

# **Historic Cultural North Neighborhood Council (HCNNC)**

## **Bylaws**

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## **Article I. NAME**

This organization shall be known as the Historic Cultural North Neighborhood Council (HCNNC), a Neighborhood Council as organized under the Los Angeles City Charter Vol. I, Article IX.

## **Article II. PURPOSE**

Principles of Governance - The purpose of the HCNNC 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 HCNNC mission is:**

1. To preserve the culturally rich history that is unique to the communities of HCNNC;
2. To empower the people through increased civic engagement; and
3. To foster and develop a sense of community throughout HCNNC.

### **B. The objectives of this organization shall be:**

1. To increase public participation in governmental decision-making and problem solving processes; and
2. To make government more responsive to HCNNC community needs and requests.

### **C. The primary purposes for which this HCNNC is formed are:**

1. To protect the rights and interests of HCNNC communities;
2. To create opportunities to express ideas and opinions about HCNNC community issues;
3. To raise awareness of City services and resources;
4. To inform Stakeholders of City initiatives, planning and land use proposals, and other activities that have direct consequences on quality of life;
5. To identify and prioritize community needs and interests, and effectively communicate them to City government;
6. To improve access to and ensure the delivery of City services to HCNNC communities;
7. To maintain or expand community benefits including, but not limited to, the areas of parks and other green space, fitness and recreation, arts and culture, education, and transportation;
8. To provide an inclusive and open forum for public discussion on issues of interest to the HCNNC communities;
9. To advise the City on issues of interest to the HCNNC communities; and

10. To facilitate communications and interactions, and to nurture opportunities to collaborate and build partnerships, between government and Stakeholders to address local needs.

**D. HCNNC policies are:**

1. To act as a forum through which discussion of questions and problems within the community can take place.
2. To act in the capacity of a parent organization - in that those who seek to initiate certain activities on behalf of the community, but do not have a membership in the HCNNC, may present their concerns to the HCNNC and seek the support of the HCNNC.
3. To operate and strengthen channels of communication with local, state and federal officials through which the real needs of the community can be made known.
4. To support and promote those issues viewed as beneficial to HCNNC communities, but which in no way could be considered a detriment to the greater community of Los Angeles, of which we are a part.
5. To adopt and submit Community Impact Statements that summarize HCNNC’s official position on City issues, for consideration by City Council, its committees, and City commissions before they take action on the issues.

**Article III. BOUNDARIES**

The HCNNC encompasses the following Los Angeles neighborhoods:

- A. Chinatown B. El Pueblo C. Solano Canyon D. Victor Heights

**Section 1 Boundary Description**

As such, HCNNC does not make up one square, rectangular, or circular shape. Rather, HCNNC is a combination of polygonal and irregular areas. The boundaries are the following:

From the intersection of Broadway and the Los Angeles River continuing south along the Los Angeles River to the 101 Freeway continuing along the 101 Freeway to its intersection with the 110 Freeway continuing north along the 110 Freeway to Sunset Boulevard continuing northwest along Sunset Boulevard to the zip code line between Everett Street and Marview Ave. continuing along the zip code line to Stadium way and continuing southeast along Stadium Way turning left onto Lilac Terrace and continuing through Lookout Drive and turning left onto Stadium Way and continuing until turning left onto Dodger Stadium Way continuing along the Elysian Park border and Dodger Stadium Way and turning right onto Academy Road and continuing along the border of Elysian Park on the southwest side of Park Row Drive continuing into North Park Row Drive and turning left onto Casanova Street including both sides of Casanova turning left onto Broadway and continuing to the Los Angeles River.

## Section 2 Internal Boundaries

The specific boundaries of each of the four neighborhoods that encompass the HCNNC are as follows:

- A. **Chinatown:** Beginning at the intersection of Broadway and the Los Angeles River continuing south along the Los Angeles River turning right onto the 101 Freeway turning right onto Alameda Street turning left onto Cesar Chavez Avenue continuing west and turning left onto Spring Street continuing south and turning right onto 101 Freeway continuing west and turning right onto 110 Freeway continuing north and turning right onto Cottage Home Street then turning left onto Broadway continuing northeast to its intersection with the Los Angeles River.
- B. **El Pueblo de Los Angeles:** Beginning at the intersection of Cesar Chavez Avenue at Spring Street east to Alameda Street south to 101 Freeway west to Spring Street north to Cesar Chavez Avenue.
- C. **Solano Canyon:** Beginning at the intersection of the 90026 zip code line and Stadium way continuing southeast along Stadium Way turning left onto Lilac Terrace and continuing through Lookout Drive and turning left onto Stadium Way and continuing until turning left onto Dodger Stadium Way continuing along the Elysian Park border and Dodger Stadium Way and turning right onto Academy Road and continuing along the border of Elysian Park on the southwest side of Park Row Drive continuing into North Park Row Drive and turning left onto Casanova Street including both sides of Casanova turning right onto Broadway continuing south and turning right on Cottage Home Street continuing west turning left onto 110 Freeway continuing south passing Lilac Terrace and turning right to connect to Stadium Way up to the 90026 zip code line.
- D. **Victor Heights:** Beginning at the bordering 90026 zip code line on Stadium Way continuing east and turning right onto 110 Freeway continuing south and turning right onto Sunset Blvd continuing west to the bordering 90026 zip code line continuing to Stadium Way.

