

# **Panorama City Neighborhood Council Bylaws**

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## ARTICLE I NAME

The name of this organization shall be the Panorama City Neighborhood Council (“Council”) (“PCNC”).

## ARTICLE II PURPOSE

A. The **PURPOSE** of the Council is to provide an inclusive open forum for public discussion, and to serve as an advisory body on issues of concern to the Panorama City area and in the governance of the City of Los Angeles.

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

1. To respect the dignity and expression of viewpoints of all individuals, groups, and organizations involved in the PCNC;
2. To remain non-partisan with respect to political party affiliations and inclusive in operations including, but not limited to, the election process for governing body and committee members;
3. To encourage all Stakeholders to participate in all activities of the PCNC;
4. To prohibit discrimination against any individual or group in operations of the PCNC on any basis, including but not limited to race, religion, color, creed, national origin, ancestry, sex, sexual orientation, age, disability, marital status, income, or political affiliation; and
5. To have fair, open, and transparent procedures for the conduct of PCNC business.

## ARTICLE III BOUNDARIES

**Section 1: Boundary Description** – The boundaries of the PCNC shall be: from the intersection of Sepulveda Boulevard with the Southern Pacific/Metrolink right-of-way, east along the Southern Pacific/Metrolink right-of-way to the intersection with Tujunga Wash, north along Tujunga Wash to the intersection with Roscoe Boulevard, west along Roscoe Boulevard to the intersection with Woodman Avenue, north along Woodman Avenue to an easterly extension of the centerline of Lassen Street (as if Lassen Street did not turn northeast to reach Filmore Street), west on that extension of Lassen Street to the intersection with the Pacoima Wash and then south along Pacoima Wash to the intersection with Roscoe Boulevard, west along Roscoe Boulevard to the intersection with Sepulveda Boulevard, then south along Sepulveda Boulevard to the intersection with Southern Pacific/Metrolink right-of-way.

**Section 2: Internal Boundaries** – The PCNC area shall be divided into five (5) Districts, as follows:

- A. **North District** – Bounded on the west by the Pacoima Wash, on the south by Nordhoff Street, on the east by Woodman Avenue, and on the north by an easterly extension of Lassen Street.

- B. **Center/West District** – Bounded on the west by the Pacoima Wash, on the south by Roscoe Boulevard, on the east by Van Nuys Boulevard, and on the north by Nordhoff Street.
- C. **Center/East District** – Bounded on the west by Van Nuys Boulevard, on the south by Roscoe Boulevard, on the east by Woodman Avenue, and on the north by Nordhoff Street.
- D. **Southwest District** – Bounded on the west by Sepulveda Boulevard, on the south by the Southern Pacific/Metrolink right of way, on the east by Van Nuys Boulevard, and on the north by Roscoe Boulevard.
- E. **Southeast District** – Bounded on the west by Van Nuys Boulevard, on the south by the Southern Pacific/Metrolink right of way, on the east by the Tujunga Wash, and on the north by Roscoe Boulevard.

Note: All boundary lines shall be the centerline of the road, wash, or right-of-way.

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

#### **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

**Section 1: Composition** – The Board of Directors (“Board”) shall have twenty-one (21) members, according to the following composition:

- A. Five (5) seats shall be reserved for North, Center-West, Center-East, Southwest and Southeast Homeowners.
- B. Five (5) seats shall be reserved for North, Center-West, Center-East, Southwest and Southeast Renters.
- C. Five (5) seats shall be reserved for business owners, managers, or employees.
- D. Four (4) At-large seats may be held by any Stakeholder who lives, works, or owns property within the PCNC boundaries.
- E. Two (2) At-Large seats may be held by any Stakeholder, including those who declare a stake in the neighborhood as a community interest Stakeholder, defined as an individual who is a member of or participates in a Community Organization such as, but not limited to, educational, non-profit and/or religious organizations, within the boundaries of the PCNC. These seats will be referred to as the Unlimited At-Large seats. At least one of these seats shall be available at every election.
- F. Up to five (5) Alternate positions can be seated after an election as voting Alternates for any Board members who are not present at any meeting of the Board. Alternates are ranked 1 to 5 and filled in the order of the candidates’ vote totals or tie-breakers. If an alternate position becomes vacant, it may be filled by appointment of a majority vote by the Board.
- G. The Board may also appoint as many Youth Advisors as deemed appropriate. The Youth Advisors are not members of the Board, and will not count toward quorum. However, Youth Advisor votes may be tallied and recorded in the Board minutes for any non-financial agenda items.

