

North Westwood Neighborhood Council Bylaws

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ARTICLE I: NAME

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

ARTICLE II: PURPOSE

Section 1: Principles of Governance

The purpose of the Council is to 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 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, Officers, and Committee Members, as hereinafter set forth;
3. To utilize the Early Notification System (ENS) to inform the Council and Stakeholders of matters involving the City and our community in a way that is tailored to provide opportunities for involvement in the decision-making process;
4. To encourage all Stakeholders to participate in activities of the Council;
5. To prohibit discrimination against any individual or group in our operations on the basis of race, religion, color, creed, caste, national origin, ancestry, sex, gender identity, gender expression, sexual orientation, age, disability, marital status, income, immigration status, housing status, student status, or political affiliation; and

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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 of the Council shall include the areas within the following lines of demarcation:

A. North:

- Sunset Boulevard, from Veteran Avenue to Hilgard Avenue; and

B. East:

- Hilgard Avenue, from Sunset Boulevard to Strathmore Drive;
- Strathmore Drive, from Hilgard Avenue to the rear of the properties fronting on Hilgard Avenue;
- The rear of the properties fronting on Hilgard Avenue, from Strathmore Drive to Thayer Avenue;
- Thayer Avenue, from the rear of the properties fronting on Hilgard Avenue to Westholme Avenue;
- Westholme Avenue, from Thayer Avenue to the dividing line between the rear of the properties fronting on Hilgard Avenue and the rear of properties fronting on Malcolm Avenue;
- The dividing line between the rear of the properties fronting on Hilgard Avenue and the rear of properties fronting on Malcolm Avenue, from Westholme Avenue to Weyburn Avenue;
- Weyburn Avenue, from the dividing line between the rear of the properties fronting on Hilgard Avenue and the rear of properties fronting on Malcolm Avenue to Malcolm Avenue;
- Malcolm Avenue, from Weyburn Avenue to the rear of the properties fronting on Wilshire Boulevard;
- The rear of the properties fronting on Wilshire Boulevard, from Malcolm Avenue to the eastern edge of the parking lot of the Westwood Presbyterian Church (10822 Westwood Boulevard);
- The eastern, southern, and western edges of the parking lot of the Westwood Presbyterian Church, from the rear of the properties fronting on Wilshire Boulevard to the rear of the properties fronting on Wilshire Boulevard;
- The rear of the properties fronting on Wilshire Boulevard, from the western edge of the parking lot of the Westwood Presbyterian Church to the rear of the properties fronting on Glendon Avenue;
- The rear of the properties fronting on Glendon Avenue, from the rear of the properties fronting on Wilshire Boulevard to Wellworth Avenue;
- Wellworth Avenue, from the rear of the properties fronting on Glendon Avenue to the alley between Westwood Boulevard and Glendon Avenue;
- The alley between Westwood Boulevard and Glendon Avenue, from Wellworth Avenue to Ohio Avenue; and

C. South:

- Ohio Avenue, from the alley between Westwood Boulevard and Glendon Avenue to Veteran Avenue; and

D. West:

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- Veteran Avenue, from Ohio Avenue to the southern edge of the Westwood Recreation Center and Westwood Park complex;
- The southern edge of the Westwood Recreation Center and Westwood Park complex, from Veteran Avenue to Sepulveda Boulevard;
- Sepulveda Boulevard, from the southern edge of the Westwood Recreation Center and Westwood Park complex to the northern edge of the Westwood Recreation Center and Westwood Park complex;
- The northern edge of the Westwood Recreation Center and Westwood Park complex, from Sepulveda Boulevard to Veteran Avenue;
- Veteran Avenue, from the northern edge of the Westwood Recreation Center and Westwood Park complex to Sunset Boulevard.

The following locations are shared facilities with the Westwood Neighborhood Council: Los Angeles Fire Department Station 37 (1090 Veteran Avenue), UCLA Outpatient Rehabilitation Services (1000 Veteran Avenue), the Westwood Branch Library (1246 Glendon Avenue), the Westwood Recreation Center and Westwood Park complex (1350 Sepulveda Boulevard), and Westwood Gardens Park (10853 Wellworth Avenue).

The Council shall have non-exclusive jurisdiction over the full width of the public right-of-way of boundary streets.

The boundaries of the Council are set forth in Attachment A: Map of the North Westwood Neighborhood Council.

Section 2: Internal Boundaries

Not applicable

ARTICLE IV: STAKEHOLDER

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

- A. Lives, works, and/or owns real property within the boundaries of the Neighborhood Council; or
- B. Is a Community Interest Stakeholder, defined as an individual who is a member of or participates in a Community Organization within the boundaries of the Neighborhood Council.

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

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

ARTICLE V: GOVERNING BOARD

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

Section 1: Composition

- A. The Board shall consist of nineteen (19) Stakeholders, who must be eighteen (18) years of age or older, who are elected, selected, or appointed by the Board and/or Stakeholders.

- B. The composition of the Board shall be as follows:
 - 1. Homeowner Board Member (1): Open to Stakeholders who own and reside in a residence that is located within the Council boundaries, or who were such resident residence-owners within the past 180 days and intend to return as such resident residence-owners within the next 180 days, as of candidacy filing or selection.
 - 2. Renter Board Members (2): Open to Stakeholders who rent and reside in a residence located within the Council boundaries, or who were such resident residence-renters within the past 180 days and intend to return as such resident residence-renters within the next 180 days, as of candidacy filing or selection.
 - 3. Resident Board Members (2): Open to Stakeholders who live within the Council boundaries, either as a homeowner, renter, person who experiences homelessness, or person who sublets or otherwise resides within the boundaries, or who were such residents within the past 180 days and intend to return to reside in the Council boundaries within the next 180 days, as of candidacy filing or selection.
 - 4. Business Board Members (3): Open to Stakeholders who work at or own a business or business property within the Council boundaries, or who were such business Stakeholders within the past 180 days and intend to become such business Stakeholders again within the next 180 days, as of candidacy filing or selection.
 - 5. Undergraduate Student Board Members (2): Open to Stakeholders who are undergraduate students at a university or college within the Council boundaries, including those on temporary leaves of absence approved by their university or college, or who were such students enrolled within the past 180 days and intend to re-enroll as such within the next 180 days, as of candidacy filing or selection.
 - 6. Graduate Student Board Member (1): Open to Stakeholders who are graduate or professional students at a university or college within the Council boundaries, including those on temporary leaves of absence approved by their university or college, or who were such students enrolled within the past 180 days and intend to re-enroll as such within the next 180 days, as of candidacy filing or selection.
 - 7. University Staff Board Member (1): Open to Stakeholders who work at a university or college within the Council boundaries A) in a capacity in which they spend the majority of their time neither conducting research nor teaching and/or B) in a role classified by their university or

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college as “staff,” or who were such employees within the past 180 days and intend to be re-employed as such within the next 180 days, as of candidacy filing or selection.