The boundaries of the HCNNC are set forth on Attachment A - Map of the Historic Cultural North Neighborhood Council.

## Article IV. STAKEHOLDERS

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

- (1) Lives, works, or owns real property within the boundaries of the neighborhood council; or
- (2) Is a Community Interest Stakeholder, defined as an individual who is a member of or participates in a Community Organization within the boundaries of the neighborhood council.

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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 Governing Body of the HCNNC shall be the Board of Governors (hereinafter “Board”). The Board shall consist of seventeen (17) representatives that are elected by Stakeholders and/or appointed by the Board. All seats with the exception of the Youth Representative seat shall be filled by stakeholders 18 years of age or older. The composition of the Board shall be as follows:

### **Section 1 Composition**

- A. Representing Chinatown, two (2) residents
- B. Representing Chinatown, one (1) business owner or employee
- C. Representing Chinatown, one (1) non-profit representative
- D. Representing Chinatown, one (1) at-large business owner, employee, non-profit or property owner representative
- E. Representing El Pueblo de Los Angeles, one (1) business owner or employee
- F. Representing El Pueblo de Los Angeles, one (1) non-profit representative
- G. Representing El Pueblo de Los Angeles, one (1) at-large business owner, employee, non-profit representative
- H. Representing Solano Canyon, two (2) residents
- I. Representing Solano Canyon, one (1) business owner, employee, non-profit or property owner representative
- J. Representing Victor Heights, two (2) residents
- K. Representing Victor Heights, one (1) business owner, employee, non-profit or property owner representative

L. One (1) at-large youth representative, - Open to Stakeholders between the ages of fourteen (14) years or older and no more than seventeen (17) years of age, at the time of election or selection.

M. Two (2) at-large stakeholders

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**

A minimum of 9 (nine) members of the board shall constitute a quorum at the Board meeting. This quorum may transact in the business of the HCNNC. A majority of the members of the Board of Officers shall constitute a quorum for Board of Officers meetings.

## **Section 3 Official Actions**

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

## **Section 4 Terms and Term Limits**

The members of the Board shall be elected for four-year terms; the terms of the Board shall be staggered so that approximately one-half of the members are elected every other election year (9 in one election year, 8 in the next). No Member(s) shall serve more than eight (8) consecutive years as a board member of the HCNNC.

The following Board seats will be elected to four (4) year terms beginning in 2023 and every four years thereafter:

### **Group A**

- Chinatown Resident Representative (highest vote getter in 2023)
- Chinatown Business Owner Representative
- Chinatown Non-Profit Representative
- El Pueblo de Los Angeles Business Owner Representative
- El Pueblo de Los Angeles At-Large Business Owner, Employee, Non-Profit Representative
- Solano Canyon Resident Representative (highest vote getter in 2023)
- Victor Heights Resident Representative (highest vote getter in 2023)
- At-Large Youth Representative
- At-Large Representative (highest vote getter in 2023)

The following Board seats will initially be elected to a two (2) year term in the 2023 election and then be elected to four (4) year terms beginning in 2025 and every four years thereafter:

**Group B**

- Chinatown Resident Representative (second highest vote getter in 2023)
- Chinatown At-Large Business Owner, Employee, Non-Profit or Property Owner Representative
- El Pueblo de Los Angeles Non-Profit Representative
- Solano Canyon Resident Representative (second highest vote getter in 2023)
- Solano Canyon At-Large Business Owner, Employee, Non-Profit or Property Owner Representative
- Victor Heights Resident Representative (second highest vote getter in 2023)
- Victor Heights At-Large Business Owner, Employee, Non-Profit or Property Owner Representative
- At-Large Representative (second highest vote getter in 2023)

Board terms shall begin the first convened board meeting date following election certification. The incumbent Board members will continue in their duly elected/appointed positions until a recount or an election challenge is resolved and the election is certified.

**Section 5 Duties and Powers**

The primary duties of the Board shall be to govern the HCNNC 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 HCNNC position previously adopted by the Board. A member of the Board, under direction of the Board, may make an informational statement that the HCNNC has had insufficient time to develop a position or recommendation on a matter before the HCNNC. Such authority may be revoked at any time by the Board.

