, Darcia Place, Garvin Drive, Lanai Road, Hayvenhurst Drive, Ballina Drive, Ballina Canyon Road, Westfall Drive, Dellvale Place, Calneva Drive (E)

**G. Area 7 bounded by:** Ventura Boulevard (N)  
Mulholland Drive (S)  
Libbit Avenue, Noeline Avenue, Darcia Place, Garvin Drive, Lanai Road, Hayvenhurst Drive, Ballina Drive, Ballina Canyon Road, Westfall Drive, Dellvale Place, Calneva Drive (W)  
405 Freeway (E)

#### **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 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 Charter Section 906(a)(2) and Los Angeles Administrative Code Section 22.801.1]

## ARTICLE V GOVERNING BOARD

The Board of Directors (“Board”) shall be the governing body of the Council within the meaning of that term as set forth in the Plan for a Citywide System of Neighborhood Councils (“Plan”).

**Section 1: Composition** - The Board shall consist of twenty-two (22) Stakeholders (including one non-voting Youth Member) elected, selected or appointed by the Board and/or Stakeholders. Candidates must be eligible Stakeholders who live, work, or own property within the Encino Neighborhood Council Boundaries or who is a community interest stakeholder, as a Member of a Community Organization fitting the category in which the candidate is running as more specifically described in Subsections 1A-D herein below and in the Standing Rules “Qualifying Organizations and Institutions.” Hereafter, the terms “Representative” and “Alternate Representative” are equivalent to the terms “Board Member” and “Alternate Board Member”, respectively, and they may be used interchangeably. The composition of the Board shall be as follows:

- A. **Elected Representatives and Alternates (18)** - Open to a Representative and Alternate Representative eighteen (18) years of age or older for each stakeholder category below:
1. One (1) Apartment/Condo Representatives who is an owner or tenant of an apartment or condo within the boundaries of the Encino Neighborhood Council.
  2. Two (2) Business Representatives, who own business property, owns or works at a business within the boundaries of the Encino Neighborhood Council.
  3. One (1) Educational Representative, who is an officer, employee, ongoing volunteer or parent or guardian of a currently enrolled student at a public or private school located within the boundaries of the Encino Neighborhood Council.
  4. One (1) Park Advocate/Environment Representative who is an active Member with a park, recreation or environmental group that is located or regularly meets within the boundaries of the Encino Neighborhood Council.
  5. One (1) Public Safety Representative, who is a Member of a public safety organization that meets regularly within the boundaries of the Encino Neighborhood Council, as well as an organization (including but not limited to West Valley Police Station) that has jurisdiction of an area within the boundaries of the Encino Neighborhood Council.
  6. One (1) Religious Organization/Institution Representatives, who is a Member of the clergy, employee, Member or ongoing volunteer of a religious institution (including any religious school or organization of the religious institution) that is located within the boundaries of the Encino Neighborhood Council.
  7. One (1) Volunteer/Service Group Representative, who is an active Member, employee, or ongoing volunteer of a volunteer service group (including but not limited to a group of serving seniors, youth or veterans that is located or regularly meets within the boundaries of the Encino Neighborhood Council, as well as the Encino-Tarzana Branch Library.
  8. Area Representatives and Alternates (7) – Open to one (1) Representative and Alternate eighteen (18) years of age or older elected from each of the seven (7)

geographical areas by those stakeholders residing in each respective area as designated on Attachment A. Candidates must be an eligible stakeholder residing in the area for which the candidate is running.

9. At Large Representatives and Alternates (2) – Open to two (2) Representatives and two (2) Alternates eighteen (18) years of age or older elected by all eligible stakeholders including community interest stakeholders.
10. Planning and Land Use Representative and Alternate – Open to one (1) Representative and Alternate eighteen (18) years of age or older elected by those Stakeholders who live, or own property within the Encino Neighborhood Council geographically boundaries. Candidates must be eligible stakeholders who lives, or owns property within the Council geographical boundaries and who are knowledgeable in planning and land use matters.