**Section 2: Quorum** – A quorum for any meeting of the Board shall be eleven (11) seated members of the Board or Alternates, provided that the PCNC Chair or the Vice Chair and any one (1) other officer, or in the absence of the PCNC Chair and Vice Chair, any three (3) officers, are present.

Not more than twenty-one (21) voting members will be allowed at any meeting. If a formerly absent Board member later joins the meeting, and his or her presence would make the voting group greater than twenty-one (21), the lowest-ranked Alternate who may be present shall no longer be eligible to vote, so that voting members do not exceed twenty-one (21).

**Section 3: Official Actions** – All decisions shall be made by simple majority of those present and voting, not including abstentions.

**Section 4: Terms** – The intent of the Board is to establish a staggered election system where approximately half of the Board is elected at each City conducted election. The most recent election took place in April 2019. Board members shall hold office until their successors are elected and the election is certified. Both Group A and Group B shall

hold a four (4) year term.

The following Board seats shall be designated Group A, with a term from 2017-2021:

- Resident Renter North
- Resident Renter Center-West
- Resident Renter Center-East
- Resident Homeowner Southwest
- Resident Homeowner Southeast
- Business (2 lowest vote totals)
- At-Large (2 lowest vote totals)
- Unlimited At-Large (lowest vote total)

The following Board seats shall be designated Group B, with a term from 2019-2023:

- Resident Renter Southwest
- Resident Renter Southeast
- Resident Homeowner North
- Resident Homeowner Center-West
- Resident Homeowner Center-East
- Business (3 highest vote totals)
- At-Large (2 highest vote totals)
- Unlimited At-Large (highest vote total)

Any Board member who ceases to be a Stakeholder or in any way becomes ineligible to serve on the Board during his/her term shall be disqualified from office.

**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.

Dissolution – The PCNC may be dissolved by at least a three-fourths (3/4) vote of the seated Board members at any regular Board meeting, provided that notice per Article VIII has been made. Dissolution shall be in accordance with the decertification procedures established by the Department.

- A. Notice of a vote to dissolve the PCNC must be made at least ninety (90) days prior to the date such vote is to be held. Notification shall be made by announcement at a regular Board meeting and via the established meeting notification methods.
- B. All assets shall be disposed of in a manner prescribed by law, but none shall inure to any Board member or Stakeholder, except for the legitimate payment of

monies owed for purposes previously approved by the Board. All City assets shall be returned to the City.

**Section 6: Vacancies** – In the event of a vacancy in any Board position, including Alternates, the Board shall promptly take steps to appoint a person to fill the vacancy by majority vote of the Board members or Alternates present and voting, according to the following procedure:

- A. Any Stakeholder(s) interested in filling a vacant seat on the Board or an Alternate seat shall submit a written application(s) to the Secretary.
- B. The Secretary shall forward the names of all applicants qualified to hold the vacant seat, as determined by their Stakeholder status, to the PCNC Chair.
- C. The PCNC Chair shall call for a vote of the remaining seated Board members or Alternates at the first possible Board meeting.
- D. Any person elected or appointed to fill a vacancy shall serve the remainder of the term.
- E. If the vacancy occurs within three (3) months before the next regular election, the Board shall not fill the vacancy.
- F. If a board seat remains vacant for 60 days after it occurs, the seat shall then become an unlimited At-Large seat for the remainder of the term so that any stakeholder may be appointed to the vacancy.