**Section 6 Vacancies**

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

- A. Vacant board seats shall be announced at the next regularly scheduled Board meeting and physically posted a minimum of twenty-one (21) calendar days prior to being placed on the agenda to fill the vacancy.
- B. A Stakeholder interested in filling a vacancy on the Board shall submit a written application to the any member of the Board who will then submit the application to the Officers of the Board for confirmation of stakeholder status prior to return to the appropriate body for interviews.
- C. The Chair shall cause the matter to be placed on the agenda for the next regular meeting of the Board.

- D. The Board will vote at the meeting to fill the vacancy. The candidate must receive at least a majority of votes of the Board members present and voting.
- E. The candidate who prevails shall fill the remaining term of the board seat.
- F. 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.
- G. Any time a designated seat remains unfilled for ninety (90) days after the vacancy is announced at a board meeting and physically posted, it automatically becomes an at-large seat until the next General Election at which point it shall revert back to the original designation as defined in these bylaws.

### **Section 7 Absences**

Any board member who misses three (3) consecutive regularly scheduled board meetings or four (4) total board meetings during any roving twelve (12) month period will be automatically placed on the next agenda for a vote for removal by the Board. Each member's absence shall be recorded in the meeting minutes or other manner of board record keeping. Upon missing the specified number of board meetings for removal, the Chair or Secretary shall notify the Board member, copy the Board, and announce that at the next regular board meeting the member will be up for removal and, if the Board votes to remove the member, the seat will be 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 member's attendance. There will be no excused absences for any reason to ensure that communities are effectively served. Missing more than one third of a meeting at any points during the duration of the published meeting time shall constitute an absence.

The Board shall consult with the Office of the City Attorney before taking any action.

### **Section 8 Censure**

The purpose of the censure process is to place a Board member on notice of misconduct and to provide the Board member with an opportunity to correct the misconduct. The Neighborhood Council ("Neighborhood Council") may censure any Board member at a regular or special meeting open to the public following a good-faith determination by the Neighborhood Council Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. Grounds for censure include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board's bylaws or rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal process by acting in bad faith.

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

1. A motion to censure a Board member may be initiated by any three (3) Board members. Those Board members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a committee. The motion shall be delivered to any officer of the Board or a

specific officer or member of the Board as may be specified in the bylaws or standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed censure including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., “for alleged violations of the Code of Conduct” but shall contain factual statements that describe conduct only and is not intended to embarrass or humiliate the board member.

2. The Board member, group of Board members or committee responsible for setting the final Board agenda shall include the motion on the agenda of the next regular or special Board meeting scheduled at least thirty (30) days following the delivery of the proposed censure motion.

3. The Board member subject to censure shall be given a minimum of thirty (30) days prior-written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which the motion to censure will be considered. The notice shall provide the specific facts and grounds for the proposed censure as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to the meeting at which the motion to censure will be considered.

4. The Board member subject to censure shall be given a reasonable opportunity to be heard at the meeting, either orally or in writing, prior to the Board’s vote on a motion of censure.

5. The Board shall decide by a majority vote of those present and voting whether or not the Board member should be censured. The Board member who is the subject of the censure motion shall not be counted as part of the majority present and voting and shall not be allowed to vote. For the purpose of censure motions, abstentions shall not be counted as votes.

6. In no event shall a motion to censure a board member be heard by the Neighborhood Council within sixty (60) days of the next scheduled Board election or selection.

### **Section 9 Removal**

Any Board member may be removed by the Neighborhood Council (“Neighborhood Council”) for cause, following a good faith determination by the Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. A Board member shall not be subject to removal under this Policy, unless the member has been censured at least once pursuant to the Board of Neighborhood Commissioners’ (“Commission”) Censure Policy. Grounds for removal include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board’s bylaws or standing rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal processes by acting in bad faith.

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

1. A motion to remove a Board member may be initiated by any three (3) Board members. Those Board members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a committee. The proposed motion shall be delivered to any officer of the Board or a specific officer or member of the Board as may be specified in the bylaws or standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed removal action including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., “for alleged violations of the Code of Conduct” but shall contain factual statements that describes conduct only and is not intended to embarrass or humiliate the board member. The motion to remove shall also include a copy of the prior censure motion and the date it was passed.
2. The Board member, group of Board members or committee responsible for setting the final Board agenda shall list and briefly describe the motion on the agenda of the next regular or special Board meeting scheduled at least thirty(30) days following the delivery of the proposed removal motion.
3. The Board member subject to removal shall be given a minimum of thirty (30) days prior written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which a motion to remove will be heard. The notice shall provide the specific facts and grounds for the proposed removal as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to any meeting at which a motion to remove will be considered.
4. The Board member subject to removal shall be given reasonable time to be heard at the meeting, either orally or in writing, prior to the Board’s vote on a motion for removal.
5. The Board shall decide whether or not the Board member should be removed by an affirmative vote of two-thirds (2/3) of the currently sitting Board members. The Board member who is the subject of the removal motion shall not be allowed to vote and shall not be counted when determining the two-thirds (2/3) majority vote. For the purpose of the removal motion, abstentions shall not be counted as votes.
6. In no event shall a motion to remove a Board member be heard by the Neighborhood Council within sixty (60) days of the next election or selection.
7. The Commission may review a Neighborhood Council’s removal decision if requested to do so by the affected Board member. Once the request is made for the Commission to review the decision to remove, the Neighborhood Council voting to remove the board member may not fill the vacancy created by the removal until the Commission has made a decision on whether the removal was proper or the Commission declines to review the matter. The Commission’s decision whether to hear or decline to hear the removal review request shall be sent in writing to the requestor and the Neighborhood Council within 30 days after the request for review is delivered.