**B. Selected Organizational Representatives and Alternates (3) - Open to one (1) Representative and Alternate Representative eighteen (18) years of age or older to be selected from each of the following organizations:**

1. Encino Chamber of Commerce
2. Encino Property Owners Association
3. Homeowners of Encino

Organizations must file with the Council

- (i) a duly approved resolution and minutes, including the number of voting Members present, attesting under penalty of perjury, to the selection of its Board Member(s) as the organization's Representative and Alternate Representative to the Council at a duly noticed meeting of its Board,
- (ii) a print out from the Secretary of State website showing the organization to be currently active and not dissolved;
- (iii) its current bylaws certified under penalty of perjury; and
- (iv) that the Secretary of the organization certify under penalty of perjury that the organization has not less than one hundred and fifty (150) dues paying Members.
- (v) Organizations that do not file proper documentation with the council will have their seats suspended until proper documentation is provided. Documentation shall be provided within 45 days of the neighborhood council election being certified.

**C. Non-Voting Youth Member - The Board by majority vote shall appoint a person living within the Encino Neighborhood Council boundaries who shall at the time of the appointment be between 14 and 17 years of age at the time of election. The person so designated shall have the same rights as a Board Member except will not be able to vote and shall not be counted in determining a quorum. If less than eighteen (18) years of age, the Youth Board Seat 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.**

**D. Seating at Board Meetings**

1. **Alternate Representatives** – The Alternate shall be a voting Member of the Council at any Council meeting from which the Representative is absent and, if a Representative resigns or is removed from office, the Alternate shall become the Representative for the remainder of the Representative's elected term. If at any



Board meeting, a Representative who is absent either (a) has no designated Alternate or (b) has an Alternate who is also absent, then the president or presiding officer may, with the approval of a majority of the Members entitled to vote at the meeting, designate an existing Alternate for any other Representative to serve and vote during the meeting in place of the absent Representative. In such an instance, the seat of any absent Representative temporarily becomes an At-Large Seat. The appointed Alternate must be in good standing with all training required by the City to be eligible to be seated.

2. **Stakeholder Group Limits** - 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 eleven (11) Members of the Board. No floating quorums are allowed.

**Section 3: Official Actions** - Official actions must be approved by a simple majority of the eligible voting Board Members who are present and seated at any meeting where there is a quorum, unless specified otherwise in these Bylaws. For the purpose of determining a majority of votes, abstentions are counted as a “No” vote. Eligible Board Members is defined as a seated Board Member who is current with all required training requirements.

Non-eligible Board Members do not count toward voting tallies and are marked as ineligible.

**Section 4: Terms and Term Limits** - Board Members shall serve a two (2) year term commencing after being seated. There are no term limits.

**Section 5: Duties and Powers** - The primary duties of the Board shall be to govern the Council and to carry out its objectives. No individual Member of the Board shall speak for the Board or otherwise publicly represent a Board position unless authorized to do so by official action of the Board. The Board may, by official action, delegate to any individual the authority to present before any public body a standing Council position previously adopted by the Board or a statement that the Council has had insufficient time to develop a position or recommendation on a matter before that body. Such authority may be revoked at any time by the Board.

**Section 6: Vacancies** – If a Board seat becomes vacant, the Board may choose to verify Stakeholder status of an individual filling the vacant seat or may choose to request the Department do so following its prescribed procedure(s).

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.
- B. The Board shall cause the matter to be placed on the agenda for the next regular meeting of the Board.
- C. If only one (1) stakeholder has made an application for a vacant seat, then a vote of the Board shall be taken and the applicant installed by majority vote of the Board. If more than one (1) stakeholder has made an application for an empty seat, then an open and fair vote shall be taken at the next regular meeting by all stakeholders present, including Board

Members. The vote shall be presided over by the Council and shall include one (1) vote per stakeholder

- D. The candidate who wins shall fill the remaining term of the Board seat unless an election 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 Representative who misses a total of four (4) regularly scheduled Board meetings during any twelve (12) month period beginning after the most recent Board election will be automatically removed from the Board. Each Representative absence shall be recorded in the Council's meeting minutes or other manner of Council record keeping, and, upon missing the required number of Board meetings for removal, the Council Presiding officer shall notify the Representative and provide notice to that Representative that their seat has been declared vacant. Any regular meeting of the Board, scheduled and noticed as per the Brown Act, shall constitute a meeting for the purpose of determining Representative 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 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 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 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 Council, and the position shall then be deemed vacant. Board Member resignation must be submitted in writing to any executive officer and/or the secretary. The position shall then be deemed vacant. Any member of the Board who ceases to be a Stakeholder is required to submit their resignation to any executive officer and/or the secretary. If the Stakeholder status of a Board Member is challenged, then the Department will contact the Board Member, verify the Stakeholder status using its prescribed procedure.