8. Faculty/Teaching Board Member (1): Open to Stakeholders who work at a university or college within the Council boundaries A) in a capacity in which they spend the majority of their time conducting research and/or teaching, including post-doctoral fellows, lecturers, staff scientists, staff researchers, and those teaching and research assistants with an appointment of over half of full time, and/or B) in a role classified by their university or college as “faculty,” or who were such employees within the past 180 days and intend to be re-employed as such within the next 180 days, as of candidacy filing or selection.
 9. Worker Board Member (1): Open to non-owner, paid workers of a business, non-profit, educational institution, or other establishment within the Council boundaries, or who were such workers within the past 180 days and intend to be re-employed as such within the next 180 days, as of candidacy filing or selection.
 10. Organizational Board Members (2): Open to Stakeholders who actively participate in a religious organization, educational institution, community organization, non-profit organization, neighborhood association, chamber of commerce, business improvement district, sorority, fraternity, school or parent group, student association, arts association, service organization, cultural group, etc. that primarily operates within the Council boundaries, or who were such active organizational participants within the past 180 days and intend to become such active organizational participants again within the next 180 days, as of candidacy filing or selection.
 11. At-large Board Members (3): Open to Stakeholders who are at least eighteen (18) years of age and who live, work, and/or own real property within the Council boundaries or are a member of or participate in a Community Organization within the Council boundaries that has continuously maintained a physical street address within the Council boundaries for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the Council boundaries
- C. 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”).
- D. A Board Member who remains a Stakeholder of the Council but whose Stakeholder category has shifted may serve out the remainder of their term in the seat to which they were elected or selected.

Section 2: Quorum

- A. The quorum shall be 10 members of the Board.
- B. In the event the Board should lose its ability to establish an ongoing quorum due to a lack of seated Board Members, it shall consult with the Department to establish a procedure for reestablishing quorum and seating Board Members in concordance with Board of Neighborhood Commissioners (“Commission”) policies.

Section 3: Official Actions

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Unless specified otherwise in these Bylaws or in State law or City ordinance, the Board may take official action at a meeting at which a quorum is met if the action: A) receives a simple majority vote of the Board Members present and voting, with abstentions treated as a non-vote.

Section 4: Terms and Term Limits

- A. Elected Board Members shall serve a two (2) year term. Terms of office shall begin on July 1 of an election year and end on June 30 two (2) years later, unless specified otherwise by Department policy.
- B. Board Members may serve no more than four (4) consecutive full terms, after which they may not run for the subsequent term of office nor serve on the Board at any point during the subsequent term of office.
- C. Board Members in office for at least part of each term for five (5) consecutive terms may not run for the subsequent term of office nor serve on the Board at any point during the subsequent term of office. For the purpose of this section, the first term of the North Westwood Neighborhood Council, whose members were elected in October 2018, shall count as a partial term, not a full term.
- D. Board Members may not run for nor be elected nor selected to a term of office that, if fully served, would cause them to exceed 15 years of service in total.

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 the Board or by the President acting in furtherance of Board action. The Board or the President acting in furtherance of Board action may 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 or the President acting in furtherance of Board action.

Section 6: Vacancies

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

- A. Within ten (10) business days of a Board seat becoming vacant, the Council shall notify the public via website posting and all actively managed social media accounts of the opportunity to apply for the open position. At least twenty (20) days after public notice must pass before proceeding with a selection to fill the vacant seat.
- B. Any Stakeholder interested in filling a vacancy on the Board shall submit a written application. Stakeholders who do not submit a written application prior to the Board meeting at which the selection is on the agenda are not eligible. Applicants must meet the eligibility criteria for the particular seat for which they are applying, as of the date of the selection.
- C. The matter shall be placed on the agenda for the next regular Board meeting following the period described in Article V, Section 6.A.

- D. Vacancies on the Board shall be filled by the Board by majority vote of Members present and voting. When there is more than one candidate, instead of voting for or against a motion, Board Members shall vote for a new Board Member by stating the name of their chosen candidate or abstaining. In the event the Board Members are split and no nominee is able to attain a majority to be elected, the Board shall continue to hold rounds of votes until one nominee attains the majority of votes. All nominees who receive zero (0) votes shall be eliminated from consideration in further rounds of voting. If there are more than two (2) nominees, and none obtain a majority in a round of voting, the nominee with the least number of votes among nominees receiving votes shall be eliminated from consideration in further rounds of voting, except if more than one (1) nominee ties for the least number of votes among nominees receiving votes, in which case all such nominees shall remain in consideration for the next round of voting. The votes shall continue until there is a majority winner, unless the Board votes to table further consideration until the next Board meeting, at which no further postponement shall be allowed.
- E. 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 procedure.
- F. The candidate who wins shall fill the remaining term of the Board seat.
- G. Should no Stakeholder apply to fill a vacancy after appropriate outreach is done, the vacancy procedure in the bylaws is followed, and at least one regular Board meeting has occurred after the outreach period, the vacancy shall be reopened, re-advertised, and filled per the procedure above as an At-large Seat, except if doing so would cause a single Stakeholder group to hold a majority of Board seats. Any Stakeholder eligible for an At-large Seat may apply and serve. The next Board term or the next time the seat becomes vacant, however, the seat shall revert to its original eligibility criteria.
- H. In no event shall a vacant seat be filled when the date of a general election for the Board is scheduled to occur within sixty (60) days of the selection, unless only one certified candidate is running for the particular seat currently vacant for the next Board term. The date of a general election shall be defined as the last day of in-person voting; if the election does not have in-person voting, then the date shall be defined as the last day on which ballots can be received to be counted.
- I. If only one certified candidate is running for the particular seat currently vacant for the next Board term, that candidate shall be selected to fill the seat for the remainder of the current Board term, if they request so in writing. In such a case, they shall take office at the start of the next Board meeting after the release of certified candidates.
- J. If a seat is vacant upon the announcement of official election results for the next Board term and the resolution of any relevant election challenges but before the start of the next Board term, the candidate elected for the next Board term to the particular seat currently vacant shall be selected to fill the seat for the remainder of the current Board term, if they request so in writing. In such a case, they shall take office at the start of the next Board meeting after the release of official results.
- K. If no candidates run for a Board seat, a winning candidate expresses in writing to the President their intention not to take their seat, or a winning candidate is disqualified, the seat shall be vacant on the first day of the new Board term. If the winning candidate expresses in writing to the President their intention not to take their seat within twenty (20) days of the first Board meeting of the term or the winning candidate is disqualified within twenty (20) days of the first Board meeting of the term, the vacancy shall be filled per the procedure above. Otherwise, the vacancy shall be filled per the

procedure above, save that A) the outreach may begin as soon as the announcement of official election results for the next Board term and the resolution of any relevant election challenges and must begin at least twenty (20) days from the start of the new Board term and B) the matter shall be placed on the agenda for the first Board meeting of the term as the first action item of the meeting.

