

**WESTLAKE NORTH  
NEIGHBORHOOD COUNCIL  
BYLAWS**



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## ARTICLE I NAME

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

## ARTICLE II PURPOSE

Principles of Governance - The purpose of the WNNC 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 WNNC is:

1. To provide an inclusive and open forum for public discussion of issues of interest to the WNNC, including City governance, the needs of the WNNC, the delivery of City services to the WNNC area, and other matters of a City wide nature;
2. To advise the City on issues of interest to the WNNC, including City governance, the needs of the WNNC, the delivery of City services to the WNNC 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 WNNC area; and
4. To facilitate communication between the City and Community Stakeholders on issues of concern to the community and/or the Stakeholders.

B. The **POLICY** of the WNNC 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 WNNC;
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 Governing Board, Officers, and committee members, as hereinafter set forth;
3. To utilize the Early Notification System (ENS) to inform the WNNC and Community Stakeholders of matters involving the City and our community in a way that is tailored to provide opportunities for involvement in the decision-making process;
4. To encourage all Community Stakeholders to participate in activities of the WNNC;
5. To prohibit discrimination against any individual or group in our operations on the basis of race, religion, color, creed, national origin, ancestry, sex, sexual orientation, age, disability, marital status, income, homeowner/renter status, or political affiliation; and
6. To have fair, open, and transparent procedures for the conduct of all WNNC business.

### ARTICLE III BOUNDARIES

The WNNC covers a geographic area described below.

**Section 1: Boundary Description** - The boundaries abut the boundaries of adjacent Neighborhood Councils and include those areas of the City within the following lines of demarcation:

**North** – The south side of Beverly Blvd from Carondelet Street eastbound, as it becomes 1<sup>st</sup> Street, to Edgeware Road;

**East** – The west side of Bixel Street from 6<sup>th</sup> Street northbound to Miramar Street; East on Miramar Street to the east **property** line of the Miguel Contreras Learning Complex; Northbound on the east property line of the Complex to 2<sup>nd</sup> Street. West on 2<sup>nd</sup> Street to Edgeware Road, then north to 1<sup>st</sup> Street.

**South** – The north side of 3rd Street from Carondelet Street eastbound to the east side of Alvarado Street. South on Alvarado Street to Maryland Street; East on Maryland Street to Westlake Avenue. North on Westlake Avenue to 3rd Street; East on 3<sup>rd</sup> Street to Bonnie Brae Street. South on Bonnie Brae Street to Maryland Street; East on Maryland Street to Burlington Avenue. South on Burlington Avenue to 6th Street; East on 6<sup>th</sup> Street to Bixel Street; and

**West** – The east side of Carondelet Street from Beverly Blvd south to 3<sup>rd</sup> Street.

The boundaries of the WNNC are set forth on the Map of the Westlake North Neighborhood Council Boundaries, attached as Attachment A.

The Downtown Los Angeles Neighborhood Council and the Westlake North Neighborhood Council share the Miguel Contreras Learning Complex.

**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:

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

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

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

## ARTICLE V GOVERNING BOARD

The Governing Board (hereinafter “the Board”) shall be the Governing Body of the WNNC within the meaning of that term as set forth in the Plan for a Citywide System of Neighborhood Councils (“Plan”).

**Section 1: Composition** - The Board shall consist of nine (9) Stakeholders elected, selected or appointed by the Board and/or Community Stakeholders. The composition of the Board shall be as follows:

1. **Resident Stakeholder Board Members (3)** – Open to Stakeholders eighteen (18) years of age or older who live within the WNNC boundaries.
2. **Business Stakeholder Board Members (1)** – Open to Stakeholders eighteen (18) years of age or older who work or own a business or business property within the WNNC boundaries.
3. **Community Organization Stakeholder Board Members (1)** – Open to Stakeholders eighteen (18) years of age or older who participate in a community based organization, including but not limited to a religious institution, educational institution, non-profit organization, neighborhood association, school/parent group, faith based group, senior group, youth group, arts association, service organization, boys or girls club, cultural group, or environmental group within the WNNC boundaries.
4. **At-Large Stakeholder Board Members (4)** – Open to Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC’s boundaries. A for-profit entity shall not qualify as a Community Organization.

