



WESTLAKE SOUTH NEIGHBORHOOD COUNCIL

BYLAWS As of November 12, 2020

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ARTICLE I NAME

The name of this Neighborhood Council shall be the Westlake South Neighborhood Council (WSNC) (“Council”).

ARTICLE II PURPOSE

Principles of Governance - The purpose of the Council is to participate as a body on issues concerning our neighborhood and regarding the governance of the City of Los Angeles (“City”) in a transparent, inclusive, collaborative, accountable and viable manner.

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

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

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

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

ARTICLE III BOUNDARIES

The Council covers a geographic area described below.

Section 1: Boundary Description

The boundaries about the boundaries of adjacent Neighborhood Councils and include those areas of the City within the following lines of demarcation:

1. **North** – Beginning south side of Maryland St at Alvarado St, east to Westlake Ave (east side), north to 3rd St (south side), east to Bonnie Brae St (west side), south to Maryland St (south side), east to Burlington St (west side), south to 6th St (south side), east to Witmer St;
2. **East** – Beginning west side of Witmer St at 6th St, south to 7th St (south side), east to Bixel St (west side), south to 8th St (south side), east to 110 Freeway, south to Olympic Blvd;
3. **South** – Beginning north side of Olympic Blvd at Alvarado St, east to 110 Freeway Overpass; and
4. **West** – Beginning east side of Alvarado St at Olympic Blvd, north to 7th St, west to Park View, north to 6th St, east to Alvarado St, and north to Maryland St. (Includes MacArthur Park)

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

Additionally, the City of Los Angeles, Recreation & Park facility MacArthur Park, 2230 W 6th Street, Los Angeles, CA 90057 shall be shared with abutting MacArthur Park Neighborhood Council.

Section 2: Internal Boundaries

Not applicable.

ARTICLE IV STAKEHOLDER

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

- (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 Board of Directors (hereinafter “the Board”) shall be the Governing Body of the Council within the meaning of that term as set forth in the Plan for a Citywide System of Neighborhood Councils (“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 Board Members (3)** – Open to Stakeholders eighteen (18) years of age or older who are owners or renters of residential property within the Council boundaries and who reside in the residential property on a full-time basis.
2. **Business Board Member (1)** – Open to Stakeholders eighteen (18) years of age or older who work or own a business or business property within the Council boundaries.
3. **Community Organization Board Member (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 Council boundaries.
4. **At-Large Board Members (4)** – Open to all stakeholders eighteen (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.

Alternates:

1. Nominations for Alternates will be taken at the first WSNC Board_meeting of a newly elected Board.
2. A pool of up to five (5) Alternate members to the Governing Board shall be elected by a show of hands by Stakeholders in attendance at the second WSNC Board_meeting of a newly elected Board. At its discretion, the Governing Board may agendaize subsequent elections for vacant Alternate Board Member positions with Stakeholders self-nominating in-person at one (1) WSNC Board Meeting and the election occurring at the following WSNC Board meeting with the nominee appearing in-person. If there are more nominees than available positions, those receiving the greater number of votes are elected. Voting for alternates by stakeholders shall be by ballot.
3. Alternate Governing Board members who attended the immediately previous WSNC Board meeting may be seated as necessary to form a quorum and to the extent that regularly elected Board Members are absent and to a maximum of four (4) seated Alternates.
4. The Secretary of the Board will maintain lists of eligible and seated Alternates. These lists shall be included in the Minutes of each WSNC Board meeting.
5. Eligible Alternates shall be seated on a rotating basis so that no eligible Alternate is seated a second time until all eligible Alternates have been seated for the first time and so forth.
6. Once seated for a WSNC Board meeting, an Alternate is a voting member of the Governing Board for that meeting, provided that they have completed their Ethics and Code of Conduct training provided by DONE and the Funding Training provided by the Office of the City Clerk NC Funding Program.
7. All Alternates must complete the same trainings as required of WSNC Board members.

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

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 hold their office for a term of two (2) years commencing after being seated. Beginning in 2010, Board members may only serve 3 consecutive terms on the Council Board.