8. A request for the Commission to review a Neighborhood Council's removal decision shall proceed as follows:

a. The request must be in writing and must be delivered to the Executive Assistant of the Commission or, in the absence of an Executive Assistant, to the President of the Commission within thirty (30) days of the date of the action by the Neighborhood Council to remove the Board member.

b. The request must state the basis for the review. The request shall not cite or present any evidence not considered by the Neighborhood Council but must address only procedural deficiencies.

c. If the Commission determines the request for review raises sufficient questions regarding procedural deficiencies and agrees to hear the review, it will be placed on the agenda of a regular or special meeting of the Commission within sixty (60) days of receipt of the request for review.

d. At the review the Commission will determine if the facts as presented support the removal motion and if the procedures set out in this policy were correctly applied.

e. If the Commission determines that there were either factual or procedural deficiencies, the Commission may either reinstate the Board member or return the matter to the Neighborhood Council for further consideration.

f. If the Commission returns the matter for further consideration and the Neighborhood Council does not act within sixty (60) days of the Commission's decision the Board member will be considered reinstated.

g. During the period of appeal the Board member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions.

h. If the matter is returned to the Neighborhood Council for further consideration the Board member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions until the Board takes action as requested by the Commission or until the expiration of the sixty (60) day time period.

9. This policy is not intended to restrict or eliminate a Neighborhood Council's ability to remove or render ineligible to serve, Board members who fail to attend meetings, join committees, maintain their stakeholder status, or perform other duties as may be described in the Neighborhood Council's bylaws and/or standing rules. Nor is it intended to limit a Neighborhood Council's ability to remove committee chairs or committee members according to the Neighborhood Council's bylaws and/or standing rules.

### **Required Training**

All required training must be completed within 60 days of taking a seat on the Board. All subsequent training must be completed within 60 days of written notification and acknowledgement from the member (training must be current for members to vote).

1. If the member fails to complete the training, they will be notified in writing (Certified mail to the address on record with the Department) and a response expected within 14 days. If after two (2) attempts the Board does not receive a response, the matter will be placed on the next agenda for a vote for Removal. 2. Removal of the identified member requires a two-thirds (2/3) majority of the Board. 3. The member who is the subject of the removal action shall have the right to deliver to the members a written statement about the matter and to speak at the Board meeting prior to the vote, but shall not be counted as part of the quorum, nor allowed to vote on the matter. 4. If the vote for removal is affirmative, the position shall be deemed vacant and filled via HCNNC's vacancy clause.

### **Section 10 Resignation**

A Board member may resign from the HCNNC, and the position shall then be deemed vacant. A Board member may resign from office by the submission of a written resignation to the Chair or Secretary, which includes:

1. The identity of the Board member resigning and
2. A description of the reason for resignation.

The Chair or Secretary will respond in writing, and the position shall then be deemed vacant.

### **Section 11 Community Outreach**

The Board shall direct that a system of outreach be instituted to inform Stakeholders as to the existence and activities of HCNNC by email distribution, social media, and physical postings noted in the HCNNC standing rules.

## **Article VI. OFFICERS**

### **Section 1 Officers of the Board**

The officers of the HCNNC shall be elected by the Board and serve as members of the Executive Committee. To encourage and foster broad participation and representation of this community the Officers of the Board shall be as follows: Chair; Vice-Chair (#1); Vice-Chair (#2); Secretary; and Treasurer.

The Executive Committee will have at least one member from each community. If a community does not have a member willing to serve as an Officer then the seat will be open to the entire Board. The Executive Committee can only have 4 Executive Officers meet, and one shall be as an alternate when holding a meeting.

### **Section 2 Duties and Powers**

#### **A. Chair**

- 1) Presides at all Board and Officer meetings of the HCNNC. 2) Prepare an agenda with the

Vice-Chairs and the Secretary. 3) Appoint Committee Chairs, subject to approval by majority vote of the total membership of the Board.