**Alternate Board Members** – Each Board Member shall have the ability to appoint their alternate with approval by the Board. The Alternate will have voting authority when the Member is absent from the Board. It is the responsibility of each Member to inform their Alternate in advance if the Alternate needs to attend any meeting. Alternates are required to meet eligibility requirements for that Member’s seat. Upon the vacancy of the Member’s seat, the Alternate’s status shall be invalidated.

No single Stakeholder group shall hold a majority of Board seats unless extenuating circumstances exist and are approved by the Department of Neighborhood Empowerment (“Department”).

**Section 2: Quorum** - The quorum shall be five (5) members of the Board. No floating quorums are allowed.

**Section 3: Official Actions** - A simple majority vote by the Board members present and voting, including abstentions, which act as a yes vote at a meeting at which there is a quorum shall be required to take official action, unless specified otherwise in these Bylaws.

**Section 4: Terms and Term Limits** - Board members shall serve a two (2) year term commencing after being seated or until the next General Election (or the balance of a term if seated to fill a vacancy). There are no term limits.

**Section 5: Duties and Powers** - The primary duties of the Board shall be to govern the WNNC 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 WNNC position previously adopted by the Board or a statement that the WNNC has had insufficient time to develop a position or recommendation on a matter before that body. Such authority may be revoked at any time by the Board.

**Section 6: Vacancies –**

- A. Stakeholders will be publicly notified that the Board has a vacancy to be filled in a specific category. Any Stakeholder interested in filling a vacancy on the Board shall submit a written (or email) notice to the Board at least ten (10) calendar days prior in advance of a scheduled Board Meeting.
- B. The Board shall cause the matter to be placed on the agenda for the next scheduled Board Meeting.
- C. A vacancy on the Board shall be filled by a Stakeholder who satisfies the eligibility requirements for holding the vacated Board seat.
- D. Seats are filled by a simple majority vote by the Board members present. In the event that more than two (2) candidates are in the running for a single vacancy and if no candidate wins a simple majority then the two candidates with the most votes proceed to a second round of voting. A coin toss will be used to resolve any ties.

In no event will a vacancy be filled within sixty (60) days before a general election.

**Section 7: Absences** - Any Board Member who misses three (3) regularly scheduled consecutive WNNC Board Meetings or four (4) total Board Meetings during any twelve (12) month period will be automatically removed from the Board. Each WNNC Board Member absence shall be recorded in the WNNC’s Board Meeting Minutes or other manner of board record keeping, and that, upon missing the required number of Board Meetings for removal, the President shall notify the Board Member of the absences and place on the agenda the removal of the Board Member at a regular or special Board meeting whereupon the Board shall determine the validity of the absences before taking action to remove the Board Member. Any meeting of the WNNC Board, scheduled and noticed as per the Brown Act, shall constitute a meeting for the purpose of determining Board Member attendance.

Prior to the item being placed on the agenda, the Council Presiding Officer shall consult with the Office of the City Attorney for advice on removal process.

**NOTE:** Board Members are not deemed absent if their Alternates are in attendance.

**Section 8: Censure** - The purpose of the censure process is to place a Board member on notice of misconduct and to provide the Board member with an opportunity to correct the misconduct. The Neighborhood Council (“Neighborhood Council”) may censure any Board member at a regular or special meeting open to the public following a good-faith determination by the Neighborhood Council Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. Grounds for censure include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board’s bylaws or rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal process by acting in bad faith.

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

1. A motion to censure a Board member may be initiated by any three (3) Board members. Those Board members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a committee. The motion shall be delivered to any officer of the Board or a specific officer or member of the Board as may be specified in the bylaws or standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed censure including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., “for alleged violations of the Code of Conduct” but shall contain factual statements that describe conduct only and is not intended to embarrass or humiliate the board member.
2. The Board member, group of Board members or committee responsible for setting the final Board agenda shall include the motion on the agenda of the next regular or special Board meeting scheduled at least thirty (30) days following the delivery of the proposed censure motion.
3. The Board member subject to censure shall be given a minimum of thirty (30) days prior-written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which the motion to censure will be considered. The notice shall provide the specific facts and grounds for the proposed censure as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to the meeting at which the motion to censure will be considered.
4. The Board member subject to censure shall be given a reasonable opportunity to be heard at the meeting, either orally or in writing, prior to the Board’s vote on a motion of censure.
5. The Board shall decide by a majority vote of those present and voting whether or not the Board member should be censured. The Board member who is the subject of the censure motion shall not be counted as part of the majority present and voting and shall not be allowed to vote. For the purpose of censure motions, abstentions shall not be counted as votes.
6. In no event shall a motion to censure a board member be heard by the Neighborhood Council within sixty (60) days of the next scheduled Board election or selection.