Section 7: Absences

- A. An excused absence occurs when a Board Member informs the President beforehand that they will not be able to attend a Board Meeting and provides a reason, and the President deems that reason excused. An unexcused absence occurs when a Board Member otherwise does not attend a Board meeting. The President shall inform the Secretary which absences are excused and unexcused. Each Board Member absence shall be recorded in the Council's meeting minutes and/or other manner of Council record keeping as either excused or unexcused.
- B. Any Board Member who misses three (3) or more regular Board meetings unexcused or five (5) or more regular Board meetings excused within any one (1) year period (not counting any absences while on a leave of absence) may be subject to remedial action by the Board.
- C. Thereupon, the President must notify the assigned attorney of the exceeded absences. The President must also notify the Board Member in writing and may place on the agenda of a Board meeting at least thirty (30) days thereafter a motion for appropriate remedial action. Such remedial actions may include removal of the Board Member from the Board. The Board Member subject to remedial action shall be given reasonable time to be heard at the meeting, either orally or in writing, prior to the Board's vote on remedial action. The Board Member who is the subject of the remedial action shall not be allowed to vote and shall not be counted when determining the majority vote.
- D. The Board shall be empowered to create Standing Rules on the allowed number of meetings Board Members may attend in person versus remotely, should teleconferencing be used as part of meetings, and may take remedial action on Board Members who fail to meet those rules, according to the procedures in this section.
- E. A Board Member who is or, if they were employed, would be eligible for leave under state or federal family and medical leave laws, may take a leave of absence of up to three (3) months by informing the President in writing. In any other circumstance, a Board Member may request in writing from the President, and the President at their discretion may grant, a leave of absence of up to three (3) months. A Board Member's leave of absence shall also count as a leave of absence from any roles of Officer, Committee Chair, Committee Co-chair, Committee Member, and representative of the Council on other bodies. During their period of leave, a Board Member's absences from Board meetings shall not count towards potential remedial action.
- F. During a Board Member's leave, the Board may select a temporary, alternate Board Member to fill the Board seat until the Board Member on leave returns. The alternate Board Member shall be selected by the same process by which a vacant Board seat is filled. The alternate Board Member shall otherwise have all the powers and responsibilities of other Board Members. A Board seat with an alternate Board Member serving in it shall count as "filled" for the purpose of determining Board quorum and other references in these bylaws, but a Board seat with a Board Member on leave without an alternate Board Member serving in it shall not count as "filled."

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 Board that the Member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. Grounds for censure include but are not limited to persistent disruptive conduct at meetings, violations or abuses of the Board's bylaws or rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal process by acting in bad faith.

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

- A. A motion to censure a Board Member may be initiated by any three (3) Board Members. Those Board Members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a Committee. The motion shall be delivered to any Officer of the Board or a specific Officer or Member of the Board as may be specified in the bylaws or Standing Rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed censure including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions (e.g., "for alleged violations of the Code of Conduct") but shall contain factual statements that describe conduct only and is not intended to embarrass or humiliate the Board Member.
- B. The Board Member, group of Board Members or Committee responsible for setting the final Board agenda shall include the motion on the agenda of the next regular or special Board meeting scheduled at least thirty (30) days following the delivery of the proposed censure motion.
- C. The Board Member subject to censure shall be given a minimum of thirty (30) days prior written notice, which may include e-mail sent to the last e-mail 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 Article V, Section 8.A above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to the meeting at which the motion to censure will be considered.
- D. The Board Member subject to censure shall be given a reasonable opportunity to be heard at the meeting, either orally or in writing, prior to the Board's vote on a motion of censure.
- E. The Board shall decide by a majority vote of those present and voting whether or not the Board Member should be censured. The Board Member who is the subject of the censure motion shall not be counted as part of the majority present and voting and shall not be allowed to vote. For the purpose of censure motions, abstentions shall not be counted as votes.
- F. In no event shall a motion to censure a Board Member be heard by the Neighborhood Council within sixty (60) days of the next scheduled Board election or selection.

Section 9: Removal

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

persistent disruptive conduct at meetings, violations or abuses of the Board's bylaws or Standing Rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal processes by acting in bad faith.

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

- A. A motion to remove a Board Member may be initiated by any three (3) Board Members. Those Board Members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a Committee. The proposed motion shall be delivered to any Officer of the Board or a specific Officer or Member of the Board as may be specified in the bylaws or Standing Rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed removal action including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions (e.g., "for alleged violations of the Code of Conduct") but shall contain factual statements that describe conduct only and is not intended to embarrass or humiliate the Board Member. The motion to remove shall also include a copy of the prior censure motion and the date it was passed.
- B. The Board Member, group of Board Members or Committee responsible for setting the final Board agenda shall list and briefly describe the motion on the agenda of the next regular or special Board meeting scheduled at least thirty (30) days following the delivery of the proposed removal motion.
- C. The Board Member subject to removal shall be given a minimum of thirty (30) days prior written notice, which may include e-mail sent to the last e-mail 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 Article V, Section 9.A above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to any meeting at which a motion to remove will be considered.
- D. The Board Member subject to removal shall be given reasonable time to be heard at the meeting, either orally or in writing, prior to the Board's vote on a motion for removal.
- E. The Board shall decide whether or not the Board Member should be removed by an affirmative vote of two thirds ($\frac{2}{3}$) 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 ($\frac{2}{3}$) majority vote. For the purpose of the removal motion, abstentions shall not be counted as votes.
- F. In no event shall a motion to remove a Board Member be heard by the Neighborhood Council within sixty (60) days of the next election or selection.
- G. The Commission may review a Neighborhood Council's removal decision if requested to do so by the affected Board Member. Once the request is made for the Commission to review the decision to remove, the Neighborhood Council voting to remove the Board Member may not fill the vacancy created by the removal until the Commission has made a decision on whether the removal was proper or the Commission declines to review the matter. The Commission's decision whether to hear or decline to hear the removal review request shall be sent in writing to the requestor and the Neighborhood Council within thirty (30) days after the request for review is delivered.
- H. A request for the Commission to review a Neighborhood Council's removal decision shall proceed as follows:

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1. The request must in writing and must be delivered to the Executive Assistant of the Commission or, in the absence of an Executive Assistant, to the President of the Commission within thirty (30) days of the date of the action by the Neighborhood Council to remove the Board Member.
 2. The request must state the basis for the review. The request shall not cite or present any evidence not considered by the Neighborhood Council but must address only procedural deficiencies.
 3. If the Commission determines the request for review raises sufficient questions regarding procedural deficiencies and agrees to hear the review, it will be placed on the agenda of a regular or special meeting of the Commission within sixty (60) days of receipt of the request for review.
 4. At the review the Commission will determine if the facts as presented support the removal motion and if the procedures set out in this policy were correctly applied.
 5. If the Commission determines that there were either factual or procedural deficiencies, the Commission may either reinstate the Board Member or return the matter to the Neighborhood Council for further consideration.
 6. If the Commission returns the matter for further consideration and the Neighborhood Council does not act within sixty (60) days of the Commission's decision the Board Member will be considered reinstated.
 7. During the period of appeal, the Board Member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions.
 8. If the matter is returned to the Neighborhood Council for further consideration the Board Member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions until the Board takes action as requested by the Commission or until the expiration of the sixty (60) day time period.
- I. This policy is not intended to restrict or eliminate a Neighborhood Council's ability to remove or render ineligible to serve Board Members who fail to attend meetings, join Committees, maintain their Stakeholder status, or perform other duties as may be described in the Neighborhood Council's bylaws and/or Standing Rules. Nor is it intended to limit a Neighborhood Council's ability to remove Committee Chairs or Committee Members according to the Neighborhood Council's bylaws and/or Standing Rules.

Section 10: Resignation

- A. A Board Member may resign in writing to the President, and the position shall then be deemed vacant. Unless the Board Member specifies otherwise, a resignation from the Board shall also count as a resignation from any and all Committees and Committee Chair and Co-chair roles.
- B. When any Board Member ceases to be a Stakeholder of the Council, their position shall be deemed vacant. If the Stakeholder status of a Board Member is challenged, then the Department shall contact the Board Member and verify Stakeholder status using its procedure.