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

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

In addition, the Board shall create, or shall cause to be created, a marketing plan to solicit participation from stakeholders. The plan may include, for example, the creation of flyers, postcards, pamphlets and other related materials. It may also include e-mail blasts to various organizations including a regularly scheduled e-blast to local government officials and to the Chamber of Commerce, Neighborhood Watch, Home Owners' Associations and other local organizations as determined by the Board.

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

## ARTICLE VI OFFICERS

**Section 1: Officers of the Board** - The officers of the Board (“Officers”) shall include the following positions which all together comprise the Executive Committee: President, Vice President, Secretary, Treasurer, and Sergeant-at-Arms.

**Section 2: Duties and Powers** - The duties of the Officers are as follows and also include such additional duties as may be adopted by official action of the Board:

A. The President shall act as the chief executive of the Council and shall preside at all Council meetings. The President shall have the power to issue, modify and revoke executive orders to carry out resolutions of the Council or to implement the bylaws or standing rules. Executive orders shall be issued in writing and placed with the minutes of the Council and notice thereof provided to all Board Members by the next meeting of the Council.

B. The Vice President shall serve in place of the President if the President is unable to serve and, in case of vacancy in the office of President, or in the case of the President's unavailability due to sickness, disability, death, or resignation, the Vice President shall perform the duties of the President and when so acting shall have all the powers and perform such other duties as the Board or the Bylaws may prescribe. The Vice President shall be responsible for the oversight of all committees designated by the Board. The Vice President shall perform all other duties as the President or the Board may assign from time to time.

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

D. The Treasurer shall maintain the records of the Council's finances and books of accounts and perform other duties in accordance with the City's policies and procedures.

E. The Sergeant-at-Arms shall ensure that the Board's meetings are undertaken in an orderly and expeditious manner, including the calling of proper authorities should a physical altercation seem to be ensuing. The Sergeant-at-Arms shall also be the timekeeper for the Board, ensuring that all speakers speak within the required timeframes, and shall serve as the meeting Parliamentarian.

**Section 3: Selection of Officers** - Officer positions shall be filled at the first Regular or Special Board meeting following their election or selection in Board election years, and at the subsequent one (1) year anniversary mark of the Officers' election in Board non-election years. They serve at the pleasure of the Board. Officers appointed by a vote of the Board can be removed from their Officer position the same way they were appointed.

**Section 4: Officer Terms** - The Officers shall serve one (1) one-year term .They may stand for reelection annually.

## 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 Council are: Executive Committee, Bylaws Committee, Outreach Committee, and additional committees listed in Standing Rules.

**Section 2: Ad Hoc Committees** – The Board may create an Ad Hoc Committee as needed to deal with temporary issues and report its findings, conclusions, or recommendations to the Board. An Ad Hoc Committee must have a defined purpose and limited timeframe, carry out a specific task, and cease to exist on completion of its specific task. If the committee is composed of only Board Members and/or Alternates, it shall contain fewer members than would constitute a majority of the Board's Quorum. (For example, if the Quorum is 11, the maximum number of Board Members and/or Alternates is 5.)

If an Ad Hoc Committee includes Stakeholders, the committee must operate under the notice and posting requirements of the Brown Act and the Commission.

### 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 Membership shall be open to all Board Members, Alternates, and Stakeholders. Committee members shall be appointed by the Chair of the Committee with the approval of the Vice President. 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 five (5) or less Board Members and/or Alternates may include any interested Stakeholders (see §2 above). Each committee shall consist of not more than nine (9) Primary persons, provided that there shall not be more than five (5) Board Members who are Representatives and/or Alternates and shall, to the extent possible, include at least one (1) voting Member Stakeholder who is not an elected Member of the Board. Each Representative shall join at least one (1) committee by the second meeting of the Board after an Election. If more than nine (9) persons desire to serve on a committee, the Chairperson shall select the individuals to serve and may designate up to three (3) persons as alternate Committee Members.