**Section 9: Removal of Governing Board Members** – Any Board member may be removed by the Neighborhood Council (“Neighborhood Council”) for cause, following a good faith determination by the Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. A Board member shall not be subject to removal under this Policy, unless the member has been censured at least once pursuant to the Board of Neighborhood Commissioners’ (“Commission”) Censure Policy. Grounds for removal include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board’s bylaws or standing rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal processes by acting in bad faith.

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

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



standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed removal action including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., “for alleged violations of the Code of Conduct” but shall contain factual statements that describes conduct only and is not intended to embarrass or humiliate the board member. The motion to remove shall also include a copy of the prior censure motion and the date it was passed.

2. The Board member, group of Board members or committee responsible for setting the final Board agenda shall list and briefly describe the motion on the agenda of the next regular or special Board meeting scheduled at least thirty (30) days following the delivery of the proposed removal motion.
3. The Board member subject to removal shall be given a minimum of thirty (30) days prior written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which a motion to remove will be heard. The notice shall provide the specific facts and grounds for the proposed removal as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to any meeting at which a motion to remove will be considered.
4. The Board member subject to removal shall be given reasonable time to be heard at the meeting, either orally or in writing, prior to the Board’s vote on a motion for removal.
5. The Board shall decide whether or not the Board member should be removed by an affirmative vote of two-thirds (2/3) of the currently sitting Board members. The Board member who is the subject of the removal motion shall not be allowed to vote and shall not be counted when determining the two-thirds (2/3) majority vote. For the purpose of the removal motion, abstentions shall not be counted as votes.
6. In no event shall a motion to remove a Board member be heard by the Neighborhood Council within sixty (60) days of the next election or selection.
7. The Commission may review a Neighborhood Council’s removal decision if requested to do so by the affected Board member. Once the request is made for the Commission to review the decision to remove, the Neighborhood Council voting to remove the board member may not fill the vacancy created by the removal until the Commission has made a decision on whether the removal was proper or the Commission declines to review the matter. The Commission’s decision whether to hear or decline to hear the removal review request shall be sent in writing to the requestor and the Neighborhood Council within 30 days after the request for review is delivered.
8. A request for the Commission to review a Neighborhood Council’s removal decision shall proceed as follows:
  - a. The request must in writing and must be delivered to the Executive Assistant of the Commission or, in the absence of an Executive Assistant, to the President of the Commission within thirty (30) days of the date of the action by the Neighborhood Council to remove the Board member.

- b. The request must state the basis for the review. The request shall not cite or present any evidence not considered by the Neighborhood Council but must address only procedural deficiencies.
  - c. If the Commission determines the request for review raises sufficient questions regarding procedural deficiencies and agrees to hear the review, it will be placed on the agenda of a regular or special meeting of the Commission within sixty (60) days of receipt of the request for review.
  - d. At the review, the Commission will determine if the facts as presented support the removal motion and if the procedures set out in this policy were correctly applied.
  - e. If the Commission determines that there were either factual or procedural deficiencies, the Commission may either reinstate the Board member or return the matter to the Neighborhood Council for further consideration.
  - f. If the Commission returns the matter for further consideration and the Neighborhood Council does not act within sixty (60) days of the Commission's decision the Board member will be considered reinstated.
  - g. During the period of appeal the Board member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions.
  - h. If the matter is returned to the Neighborhood Council for further consideration the Board member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions until the Board takes action as requested by the Commission or until the expiration of the sixty (60) day time period.
9. This policy is not intended to restrict or eliminate a Neighborhood Council's ability to remove or render ineligible to serve, Board members who fail to attend meetings, join committees, maintain their stakeholder status, or perform other duties as may be described in the Neighborhood Council's bylaws and/or standing rules. Nor is it intended to limit a Neighborhood Council's ability to remove committee chairs or committee members according to the Neighborhood Council's bylaws and/or standing rules.