Section 11: Community Outreach

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- A. 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.
- B. The Council shall have a standing Outreach and Communications Committee, which shall report its activities and recommendations to the Board.
- C. The Council shall maintain a website and social media presence to disseminate information to Council Stakeholders and others interested in the Council.
- D. 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, social media posts, pamphlets, and other related materials. It may also include e-mails to various organizations and Stakeholders, including local government officials, business improvement districts, neighborhood associations, student associations, and other local organizations, as determined by the Board.

ARTICLE VI: OFFICERS

Section 1: Officers of the Board

The Officers of the Board (“Officers”) shall be Board Members and shall include the following positions: President, Vice President, Secretary, and Treasurer.

Section 2: Duties and Powers

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

- A. The President shall act as the chief executive of the Council and shall preside at all Council meetings. In the absence of the President, the remaining Officers in the order enumerated below shall serve in place of the President. If all other Officers are unable to serve, the most senior Board Member by length of service on the Board shall serve in place of the President, with ties in service broken by mutual agreement or lot.
- B. The Vice President shall serve in place of the President if the President is unable to serve and shall perform other duties as delegated by the President.
- C. The Secretary shall keep minutes of all Board meetings or delegate such task; ensure a digital archive of true and accurate records is kept of all proceedings and Board documents; assist in preparing and disseminating Board meeting agendas at the direction of the President; maintain a current roster of Board Members, Officers, and representatives on other bodies; assist Committee Chairs in maintaining a current roster of Committee Members; and provide access to copies of Council-related materials when formally requested in concordance with any state or municipal law.
- D. The Treasurer shall have charge and custody of and be responsible for the management of all Council funds and maintain records of the Council’s finances. The Treasurer shall undergo all requisite financial training and certification as required by City oversight entities.

Section 3: Selection of Officers

- A. Officer positions shall be selected by the Board by majority vote of Members present and voting at the first Board meeting of each Board term of office and the next Board meeting after a particular office becomes vacant. When there is more than one candidate, instead of voting for or against a motion, Board Members shall vote for Officers by stating the name of their chosen candidate or abstaining. In the event the Board Members are split and no nominee is able to attain a majority to be elected to an Officer position, the Board shall continue to hold rounds of votes until one nominee attains the majority of votes. All nominees who receive zero (0) votes shall be eliminated from consideration in further rounds of voting. If there are more than two (2) nominees for an Officer position, and none obtain a majority in a round of voting, the nominee with the least number of votes among nominees receiving votes shall be eliminated from consideration in further rounds of voting, except if more than one (1) nominee ties for the least number of votes among nominees receiving votes, in which case all such nominees shall remain in consideration for the next round of voting. The votes shall continue until there is a majority winner, unless, for offices other than the President, the Board votes to table further consideration until the next Board meeting, at which no further postponement shall be allowed.
- B. During a leave of absence of an Officer other than the President, the Board may select a temporary alternate to fill the role until the Officer on leave returns. The alternate Officer shall be selected by the same process by which a vacant Officer role is filled. The alternate Officer shall otherwise have all the powers and responsibilities of the office.

Section 4: Officer Terms

- A. The terms of Officers shall be the same as the two (2) year term of office of the Board, save that a Board Member may continue to serve as an Officer until a successor is elected, provided they remain a Board Member.
- B. Any Officer who ceases to be a Board Member shall lose their Officer role.
- C. The Vice President, Secretary, and Treasurer may resign in writing to the President. The President may resign in writing to the Secretary.

Section 5: Representatives on Other Bodies

- A. Election of Board Members as representatives and alternate representatives of the Council on other bodies, such as Neighborhood Council alliances and neighborhood coalitions, shall be placed on the agenda of the first or second Board meeting of each Board term of office, and as needed as vacancies in these roles occur.
- B. Representatives and alternate representatives of the Council on other bodies shall be selected by the Board by majority vote of Members present and voting. When there is more than one candidate, instead of voting for or against a motion, Board Members shall vote for such representatives or alternate representatives by stating the name of their chosen candidate or abstaining. In the event the Board Members are split and no nominee is able to attain a majority to be elected, the Board shall continue to hold rounds of votes until one nominee attains the majority of votes. All nominees who receive zero (0) votes shall be eliminated from consideration in further rounds of voting. If there are more than two (2) nominees, and none obtain a majority in a round of voting, the nominee with the least number of votes among nominees receiving votes shall be eliminated from consideration in

further rounds of voting, except if more than one (1) nominee ties for the least number of votes among nominees receiving votes, in which case all such nominees shall remain in consideration for the next round of voting. The votes shall continue until there is a majority winner, unless the Board votes to table further consideration until the next Board meeting, at which no further postponement shall be allowed.

- C. Should all representatives and alternate representatives of the Council on a body be unavailable to attend a meeting of that body, or should no representative or alternate representative have been selected at the time of the meeting, the President shall be able to appoint an alternate representative of the Council on that body from among the Board Members, to serve for the duration of said meeting.
- D. A Board Member may continue to serve as a representative or alternate representative of the Council on a body until a successor is elected, provided they remain a Board Member.
- E. An alternate representative of the Council on a body shall become the representative of the Council on said body should the role of representative of the Council on said body become vacant.
- F. Any representative or alternate representative of the Council on a body who ceases to be a Board Member shall lose their role.
- G. A representative or alternate representative of the Council on a body may resign in writing to the President.

ARTICLE VII: COMMITTEES AND THEIR DUTIES

All Standing and Ad Hoc Committees shall be established by the Board and may be disbanded by the Board.

Section 1: Standing Committees

Standing Committees of the Neighborhood Council include: the Budget and Finance Committee, the Outreach and Communications Committee, and the Planning and Land Use Committee. Other Standing Committees may be established in the Standing Rules.

Section 2: Ad Hoc Committees

- A. The Board may create Ad Hoc Committees as needed to address temporary issues and report findings, conclusions, and/or recommendations on them to the Board. An Ad Hoc Committee must have a defined purpose and limited timeframe, carry out a specific task, and cease to exist upon the completion of its specific task.
- B. If an Ad Hoc Committee includes any Committee Members who are not Board Members, the Committee must operate under the notice and posting requirements of the Brown Act.

Section 3: Committee Chairs

- A. All Committee Chairs shall be Stakeholders and shall be nominated by the President and confirmed by the Board. Upon confirmation, they shall also become a Member of the Committee, if they were not already.

