

# Chatsworth Neighborhood Council Bylaws

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**Article I NAME**

The name of the neighborhood council shall be the Chatsworth Neighborhood Council ("CNC" or "Council"), an officially recognized council hereby part of the Los Angeles Citywide System of Neighborhood Councils.

**Article II PURPOSE**

A. The PURPOSE of the CNC is to participate as a body on issues of concern to our neighborhood and within our sphere of influence and in the governance of the City of Los Angeles.

B. The MISSION of this Council is:

1. To provide an inclusive open forum for public discussion of issues concerning City governance, the needs of this Neighborhood Council, the delivery of City services to this Neighborhood Council area, and on matters of a citywide nature.
2. To advise the City of Los Angeles on issues concerning City governance, the needs of this neighborhood council and the delivery of City services to this Neighborhood Council area and on matters of a citywide nature.
3. To initiate, execute and support projects for the physical, social and cultural improvement of Chatsworth.
4. To facilitate communication between the City of Los Angeles and community stakeholders on issues of concern to the community and/or the stakeholders.

C. The POLICY of this neighborhood council shall be:

1. To respect the dignity and expression of views of all individuals, groups and organizations involved in this Neighborhood Council.
2. To remain non-partisan with respect to political party affiliation and inclusive in our operations including, but not limited to, the election process for the governing body and committee members.
3. To inform our Neighborhood Council of matters involving the City of Los Angeles (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 this Neighborhood 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, homeowner/renter status, income, or political affiliation.
6. To have fair, open and transparent procedures for the conduct of our Neighborhood Council business.

**Article III BOUNDARIES**

The CNC includes a geographic area in excess of 20,000 residents.

**Section 1: Boundary Description** - The boundaries include all areas within the City of Los Angeles described as follows:

A. The Northern line shall be from the most northwesterly point of the Los Angeles City / Los Angeles County boundary at SR-118, northeast along said boundary to Browns Canyon Road, then south along Browns Canyon Road to the gate at its southern terminus, then south in a straight line to SR-118, then east to Corbin Avenue.

B. The Eastern line shall be the centerline of Corbin Avenue from SR-118 to Nordhoff Street.

C. The Southern line shall be the centerline of Nordhoff Street from Corbin Avenue west to its termination, then continuing in a straight line to the Los Angeles City / Los Angeles County boundary.

D. The Western line shall be the western Los Angeles City limit from the extended centerline of Nordhoff Street north to SR-118.

The boundaries of the Council are set forth in Attachment A – Map of Chatsworth Neighborhood Council.

**Section 2: Internal Boundaries** – Not applicable.

#### **Article IV      STAKEHOLDER**

Membership in this Council is open to any and all stakeholders. “Stakeholders” shall be defined as those who live, work or own real property in the neighborhood and also to those who declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation within the Neighborhood Council’s boundaries and who may be in a community organization such as, but not limited to, educational, non-profit and/or religious organizations. A stakeholder includes those who board one (1) or more horses within the Council boundaries.

#### **Article V      GOVERNING BOARD**

The Board of Directors or Board shall mean an elected governing body as set forth in the Plan for a Citywide System of Neighborhood Councils (Plan).

**Section 1: Composition** - The Council will be led by a Board of Directors consisting of twenty-one (21) elected, selected or appointed stakeholders who are at least eighteen (18) years of age. All Board seats are open to all stakeholders; however, no single stakeholder group shall hold a majority of Board seats unless extenuating circumstances exist and are approved by the Department of Neighborhood Empowerment (Department).

**Section 2: Quorum** - A quorum consists of eleven (11) Board members for all business. There shall be no proxy voting.

**Section 3: Official Actions** - An “official action” shall be any Board approval or disapproval of any motions, resolutions, positions or decisions with respect to items on its agenda which will then become the official or representative voice on said item for the CNC.

Official action may be taken by the Board with a majority vote of the Board members present and voting (two-thirds (2/3) when specified), not including abstentions, at any duly noticed meeting, provided there is a quorum.