**C. Committee Appointment** - All Committee Chairs shall be appointed by the Vice President and confirmed by the Board. Only Board Members may be appointed to serve as a Chairperson of a Committee except: (i) if all Representatives have declined to serve as the Chair of a Committee, an Alternate may be appointed, and (ii) if all Alternates have also declined, a stakeholder may be appointed. The Chairs shall keep minutes of Committee meetings and shall provide said minutes for posting to the website and report on Committee matters to the Board. Each Member of a committee shall continue until a successor is appointed, unless the committee is terminated. All committees shall run concurrently with the two (2) year election cycle and each Member shall be eligible for reappointment as long as they remain eligible stakeholders.

**D. Committee Meetings** – Committee meetings are subject to and shall be conducted in accordance with the requirements of the Brown Act and the Commission's policies. Minutes shall be taken at every

Committee meeting.

- i) **Quorums** – A quorum determination shall be identified as one half plus one of the committee’s voting members. The Vice President shall maintain published rosters of all committee’s members identified as either voting or “Alternate.” Alternate Members may be seated to meet quorum requirements.

**E. Changes to Committees** - The Board may establish, disband, or make changes as needed to any Standing or Ad Hoc committee. Any such action by the Board shall be noted in the Council meeting minutes. Vacancies in any committee may be filled by the committee chairperson with the approval of the Vice President of the Council. If any conflict arises the Executive Committee will make a recommendation to be heard and voted on by the full Board.

**F. Priority in Appointment of Committee Members** - Committee chairs with approval of the Vice President shall appoint Members of their Committee with priority to both voting members and alternates who are not serving on any other Committee. Existing Committee alternates will have first right of refusal to the open position.

**G. Removal of Committee Members** – Committee Members may be removed if the Member has four (4) consecutive absences during the current two year term. Committee members may also 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, the Neighborhood Council Agenda Posting Policy, and all other applicable laws and governmental policy.

**Section 1: Meeting Time and Place** - All meetings shall be held within the Council boundaries at a location, date and time set by the Board. A calendar of regular meetings shall be established by the Board at its first regular meeting of each calendar year.

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

### **Section 2: Agenda Setting –**

The President, in consultation with the Executive Committee shall set the agenda for each Council meeting.

Any stakeholder may make a proposal for action by the Council by submitting a written request to the Secretary or during the public comment period of a regular Council meeting. The Secretary shall promptly refer the proposal to a Standing Committee or, at the next regular Council meeting, the Board shall either consider the proposal to create an Ad Hoc Committee to consider the proposal. The council 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 the subsection are subject to the rules regarding reconsideration.

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

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

- A. Before the Board reconsiders any matter, the Board must approve a Motion for Reconsideration. The Motion for Reconsideration must be approved by official action of the Board. After determining that an action should be reconsidered, the Board has the authority to re-hear, continue, or take action on the item that is the subject of reconsideration within any limitations that are stated in the Motion for Reconsideration.
- B. The Motion for Reconsideration must be brought, and the Board's approval of a Motion for Reconsideration must occur, either during the same meeting where the Board initially acted or during the Board's next regularly scheduled meeting that follows the meeting where the action subject to reconsideration occurred. The Council may also convene a special meeting within these specified time frames to address a Motion for Reconsideration.
- C. A Motion for Reconsideration may be proposed only by a Member of the Board that previously voted on the prevailing side of the original action that was taken by the Board (the "Moving Board Member").
- D. The Moving Board Member may make the Motion for Reconsideration orally during the same meeting where the action that is the subject of reconsideration occurred, or by properly placing the Motion for Reconsideration on the agenda of a meeting that occurs within the allowed specified periods of time as stated above.
- E. In order to properly place the Motion for Reconsideration on the agenda of the subsequent meeting, the Moving Board Member shall submit a memorandum to the Secretary at least two (2) days in advance of the deadline for posting notices for the meeting. The memorandum must briefly state the reason(s) for requesting the reconsideration, and provide the Secretary with an adequate description of the matter(s) to be re-heard and the proposed action that may be adopted by the Board if the Motion for Reconsideration is approved.
- F. A Motion for Reconsideration that is properly brought before the Board may be seconded by any Member of the Board.
- G. This reconsideration process shall be conducted at all times in accordance with the Brown Act.

## **ARTICLE IX FINANCES**

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

B. The Board shall adhere to all rules and regulations promulgated by appropriate City officials regarding the Council's finances, where the term "appropriate City officials" means those officials and/or agencies of the City of Los Angeles who have authority over Neighborhood Councils.