Provisions of this section are subject to Board of Neighborhood Commissioners policies, including but not limited to the “Department of Neighborhood Empowerment (“Department”) Remedy for Loss of Quorum by Neighborhood Councils Due to Vacancies and Authority to Fill Vacancies” policy of October 27, 2005. Where there is a conflict between those policies and these Bylaws, the Board of Neighborhood Commissioners policies will apply.

### **Section 7: Absences**

The Board considers that the basic duty of all Board members and Alternates is to regularly attend Board meetings. This is to ensure all Board members and Alternates are fully informed about the Board’s actions and the concerns of the Board’s Stakeholders. Thus, the Board believes a strong enforcement of its Bylaws Absences rules are vital to a functional Board.

#### Allowed Absences

A Board member or Alternate may be removed upon two (2) consecutive absences, excused or unexcused, of regularly scheduled meetings of the Board or upon three (3) unexcused absences within a rolling six (6) month period, or upon three (3) absences, excused or unexcused, within a rolling twelve (12) month period.



### Definitions of Excused and Unexcused Absences

- A. An excused absence must be requested in writing via email to both the Chair and Secretary of the Board no less than 24 hours prior to the Board meeting.
- B. Regardless of circumstances, an unexcused absence is the failure to notify the Chair and Secretary of such absence less than 24 hours prior to the Board meeting.

The Chair or Secretary shall contact (via phone or email) the Board member or Alternate who qualifies for removal at least 24 hours prior to the Board meeting. Secretary shall have the matter placed on the agenda for a vote of the Board at the next regular meeting of the Board.

### Removal Proceedings

- A. A vote to remove by a majority of the Board members or their Alternates present and voting shall remove the identified Board member or Alternate forthwith.
- B. The Board member who is the subject of the removal action shall not take part in the vote on this matter, but will be allowed to address the Board prior to the vote.
- C. If there is not a quorum present or if there are not at least ten (10) Board members or Alternates present and eligible to vote, the matter shall be placed on the agenda for the next regular Board meeting and every meeting thereafter until a vote is taken.

**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 censure 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** – Intentionally left blank.

**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.

## **ARTICLE VI OFFICERS**

**Section 1: Officers of the Board** – The Officers shall include the following positions: Chair, Vice Chair, and Vice Presidents as determined by the Board, Treasurer, and Secretary. Any Board member is eligible to run for and hold any officer position.

**Section 2: Duties and Powers** – The duties of each officer shall be those normally incident to each office, those duties assigned by the Board, and those duties listed below:

- A. The Chair shall be the presiding officer of the Board and shall establish and manage a process for setting the agenda for Board meetings.
- B. The Vice Chair shall act in the absence of the Chair.
- C. The Vice Presidents shall have duties as determined by the Board.
- D. The duties of the Treasurer are described in “Article IX – Finances” of these Bylaws.
- E. The Secretary shall keep the minutes of the Board meetings, and shall perform other duties assigned by these Bylaws or the Board.

**Section 3: Selection of Officers** – Officers shall be elected:

- A. At the first meeting of the elected Board and annually thereafter following any subsequent Board election.
- B. By a majority vote from among the Board members present at the meeting. If a majority is not reached on the first vote, the two (2) candidates with the highest vote totals shall stand for a run-off.

**Section 4: Officer Terms** – Officers shall serve for one (1) year or until their successors are elected.

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

**Section 1: Standing** – The Standing Committees shall be Rules, Outreach, Land Use, Commerce, Finance, and Public Safety.

