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VICE CHAIRPERSON
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Gary Holmen
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Agnes Lewis
Scott Manatt
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Sue De Vandry
Rafael Garcia
Michael Greenwald
Bill Hopkins
Joshua Jordahl
Skip Leifer
William Lillenberg
Ray Pollak
Steven Smith
Joe Vitti

CITY OF LOS ANGELES CALIFORNIA



GHNNC Board of Directors SPECIAL MEETING AGENDA August 24, 2009 (Monday) at 6:30pm 11139 Woodley Ave, Granada Hills

GRANADA HILLS NORTH NEIGHBORHOOD COUNCIL

11862 Balboa Boulevard, #137
Granada Hills, CA 91344-2753

Telephone: (818) 831-0578

www.ghnnc.org

The public is requested to fill out a speaker card to address the committee on any item of the agenda prior to the committee taking action on any item.

This agenda is posted for public review at the GHNNC Office (11139 Woodley Ave); HOWS Market (11900 Balboa Blvd); Sugar Suite (11858 Balboa Blvd); and the two Bee Canyon Park Kiosks (across from 17160 Van Gogh St. and at the playground between Van Gogh and Sesnon Blvd).

As a covered entity under Title II of the *Americans with Disabilities Act*, the City of L.A. does not discriminate on the basis of disability and will provide reasonable accommodation to ensure equal access to its programs, services, and activities. Sign language interpreters, assistive listening devices, or other auxiliary aids and services can be provided. To ensure availability of services, please make your request at least 3 business days prior to the meeting you wish to attend by contacting the Neighborhood Council Project Advocate at (818) 374-9895 or at amelia.herrera-robles@lacity.org.

This meeting is being convened as a SPECIAL MEETING of GHNNC Stakeholders for the purpose of amending our Bylaws. Any action taken shall be that of a 2/3 majority of all Stakeholders attending in the presence of a Board quorum.

1. Certification of Voters - please fill out a Stakeholder Verification Form and present it to our Board representative at the front door with your valid I.D. and/or proof of factual basis. (See *GHNNC Bylaws Article 5* for criteria.)
2. Call to Order. Verify that a quorum of 13 Board Members is present to start the meeting.
3. Presiding Officer will explain meeting procedures & materials, present an overview of the proposed changes, and give all Policy & Rules Committee Members a short amount of time to give their individual remarks.
4. **MOTION:** That we amend and restate *GHNNC Bylaws Article 2* as proposed by the Policy & Rules Committee.
5. **MOTION:** That we amend and restate *GHNNC Bylaws Article 3* as proposed by the Policy & Rules Committee.
6. **MOTION:** That we amend and restate *GHNNC Bylaws Article 5* as proposed by the Policy & Rules Committee.
7. **MOTION:** That we amend and restate *GHNNC Bylaws Article 6* as proposed by the Policy & Rules Committee.
8. **MOTION:** That we amend and restate *GHNNC Bylaws Article 9* as proposed by the Policy & Rules Committee.
9. **MOTION:** That we amend and restate *GHNNC Bylaws Article 7* as proposed by the Policy & Rules Committee.
10. **MOTION:** That we amend and restate *GHNNC Bylaws Article 13* as proposed by the Policy & Rules Committee.
11. **MOTION:** That we amend and restate *GHNNC Bylaws Article 15* as proposed by the Policy & Rules Committee.
12. **MOTION:** That we amend and restate *GHNNC Bylaws Exhibit I* as proposed by the Policy & Rules Committee.
13. **MOTION:** That we amend and restate *GHNNC Bylaws Article 4* as proposed by the Policy & Rules Committee.
14. **MOTION:** That we amend and restate *GHNNC Bylaws Article 8* as proposed by the Policy & Rules Committee.
15. **MOTION:** That we amend and restate *GHNNC Bylaws Article 10* as proposed by the Policy & Rules Committee.
16. **MOTION:** That we amend and restate *GHNNC Bylaws Article 11* as proposed by the Policy & Rules Committee.
17. **MOTION:** That we amend and restate *GHNNC Bylaws Article 12* as proposed by the Policy & Rules Committee.
18. **MOTION:** That we amend and restate *GHNNC Bylaws Exhibit II* as proposed by the Policy & Rules Committee.
19. **MOTION:** That we amend and restate *GHNNC Bylaws Article 14* as proposed by the Policy & Rules Committee.
20. Adjournment.