**Section 10: Resignation** - A Board member may resign from the WNNC, and the position shall then be deemed vacant. Any member of the Board who ceases to be a Stakeholder is required to submit his or her resignation to the Board for discussion and action at a Board meeting. Removal of the Board member requires a majority of the attending Board Members.

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

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

The WNNC shall maintain a web site presence to disseminate information to WNNC Stakeholders and others interested in the WNNC.

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

## **ARTICLE VI OFFICERS**

**Section 1: Officers of the Board** - The officers of the Board (“Officers”) shall include the following four (4) positions which all together comprise the Executive Committee: 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 official action of the Board:

- a. The President shall act as the chief executive of the WNNC and shall preside at all WNNC meetings
- b. The Vice President shall serve in the absence of the President; if the President is unable to serve.
- c. The Secretary shall keep the minutes of the Board meetings, keep a log or record of Board meetings and activities, plan and disseminate information regarding the Board meetings, collect and keep record of minutes of Board meetings, maintain WNNC calendar, provide administrative support to Board officers, and any other duties prescribed and approved by the Board. The board may employ or seek voluntary assistance to assist the Secretary with minute taking, language translation, web services and other administrative duties.
- d. The Treasurer shall maintain the records of the WNNC's finances and books of accounts and perform other duties in accordance with the WNNC's Financial Management Plan and the Department's policies and procedures.

**Section 3: Selection of Officers** - Officer Positions shall be filled every year at the first official Board meeting following their election or selection in Board election years, and at the subsequent one (1) year anniversary mark of the Officers' election in Board non-election years.

**Section 4: Officer Terms** - The Officers shall serve one (1) year terms and serve at the pleasure of the Board. They may stand for reelection annually.

## **ARTICLE VII COMMITTEES AND THEIR DUTIES**

All Standing and Ad Hoc Committees shall be established by the Board. Suggestions for committees may come from Stakeholders or from members of the Board, and all such suggestions shall be voted upon by the Board.

**Section 1: Standing Committees** – The Standing Committees of the WNNC are:

- 1) Executive Committee: Comprised of the President, Vice President, Secretary, and Treasurer. The Executive Committee plans and organizes Board meetings, and performs other duties as may be prescribed by the Board.
- 2) Outreach Committee: Works to expand, broaden and intensify community involvement in the WNNC, especially among stakeholder groups that may be under-represented in the Voting Membership and on the Board. The Outreach Committee organizes and

executes general meetings and special events and develops an on-going outreach plan and effort to ensure the maximum participation by stakeholders.

- 3) Budget and Finance Committee: Chaired by the Treasurer, the Budget and Finance Committee shall approve the annual budget of the WNNC.
- 4) Youth/Education Committee: Chaired by the respective representatives and approved by the Board; Vets issues regarding youth and educational matters affecting the WNNC or general stakeholder population.
- 5) Beautification and Land Use and Planning Committee: The Committee Chair shall be a Board Member approved by the Board. The Land Use and Planning Committee shall review, take public input, report on, and make recommendations of actions to the Board and general membership on any land use and planning issues such as sector/parcel beautification/improvement and related code enforcement, and overall land use and development and planning aspects affecting the WNNC community. The committee shall monitor all agendas of the Planning and Land Use Committee of the City Council and keep informed of City Council items for projects or other issues within the boundaries of the WNNC.
- 6) Crime prevention/Public safety committee: The committee will be chaired by a stakeholder, approved by the Board and will gather information from public safety officers and groups already involved in the type of work, (e.g., Community Police Advisory Board, neighborhood watch, block clubs, etc.) and will facilitate the information being brought to the neighborhood council. They may advocate for the neighborhood council's support or attention to a particular matter.
- 7) Rules and Selections Committee: Chaired by the Vice President of Administration. The Rules and Selections Committee shall review and recommend proposed amendments to these Bylaws and Standing Rules and oversee the selection process to fill vacancies on the Board of Directors. This committee shall meet as needed. responsible for the governance documents of the WNNC and related compliance issues with Department.
- 8) Government Liaison Committee: The Committee shall be chaired by a Board Member and approved by the Board. The Government Liaison Committee is responsible for monitoring issues and motions coming before the City Council and other City Departments and bringing them before the Board. It is also responsible for submitting Commuting Impact Statements (CIS).