- A. The Rules Committee shall maintain the Bylaws and all policies and procedures of the PCNC.
- B. The Outreach Committee shall be responsible for outreach to, and communication with, Stakeholders and the general community.
- C. The Land Use Committee shall be responsible for discussing issues, and for making recommendations to the Board for action, with respect to land use within the boundaries of the PCNC.
- D. The Commerce Committee shall be responsible for discussing issues, and for making recommendations to the Board for action, with respect to commercial and industrial activities within the boundaries of the PCNC.
- E. The Finance Committee shall be responsible for developing and managing the

annual budget, and maintaining appropriate policies and procedures for receipt, disbursement, and investment of funds by PCNC, subject to approval of the Board. The Finance Committee shall periodically review PCNC's receipts and disbursements and report any discrepancies to the Board. The Finance Committee also shall assess the effectiveness of PCNC's financial policies and procedures and report any significant deficiencies or variations to the Board. However, the Board shall not delegate its duty to approve and disburse funds to the Finance Committee.

- F. The Public Safety Committee shall be responsible for discussing issues, and for making recommendations to the Board for action, with respect to issues affecting public health and safety within the boundaries of the PCNC.

**Section 2: Ad Hoc** – The Board may establish any special committees it deems necessary.

**Section 3: Committee Creation and Authorization** – Each Standing and Ad Hoc Committee shall be chaired by one (1) Board Member selected by the Board. Membership shall be open to any Stakeholder, regardless of whether the Stakeholder is a member of the Board.

- A. Each Standing and Ad Hoc Committee, except Finance, shall be composed of at least four (4) members in addition to the chair.
- B. The Finance Committee shall be composed of the Treasurer, four (4) other Board members and three (3) Stakeholders appointed by the PCNC Board. The PCNC Board shall appoint the Chair of the Finance Committee from among the four (4) Board members (other than the Treasurer).
- C. Members of Standing Committees, except Finance, shall be appointed by the Chair of that committee with the consent of the PCNC Board.
- D. Chairs of Standing and Ad Hoc Committees are given the title of Vice President.
- E. Decisions made by any committee shall be considered as recommendations to the Board and not as decisions by the PCNC.
- F. Decisions shall be made by a majority vote of those committee members present and voting at a duly called meeting of the committee.

## **ARTICLE VIII MEETINGS**

**Section 1: Meeting Time and Place** – All meetings of the Board shall be held within the boundaries of the PCNC.

- A. Regular Meetings: The Board shall meet not less than once per calendar quarter at a regular time and place to be determined by a majority of the seated Board.
- B. Special Meetings: Special meetings of the Board may be called by (i) the PCNC Chair; or (ii) a majority of the Board members by written petition to the PCNC Chair. The PCNC Chair shall hold such special meeting within fifteen (15) days of receiving the petition after having given notice of at least twenty-four (24) hours to all Board members.

**Section 2: Agenda Setting** – The Chair shall prepare the agenda for each Board meeting. Any agenda item may be added to the agenda of the next meeting of the Board upon petition signed by at least thirty (30) Stakeholders or by a majority of Board members.

Minutes - The Chair shall, in the absence of the Secretary, appoint a Board member to take minutes of all decisions made and actions taken. If the services of a minute-taker from a City of Los Angeles approved vendor are being utilized, minute taker may assume all administrative duties at the Secretary's or Chair's discretion.

**Section 3: Notifications/Postings** – Where required, appropriate notice will be given in accordance with the Brown Act and the Neighborhood Council Agenda Posting Policy. The Board shall establish procedures for communicating with all PCNC Stakeholders on a regular basis in a manner ensuring that information is disseminated evenly and in a timely manner.

**Section 4: Reconsideration** – Reconsideration may only be moved at the same meeting at which the motion to be reconsidered is adopted or rejected.

- A. Reconsideration may only be moved by a Board member who voted on the prevailing side of the motion to be reconsidered. Only one (1) reconsideration motion may be permitted with respect to a prior motion.
- B. The making of the motion to reconsider shall stop any action being taken on the motion to be reconsidered until the reconsideration has been completed.
- C. Discussion and vote on the reconsideration may take place at the same meeting or may be postponed until the next meeting.