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

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

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

## ARTICLE X ELECTIONS

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

**Section 2: 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** - A stakeholder must be at least 16 years of age on the day of the election 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 by providing acceptable documentation.

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

**Section 6: Other Election Related Language**- Alternates are selected in the following manner: the candidate receiving the second highest number of votes at the election (or third or fourth highest number of votes for the two (2) Business and At-Large positions) shall be the Alternates. If the second highest vote recipient declines the position as Alternate, then it shall be offered to the next highest vote recipient and so on until an acceptance is received. If any Alternate position is not filled by this process, that position will be deemed vacant and shall be filled pursuant to provisions of Article V, §6.

The Standing Rules may specify organizations and institutions that qualify under Article V Section 1 for Elected Organizational seats and included in Attachment B. Any revisions shall be made at least six (6) months before an election for Board seats.

**Initiative**. Upon written petition of stakeholders which describes in detail sufficient to satisfy the requirements of the Brown Act a policy or action within the jurisdiction of the Council and includes the signatures of the greater of ten percent (10%) of the ballots cast in the last council election or not less than one hundred (100) Stakeholders, the policy or action shall be put to the vote of the Stakeholders in the next regularly scheduled Council election of Representatives. The affirmative vote of a majority of the Stakeholders voting in the elections shall be required to adopt the policy or action.

## ARTICLE XI GRIEVANCE PROCESS

### Grievances Submitted by a Stakeholder

- A. Any Grievance by a Stakeholder must be submitted to the Department's Grievance Portal so that the Department may determine whether such Grievance conforms with the Los Angeles Administrative Code (L.A.A.C.) 22.818 Subsections (c)(1) [Grievance Defined] and (c)(2) [Exclusions].
- B. Once the Department certifies the Grievance, the Board will be notified. Such certification of the Grievance by the Department shall not be construed as a statement regarding the validity or invalidity of the Grievance.
- C. After receiving a certified Grievance from the Department, the Board must, at its next regular or special meeting, but not more than 60 calendar days from the communication from the Department, take one of the following actions:
  - a. Consider the Grievance in accordance with a Grievance process specified in the Board's Bylaws and issue a decision to sustain and cure or reject the Grievance in whole or in part; OR
  - b. Waive consideration of the Grievance and request the Department to forward the Grievance directly to a Regional Grievance Panel for consideration.
- D. Any inaction by the Board passing the 60 calendar days will waive consideration of the Grievance and the Department shall forward the Grievance to the Regional Grievance Panel in accordance with L.A.A.C. 22.818 Subsection (d)(5).
- E. Only the Grievant may appeal a Board's decision pursuant to L.A.A.C. 22.818 Subsection (d)(2)(A). Such appeals must be filed with the Department on the portal within seven (7) calendar days from the date of the Board's action on the certified Grievance. A Grievant may not appeal a decision by the Board to waive consideration of any or all Grievances.
- F. . Upon receiving a certified Grievance from the Department, the Board shall then refer the matter to an ad hoc grievance panel comprised of five (5) stakeholders in the South Valley Planning Area who are randomly selected by the Board secretary from a list of volunteers who have previously expressed an interest in serving from time-to-time on such a grievance panel. The Secretary will coordinate a time and a place for the panel to meet with the person(s) submitting a grievance and to discuss ways in which the dispute may be resolved.
- G. Thereafter, a panel member shall prepare, within thirty (30) days, a written report to be forwarded by the Secretary of the Board outlining the panel's collective recommendations for resolving the grievance. Alternatively, an alternative dispute resolution process may be used. The Board may receive a copy of the panel's report and recommendations prior to any meeting by the Board, but the matter shall not be discussed among the Board Members until the matter is heard at the next regular meeting of the Board pursuant to the Ralph M. Brown Act.
- H. This formal grievance process is not intended to apply to Stakeholders who simply disagree with a position or action taken by the Board at one of its meetings. Those grievances can be aired at

Board meetings. This grievance process is intended to address matters involving procedural disputes, e.g., the Board's failure to comply with the Board's Rules or these Bylaws.

### **Grievances Submitted by a Board Member**

- A. Any Grievance by a Board Member filed against their own Board will bypass consideration by the impacted Board, as set forth in L.A.A.C. 22.818 Subsection (d)(2). The Department will forward a Grievance filed by a Board Member against their own Board directly to a Regional Grievance Panel for disposition, as specified in L.A.A.C. 22.818 Subsection (d)(6).