**B. Vice-Chairs (#1 and #2)**

1) At least one of the two shall preside at all meetings of the HCNNC and Executive Committee meetings in the absence of or at the request of the Chair. 2) Support the Chair and Secretary in preparation of meeting agendas. 3) Schedule and make all arrangements for general Board meetings.

**C. Secretary**

1) The Secretary shall keep a true and accurate record of the HCNNC and Executive Committee meetings, including but not limited to actions and vote counts. 2) Record and post meeting minutes. 3) Provide sign-in sheets at the meetings. Record and provide regular reports on attendance.

**D. Treasurer**

1) Serve as Chair of the Budget and Finance Committee. 2) Check and authenticate expenditures against the budget. 3) Submit Monthly Expenditure Reports (MERs) to the Office of the City Clerk. 4) Keep an accurate account of all funds and prepare written reports to be filed with the Secretary and the Chair at the regular HCNNC meetings. 5) Make financial statements available upon request and monthly updates to be presented at the Board meetings. 6) Prepare a budget for the upcoming fiscal year and present to the Board for approval or recommendation to the general body.

**Section 3 Selection of Officers**

A member of the Board may also serve as an officer. Officer positions shall be selected annually at the first official Board meeting following the Board election in Board election years, and at the subsequent 1-year anniversary mark of the Officers' selection in Board non-election years.

**Section 4 Officer Terms**

Term of Officers shall be for one year. Officers serve at the will of the Board. An Officer of the Board may be removed from his/her Officer position if he/she fails to attend meetings as stated in absence section. No elected Officer shall serve for more than two consecutive years in any office.

**Article VII COMMITTEES AND THEIR DUTIES**

All Standing and Ad Hoc Committees shall be established by the Board. Stakeholders may be members of committees but may not vote with the general board.

## **Section 1 Standing**

The Standing Committees of the Council are:

1) Budget and Finance 2) Outreach and Communications 3) Planning and Land Use 4) Schools and Libraries 5) Arts, Parks, Recreation, and Culture 6) Officers of the Board

## **Section 2 Ad Hoc**

The Board may create Ad Hoc Committees as needed to deal with temporary issues. Some Ad Hoc Committees may be:

1) Elections; 2) By-Laws; and 3) Other as necessary.

## **Section 3 Committee Creation and Authorization**

- A. Committee Authority – All Committee recommendations shall be brought back to the full Board for discussion and action. Only Board of Governors may vote on the committee’s recommendations.
- B. Committee Structure – With the exception of the Executive Committee, Committee members shall be appointed by the Chair of the committee and ratified by the Board.
  - 1) Committees shall be comprised of at least two (2), but no more than four (4) Board Members and may include any interested Stakeholder by a majority vote of the total membership of the Board.
  - 2) Ad Hoc Committees shall be comprised of no more than four (4) Board members and may include any interested Stakeholder by a majority vote of the total membership of the Board.
  - 3) No single stakeholder group or any one stakeholder organization shall hold a majority of committee seats unless extenuating circumstances exist and are approved by the Board.
  - 4) Each committee shall have at least three (3) members, and may include interested stakeholder(s).
- C. Committee Appointment – All Committee Chairs shall be appointed by the Chair of the HCNNC and confirmed by a majority vote of the total membership of the Board. The Chairs of the committees shall keep a written record of all meetings, attendance, and shall provide regular reports on Committee matters to the Board.
- D. Committee Meetings –All committees are subject to and shall be conducted in accordance with the dictates of the Brown Act. Minutes, including attendance, shall be taken at every Committee meeting.
- E. Changes to Committees – The Board may establish, disband or make changes as needed to any Standing or Ad Hoc committee by a majority vote of the total membership of the Board.
- F. Removal of Committee Members – Committee members may be removed in the same manner in which they were appointed or by resignation.
- G. Alternate Committee Members - In addition to the limit of four board members serving on a committee, committees (with the exception of the Executive Committee) may also have

alternates who serve at a committee meeting in the absence of a committee member.

- a. Committee alternates shall be appointed and removed in the same manner as the members of the committee.
- b. Committee alternates must be board members.
- c. Committee alternates may only serve in the absence of a committee member who is a board member.
- d. Committee alternates may serve for an entire meeting or for any portion of a committee meeting at which a committee member is absent or has recused themselves from participation.
- e. Committee alternates who serve during a meeting are counted towards quorum.
- f. The number of members required to reach quorum for a committee meeting is based on the number of committee members, excluding the alternates.
- g. Up to two committee alternates are allowed per committee.
- h. If more than one committee alternate is available to serve in the absence of a committee member, the selection of the alternate is at the discretion of the absent committee member unless the absence is due to recusal. If the committee member is absent due to a recusal or the absent committee member has not made a selection, the selection of the alternate is made by the Chair of the committee. If the Chair of the committee has recused himself, the selection of the alternate to serve in their absence is done with a flip of a coin.
- i. Alternates must meet all training requirements of the committee.