**Section 4: Terms and Term Limits** - Board members shall serve a two (2) year staggered term commencing at the first duly noticed regular Board meeting after a selection is certified. There will be no limit on length of service on the Board.

To create staggered terms, in the 2014 selection, the eleven (11) candidates with the highest vote totals will serve a two (2) year term, and the other ten (10) candidates will have one (1) year terms. In the 2015 selection, the Board seats with one (1) year terms will then have two (2) year terms thereafter.

**Section 5: Duties and Powers** - The primary duties of the Board of Directors will be to govern the Council and to carry out its objectives.

The President may delegate to any individual the authority to present before any public body i) CNC positions previously adopted by the Board, or ii) a statement that CNC has had insufficient time to develop a position or recommendation on a matter before that body. Such authority may be revoked at any time by the Board or by a majority of the officers.

**Section 6: Vacancies** - A vacancy on the Board shall be filled using the following procedure:

- A. Any stakeholder(s) interested in filling a vacant seat on the Board shall submit written application(s).
- B. The matter shall be placed on the agenda for the next regular meeting of the Board.
- C. If only one (1) stakeholder has made application for a vacant seat, then a vote of the Board shall be taken and the applicant installed by a majority vote of the Board members present. If more than one (1) stakeholder has made application for an empty seat, then a vote shall be taken either at a special selection or at the next regular meeting by all registered stakeholders present. The vote shall be presided over by the Board and shall include one (1) vote per Board vacancy per registered stakeholder.
- D. When the process mentioned above fills a vacant seat, the seat shall be filled for the remainder of the term for that seat. In no event shall a vacant seat be filled where a general selection is scheduled to occur within sixty (60) days of the date that an applicant (stakeholder proposing to fill the vacancy) tenders written application.
- E. A special selection held to fill a vacancy on the Board may be conducted during the business portion of a duly noticed monthly Board meeting.

**Section 7: Absences** - A Board member may be removed from office for unexcused failure to attend 30%, or more, of duly noticed meetings in a Board year. This action will require affirmative votes of two-thirds (2/3) of those present.

Definition of “excused” absence and process for removal will be stipulated in the Board Rules.

**Section 8: Censure** - The process for censure will be stipulated in the Board Rules.

**Section 9: Removal** - Board members may be removed from office for cause as determined by the Board and when affirmed with a two-thirds (2/3) vote of those present.

The definition of “for cause” will be stipulated in the Board Rules.

Removal of a Board member may also be accomplished by the submission of a written petition that includes:

1. Identity of the Board member to be removed,
2. Description in detail of the reason for removal, such as an undisclosed conflict of interest, and
3. Signatures of fifty (50) stakeholders.

The matter then shall be placed on the agenda for a vote of the Board at the next regular meeting of the Board. The Board member who is the subject of the removal action, or a designee, will be allowed to speak to the Board at the meeting, but shall not take part in the vote on this matter. Removal of the identified Board member will require two-thirds (2/3) vote of the Board members present. If the vote for removal is affirmative, then the position shall be determined vacant.

Any Board member, officer or committee member removed by vote of the Board or committee members shall be entitled to appeal the action to the Council's Grievance Committee.

Board member removals shall not be enforced without the guidance of the Office of the City Attorney.

**Section 10: Resignation** - If a Board member resigns or is no longer a stakeholder, the position shall be determined vacant. A resignation must be made in writing to the President or other Board officer with the member’s signature affixed.

**Section 11: Community Outreach**

- A. The CNC will maintain an Outreach Committee, which will be responsible for communicating with stakeholders on a regular basis in a manner ensuring information is disseminated in an even and timely manner.
- B. The Board shall direct that a system of outreach be instituted to find and obtain nominees for selections to the Board. The Board may choose to design such a system through the committee process.
- C. The purpose of this outreach is to put forth a reasonable effort to inform and give every stakeholder desiring to participate on the Board an opportunity to become a Board member. To that end, there shall be outreach for each selection for purposes of soliciting stakeholder support.