## **ARTICLE IX FINANCES**

- A. Compliance with this article will be under the guidance of the Department.
- B. The Treasurer shall be responsible for custody and control of all PCNC assets and financial operations, and the accounting therefor.
- C. At the direction of the Board, if the City of Los Angeles permits Neighborhood Councils to do this, the Treasurer will establish an account or accounts for the deposit of PCNC funds in a federally insured financial institution in the name of the PCNC, subject to rules and requirements of the City of Los Angeles.
- D. The Treasurer shall establish and maintain a system of bookkeeping and accounting for the PCNC that complies with Generally Accepted Accounting Principles and conforms to all applicable local, state, and federal laws.
- E. The Treasurer may rely on the Department in establishing and maintaining a bookkeeping and accounting system and, with approval by the Board, may retain on behalf of PCNC a financial professional to assist in creating a bookkeeping and accounting system.
- F. The Treasurer shall ensure that PCNC complies with the California Public Records Act (California Government Code Section 6250 et. Seq.) with respect to requests from the public to inspect PCNC records.
- G. The Treasurer shall report to the Board on PCNC finances at every regular

meeting of the Board.

- H. The Treasurer shall be responsible for preparing or coordinating the preparation of annual financial statements of PCNC and additional periodic statements as required by the Board. The Treasurer shall ensure that PCNC accounting systems meet the reporting requirements of the City of Los Angeles.
- I. The Chair of the Finance Committee shall automatically be appointed and confirmed by Board Vote to be the Second Signer for all PCNC finance documents, unless the Board appoints another Board Member as Second Signer.

## **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** – Any Stakeholder age eighteen (18) or greater shall be eligible to be a member. Each Stakeholder shall be entitled to one (1) vote for each open position on the Board. Those who declare a stake in the neighborhood as community interest Stakeholders shall be eligible only to run for and vote for the two (2) unlimited At-large seats. 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 day of the election or selection to be eligible to vote. [See Admin. Code §§ 22.814(a) and 22.814(c)]

**Section 4: Method of Verifying Stakeholder Status** – Voters will verify their Stakeholder status by providing acceptable documentation.

**Section 5: Restrictions on Candidates Running for Multiple Seats** – Candidates shall be eligible to run for one (1) seat only, either from their own Districts or business or “at-large.”

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

- A. With respect to voting for candidates for Board seats:
  - 1. The winning candidates in each District shall be those who have the highest vote count for resident-homeowner and resident-renter candidates.
  - 2. The winning business candidates shall be those who have the highest vote counts from among all business candidates.
  - 3. The winning at-large candidates shall be those who have the highest vote counts among all at-large candidates and unsuccessful candidates for other positions, provided that all six (6) at-large positions may not be filled from only one of the three (3) other categories (resident-homeowner, resident-renter, or business candidates).



- B. The election date will be announced at least ninety (90) days prior to the election date.
- C. No PCNC business shall be conducted in conjunction with any PCNC election.
- D. Cumulative voting is not allowed (i.e., a Stakeholder may not cast more than one (1) vote per candidate).
- E. Vote by Mail voting is allowed.
- F. Voting by proxy is not allowed.
- G. Results of each election shall be posted in those five (5) prominent places designed by the Board for posting notices of PCNC meetings.
- H. The second and all subsequent biennial elections shall be used to select Board members for all expiring seats and any vacant seats that have not been filled by appointment.