## **Article VIII. MEETINGS**

Brown Act Compliance: All meetings required by the Brown Act to be conducted openly shall be open to the public and shall comply with all other provisions of the Brown Act pertaining to open 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 HCNNC 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 of time and format of the public comment period as appropriate.
- B. Special Meetings – Special meetings may be called by the Chair or by a majority of the Board.

## **Section 2 Agenda Setting**

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

## **Section 3 Notification/Postings**

Notice of all meetings shall be given in accordance with the Brown Act, applicable Department posting policies, including the Neighborhood Council Agenda Posting Policy and Article V, Section 11 of the Bylaws.

## **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 Page limitations that are stated in the Motion for Reconsideration.
- B. The Motion for Reconsideration must be brought, and the Board's approval of a Motion for Reconsideration must occur, either during the same meeting where the Board initially acted or during the Board's next regularly scheduled meeting that follows the meeting where the action subject to reconsideration occurred. The Board may also convene a special meeting within these specified time frames to address a Motion for Reconsideration.
- C. A Motion for Reconsideration may be proposed only by a member of the Board that previously voted on the prevailing side of the original action that was taken by the Board (the "Moving Board Member").
- D. The Moving Board Member may make the Motion for Reconsideration orally during the same meeting where the action that is the subject of reconsideration occurred, or by properly placing the Motion for Reconsideration on the agenda of a meeting that occurs within the allowed specified periods of time as stated above.
- E. In order to properly place the Motion for Reconsideration on the agenda of the subsequent meeting, the Moving Board Member shall submit a memorandum to the Secretary at least two (2) days in advance of the deadline for posting notices for the meeting. The memorandum must briefly state the reason(s) for requesting the reconsideration, and provide

the Secretary with an adequate description of the matter(s) to be re-heard and the proposed action that may be adopted by the Board if the Motion for Reconsideration is approved.

- F. A Motion for Reconsideration that is properly brought before the Board may be seconded by any member of the Board.
- G. This reconsideration process shall be conducted at all times in accordance with the Brown Act.

## **Article IX. FINANCES**

- A. The Board shall review its fiscal budget and make adjustments as needed to comply with City laws and City administrative rules, and to keep in compliance with Generally Accepted Accounting Principles and the City’s mandate for the use of standardized budget and minimum finding allocation requirements.
- B. The Board shall adhere to all rules and regulations promulgated by appropriate City officials regarding the HCNNC’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 HCNNC’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 HCNNC election will be conducted by the City Clerk every two (2) years in every odd-numbered year in accordance with the rules and regulations promulgated by the Office of the City Clerk. The rules and regulations developed by the Office of the City Clerk and Department shall take precedence over any inconsistent language in the Bylaws.

### **Section 2 Governing Board Structure and Voting**

The number of Board Seats, the eligibility requirements for holding any specific Board seats, and which Stakeholders may vote for the Board seats are noted in Attachment B.

### **Section 3 Minimum Voting Age**

Except with respect to a Youth Board Seat, a stakeholder must be at least 16 years of age on the Historic Cultural North Neighborhood Council Approved Bylaws 05/03/2024

day of the election or selection to be eligible to vote. [See Admin. Code §§ 22.814(a) and 22.814(c)]

Regarding the eligibility to vote for the Youth Board seat, Stakeholders must be at least 14 years of age on the day of the election or selection.

#### **Section 4 Method of Verifying Stakeholder Status**

Voters will verify their Stakeholder status by providing documentation acceptable to the Election Administrator.

#### **Section 5 Restrictions on Candidates Running for Multiple Seats**

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

#### **Section 6 Other Election Related Language**

An Ad-Hoc Elections Committee shall be created by the Board at the time of Board elections to conduct community outreach and other duties as necessary for the elections. The election committee shall be composed of no more than five (5) stakeholders as determined by the Board.

### **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.

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

### **Article XII. PARLIAMENTARY AUTHORITY**

Robert's Rules of Order Newly Revised and Robert's Parliamentary Law shall apply on all questions of procedure and parliamentary law not specified in these Bylaws or Standing Rules that may be adopted by the Board

### **Article XIII. AMENDMENTS**

These Bylaws may be amended at any regular meeting of the HCNNC by a two-thirds (2/3) vote of the Board, provided that these Bylaws or proposed amendments have been read at the previous meeting, or all members have been notified and a written document delivered, at least one week prior to action to be taken on proposals (if 2/3 of the vote results in a decimal of .5 or greater, the number will be rounded up). Prior to taking effect, the amended Bylaws must be approved by the Department.