## **Article VI OFFICERS**

**Section 1: Officers of the Board** - Officers shall include positions entitled President, Vice President(s), Secretary and Treasurer(s).

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

- A. The President shall preside at all meetings and direct all activities of the Council.
- B. The Vice President shall be in charge in place of the President if the President is unable to serve.
- C. The Treasurer shall maintain the records of the Council's finances and book of accounts and perform other duties in accordance with the Council's Financial Management Plan. See Article IX for a further description of Treasurer responsibilities.
- D. The Secretary shall keep minutes of all Board meetings.
- E. Other duties of Officers may be defined in the Board Rules.

**Section 3: Selection of Officers** - The Officer positions shall be filled by majority vote of the Board members present at the first meeting following the certification of a selection.

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

## **Article VII COMMITTEES AND THEIR DUTIES**

**Section 1: Standing Committees** - The Board shall have such power to change any permanent or standing committee(s).

**Section 2: Ad Hoc Committees** - Ad hoc committees may be established as needed but may include only members of the Board of Directors.

**Section 3: Committee Creation and Authorization** - Board Rules shall govern the system for the election, selection or appointment of stakeholders to committees and sub-committees. All other committees established, or disbanded, shall be noted in the Council meeting minutes. Other issues related to committees may be stipulated in the Board Rules.

## **Article VIII MEETINGS**

A Council meeting shall mean a meeting of the stakeholders and the Board that has been duly noticed. All meetings, as defined by the Ralph M. Brown Act, shall be noticed and conducted in accordance with the Act, the Neighborhood Council Agenda Posting Policy, and all applicable laws.

**Section 1: Meeting Time and Place** - Meetings of the Board shall be held at least once per calendar quarter.

**Section 2: Agenda Setting** - The President and/or Secretary, or their respective designee Board members, will plan the agenda for each Council meeting.

**Section 3: Notifications/Postings** - Notification of all meetings shall include, at a minimum, posting at five (5) public locations specified in the Board Rules. Any canceled meeting shall be posted in the same locations.

**Section 4: Reconsideration** - The Board may reconsider and amend its action on items listed on the agenda if that reconsideration takes place immediately following the original action or at the next regular meeting. The Board, on either of these two (2) days shall: (1) make a motion of reconsideration and, if approved, (2) hear the matter and take an action. If the motion to reconsider an action is to be scheduled at the next meeting following the original action, then two (2) items shall be placed on the agenda for that meeting: (1) a motion of reconsideration on the described matter and (2) a "proposed" action should the motion to reconsider be approved. A motion of reconsideration may be made only by a Board member who previously voted on the prevailing side of the original action. The aforesaid shall all be in compliance with the Brown Act.

## **Article IX FINANCES**

A. The CNC shall comply with all financial accountability requirements as specified by City Ordinance and in the Plan as stated in the City's Certification Application. This Council shall also comply with all financial requirements as prescribed by the Department of Neighborhood Empowerment (Department).

B. The Treasurer shall be ultimately responsible for the maintenance of bookkeeping and financial reporting and for the protection of all Council assets. The Board may authorize the hiring of a financial professional in compliance with City and Department rules to help maintain financial records.

C. The Council's financial statements, books and accounts shall be open for inspection and copying by any member of the public upon written request in accordance with the Financial Management Plan, which provides for fair and open procedures to permit inspection within a reasonable time. CNC will comply with the Public Records Act.

D. The Treasurer shall make a report to the Board on the Council's finances at every regular meeting of the Board.

E. The Treasurer shall be responsible for preparing or coordinating the preparation of financial reports as required by Department.

F. The Council will not enter into any contracts or agreements except through the Department.

## **Article X ELECTIONS**

**Section 1: Administration of Election** - Instead of an election, the CNC will conduct a selection process every year in accordance with the rules and regulations promulgated by the City.



**Section 2: Governing Board Structure and Voting** - There are twenty-one (21) selected at-large Board seats, for which all eligible stakeholders can seek selection and all eligible stakeholders can vote. See Attachment B.