**Section 2: Ad Hoc Committees** – The Board may create Ad Hoc Committees as needed to deal with temporary issues.

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

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

**b. Committee Structure** – With the exception of the Executive Committee, Committee members shall be appointed by the President and ratified by the Board. Standing Committees shall be comprised of at least two (2) Board members and may include any interested Stakeholders. Ad Hoc Committees shall be comprised of four (4) or less Board members and may include any interested Stakeholders. If any Stakeholders are named to an Ad Hoc Committee, however, the Ad Hoc Committee must meet in compliance with the Brown Act.

**c. Committee Appointment** – All Committee Chairs shall be appointed by the President and confirmed by the Board. The Chairs shall keep a written record of Committee meetings and shall provide regular reports on Committee matters to the Board.

**d. Committee Meetings** – Committee meetings are subject to and shall be conducted in accordance with the dictates of the Brown Act. Minutes shall be taken at every Committee meeting.

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

**f. Removal of Committee Members** – Committee members may be removed in the same manner in which they were appointed.

## **ARTICLE VIII MEETINGS**

All meetings, as defined by the Ralph M. Brown Act (*California Government Code Section 54950.5 et seq.*), shall be noticed and conducted in accordance with the Act, 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 WNNC 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 WNNC meetings shall be held at least once per quarter and may be held more frequently as determined by the Board. Prior to any action by the Board, there shall be a period of public comment. The Board shall determine the length and format of the period as appropriate.

**b. Special Meetings** – The President or a majority of the Board shall be allowed to call a Special WNNC Meeting as needed.

**Section 2: Agenda Setting** –The President shall set the agenda for each WNNC Regular and Special Board Meetings.

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

**Section 3: Notifications/Postings** – Notice of a regular meeting shall be a minimum of three (3) days (72 hours) in advance of the meeting and at least one (1) day (24 hours) in advance of a special meeting. At a minimum, notice shall be posted at the WNNC's five (5) Public Notice Locations specified with the Department, on its website (if applicable) and emailed out to

Stakeholders if the WNNC maintains such a database. Regular and Special meeting agendas shall also be emailed to the Department. At a minimum, meeting notices shall be posted in compliance with the Ralph M. Brown Act and in compliance with City of Los Angeles Neighborhood Council posting policy. An updated listing of the Neighborhood Council's physical posting location/s shall be kept on file with the Neighborhood Council.

#### **Section 4: Reconsideration**

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

- a. Before the Board reconsiders any matter, the Board must approve a Motion for Reconsideration. The Motion for Reconsideration must be approved by official action of the Board. After determining that an action should be reconsidered, the Board has the authority to re-hear, continue, or take action on the item that is the subject of reconsideration within any limitations that are stated in the Motion for Reconsideration.
- b. The Motion for Reconsideration must be brought, and the Board's approval of a Motion for Reconsideration must occur, either during the same meeting where the Board initially acted or during the Board's next regularly scheduled meeting that follows the meeting where the action subject to reconsideration occurred. The WNNC 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 WNNC'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 WNNC website, if available.
- D. Each month, the Treasurer shall provide to the Board detailed reports of the WNNC's accounts.
- E. At least once each quarter, the President and at least one (1) other individual other than the Treasurer, who is designated by the Board, shall examine the WNNC's accounts and attest to their accuracy before submitting the documentation to the Department for further review.
- F. The WNNC will not enter into any contracts or agreements except through the Department.

## **ARTICLE X ELECTIONS**

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

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

**Section 3: Minimum Voting Age** - All Community Stakeholders 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). Voters may cast one vote for each board seat they are eligible to vote for based on Attachment B.

**Section 4: Method of Verifying Stakeholder Status** - Voters will verify their Stakeholder status through written self-affirmation. Stakeholder status may also be established by means of declaring a stake (or interest) in the neighborhood and providing the facts to support that declaration.