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- B. A Committee may have a Co-chair, who shall serve in place of the Chair if the Chair is unable to serve and shall perform other duties as delegated by the Chair. All Co-chairs shall be Stakeholders and shall be nominated by the President and confirmed by the Board. Upon confirmation, they shall also become a Member of the Committee, if they were not already. A Committee Co-chair shall become Committee Chair should the role of Committee Chair become vacant.
- C. The term of a Committee Chair and Co-chair shall be the Board term of office, unless removed by Board vote. However, if still a Stakeholder, a Committee Chair or Co-chair can continue to serve after that term until a successor is confirmed, unless removed by Board vote. If no successor is selected at the first or second Board meeting of each Board term of office, the Committee Chair or Co-chair shall receive another term, if still a Stakeholder.
- D. Chairs shall keep minutes of Committee meetings or delegate doing so, maintain a roster of Committee Members, and provide regular reports on Committee matters to the Board.
- E. A Committee Chair or Co-chair who is or, if they were employed, would be eligible for leave under state or federal family and medical leave laws, may take a leave of absence of up to three (3) months by informing the President in writing. In any other circumstance, a Committee Chair or Co-chair may request in writing from the President, and the President at their discretion may grant, a leave of absence of up to three (3) months. A Committee Chair or Co-chair's leave of absence shall also count as a leave of absence from Committee Membership.
- F. During a simultaneous leave of absence of both a Committee Chair and Co-chair, the President and Board may select a temporary alternate Co-chair to fill the role of Co-chair until the either Committee Chair or Co-chair on leave returns. The alternate Committee Co-chair shall be selected and removed by the same process by which a vacant Committee Co-chair role is filled. The alternate Committee Co-chair shall otherwise have all the powers and responsibilities of the role, except for automatic succession to the role of Committee Chair if the Committee Chair role becomes vacant.
- G. Any Committee Chair or Co-chair who ceases to be a Stakeholder of the Council shall lose their Chair or Co-chair role, respectively. If the Stakeholder status of a Committee Chair or Co-chair is challenged, then the Department shall contact the Committee Chair or Co-chair, respectively, and verify Stakeholder status using its procedure.
- H. A Committee Chair or Co-chair may resign in writing to the President.
- I. The President may initiate a motion to remove a Committee Chair or Co-chair. A written notice of said motion shall be sent to the Committee Chair or Co-chair subject to removal. The motion shall be placed on the agenda of the next Board meeting at least thirty (30) days thereafter. The Committee Chair or Co-chair 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. Removal shall require a majority vote of Board Members present and voting. A Committee Chair or Co-chair subject to removal who is also a Board Member shall not be allowed to vote and shall not be counted when determining the majority vote.
- J. A Board Member that receives a censure under Article V, Section 8 or is removed under Article V, Section 7 or Article V, Section 9 shall be removed as a Committee Chair or Co-chair, unless the motion to censure or remove specifies otherwise.

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Section 4: Committee Membership

- A. All Committees are open to all Stakeholders. Committees shall consist of at least two (2) Members. At most, five (5) Board Members may be Members of any given Committee.
- B. The Treasurer shall be a Member of the Budget and Finance Committee.
- C. All other Committee Members shall be nominated by the President during a Board meeting and shall be confirmed unless any Board Member objects. If any Board Member objects, then the Board shall vote on whether to confirm the Committee Member.
- D. Should more than five (5) Board Members seek to be on a given Committee, or should a situation occur in which more than five (5) Board Members would be on a given Committee (for instance, the election of a Committee Member to the Board), the President shall have the authority to select which five (5) Members shall serve on that Committee, subject to other provisions of these Bylaws.
- E. A Committee Member who is not a Board Member nor the Committee Chair or Co-chair and who is or, if they were employed, would be eligible for leave under state or federal family and medical leave laws, may take a leave of absence of up to three (3) months by informing the Committee Chair in writing. In any other circumstance, a Committee Member who is not a Board Member nor the Committee Chair or Co-chair may request in writing from the Committee Chair, and the Committee Chair at their discretion may grant, a leave of absence of up to three (3) months.
- F. Any Committee Member on leave shall not count as a Member for the purposes of determining Committee quorum and thresholds for taking official Committee action.
- G. Any Committee Member who ceases to be a Stakeholder of the Council shall lose their Committee Membership. If the Stakeholder status of a Committee Member is challenged, then the Department shall contact the Committee Member and verify Stakeholder status using its procedure.
- H. A Committee Member, other than those listed in Article VII, Section 4.B., may resign in writing to the Committee Chair.
- I. If a Committee Member, other than those listed in Article VII, Section 4.B, A) has not attended a Committee meeting in the prior six (6) months and the Committee has met at least two (2) times in the prior six (6) months, B) has not responded to repeated communications seeking response from the Committee Chair in the prior six (6) months, and/or C) has not performed other duties as may be described in the Neighborhood Council's bylaws and/or Standing Rules in the prior (6) months, the Committee Chair may remove said Committee Member from the Committee, except if the Committee Member was on a leave of absence in the prior six (6) months.
- J. Any two Board Members or the President alone may initiate a motion to remove a Committee Member for cause. A Committee Chair may initiate a motion to remove for cause a Committee Member on a Committee they chair. Grounds for removal under this subsection include but are not limited to persistent disruptive conduct at meetings, violations or abuses of the bylaws or Standing Rules, violations of the Code of Conduct, and acting on behalf of the Board without authorization. A written notice of said motion shall be sent to the Committee Member subject to removal. The motion shall be placed on the agenda of the next Board meeting at least thirty (30) days thereafter. The Committee 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. Removal shall require a

majority vote of Board Members present and voting. A Committee Member subject to removal who is also a Board Member shall not be allowed to vote and shall not be counted when determining the majority vote. A Committee Member removed by such a vote shall also thereby be removed as Committee Chair or Co-chair if applicable.

- K. A Board Member that receives a censure under Article V, Section 8 or is removed under Article V, Section 7 or Article V, Section 9 shall be removed as a Committee Member, unless the motion to censure or remove specifies otherwise.

Section 5: Committee Operations

- A. With the exception of Ad Hoc Committees composed solely of Board Members created in compliance with Article VII, Section 2, Committee meetings are subject to and shall be conducted in accordance with the dictates of the Brown Act, and minutes shall be taken at every Committee meeting.
- B. Quorum for a Committee shall be the lesser of: A) a majority of Committee Members or B) four (4) Committee Members.
- C. A Committee of at least five (5) Committee Members may take official action at a meeting at which a quorum is met if the action: A) receives a simple majority vote of the Committee Members present and voting, with abstentions treated as a non-vote, and B) receives at least three (3) affirmative votes from Committee Members.
- D. A Committee of four (4) or fewer Committee Members may take official action at a meeting at which a quorum is met if the action receives a simple majority vote of the Committee Members present and voting, with abstentions treated as a non-vote.
- E. Committees may vote upon recommendations for the Board to take action but may not take official positions themselves.

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.

Prior to any official action, there shall be a period of public comment. The Board shall determine the length and format of the period as appropriate.

Section 1: Meeting Time and Place

- A. All meetings shall be held within the Council boundaries and/or via teleconferencing, as allowed by law, at a location, date, and time set by the Board for Board meetings and a Committee for Committee meetings. A calendar of regular Board meetings shall be on the agenda and established by the Board at its first meeting of each Board term. A calendar of regular Committee meetings may be established by each Committee.

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- B. Regular Board meetings shall be held at least once per quarter and may be held more frequently.
- C. The President shall be allowed to call a special Board meeting as needed. Board Members composing a majority of filled Board seats shall be allowed to call a special Board meeting, which may be done in writing to the Secretary and/or by making a verbal announcement at any Board meeting conducted in accordance with the Brown Act.
- D. A Committee Chair shall be allowed to call a special Committee meeting of their Committee as needed. Committee Members composing a majority of seats on a Committee shall be allowed to call a special Committee meeting, which may be done in writing to the Committee Chair and/or by making a verbal announcement at any Committee meeting conducted in accordance with the Brown Act.
- E. Committees shall meet at least once per year.