**Section 3: Minimum Voting Age** - Each registered stakeholder who is at least eighteen (18) years of age prior to the opening of the selection shall be entitled to one (1) vote for each open position on the Board.

**Section 4: Method of Verifying Stakeholder Status** - All voters will verify their Stakeholder status through documentation

**Section 5: Restrictions on Candidates Running for Multiple Seats** - Not applicable.

**Section 6: Other Election Related Language** - Not applicable.

## **Article XI GRIEVANCE PROCESS**

A. Any grievance by a stakeholder must be submitted in writing to be placed on the agenda for the next regular meeting. At that duly noticed meeting, the Board shall refer the matter to a grievance panel comprising three (3) stakeholders who are randomly selected from a list of stakeholders who have expressed an interest in serving on such a grievance panel. Within two (2) weeks after the panel receives the grievance the Board President or a designee will coordinate a time and a place for the panel to meet with the person(s) submitting a grievance to discuss ways in which the dispute may be resolved.

B. Within two (2) weeks following such meeting, a panel member shall prepare a written report to be forwarded 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 any meeting by the Board, but the matter shall not be discussed among the Board members until the matter is heard at the next duly noticed regular meeting of the Board pursuant to the Ralph M. Brown Act.

C. This formal grievance process is not intended to apply to stakeholders who simply disagree with a position or action taken by the Board at one of its meetings. Those grievances can be aired at Board meetings. This grievance process is intended to address matters involving procedural disputes, e.g., the Board's failure to comply with Board Rules or these Bylaws. In the event that a grievance cannot be resolved through this grievance process, the matter may be referred to the Department for consideration or dispute resolution. The Neighborhood Council grievance review process will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council grievances.

## **Article XII PARLIAMENTARY AUTHORITY**

Where the Brown Act, then the Bylaws, then the Board Rules are silent, the Board shall follow Robert's Rules of Order unless there is a compelling reason to do otherwise.

Board Rules shall be developed by a committee and adopted by a majority of the Board, unless contrary to any applicable laws including these Bylaws, and can be changed or modified by the Board per said rules.

### **Article XIII AMENDMENTS**

Any Board member may propose amendments to these Bylaws by requesting that an item to that effect be placed on the agenda. Any stakeholder may propose amendments to these Bylaws during the public comment period of a regular meeting of the Board.

A. A stakeholder-initiated proposal to amend these Bylaws must then be formalized in writing and submitted to the person responsible for preparing the agenda for the next regular meeting.

B. The proposed amendment will be noticed on the agenda for public discussion and a vote at the next regular meeting of the Board.

C. An amendment or adjustment to these Bylaws requires a two-thirds (2/3) vote of the Board members present where a quorum has been established.

D. Thereafter, and within fourteen (14) days after a vote recommending amendment or adjustment to the Bylaws, a Bylaws Amendment Application shall be submitted to the Department along with a copy of the existing bylaws for review and approval.