Please be advised that the Bylaws of the Granada Hills North Neighborhood Council provide a process for reconsideration of actions as well as a grievance procedure. For your convenience, the Bylaws are available on our website: www.ghnnc.org

In compliance with CA Government Code section 54957.5, non-exempt writings that are distributed to the committee in advance of a meeting may be viewed at 11139 Woodley Avenue, Granada Hills, CA 91344, at www.ghnnc.org, or at the scheduled meeting. Additionally, if you would like a copy of any record related to an item on the agenda, please contact the Neighborhood Council Project Advocate at (818) 374-9895 or amelia.herrera-robles@lacity.org, or contact the Board Chairperson at lmorzillier@ghnnc.org.

Stakeholder Information Packet

for August 24, 2009

**A SPECIAL MEETING called by the
GRANADA HILLS NORTH NEIGHBORHOOD COUNCIL
to CONSIDER AMENDMENTS to our BYLAWS**

Anticipated Questions:

Q: Why aren't we voting on the amendments in numerical order?

A: Some changes in later Articles affect the wording of earlier Articles, so we have put the proposed amendments in an order that prevents anything from being approved that would conflict with an Article that doesn't pass. (*For example, we propose changing the "Chairperson" reference to "President" in Article 7, but that revision wouldn't be legal unless we first approved that change in Article 9.*)

Q: How may I participate at this meeting?

A: All Stakeholders present may vote on all proposed amendments. A 2/3 supermajority is required for passage of each revised Article. Additionally, any Stakeholder may ask questions during the debate and propose changes to the amendments in writing. (All proposed revisions from the floor must receive a "second" to be considered.)

Q: How do I qualify to vote?

A: In order to verify that you're allowed to vote, please fill out a Stakeholder Verification Form and present proof of your factual basis to our Board representative at the front door. (Anyone who lives within the GHNNC boundaries need only present a valid identification showing your address.)

Article 2: Definitions

- 2.1 The Admin Code:** The City of Los Angeles Administrative Code.
- 2.2 The Board:** The GHNNC Board of Directors, as defined in Article 6 of these Bylaws.
- 2.3 Board Member or Director:** A member of the GHNNC Board of Directors.
- 2.4 BONC:** The City of Los Angeles Board of Neighborhood Commissioners.
- 2.5 The Brown Act:** California *Government Code* §§ 54950-54963 (Ralph M. Brown Act).
- 2.6 The City:** The City of Los Angeles.
- 2.7 The County:** The County of Los Angeles.
- 2.8 DONE:** The City of Los Angeles Department of Neighborhood Empowerment.
- 2.9 The Ethics Ordinance:** Los Angeles *Municipal Code* § 49.5.1 (City of Los Angeles Governmental Ethics Ordinance).
- 2.10 GAAP:** Any or all provisions of generally accepted accounting principles that apply to a certified neighborhood council, according to the type of entity established by such council.
- 2.11 The Neighborhood:** All areas within the boundaries of the GHNNC as defined in Article 3 of these Bylaws.
- 2.12 The Plan:** The City of Los Angeles' *Plan for a Citywide System of Neighborhood Councils*.
- 2.13 The State:** The State of California.

WHAT CHANGED?

All definitions are now arranged alphabetically, “The Neighborhood” definition was moved here from Article 3, definitions referring to a government provision now show the citation first (before the “common name”), and some minor grammatical changes were made.

Article 3: Boundaries

3.1 Overall Boundaries: The boundaries of the GHNNC are as follows:

- a) State Route 118 (“118 Freeway”) on the south from where it meets Aliso Canyon west of Zelzah Avenue at Hesperia Avenue, heading east to Interstate Route 405 (“I-405”);
- b) Following I-405 north to Interstate Route 5 (“I-5”);
- c) Following I-5 northwest to the County line;
- d) Heading south along the County line following the northwestern edge of O’Melveny Park, continuing to Aliso Canyon; and then
- e) South along Aliso Canyon until it intersects again with the 118 Freeway, with the understanding that Aliso Canyon is designated for public use and, as such, is a shared boundary with the Porter Ranch Neighborhood Council under Article III, Section 2(a) of The Plan.

3.2 District One: The boundaries of District One are as follows:

- a) The northwestern section of the Neighborhood bounded by I-5 on the north;
- b) The City/County line on the northwest; and
- c) The zoning line designating “M3” Heavy Industry on the south and east.

3.3 District Two: The boundaries of District Two are as follows:

- a) The northeastern section of the Neighborhood bounded by the junction of I-5 and Balboa Boulevard, running southwest to form the northwestern boundary;
- b) Following Balboa Boulevard south to Woodley Avenue, and south along Woodley Avenue to Rinaldi Street to form the west and southwestern boundaries;
- c) Following Rinaldi Street east to I-405 to form the southern boundary;
- d) Following I-405 northwest to its junction with I-5, then continuing on I-5 to Balboa Boulevard to form the northeastern boundary.