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

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

#### A. Selection and Election of the Governing Board

- I. The Westlake North NC will conduct its elections in accordance with the rules and regulations established by the City Clerk.
- II. The Westlake North NC board will conduct its selection of its Board as follows:
  - a. Selection Process - In order to have an open, transparent, and fair selection process, the Westlake North NC shall use a town hall style selection process for their Governing Board. The Board will appoint a neutral third party (NTP), who is not

a member of the Board and who shall not participate in the vote, to conduct the Town Hall. All candidate applications shall be given to the NTP by the Board no more than two (2) days after the Application deadline. The NTP shall have ten (10) days after the application deadline to verify all candidates' qualifications. Candidates need not be present at the Town Hall. At the Town Hall, each qualified candidate shall have two (2) minutes to make a statement and two (2) minutes to answer any questions. The candidates shall speak in alphabetical order of their last names. The NTP shall ensure an equal amount of time is allocated for each candidate. After all the candidates have made their statements and answered any questions, the NTP shall take the vote for each candidate. Each stakeholder (including the candidates) present may vote for the seats they are eligible to vote for based on Attachment B. Votes shall be counted openly by the NTP of the voters' show of hands. The NTP shall note the number of votes on a tally sheet of all the candidates' names. The fifteen (15) candidates with the most votes shall be selected as the Board and may immediately be seated. The NTP has the discretion to enact any procedures necessary to conduct the selection process so long as the procedures do not conflict with the bylaws.

- b. Voter Age – Voter age is sixteen (16) years of age and older.
- c. Tie Breakers - If two (2) candidates receive the same number of votes, a coin toss by the NTP shall determine the winner. If three (3) or more candidates receive the same number of votes, the tie will be resolved by placing ten (10) white marbles and one (1) black marble into a bag. The tied candidates will be asked to pull marbles out of the bag. Candidates will be asked to pull marbles according to the alphabetical order of their last name. The candidate who pulls the black marble from the bag will be named the winner. Tie breakers will take place at the town hall by the NTP following the vote.
- d. Date of Town Hall - The date of the town hall shall be no later than ninety (90) days after the date of the Westlake North NC certification. The Board shall reserve a town hall location within the Westlake North NC boundaries, which is compliant under the Americans with Disability Act.
- e. Outreach for Candidates - The Board shall post a flyer to request candidates for the permanent Westlake North NC Governing Board at a minimum of five (5) locations within the boundaries of the Westlake North NC area for a period of no less than thirty (30) days. The Board will conduct outreach throughout the Westlake North NC boundaries for candidates during the candidate application period. The flyer shall state the Board seats available, the requirements of the candidates for the seats, the application process, the deadline for applications, the selection date and location and contact information for questions and/or to obtain the application.
- f. Candidate Application - Candidates may apply on an application developed by the Board, which, at a minimum, will require the applicant's name, address, age verification, contact information, how they qualify for the Westlake North NC Board and a candidate statement. The application should note that the information on the application is public information. The Board shall designate member(s) who will receive the applications. These members shall send a written acknowledgement and/or via email to the candidates within one (1) day after receiving the application. This acknowledgment shall include the date of the town hall, the selection process, general candidate outreach information and



any other procedures necessary for the town hall. The Board shall provide the same information and shall provide the same filing period to all candidates. Within two (2) days of the candidate application deadline, all candidate applications shall be given to the NTP. The NTP shall have ten (10) days after the candidate application deadline to determine which candidates are qualified for the Westlake North NC Board.

- g. Town Hall Outreach - Within twenty (20) days of the town hall, information about the town hall selection process and the candidates shall be on the Westlake North NC posting locations. The Board and candidates will conduct outreach throughout the Westlake North NC boundaries about the town hall to encourage stakeholders to participate in the selection of the permanent Board.
- h. Vacancies- In the case of Board seats remaining unfilled at the end of the selection process, the selected Board members shall fill the vacancies pursuant to the vacancy clause. If the selected Board comprise of less than a quorum of the Board, then the Board shall follow the Loss of Quorum policy enacted by the Board of Neighborhood Commissioners.
- i. The initial board, once selected, shall have all rights of the board under these bylaws. Board members selected to the initial board shall serve a 2 year term or until the next City Clerk conducted election.