## **Article XIV. COMPLIANCE**

The Board, 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 Citywide System of Government (hereinafter referred to as “the Plan”), the City Code of Conduct, the City Governmental Ethics Ordinance (Los Angeles Municipal Code Section 49.5.1), the Brown Act (California Government Code Section 54950.5 et seq.), the Public Records Act, the American Disabilities Act, and all laws and governmental policies pertaining to Conflicts of Interest.

### **Section 1 Code of Civility**

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

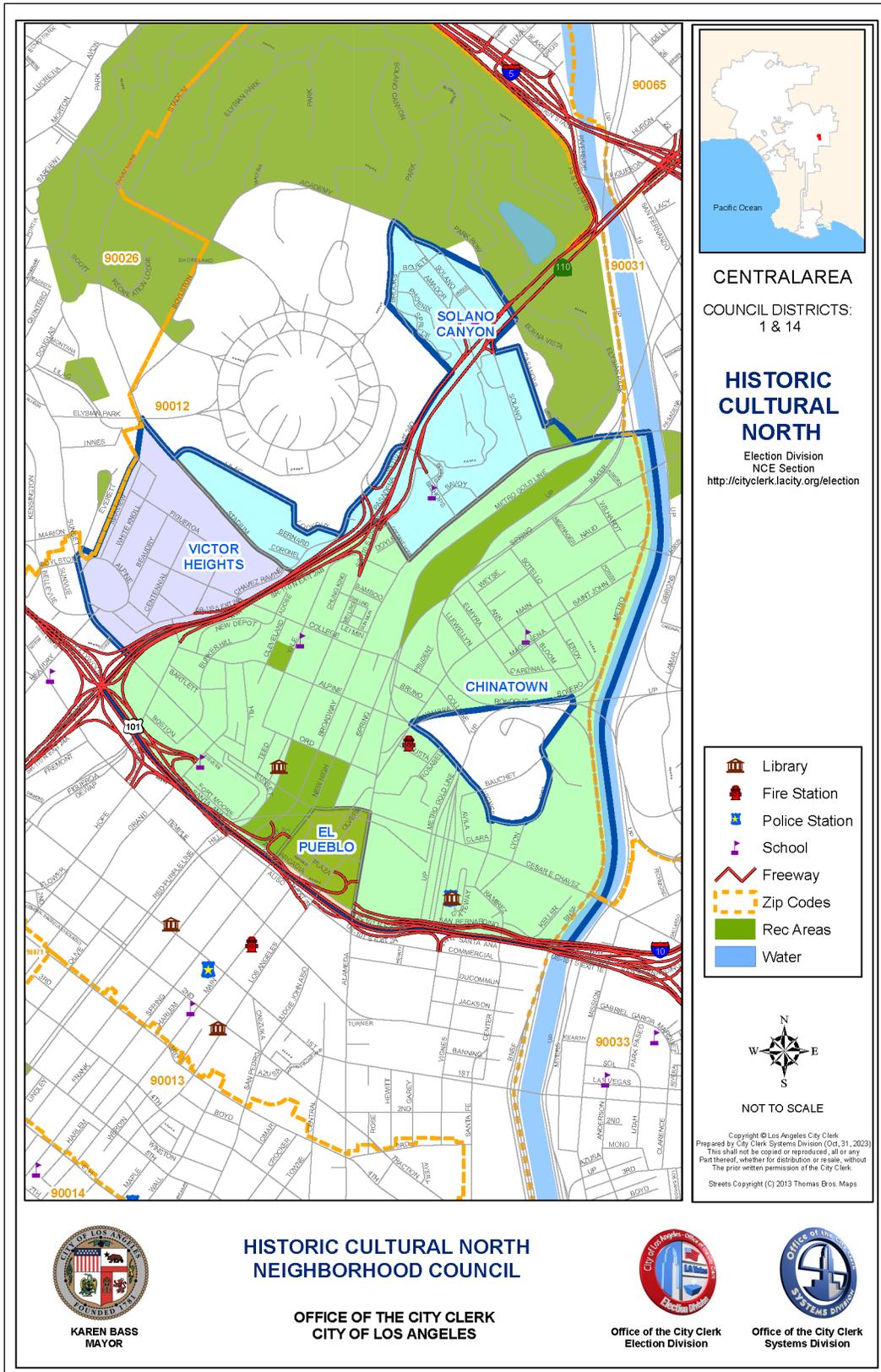
### **Section 2 Training**

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, within the time period requirements of the Department upon seating, or they will lose their Council voting rights. All Committee Members must take Code of Conduct and Ethics training, and all Budget & Finance Committee Members must also take the funding training. All board members must take ethics and funding training prior to making motions and voting on funding related matters.

### **Section 3 Self-Assessment**

The HCNNC shall conduct an annual self-assessment pursuant to Article VI, Section 1 of the Plan.