Section 2: Agenda Setting

- A. The President shall set the agenda for each Board meeting, except when:
 - 1. The bylaws mandate the placement of an item on the agenda, or
 - 2. Board Members composing a majority of filled Board seats call for an item to be added, which may be done in writing to the Secretary and/or by making a verbal announcement at any Board meeting conducted in accordance with the Brown Act, in which case the item shall be placed on the agenda of either the next Board meeting or the following Board meeting, as selected by the President.
- B. Committee Chairs shall set the agenda for their Committee's meetings, except when:
 - 1. The bylaws or the Board mandate the placement of an item on the agenda, or
 - 2. Committee Members composing a majority of the Committee call for an item to be added, which may be done in writing to the Committee Chair and/or by making a verbal announcement at any Committee meeting conducted in accordance with the Brown Act, in which case the item shall be placed on the agenda of the next Committee meeting.
- C. In instances where the bylaws call for an item to be on the agenda at the next Board meeting, next regular Board meeting, or next Committee meeting, this shall be defined as the next such meeting to which an item can be added to the agenda within the timelines and rules of the Brown Act and other applicable laws and governmental policies. Should an item arise too close to a meeting to be able to be added to the agenda, it shall be on the agenda and discussed at the following meeting.
- D. Any Stakeholder may make a proposal for action by the Council by submitting a written request or during the public comment period of a meeting. The Board or a Committee may consider the proposal or may pass a motion objecting to consideration of the proposal and stating the reasons for this objection but is not required to take any action on the proposal.

Section 3: Notifications/Postings

Notice of a regular meeting shall be a minimum of three (3) days (seventy-two (72) hours) in advance of the meeting and at least one (1) day (twenty-four (24) hours) in advance of a special meeting. At a

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minimum, notice shall be posted at one physical location pursuant to the Brown Act and per Commission agenda posting policy. Establishing the physical location for posting of Board agendas shall be placed on the agenda of the first Board meeting of each Board term.

Section 4: Reconsideration of Board Actions

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 Board meeting when the Board initially acted or during the next Board meeting that follows the Board meeting where the action subject to reconsideration occurred.
- C. A Motion for Reconsideration may be proposed only by a Board Member 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 Board meeting where the action that is the subject of reconsideration occurred or by properly placing the Motion for Reconsideration on the agenda of the subsequent meeting.
- 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. The Motion shall be placed on the agenda of the next Board meeting.
- 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.

Section 5: Reconsideration of Committee Actions

A Committee may reconsider or amend its actions through the following Motion for Reconsideration process:

- A. Before the Committee reconsiders any matter, the Committee must approve a Motion for Reconsideration. The Motion for Reconsideration must be approved by official action of the Committee. After determining that an action should be reconsidered, the Committee 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 Committee’s approval of a Motion for Reconsideration must occur, either during the same Committee meeting when the Committee initially acted or during the next Committee meeting that follows the Committee meeting where the action subject to reconsideration occurred.
- C. A Motion for Reconsideration may be proposed only by a Committee Member that previously voted on the prevailing side of the original action that was taken by the Committee (the “moving Committee Member”).
- D. The moving Committee Member may make the Motion for Reconsideration orally during the same Committee meeting where the action that is the subject of reconsideration occurred or by properly placing the Motion for Reconsideration on the agenda of the subsequent meeting.
- E. In order to properly place the Motion for Reconsideration on the agenda of the subsequent meeting, the moving Committee Member shall submit a memorandum to the Committee Chair 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 Committee Chair with an adequate description of the matter(s) to be re-heard and the proposed action that may be adopted by the Committee if the Motion for Reconsideration is approved. The Motion shall be placed on the agenda of the next Committee meeting.
- F. A Motion for Reconsideration that is properly brought before the Committee may be seconded by any Member of the Committee.
- G. This reconsideration process shall be conducted at all times in accordance with the Brown Act.
- H. A Committee may not reconsider a recommendation for the Board to take action once the Board has voted either for or against taking said action, unless a Board Motion for Reconsideration has been proposed but not yet resolved on said action.

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 funding 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. At least once each quarter, the President and at least one (1) other Board Member other than the Treasurer, who is designated by the President, shall examine the Council’s accounts and attest to their accuracy before submitting the documentation to the Department for further review.
- F. The Council shall not enter into any contracts or agreements except through the appropriate City officials.

ARTICLE X: ELECTIONS

Section 1: Administration of Election

- A. The Neighborhood Council's election shall be conducted pursuant to any and all City ordinances, policies, and procedures pertaining to Neighborhood Council elections.
- B. The Council shall make voting as accessible as possible to its Stakeholders by allowing not only in-person voting but also online voting when feasible and mail-in voting when possible.

Section 2: Governing Board Structure and Voting

- A. 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.
- B. All Stakeholders who are students at a university or college within the Council boundaries; who are employed by a business, educational institution, or non-profit within the Council boundaries; who own a property or business within the Council boundaries; and/or who reside within the Council boundaries may vote for all Board Member seats.
- C. All Stakeholders may vote for Organizational and At-large Board Member seats.

Section 3: Minimum Voting Age

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 shall verify their Stakeholder status through written self-affirmation.

Section 5: Restrictions on Candidates Running for Multiple Seats

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

Section 6: Other Election Related Language

- A. Each Stakeholder may cast up to one vote per seat for which they are eligible to vote. Thus, for instance, if there are three (3) At-large Board Member seats, each Stakeholder could vote for up to three (3) candidates, and the top three (3) total vote-getters would win the election.

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- B. Election ties shall be decided based on the City Clerk's Office election procedures.

ARTICLE XI: GRIEVANCE PROCESS

This grievance process is intended to address matters involving procedural disputes, such as the Board's failure to comply with Board Standing 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. Such disagreements may be aired publicly at Council meetings.

The number and timing of Grievances allowed filed shall follow Department policy.

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) and (c)(2).

Section 1: Grievances Submitted by a Stakeholder Who Is Not a Board Member

- A. Once the Department certifies a Grievance by a Stakeholder who is not a Board Member, the Board shall 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.
- B. After receiving a certified Grievance from the Department, the Board must, at its next meeting but not more than sixty (60) calendar days from the communication from the Department, take one of the following actions:
1. Waive consideration of the Grievance and request the Department to forward the Grievance directly to a Regional Grievance Panel for consideration, or
 2. Consider the Grievance in accordance with the following internal Grievance process and issue a decision to sustain and cure or reject the Grievance in whole or in part:
 - a. The matter shall be placed on the agenda of the next Board meeting.
 - b. The President may propose to the grievant resolution(s) to their grievance. If agreed to by the grievant and approved by the Board, the matter shall be closed.
 - c. If the matter is still open, an Ad Hoc Grievance Panel shall be selected, composed of three (3) Stakeholders randomly selected in public at the Board meeting from a list maintained by the Secretary of Stakeholders who have expressed an interest in serving from time-to-time on such a panel to the Secretary. The Secretary shall do so by randomly ordering eligible Stakeholders into a list. The Secretary shall then contact Stakeholders on the list in order, asking if they accept, until three (3) accept. The Secretary shall skip over Stakeholders with conflicts of interest, in possible consultation with the City Attorney's office, and Stakeholders who, if selected, would cause the panel to constitute a group able to carry a motion on any Neighborhood Council body, such as a Committee.
 - d. Within two (2) weeks of the panel's selection, the panel shall meet in a meeting compliant with the Brown Act at a time when the grievant is available. At that meeting, the panel shall

first elect a Chair, then discuss with the person(s) submitting a grievance ways in which the dispute may be resolved, and vote on recommendations.