Section 5: Duties and Powers

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

Section 6: Vacancies

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

- a. Any Stakeholder interested in filling a vacancy on the Board shall submit a written application to the Board.
- b. The Board shall cause the matter to be placed on the agenda for the next regular meeting of the Board.
- c. The Board shall vote on the application at the meeting. If multiple applications for one seat have been submitted, the candidate with the most votes wins.
- d. The candidate who wins shall fill the remaining term of the Board seat unless an election or selection occurs sooner.
- e. In no event shall a vacant seat be filled where a general election is scheduled to occur within 60 days of the date that a written application is presented to the Board.

For seats other than At Large seats, if there are no qualified applicants for a vacant seat for a period of at least 60 days, the vacant seat will automatically convert to an At-Large seat for the remainder of the term.

Section 7: Absences

Any Board Member who misses three (3) regularly scheduled consecutive Neighborhood Council Governing Board Meetings or, optionally, three (3) total Governing Board Meetings during any twelve (12) month period will be automatically removed from the Board. Board Members will be allowed two (2) excused absences during any twelve month period.

Excused absences require email or verbal message to Council President or other Executive Committee member.

Council Board Member absences shall be recorded in the Council's Meeting Minutes and that, upon missing the required number of Board Meetings for removal, the Council Presiding Officer shall notify the Board Member of the absences and place on the agenda the Intent to Remove 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.

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.

Any meeting of the Neighborhood Council Governing Board, scheduled and noticed as per the Brown Act, shall constitute a meeting for the purpose of determining Board Member 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 Council, and the position shall then be deemed vacant without further action from the Council. Any member of the Board who ceases to be a Stakeholder is required to submit his or her written resignation to the Board.

Section 11: Community Outreach

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

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

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

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

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

ARTICLE VI OFFICERS

Section 1: Officers of the Board

The officers of the Board ("Officers") shall include the following positions which all together comprise the Executive Committee: President, Vice President, Secretary, 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 Council and shall preside at all Council meetings.
- b. The Vice President shall serve in place of the President if the President is unable to serve.
- c. The Secretary shall keep minutes of all Board meetings. An Alternate Secretary may be appointed by the Board to serve in the absence of the Secretary, as needed. Unless the person serving as Alternate Secretary is already a Board member, he or she shall not have any of the rights of a Board member, including the right to vote on matters before the Council.

- d. The Treasurer shall maintain the records of the Council's finances and books of accounts and perform other duties in accordance with the Council'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 Council are: the Executive Committee; the Budget and Finance Committee; the Outreach and Communications Committee; the Planning and Land Use Committee; the Public Safety Committee; the Youth Committee; and the Senior Citizens Committee.

Section 2: Ad Hoc Committees

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

Section 3: Committee Creation and Authorization

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

- b. **Committee Structure** – With the exception of the Executive Committee, Committee members shall be appointed by the President and ratified by the Board. Standing Committees shall be comprised of at least two (2) Board members and may include any interested Stakeholders. Ad Hoc Committees shall be comprised of two (2) Board Members and may include two (2) 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 a vote of the majority of the Board. Only those Committee members who are Board members are eligible to serve as Chairman of a Standing Committee. The Chairs shall keep a written record of Committee

meetings and shall provide regular reports on Committee matters to the Board.

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

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

f. **Removal of Committee Members** – Committee members may be removed by the President and confirmed by a vote of the majority of the Board.

ARTICLE VIII MEETINGS

All meetings, as defined by the Ralph M. Brown Act (California Government Code Section 54950.5 et seq.), shall be noticed and conducted in accordance with the Act, the Neighborhood Council Agenda Posting Policy, and all other applicable laws and governmental policy.

Section 1: Meeting Time and Place

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

- a. **Regular Meetings** - Regular Council meetings shall be held at least once per quarter and may be held more frequently as determined by the Board. Prior to any action by the Board, there shall be a period of public comment. The Board shall determine the length and format of the period as appropriate.
- b. **Special Meetings** – The President or a majority of the Board shall be allowed to call a Special Council Meeting as needed.

Section 2: Agenda Setting –

The President shall set the agenda for each Council meeting.