#### **ARTICLE XI GRIEVANCE PROCESS**

- A. Any grievance by a Stakeholder must be submitted in writing to the Board who shall cause the matter to be placed on the agenda for the next regular WNNC meeting.
- B. At that meeting, the Board shall refer the matter to an Ad Hoc Grievance Panel comprised of three (3) Stakeholders randomly selected by the Secretary from a list of Stakeholders who have expressed an interest in serving from time-to-time on such a panel.
- C. Within two (2) weeks of the panel's selection, the Secretary shall coordinate a time and place for the panel to meet with the person(s) submitting a grievance to discuss ways in which the dispute may be resolved.
- D. Within two (2) weeks following such meeting, a member of the panel shall prepare a written report to be forwarded by the Secretary to the Board outlining the panel's collective recommendations for resolving the grievance. The Board may receive a copy of the panel's report and recommendations prior to a Board meeting, but, in accordance with the Brown Act, the matter shall not be discussed among the Board members until it is heard publicly at the next regular WNNC meeting.
- E. This grievance process is intended to address matters involving procedural disputes, such as the Board's failure to comply with Board Rules or these Bylaws. It is not intended to apply to Stakeholders who merely disagree with a position or action taken by the Board at one of its meetings, which grievances may be aired publicly at WNNC meetings. The Neighborhood Council grievance review process will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council grievances.
- F. Board members are not permitted to file a grievance against another Board member or against the WNNC, except as permitted under the City's grievance policy.

## ARTICLE XII PARLIAMENTARY AUTHORITY

The WNNC shall use the:

- A. Robert's rules of order when conducting WNNC meetings.
- B. Additional rules and/or policies and procedures regarding the conduct of the Board and/or WNNC meetings may be developed and adopted by the Board.

## ARTICLE XIII AMENDMENTS

- A. Any Board member may propose an amendment to these Bylaws by requesting that the Secretary place the item on the agenda.
- B. Any Stakeholder may propose an amendment to these Bylaws during the public comment period of a regular WNNC meeting.
- C. Any proposal to amend the Bylaws shall be formalized in writing and noticed on the agenda for public discussion and Board vote at the next regular WNNC meeting.
- D. An amendment to these bylaws requires a two-thirds (2/3) vote of the Board members present at a duly noticed general or special meeting. All changes shall then be forwarded to the Department for review and approval.
- E. Amendments shall not be valid, final or effective until approved by the Department. Once approved, any changes in the Bylaws shall become effective immediately.
- F. Any Board member or Stakeholder may propose an amendment to these Bylaws. The Board shall forward all proposals to a Bylaws Committee to review and to provide recommendations to the Board.