### **Regional Grievance Panel**

A. When a certified Grievance is sent to a Regional Grievance Panel, the Board must appoint a Neighborhood Council Representative who shall present an opening argument (not to exceed 20 minutes) and a rebuttal (not to exceed 10 minutes) on behalf of the Neighborhood Council Board to the Panel.

## **ARTICLE XII PARLIAMENTARY AUTHORITY**

The Council shall use Robert's Rules of Order when conducting Council meetings. Additional rules and/or policies and procedures regarding the conduct of the Board and/or Council meetings may be developed and adopted by the Board and shall be included in the Standing Rules. These bylaws supersede the parliamentary rules mentioned above.

## **ARTICLE XIII AMENDMENTS**

- A. Any Board Member or stakeholder may propose an amendment to these Bylaws. The Board shall forward all proposals to a Bylaws Committee to review and to provide recommendations to the Board.
- B. An amendment to these Bylaws requires a two-thirds (2/3) 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.
- C. No Bylaw Amendment shall be voted on until it has been read at two (2) consecutive regular monthly Board meetings.
- D. Amendments shall not be valid, final or effective until approved by the Department in writing. Once approved, any changes in the Bylaws shall become effective immediately.

## **ARTICLE XIV COMPLIANCE**

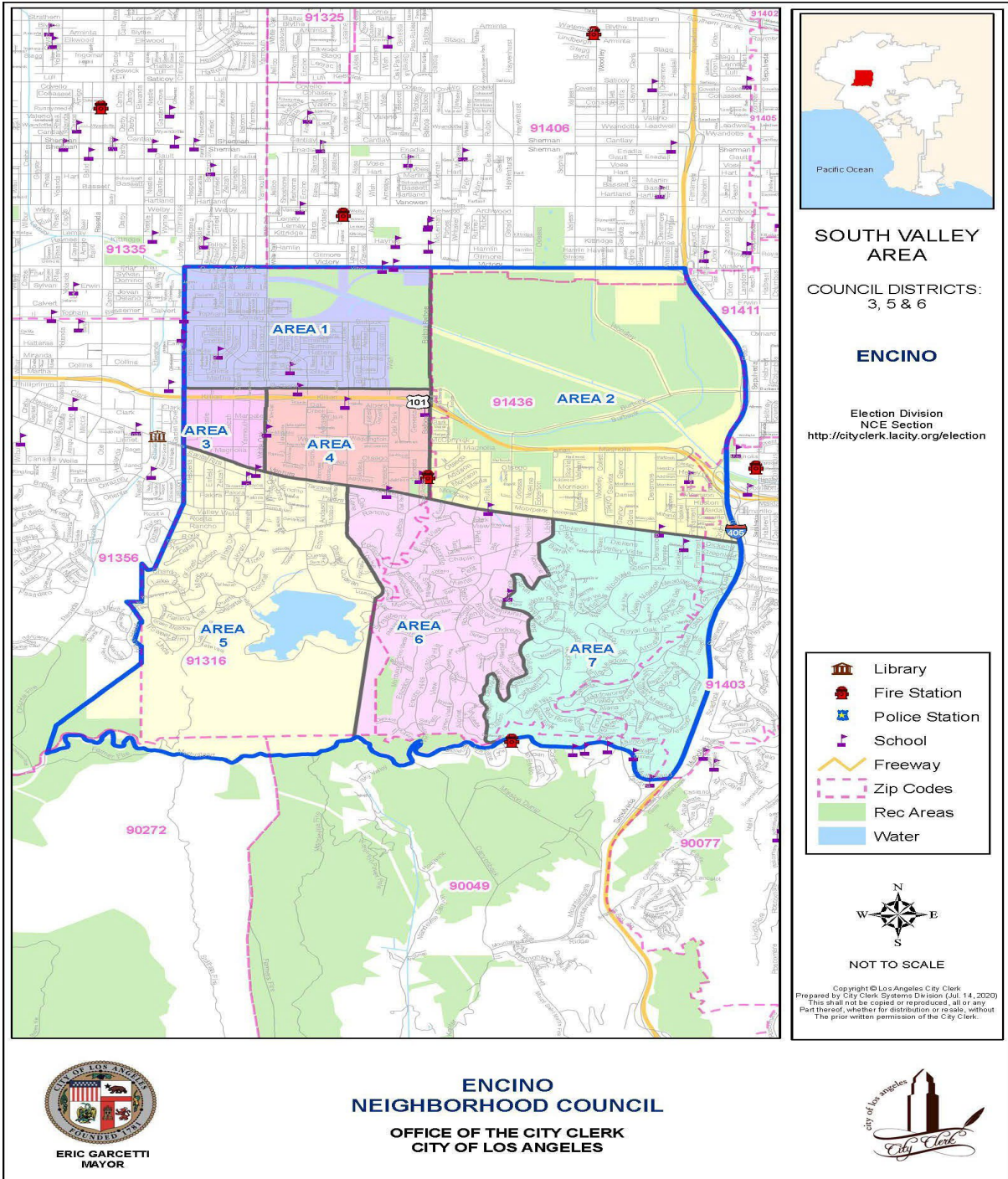
The Council, its representatives, and all Stakeholders shall comply with these Bylaws and with any additional Standing Rules or Procedures as may be adopted by the Board as well as all local, county, state and federal laws, including, without limitation, the policies approved by the Board of Neighborhood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