# ATTACHMENT A – Map of Historic Cultural North Neighborhood Council



## ATTACHMENT B – GOVERNING BOARD STRUCTURE AND VOTING

### Historic Cultural North Neighborhood Council – 17 Board Seats

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
Chinatown Residents Representative Term: 4 Years	2	Elected	Stakeholders who live within the Chinatown geographical area who are 18 years or older.	Stakeholders who live, work, own property, own a business or participate in non-profit groups, schools, associations and organizations within the Chinatown geographical area and who are 16 years or older.
Chinatown Business Owner Representative Term: 4 Years	1	Elected	Stakeholder who is a business owner within the Chinatown geographical area and who is 18 years or older.	Stakeholders who live, work, own property, own a business or participate in non-profit groups, schools, associations and organizations within the Chinatown geographical area and who are 16 years or older.
Chinatown Non-Profit Representative Term: 4 Years	1	Elected	Stakeholder who is from and a part of the non-profit (and officially designated by the organization s/he wishes to represent) and who is 18 years or older. The non-profit must be a 501(c)3 type of organization in good standing throughout candidacy, election and term, must provide an exact address within the Chinatown geographical area.	Stakeholders who live, work, own property, own a business or participate in non-profit groups, schools, associations and organizations within the Chinatown geographical area and who are 16 years or older.
Chinatown At-Large Business Owner, Employee, Non-Profit or Property Owner Representative Term: 4 Years	1	Elected	Stakeholder who is a business owner, employee, non-profit representative or property owner within the Chinatown geographical area and who is 18 years or older.	Stakeholders who live, work, own property, own a business or participate in non-profit groups, schools, associations and organizations within the Chinatown geographical area and who are 16 years or older.
El Pueblo de Los Angeles Business Owner Representative Term: 4 Years	1	Elected	Stakeholder who is a business owner within the El Pueblo de Los Angeles geographical area and who is 18 years or older.	Stakeholders who live, work, own property, own a business or participate in non-profit groups, schools, associations and organizations within the El Pueblo de Los Angeles geographical area and who are 16 years or older.
El Pueblo de Los Angeles Non-Profit Representative Term: 4 Years	1	Elected	Stakeholder who is from and a part of the non-profit (and officially designated by the organization s/he wishes to represent) and who is 18 years or older. The non-profit must be a 501(c)3 type of organization in good standing throughout candidacy, election and term, must provide an exact address within the El Pueblo de Los Angeles geographical area.	Stakeholders who live, work, own property, own a business or participate in non-profit groups, schools, associations and organizations within the El Pueblo de Los Angeles geographical area 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>
El Pueblo de Los Angeles At-Large Business Owner, Employee, Non-Profit Representative Term: 4 Years	1	Elected	Stakeholder who is a business owner, employee or non-profit representative within the El Pueblo de Los Angeles geographical area and who is 18 years or older.	Stakeholders who live, work, own property, own a business or participate in non-profit groups, schools, associations and organizations within the El Pueblo de Los Angeles geographical area and who are 16 years or older.
Solano Canyon Residents Representative Term: 4 Years	2	Elected	Stakeholders who live within the Solano Canyon geographical area who are 18 years or older.	Stakeholders who live, work, own property, own a business or participate in non-profit groups, schools, associations and organizations within the Solano Canyon geographical area and who are 16 years or older.
Solano Canyon At-Large Business Owner, Employee, Non-Profit or Property Owner Representative Term: 4 Years	1	Elected	Stakeholder who is a business owner, employee, non-profit representative or property owner within the Solano Canyon geographical area and who is 18 years or older.	Stakeholders who live, work, own property, own a business or participate in non-profit groups, schools, associations and organizations within the Solano Canyon geographical area and who are 16 years or older.
Victor Heights Residents Representative Term: 4 Years	2	Elected	Stakeholders who live within the Victor Heights geographical area who are 18 years or older.	Stakeholders who live, work, own property, own a business or participate in non-profit groups, schools, associations and organizations within the Victor Heights geographical area and who are 16 years or older.
Victor Heights At-Large Business Owner, Employee, Non-Profit or Property Owner Representative Term: 4 Years	1	Elected	Stakeholder who is a business owner, employee, non-profit representative or property owner within the Victor Heights geographical area and who is 18 years or older.	Stakeholders who live, work, own property, own a business or participate in non-profit groups, schools, associations and organizations within the Victor Heights geographical area and who are 16 years or older.
At-Large Youth Representative Term: 4 Years	1	Elected	Stakeholder within the HCNNC boundaries and who is 14-17 years of age.	Stakeholder within the HCNNC boundaries and who is 14 years or older.
At-Large Representative Term: 4 Years	2	Elected	Stakeholder within the HCNNC boundaries and who is 18 years or older.	Stakeholder within the HCNNC boundaries and who is 16 years or older.