Any Stakeholder may make a proposal for action by the Council by submitting a written request to the Secretary or during the public comment period of a regular Council meeting. The Secretary shall promptly refer the proposal to a Standing Committee or, at the next regular Council meeting; the Board shall either consider the proposal or create an Ad Hoc Committee to consider the proposal. The Council is required to consider the proposal at a Committee or Board meeting, but is not required to take further action on the proposal. Proposals made under the 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 Council's Public Notice Locations specified with the Department, on its website (if applicable) and emailed out to Stakeholders if the Council maintains such a database. As required by the Board of Neighborhood Commissioners Agenda Posting Requirements, Policy Number 2014-01.1, adopted August 8, 2014, regular and special meeting agendas shall also be emailed to the Department for posting on to the Early Notification System within the minimum required times listed

Section 4: Reconsideration

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

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

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

ARTICLE IX FINANCES

- a. The Board shall review its fiscal budget and make adjustments as needed to comply with City laws and City administrative rules, and to keep in compliance with Generally Accepted Accounting Principles and the City's mandate for the use of standardized budget and minimum finding allocation requirements.
- b. The Board shall adhere to all rules and regulations promulgated by appropriate City officials regarding the Council's finances, where the term "appropriate City officials" means those officials and/or agencies of the City of Los Angeles who have authority over Neighborhood Councils.
- c. All financial accounts and records shall be available for public inspection and posted on the Council website, if available.
- d. Each month, the Treasurer shall provide to the Board detailed reports of the Council's accounts.
- e. 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 Council's accounts and attest to their accuracy before submitting the documentation to the Department for further review.
- f. The Council will not enter into any contracts or agreements except through the Department and the Office of the City Clerk Neighborhood Council Funding Program.

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 by providing acceptable documentation. Stakeholder status may also be established by means of declaring a stake (or interest) in the neighborhood and providing documentation supporting that declaration. Factual basis Stakeholders will also be required to provide a form of documentation to substantiate their factual basis claim.

Section 5: Restrictions on Candidates Running for Multiple Seats

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

ARTICLE XI GRIEVANCE PROCESS

- A. Board members are not permitted to file a grievance against another Board member or against the Council, except as permitted under the City's grievance policy. The Neighborhood Council grievance review process will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council grievances.
- B. 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 Council meeting.
- C. 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.
- D. 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.
- E. 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 Council meeting.
- F. 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 Council

meetings.

ARTICLE XII PARLIAMENTARY AUTHORITY

Parliamentary Procedures based on Robert's Rules of Order will govern. Standing Rules may be written pertaining to the functions and activities of the WSNC. Upon being passed by the Board, Standing Rules will be kept current and on file with the WSNC Secretary.

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 Council 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 Council meeting.
- D. An amendment to these bylaws requires two-thirds 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.

Amendments shall not be valid, final or effective until approved by the Department. Once approved, any changes in the Bylaws shall become effective immediately.