- e. Within one (1) week following such meeting, the Chair of the panel shall prepare a written report to be sent to the Secretary and forwarded by the Secretary to the Board, outlining the panel's 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 a Board meeting.
 - f. The panel's recommendations shall be placed on the next Board meeting agenda. The Board shall vote on the panel's recommendations and adopt a resolution to the grievance at that meeting.
- C. Any inaction by the Board passing the sixty (60) calendar days shall 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).
- D. 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 final action on the certified Grievance. A Grievant may not appeal a decision by the Board to waive consideration of any or all Grievances.

Section 2: Grievances Submitted by a Board Member

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

Section 3: Regional Grievance Panel

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 ten (10) minutes) and a rebuttal (not to exceed five (5) minutes) on behalf of the Neighborhood Council Board to the Panel.

ARTICLE XII: PARLIAMENTARY AUTHORITY

- A. The Council shall use Rosenberg's Rules of Order when conducting Council meetings. If Rosenberg's Rules of Order are silent on an issue, the Council shall refer to Robert's Rules of Order.
- B. These bylaws supersede the parliamentary rules mentioned above. Additional rules and/or policies and procedures regarding the conduct of meetings may be developed and adopted by the Board.

ARTICLE XIII: AMENDMENTS

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- A. Any Board Member may propose an amendment to these bylaws. A proposed amendment shall be formalized in writing and shall be placed on the agenda of the next regular Board meeting.
- B. Any Stakeholder may propose an amendment to these bylaws during the public comment period of a Board meeting. The Board is not required to take any action on the proposal.
- C. An amendment to these bylaws requires a two-thirds ($\frac{2}{3}$) vote of the Board Members present and voting. All changes shall then be forwarded to the Department for review and approval.
- D. Amendments shall not be valid, final, or effective until approved by the Department and/or Commission. Once approved, any changes in the Bylaws shall become effective immediately.
- E. All amendments and the bylaws themselves shall be severable if challenged, unless otherwise specified. That is, if one provision of an amendment or the bylaws are not approved by the Department or Commission, other provisions shall still be adopted. Should a part of the bylaws, or an amendment to them, be disapproved by the Department or Commission, the President shall have the power to make and promulgate technical corrections to the bylaws, as minimal as possible, such that the disapproved part can be removed without further issue. Any Board Member may challenge these corrections in writing to the Secretary within thirty (30) days of receiving notice of the corrections, in which case the matter shall be placed on the next regular Board meeting agenda. These corrections may then be rejected or modified by simple majority vote of the Board.

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 Plan for a Citywide System of Neighborhood Councils, policies approved by the Commission, the Department's rules and regulations, 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 Americans with Disabilities Act, and all laws and governmental policies pertaining to conflicts of interest.

Section 1: Code of Civility

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

Section 2: Training

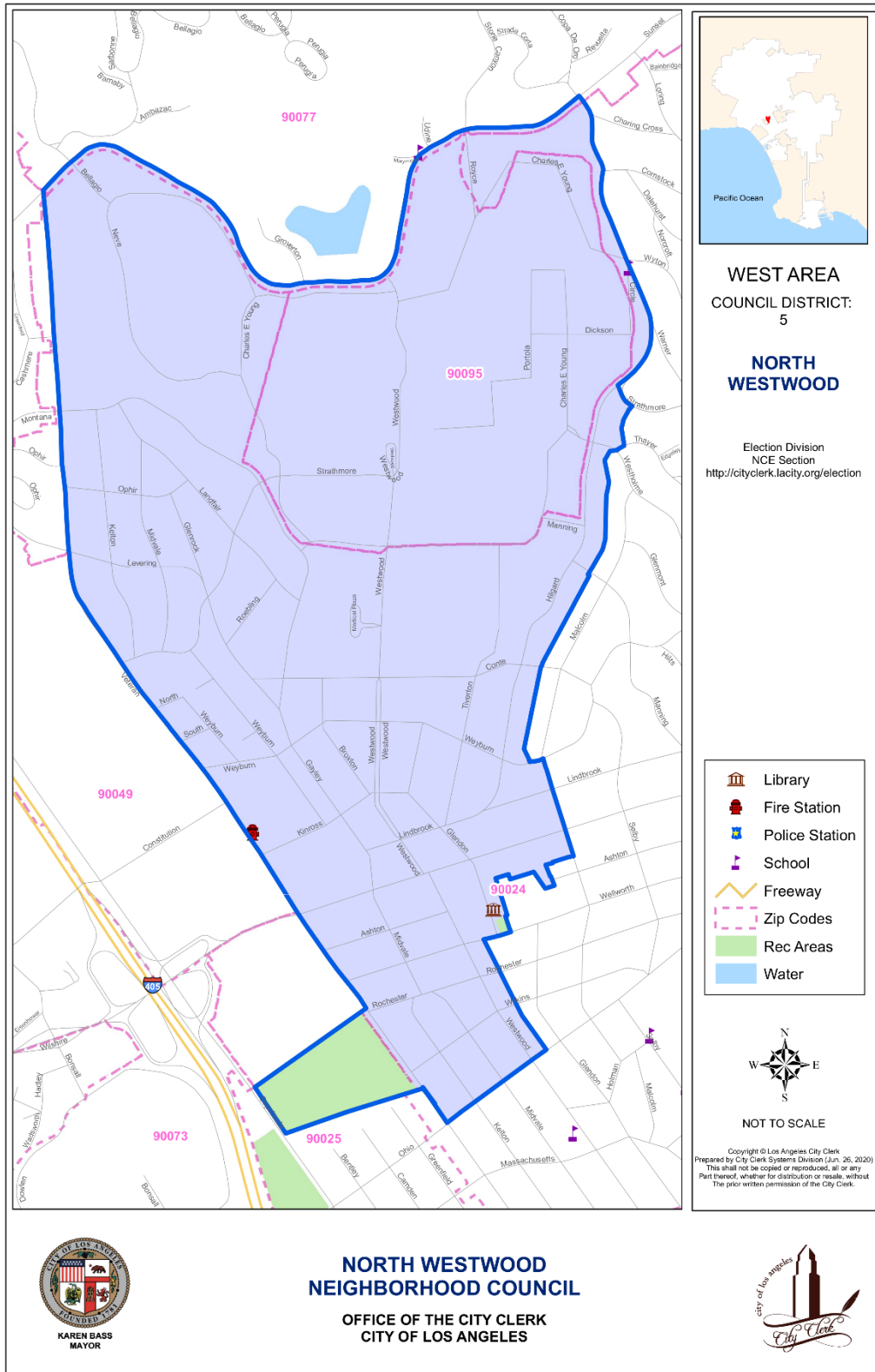
Neighborhood Council Board Members, whether elected, selected or appointed, are required to complete all mandatory trainings in order to vote on issues that come before the Council. Trainings available to Board Members are created to ensure success during their period of service. All Board Members shall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