## **ARTICLE XI GRIEVANCE PROCESS**

- A. The purpose of the grievance procedure is to address matters involving procedural disputes, such as the Board's failure to comply with Board rules or these Bylaws. This formal grievance procedure does not apply to Stakeholders who may disagree with a position or action taken by the Board. Those grievances should be presented at Board 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.
- B. Any Stakeholder may file a grievance, provided that the following procedure is followed:
  - 1. Any grievance by a Stakeholder must be submitted in writing in duplicate, to the PCNC Chair and to the Secretary.
  - 2. The Secretary shall select an ad hoc Grievance Panel composed of five (5) Stakeholders who are randomly selected by the Secretary from a list of Stakeholders other than Board members who have previously expressed an interest in serving on such a Grievance Panel.
  - 3. Within fifteen (15) days after receipt of a written grievance, the Secretary shall refer the matter to the Grievance Panel.
  - 4. The Secretary shall coordinate a time and a place for the Grievance Panel to meet within thirty (30) days of receipt of the grievance. The person(s) submitting the grievance shall meet with the Grievance Panel to discuss alternate resolutions.
  - 5. Within thirty (30) days after the hearing, a Grievance Panel member, who shall be designated by a majority of all Grievance Panel members, shall prepare a written report. The report shall outline the Grievance Panel's collective recommendations for resolving the grievance. The report shall be forwarded to the Secretary, who shall place the item on the agenda for the next regular Board meeting.
  - 6. The Board may receive a copy of the Grievance Panel's report and recommendations prior to the meeting by the Board; but, pursuant to the Brown Act, the matter shall not be discussed among the Board members until

the matter is heard at the Board meeting. The Board shall either accept, modify, or reject the Grievance Panel's proposed resolution.

7. In the event that a grievance cannot be resolved through this grievance procedure, then the matter may be referred to the Department for consideration or dispute resolution in accordance with the Plan for the Citywide System of Neighborhood Councils ("Plan").

## **ARTICLE XII PARLIAMENTARY AUTHORITY**

All meetings of the Board and its committees shall be conducted in accordance with the current edition of Robert's Rules of Order Newly Revised, except when superseded by applicable law, these Bylaws, or any adopted special rules of order.

The Board also adopts a Procedural Manual, which will be kept as standard operating procedure. Bylaws will be superior. Procedural Manual can be changed or added to by a majority vote of the Board.

## **ARTICLE XIII AMENDMENTS**

- A. Any Stakeholder or Board member may propose an amendment to the Bylaws by submitting such proposed amendment in writing to the Rules Committee together with a petition supporting the proposed change signed by at least thirty (30) Stakeholders.
- B. Rules Committee shall, within thirty (30) days after receiving the proposed Bylaws amendment, draft a properly worded amendment and refer the proposed Bylaws amendment to the Outreach Committee for dissemination to the public.
- C. The proposed Bylaws amendment shall be made available to Stakeholders for a notification period of not less than thirty (30) days, by a process to be determined by the Outreach Committee.
- D. The proposed amendment shall be placed on the agenda for the first Board meeting following the end of the notification period, at which public comment will be allowed.
- E. The Board may approve an amendment to the Bylaws by two-thirds (2/3) vote of the Board members or Alternates present and voting at any regular Board meeting held after the Board meeting at which the amendment was originally proposed. If approved, the proposed amendment shall be submitted to the Department in accordance with the Plan and shall become effective upon approval by the Department.