**Section 1: Code of Civility** – The Council, its representatives, and all Stakeholders shall conduct all Council business in a civil, professional and respectful manner pursuant to Commission and City regulations. Board Members will abide by the Commission's Neighborhood Council Board Member Code of Conduct Policy.

**Section 2: Training** – Neighborhood Council Board Members, whether elected, selected or appointed, are required to complete and keep current all mandatory trainings in order to participate in meetings (board, committee, and/or any alliance where the member represents the Board), make or second motions, or vote on issues that come before the Board. Trainings available to Board Members are created to ensure success during their period of service. This includes all mandatory trainings as may be promulgated by the Board as well as all local, county, state and federal laws, including, without limitation, the policies approved by the Board of Neighborhood Commissioners, the Department of Neighborhood Empowerment's rules and regulations, the City Governmental Ethics Ordinance (Los Angeles Municipal Code Section 49.5.1), the Brown Act, the Public Records Act, the Americans with Disabilities Act, and all laws and governmental policies pertaining to Conflicts of Interest. Newly elected, appointed, or selected Members must complete their required trainings within forty-five (45) days of being seated or the above conditions apply, and further, they must have completed Funding, Ethics, and Code of Conduct training prior to voting on any Funding matters. However, Code of Conduct training is required to be completed within thirty (30) days of being seated. For continuing Board Members there is no grace period upon the expiration of any of their mandatory trainings. "Mandatory trainings" shall refer to any Board Member training deemed mandatory by the Commission, the Department, the Los Angeles City Council, the Office of the City Clerk and any superseding authorities.

**Section 3: Self-Assessment** – The Council may conduct a regular self-assessment to determine whether it has achieved its goals and objectives pursuant to Article VI, Section 1 of the Plan, with the assistance of the Department.

# ATTACHMENT A – Map of Encino Neighborhood Council



## ATTACHMENT B – Governing Structure and Voting

### Encino Neighborhood Council – 22 Board Seats

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
At-Large Representatives Term: 2 Years	2	Elected	Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC's boundaries. A for-profit entity shall not qualify as a Community Organization.	Stakeholders who are 16 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder.
Apartment/Condo Representative Term: 2 Years	1	Elected	Stakeholder who is an owner or tenant of an apartment or condo within the boundaries of the Encino Neighborhood Council who is 18 years or older	Stakeholders who live, work, or own property in the neighborhood and who are 16 years or older.
Business Representatives Term: 2 Years	2	Elected	Stakeholder who own business property, or who own or work at a business within the boundaries of the Encino Neighborhood Council who are 18 years of older.	Stakeholders who live, work, or own property in the neighborhood and who are 16 years or older
Education Representative Term: 2 Years	1	Elected	Stakeholder who is an officer, employee, ongoing volunteer or parent or guardian of a currently enrolled student at a public or private school located within the boundaries of the Encino Neighborhood Council who is 18 years or older.	Stakeholders who live, work, or own property in the neighborhood and who are 16 years or older
Park Advocate/Environment Representative Term: 2 Years	1	Elected	Stakeholder who is an active Member with a park, recreation or environmental group is located or regularly meets within the boundaries of the Encino Neighborhood Council who is 18 years or older.	Stakeholders who live, work, or own property in the neighborhood and who are 16 years or older.