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

Section 3: Self-assessment

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

ATTACHMENT A: MAP OF THE NORTH WESTWOOD NEIGHBORHOOD COUNCIL



Approved Bylaws April 1, 2024

ATTACHMENT B: GOVERNING BOARD STRUCTURE AND VOTING

NORTH WESTWOOD NEIGHBORHOOD COUNCIL: 19 BOARD SEATS

BOARD POSITION	NUMBER OF SEATS	METHOD OF ASCENSION	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
<p align="center">Homeowner Board Member</p> <p align="center">Term: Two (2) years</p>	1	Elected	Open to Stakeholders who are at least eighteen (18) years of age and who own and reside in a residence that is located within the Council boundaries, or who were such resident residence-owners within the past 180 days and intend to return as such resident residence-owners within the next 180 days, as of candidacy filing or selection	All Stakeholders who are at least sixteen (16) years of age and who are students at a university or college within the Council boundaries; are employed by a business, educational institution, or non-profit within the Council boundaries; own a property or business within the Council boundaries; and/or reside within the Council boundaries
<p align="center">Renter Board Member</p> <p align="center">Term: Two (2) years</p>	2	Elected	Open to Stakeholders who are at least eighteen (18) years of age and who rent and reside in a residence located within the Council boundaries, or who were such resident residence-renters within the past 180 days and intend to return as such resident residence-renters within the next 180 days, as of candidacy filing or selection	All Stakeholders who are at least sixteen (16) years of age and who are students at a university or college within the Council boundaries; are employed by a business, educational institution, or non-profit within the Council boundaries; own a property or business within the Council boundaries; and/or reside within the Council boundaries
<p align="center">Residential Board Member</p> <p align="center">Term: Two (2) years</p>	2	Elected	Open to Stakeholders who are at least eighteen (18) years of age and who live within the Council boundaries, either as a homeowner, renter, person who experiences homelessness, or person who sublets or otherwise resides within the boundaries, or who were such residents within the past 180 days and intend to return to reside in the Council boundaries within the next 180 days, as of candidacy filing or selection	All Stakeholders who are at least sixteen (16) years of age and who are students at a university or college within the Council boundaries; are employed by a business, educational institution, or non-profit within the Council boundaries; own a property or business within the Council boundaries; and/or reside within the Council boundaries

BOARD POSITION	NUMBER OF SEATS	METHOD OF ASCENSION	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
<p>Business Board Member</p> <p>Term: Two (2) years</p>	3	Elected	Open to Stakeholders who are at least eighteen (18) years of age and who work at or own a business or business property within the Council boundaries, or who were such business Stakeholders within the past 180 days and intend to become such business Stakeholders again within the next 180 days, as of candidacy filing or selection	All Stakeholders who are at least sixteen (16) years of age and who are students at a university or college within the Council boundaries; are employed by a business, educational institution, or non-profit within the Council boundaries; own a property or business within the Council boundaries; and/or reside within the Council boundaries
<p>Undergraduate Student Board Member</p> <p>Term: Two (2) years</p>	2	Elected	Open to Stakeholders who are at least eighteen (18) years of age and who are undergraduate students at a university or college within the Council boundaries, including those on temporary leaves of absence approved by their university or college, or who were such students enrolled within the past 180 days and intend to re-enroll as such within the next 180 days, as of candidacy filing or selection	All Stakeholders who are at least sixteen (16) years of age and who are students at a university or college within the Council boundaries; are employed by a business, educational institution, or non-profit within the Council boundaries; own a property or business within the Council boundaries; and/or reside within the Council boundaries
<p>Graduate Student Board Member</p> <p>Term: Two (2) years</p>	1	Elected	Open to Stakeholders who are at least eighteen (18) years of age and who are graduate or professional students at a university or college within the Council boundaries, including those on temporary leaves of absence approved by their university or college, or who were such students enrolled within the past 180 days and intend to re-enroll as such within the next 180 days, as of candidacy filing or selection	All Stakeholders who are at least sixteen (16) years of age and who are students at a university or college within the Council boundaries; are employed by a business, educational institution, or non-profit within the Council boundaries; own a property or business within the Council boundaries; and/or reside within the Council boundaries

BOARD POSITION	NUMBER OF SEATS	METHOD OF ASCENSION	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
<p>University Staff Board Member</p> <p>Term: Two (2) years</p>	1	Elected	<p>Open to Stakeholders who at least are eighteen (18) years of age and who work at a university or college within the Council boundaries A) in a capacity in which they spend the majority of their time neither conducting research nor teaching and/or B) in a role classified by their university or college as “staff,” or who were such employees within the past 180 days and intend to be re-employed as such within the next 180 days, as of candidacy filing or selection</p>	<p>All Stakeholders who are at least sixteen (16) years of age and who are students at a university or college within the Council boundaries; are employed by a business, educational institution, or non-profit within the Council boundaries; own a property or business within the Council boundaries; and/or reside within the Council boundaries</p>
<p>Faculty/Teaching Board Member</p> <p>Term: Two (2) years</p>	1	Elected	<p>Open to Stakeholders who at least are eighteen (18) years of age and who work at a university or college within the Council boundaries A) in a capacity in which they spend the majority of their time conducting research and/or teaching, including post-doctoral fellows, lecturers, staff scientists, staff researchers, and those teaching and research assistants with an appointment of over half of full time, and/or B) in a role classified by their university or college as “faculty,” or who were such employees within the past 180 days and intend to be re-employed as such within the next 180 days, as of candidacy filing or selection</p>	<p>All Stakeholders who are at least sixteen (16) years of age and who are students at a university or college within the Council boundaries; are employed by a business, educational institution, or non-profit within the Council boundaries; own a property or business within the Council boundaries; and/or reside within the Council boundaries</p>

BOARD POSITION	NUMBER OF SEATS	METHOD OF ASCENSION	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
<p>Worker Board Member</p> <p>Term: Two (2) years</p>	1	Elected	<p>Open to Stakeholders who are at least eighteen (18) years of age and who are a non-owner, paid worker of a business, non-profit, educational institution, or other establishment within the Council boundaries, or who were such workers within the past 180 days and intend to be re-employed as such within the next 180 days, as of candidacy filing or selection</p>	<p>All Stakeholders who are at least sixteen (16) years of age and who are students at a university or college within the Council boundaries; are employed by a business, educational institution, or non-profit within the Council boundaries; own a property or business within the Council boundaries; and/or reside within the Council boundaries</p>
<p>Organizational Board Member</p> <p>Term: Two (2) years</p>	2	Elected	<p>Open to Stakeholders who are at least eighteen (18) years of age and who actively participate in a religious organization, educational institution, community organization, non-profit organization, neighborhood association, chamber of commerce, business improvement district, sorority, fraternity, school or parent group, student association, arts association, service organization, cultural group, etc. that primarily operates within the Council boundaries, or who were such active organizational participants within the past 180 days and intend to become such active organizational participants again within the next 180 days, as of candidacy filing or selection</p>	<p>All Stakeholders who are at least sixteen (16) years of age and who live, work, and/or own real property within the Council boundaries or are a member of or participate in a Community Organization within the Council boundaries that has continuously maintained a physical street address within the Council boundaries for not less than one year and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the Council boundaries</p>

BOARD POSITION	NUMBER OF SEATS	METHOD OF ASCENSION	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
<p>At-large Board Member</p> <p>Term: Two (2) years</p>	<p>3</p>	<p>Elected</p>	<p>Open to Stakeholders who are at least eighteen (18) years of age and who live, work, and/or own real property within the Council boundaries or are a member of or participate in a Community Organization within the Council boundaries that has continuously maintained a physical street address within the Council boundaries for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the Council boundaries</p>	<p>All Stakeholders who are at least sixteen (16) years of age and who live, work, and/or own real property within the Council boundaries or are a member of or participate in a Community Organization within the Council boundaries that has continuously maintained a physical street address within the Council boundaries for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the Council boundaries</p>