## ARTICLE XIV COMPLIANCE

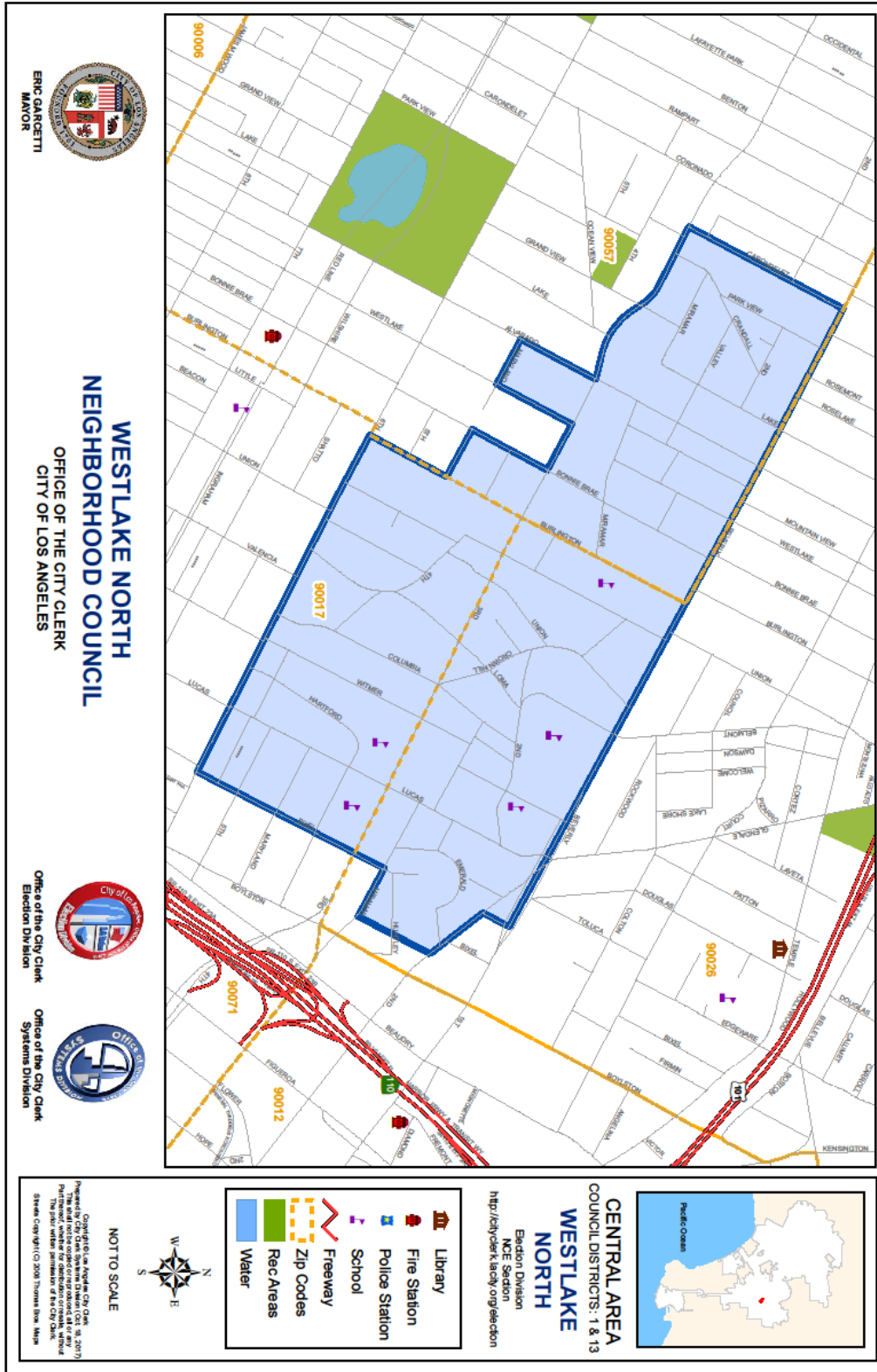
The WNNC, its representatives, and all Community Stakeholders shall comply with these Bylaws and with any additional Standing Rules or Procedures as may be adopted by the Governing Board as well as all local, county, state and federal laws, including, without limitation, the Plan for Citywide System 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 WNNC, its representatives, and all Community Stakeholders shall conduct all WNNC business in a civil, professional and respectful manner. Board members will abide by the Commission's Neighborhood Council Board Member Code of Conduct Policy.

**Section 2: Training** – All Board members shall take training in the fundamentals of Neighborhood Council, including, but not limited to, ethics, funding, workplace violence and sexual harassment trainings provided by the City within forty-five (45) days of being seated, or they will lose their WNNC voting rights. All board members must take ethics and funding training prior to making motions and voting on funding related matters.

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

# ATTACHMENT A – Westlake North Neighborhood Council Boundaries Map



**ATTACHMENT B – Governing Board Structure and Voting**

**Westlake North Neighborhood Council – 9 Board Seats**

<b>BOARD POSITION</b>	<b>ELECTED OR APPOINTED?</b>	<b>ELIGIBILITY TO RUN FOR THE SEAT</b>	<b>ELIGIBILITY TO VOTE FOR THE SEAT</b>
<b>1. Resident</b> (3 seats total)	Elected	Open to Stakeholders 18 years of age or older who live within the WNNC boundaries.	Stakeholders 16 years of age and above who live, work, or own property in the neighborhood.
<b>2. Business</b> (1 seat total)	Elected	Open to Stakeholders 18 years of age or older who work or own a business or business property within the WNNC boundaries.	Stakeholders 16 years of age and above who live, work, or own property in the neighborhood.
<b>3. Community Organization</b> ( 1 seat total)	Elected	Open to Stakeholders eighteen (18) years of age or older who participate in a community based organization, including but not limited to a religious institution, educational institution, non-profit organization, neighborhood association, school/parent group, faith based group, senior group, youth group, arts association, service organization, boys or girls club, cultural group, or environmental group within the WNNC boundaries.	Stakeholder who is at least 16 years of age on the day of the election.
<b>4. At large</b> (4 seats total)	Elected	Open to Stakeholders at least 18 years of age.	Stakeholder who is at least 16 years of age on the day of the election.