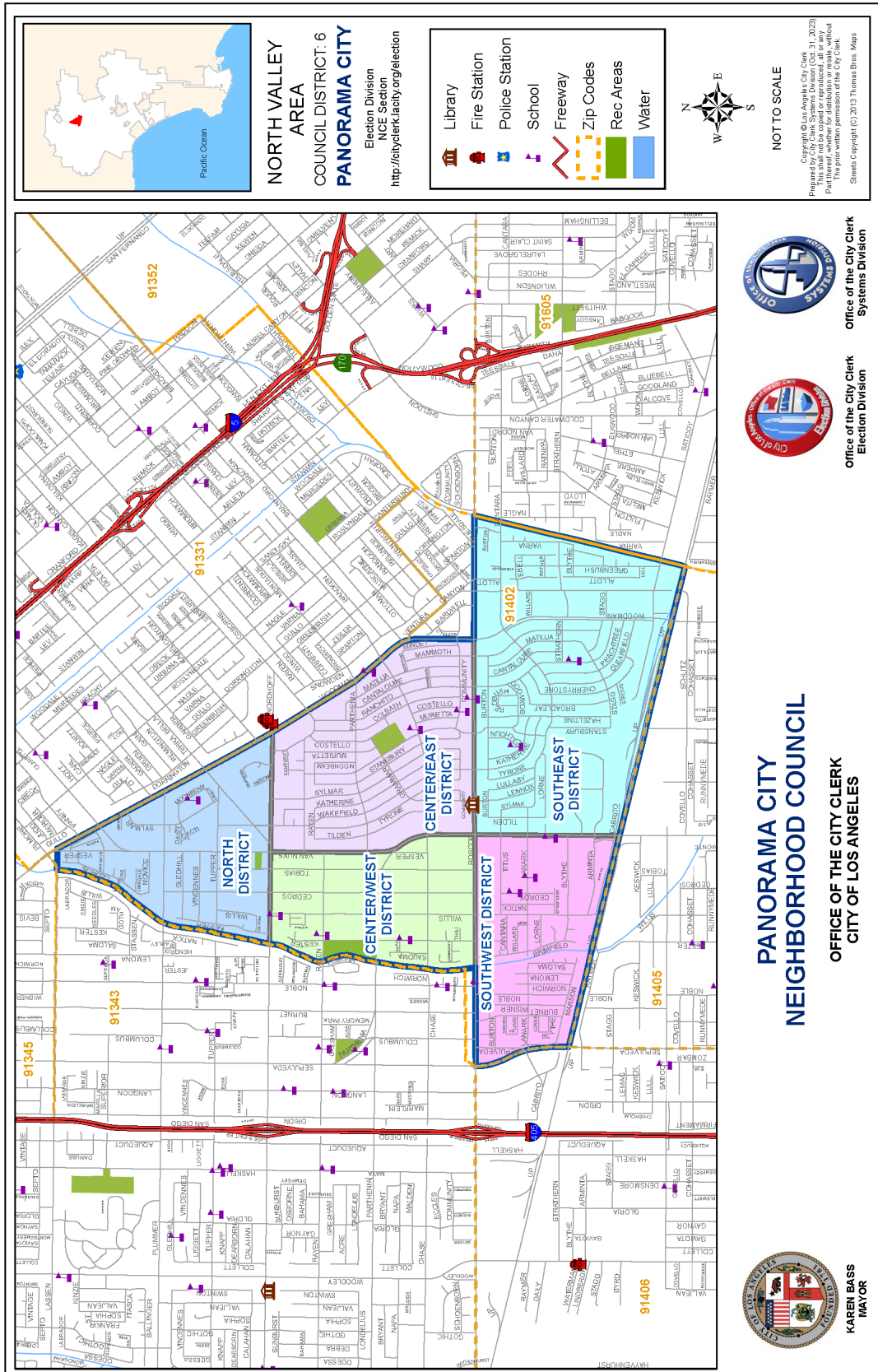
## **ARTICLE XIV COMPLIANCE**

**Section 1: Code of Civility** – The PCNC, its representatives, and all Stakeholders will conduct PCNC business in a professional and respectful manner and will abide by these Bylaws, Board rules, the Plan, and all governmental laws and regulations that may apply. Board members will abide by the Commission's Neighborhood Council Board Member Code of Conduct Policy, which must be signed within 30 days of election or appointment to the Board.

**Section 2: Training** –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. Optional: Board members not completing mandatory trainings provided by the City within 90 days of being seated or after expiration of the training, shall lose their Council voting rights on all items before the board.

**Section 3: Self-Assessment** – The PCNC shall meet at least once a year in the month prescribed by DONE for the purpose of the Board reporting on activities of the past year and its plans for the forthcoming year.