<b>BOARD POSITION</b>	<b># OF SEATS</b>	<b>ELECTED OR APPOINTED?</b>	<b>ELIGIBILITY TO RUN FOR THE SEAT</b>	<b>ELIGIBILITY TO VOTE FOR THE SEAT</b>
Planning and Land Use Representative Term: 2 Years	1	Elected	Stakeholder who lives, works, or owns property within the ENC boundaries who is knowledgeable in planning and land use matters and who is 18 years or older	Stakeholders who live, work, or own property in the neighborhood and who are 16 years or older.
Public Safety Representative Term: 2 Years	1	Elected	Stakeholder who is a Member of a public safety organization that meets regularly within the boundaries of the Encino Neighborhood Council, as well as an organization (including but not limited to the West Valley Police Station) that has jurisdiction of an area within the boundaries of the Encino Neighborhood who is 18 years or older.	Stakeholders who live, work, or own property in the neighborhood and who are 16 years or older.
Religious Organization/Institution Representative Term: 2 Years	1	Elected	Stakeholder who is Member of, the clergy, employee, Member or ongoing volunteer of a religious institution (including any religious school or organization of the religious institution) that is located within the boundaries of the Encino Neighborhood Council who is 18 years or older.	Stakeholders who live, work, or own property in the neighborhood and who are 16 years or older.
Volunteer/Service Representative Term: 2 years	1	Elected	Stakeholder who is an active Member, employee, or ongoing volunteer of a volunteer service group (including but not limited to a group serving seniors, youth or veterans that is located or regularly meets within the boundaries of the Encino Neighborhood Council, as well as the Encino-Tarzana Branch Library who is 18 years or older.	Stakeholders who live, work, or own property in the neighborhood and who are 16 years or older
Area 1 Representative Term: 2 Years	1	Elected	Stakeholder who is a resident in Area 1 who is 18 years or older.	Stakeholders who reside in Area 1 and who are 16 years or older.
Area 2 Representative Term: 2 Years	1	Elected	Stakeholder who is a resident in Area 2 who is 18 years or older.	Stakeholders who reside in Area 2 and who 16 years or older.
Area 3 Representative Term: 2 Years	1	Elected	Stakeholder who is a resident in Area 3 who is 18 years or older.	Stakeholders who reside in Area 3 and who are 16 years or older.



<b>BOARD POSITION</b>	<b># OF SEATS</b>	<b>ELECTED OR APPOINTED?</b>	<b>ELIGIBILITY TO RUN FOR THE SEAT</b>	<b>ELIGIBILITY TO VOTE FOR THE SEAT</b>
Area 4 Representative Term: 2 Years	1	Elected	Stakeholder who is a resident in Area 4 who is 18 years or older.	Stakeholders who reside in Area 4 and who are 16 years or older.
Area 5 Representative Term: 2 Years	1	Elected	Stakeholder who is a resident in Area 5 who is 18 years or older.	Stakeholders who reside in Area 5 and who are 16 years or older.
Area 6 Representative Term: 2 Years	1	Elected	Stakeholder who is a resident in Area 6 who is 18 years or older.	Stakeholders who reside in Area 6 and who are 16 years or older.
Area 7 Representative Term: 2 Years	1	Elected	Stakeholder who is a resident in Area 7 who is 18 years or older.	Stakeholders who reside in Area 7 and who are 16 years or older.
Encino Property Owners Association Representative Term: 2 Years	1	Selected	Stakeholder who is a Member from the Encino Property Owners Association who is 18 years or older	Encino Property Owners Association Board of Directors
Homeowners of Encino Representative Term: 2 Years	1	Selected	Stakeholder who is a Member from the Homeowners of Encino who is 18 years or older	Homeowners of Encino Board of Directors
Encino Chamber of Commerce Representative Term: 2 Years	1	Selected	Stakeholder who is a Member from the Encino Chamber of Commerce who is 18 years or older	Encino Chamber of Commerce Board of Directors
Youth Member Term: 2 Years	1	Appointed	Stakeholder who is a resident within the ENC boundaries between 14 and 17 years of age at the time of appointment	Appointed by the Board