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

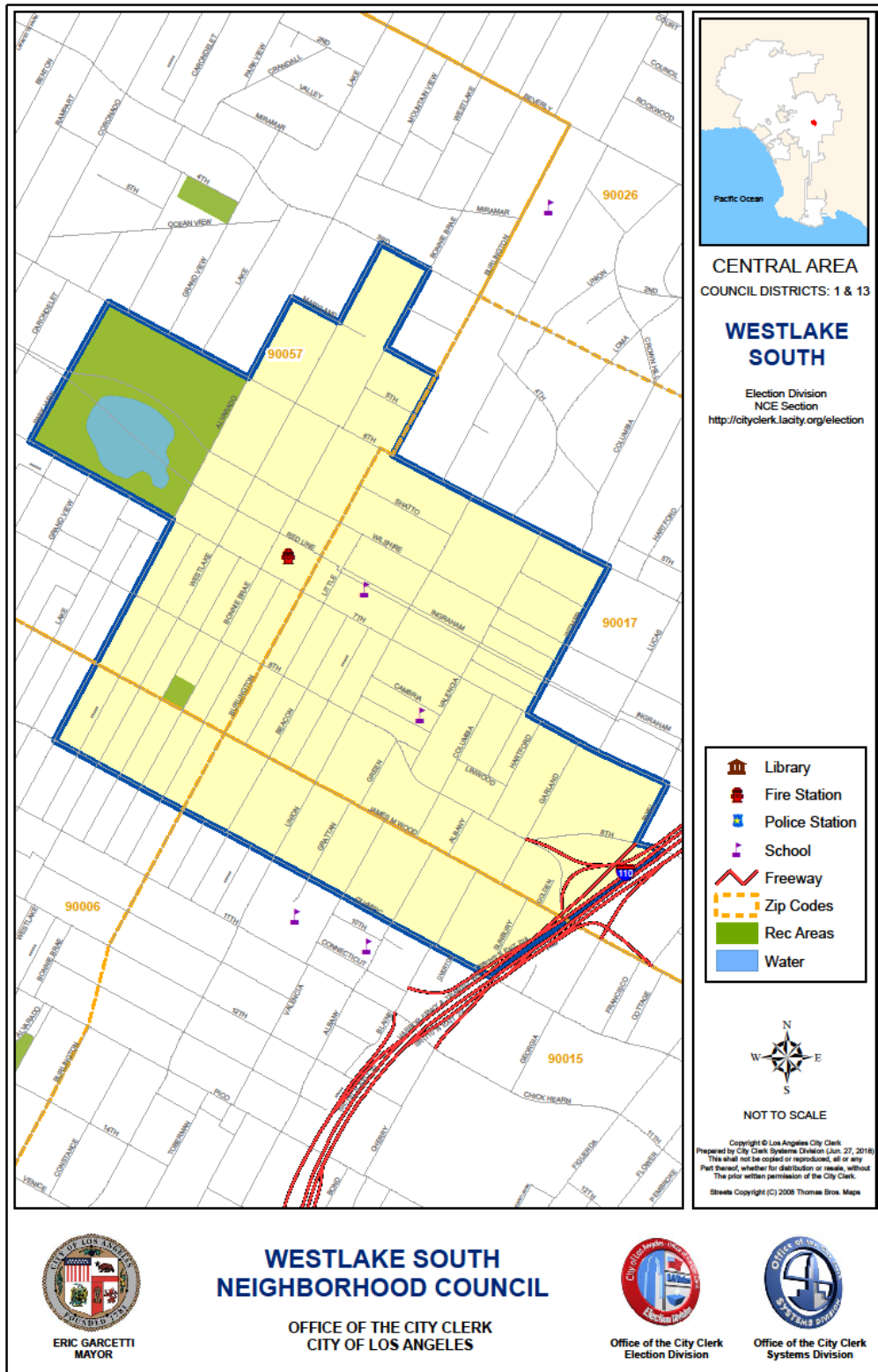
Section 2: Training

All Board members shall take training in the fundamentals of Neighborhood Council, including, but not limited to, Ethics (2 hour minimum), funding, workplace violence and sexual harassment trainings provided by the City within forty-five (45) days of being seated, or they will lose their Council voting eligibility and will not be restored until training is complete. All Board Members must take Ethics, Funding Training, and Code of Conduct prior to making motions and voting on funding related matters.

Section 3: Self-Assessment

Every year, the Council shall conduct a self-assessment pursuant to Article VI, Section 1 of the Plan.

ATTACHMENT A - Map of Westlake South Neighborhood Council



**ATTACHMENT B – Governing Board Structure and Voting
Westlake South Neighborhood Council – 9 Board Seats**

BOARD POSITION	ELECTED OR APPOINTED	STAKEHOLDER ELIGIBILITY FOR THE SEAT	QUALIFICATIONS TO VOTE FOR THE SEAT
A. Resident (3 seats) Term: 2 year term	Elected	Open to Stakeholders eighteen (18) years of age or older who are owners or renters of residential property within the Council boundaries and who reside in the residential property on a full-time basis.	Stakeholders 16 years of age and above who live, work, or own property in the neighborhood.
B. Business (1 seats) Term: 2 year term	Elected	Open to Stakeholders eighteen (18) years of age or older who work or own a business or business property within the Council boundaries.	Stakeholders 16 years of age and above who live, work, or own property in the neighborhood.
C. Community-Based Organizations (1 seats) Term: 2 year term	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 Council boundaries.	Stakeholder who is at least 16 years of age on the day of the election.
D. At-large (4 seat total) Term: 2 year term	Elected	Any Stakeholder who is at least 18 years of age at the time of the election, within the Council boundaries.	Stakeholder who is at least 16 years of age on the day of the election.