# ATTACHMENT A – Map of Panorama City Neighborhood Council



**ATTACHMENT B – Governing Board and Structure**  
**Panorama City Neighborhood Council - 21 Board Seats**

<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>
Resident-Homeowner North Director Term: 4 years	1	Elected	Any stakeholder who is at least 18 years of age on the day of the election and who lives within the nomination district in housing owned by the stakeholder or a family member.	Any stakeholder who is at least 16 years of age on the day of the election and who lives, works or owns property within the council boundaries.
Resident-Homeowner Center-West Director Term: 4 years	1	Elected	Any stakeholder who is at least 18 years of age on the day of the election and who lives within the nomination district in housing owned by the stakeholder or a family member.	Any stakeholder who is at least 16 years of age on the day of the election and who lives, works or owns property within the council boundaries.
Resident-Homeowner Center-East Director Term: 4 years	1	Elected	Any stakeholder who is at least 18 years of age on the day of the election and who lives within the nomination district in housing owned by the stakeholder or a family member.	Any stakeholder who is at least 16 years of age on the day of the election and who lives, works or owns property within the council boundaries.
Resident-Homeowner Southwest Director Term: 4 Years	1	Elected	Any stakeholder who is at least 18 years of age on the day of the election and who lives within the nomination district in housing owned by the stakeholder or a family member.	Any stakeholder who is at least 16 years of age on the day of the election and who lives, works or owns property within the council boundaries.
Resident-Homeowner Southeast Director Term: 4 Years	1	Elected	Any stakeholder who is at least 18 years of age on the day of the election and who lives within the nomination district in housing owned by the stakeholder or a family member.	Any stakeholder who is at least 16 years of age on the day of the election and who lives, works or owns property within the council boundaries.
Resident-Renter North Director Term: 4 Years	1	Elected	Any stakeholder who is at least 18 years of age on the day of the election and who lives within the nomination district in housing rented by the stakeholder or a family member.	Any stakeholder who is at least 16 years of age on the day of the election and who lives, works or owns property within the council boundaries.
Resident-Renter Center-West Director Term: 4 Years	1	Elected	Any stakeholder who is at least 18 years of age on the day of the election and who lives within the nomination district in housing rented by the stakeholder or a family member.	Any stakeholder who is at least 16 years of age on the day of the election and who lives, works or owns property within the council boundaries.

<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>
Resident-Renter Center-East Director Term: 4 Years	1	Elected	Any stakeholder who is at least 18 years of age on the day of the election and who lives within the nomination district in housing rented by the stakeholder or a family member.	Any stakeholder who is at least 16 years of age on the day of the election and who lives, works or owns property within the council boundaries.
Resident-Renter Southwest Director Term: 4 Years	1	Elected	Any stakeholder who is at least 18 years of age on the day of the election and who lives within the nomination district in housing rented by the stakeholder or a family member.	Any stakeholder who is at least 16 years of age on the day of the election and who lives, works or owns property within the council boundaries.
Resident-Renter Southeast Director Term: 4 years	1	Elected	Any stakeholder who is at least 18 years of age on the day of the election and who lives within the nomination district in housing rented by the stakeholder or a family member.	Any stakeholder who is at least 16 years of age on the day of the election and who lives, works or owns property within the council boundaries.
Business Directors Term: 4 Years	5	Elected	Any stakeholder who is at least 18 years of age on the day of the election and who works within the council boundaries.	Any stakeholder who is at least 16 years of age on the day of the election and who lives, works or owns property within the council boundaries.
At-Large Directors Term: 4 Years	4	Elected	Any stakeholder who is at least 18 years of age on the day of the election and who lives, works, or owns property within the council boundaries.	Any stakeholder who is at least 16 years of age on the day of the election and who lives, works or owns property within the council boundaries.
Unlimited At-Large Directors Term: 4 Years	2	Elected	Any stakeholder who is at least 18 years of age on the day of the election and who lives, works, or owns property within the council boundaries and/or also those who declare a stake in the neighborhood as a community interest stakeholder.	Any stakeholder who is at least 16 years of age on the day of the election and who lives, works or owns property within the council boundaries and/or also those who declare a stake in the neighborhood as a community interest stakeholder.