E. Such amendments shall not be valid, final or effective until approved by the Department.

### **Article XIV COMPLIANCE**

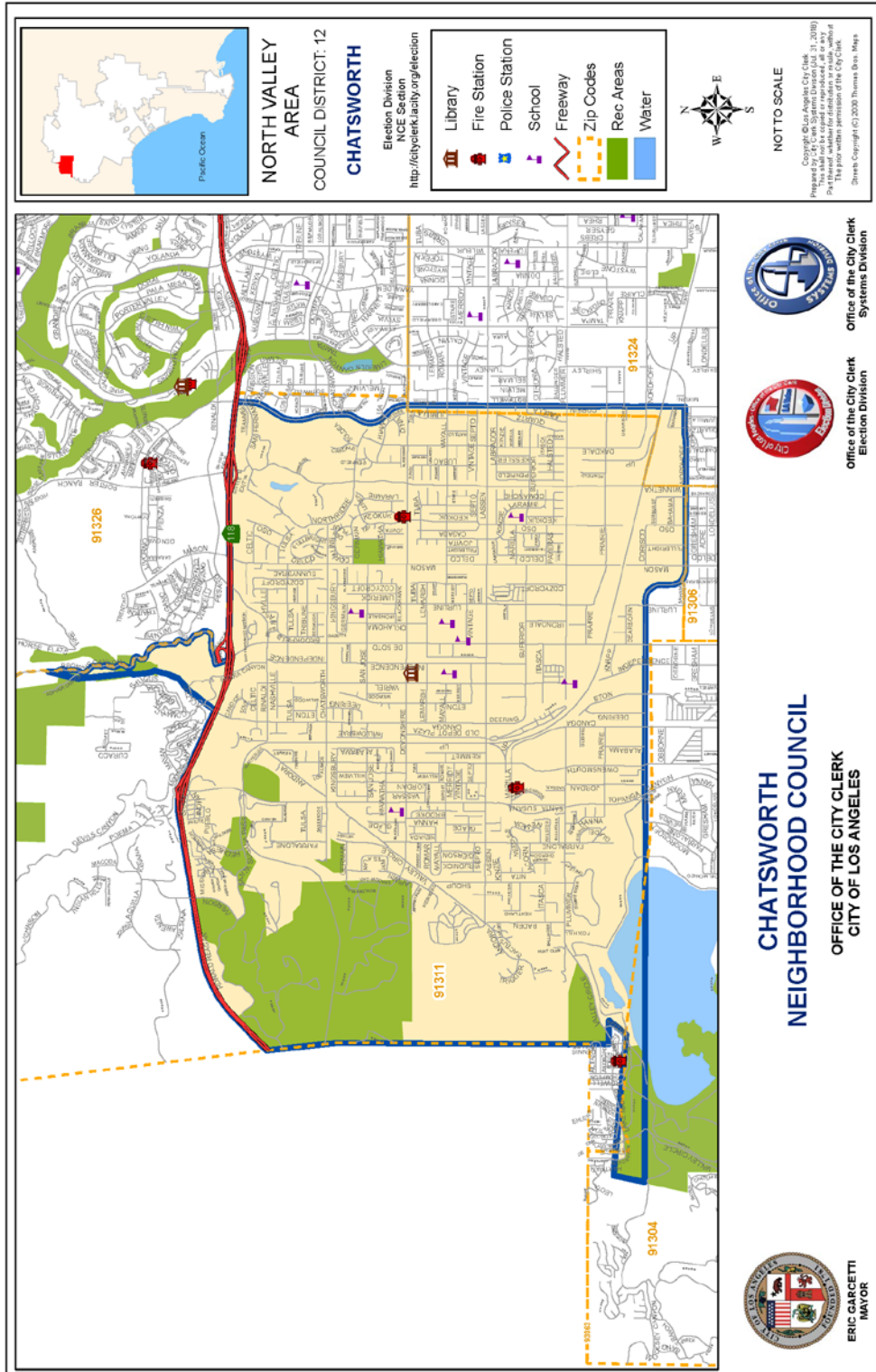
The Council, its representatives, and all stakeholders will refrain from violating the Board Rules, shall be subject to any or all applicable sections of the City of Los Angeles Governmental Ethics Ordinance (LAMC Section 49.5.1), and will abide by the plan and all local, county, state and federal laws.

**Section 1: Code of Civility** - The Council, its representatives, and all stakeholders will endeavor to conduct Council business in a 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 must take ethics and funding training prior to making motions and voting on funding related matters.

**Section 3: Self-Assessment** - Intentionally left blank.

# ATTACHMENT A - Map of Chatsworth Neighborhood Council



## ATTACHMENT B

### Chatsworth Neighborhood Council – 21 Board Seats

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIBILITY TO RUN FOR THE SEAT	ELIBILITY TO VOTE FOR THE SEAT
At-Large Representatives Term: 2 Years	21	Selected	Any Stakeholder of Chatsworth Neighborhood Council who is at least 18 years of age at the time of the selection.	Any Stakeholder of Chatsworth Neighborhood Council who is at least 18 years of age at the time of the selection.