3.4 District Three: The boundaries of District Three encompass the remaining area within the Neighborhood as defined in Section 3.1 above, including both sides of Woodley Avenue. Additionally, any residents on any plot within the foregoing defined boundaries of Districts One and Two having a zoning designation beginning with the letter “R” shall be deemed to be within District Three for the purposes of these Bylaws.

WHAT CHANGED?

Sections 3.1–3.3 were divided into ordinals so that our boundaries could be read more easily, with the grammar adjusted accordingly.

As the first step in BONC’s boundary adjustment petition process, we changed the description of our western boundary in Section 3.1(e) to propose that we share Aliso Canyon with the Porter Ranch Neighborhood Council.

Residential lots which are physically in Districts 1 and 2 are now definitively considered to be part of District 3, per the original intent.

Article 5: Stakeholders

Per the Admin Code § 22.811(a)(2) and The Plan Article II § 1, “Stakeholders” shall be defined as those who live, work, or own property within the Neighborhood; and also those who declare a stake in the Neighborhood and affirm the factual basis for it. Council membership is open to all Stakeholders.

For the sole purpose of designating the eligibility of Stakeholders for (i) certain Board seats as defined in Article 6 and (ii) calling Specials Meetings as defined in Article 10, Stakeholders who live or own property in the Neighborhood may hereafter be referred to as “Resident Stakeholders”.

Any Stakeholder can be appointed by the Board to represent the Council before City government agencies or other neighborhood councils or organizations.

WHAT CHANGED?

In the first paragraph, the sentence “Council membership is open to all Stakeholders” was moved to the end so that the definition for Stakeholder preceded it.

In the second paragraph, “For the sole purpose of designating the eligibility of Stakeholders for (i) certain Board seats as defined in Article 6 and (ii) calling Specials Meetings as defined in Article 10” was added to clarify the reason for needing a separate definition for Resident Stakeholders.

The term “Non-Resident Stakeholder” was deleted here and everywhere else it appeared in the Bylaws.

No other changes were made, and this Article complies with D.O.N.E.’s and the City of L.A.’s requirements as set forth in the Admin Code and The Plan.

Article 6: Composition of the Board of Directors

6.1 Number of Directors: The Board shall consist of the twenty-five (25) elected Representatives identified below.

6.2 Directors Representing Geographic Districts: The GHNNC area is divided into three Geographic Districts, as defined in Article 3 of these Bylaws. The number of seats on the Board representing Geographic Districts shall be allocated as follows: one (1) seat for Stakeholders in District One, one (1) seat for Stakeholders in District Two, thirteen (13) seats for Resident Stakeholders in District Three, and one (1) At-Large seat for any Stakeholder. The number of Directors from the three Districts shall be determined by population using the most current census figures and canvassing the businesses and industries within the Council boundaries. Based on such population figures, there shall be one seat for approximately every 2,000 Stakeholders. No matter how small the population is in any given district, each district will have at least one Director on the Board.

Every ten (10) years, following the release of new census figures that would significantly change these numbers, or if the Council feels that a new project will significantly change the rationale for these Districts (for example, a project employing a large number of workers, a large development, etc.), the Council may apply to DONE to alter the District boundaries or reallocate the number of Directors from the Districts.

6.3 Director Positions Reserved for Special Interest Groups: The following Directors will represent the various segments and interests of the various groups that exist in the community. Each will be expected to attend meetings regularly; bring to the Board the concerns of those they represent; and keep those they represent informed of the Council's actions and items of interest. Because some candidates and voters may qualify in more than one category, the candidates and voters must designate which group they wish to represent or vote for at the time of the forum or at registration and show valid proof of their qualifications at such time. All Directors who hold a Special Interest Group seat must report to the Board no less than once per quarter as to how they are fulfilling their constituent responsibilities. Any such Director who fails to show adequate involvement either with his or her constituency or with the Board shall be subject to removal by the Board by a two-thirds (2/3) vote.

a) **Educational Representative:** This Director is a Stakeholder who is actively involved in a school, an adult-school, a day-care center, a preschool, or any organization that lies within the Neighborhood and whose area of interest is primarily education.

b) **Environmental Representative:** This Director is a Stakeholder who is an actively involved member of an environmental organization that meets regularly (at least four times annually) within the Neighborhood.

c) **Faith-Based Representative:** This Director is a Stakeholder who is an actively involved member of a synagogue, church, temple, mosque, or any other faith-based organization that lies within the Neighborhood.

- d) ***Neighborhood Organizations Representative:*** This Director is a Stakeholder who is an actively involved member of such organizations as neighborhood watch groups; political groups; art, music, and senior groups; or any other such organization that meets regularly (at least four times annually) within the Neighborhood.
- e) ***Parks Representative:*** This Director is a Stakeholder who is an actively involved member of any parks organization that meets regularly (at least four times annually) and deals with issues relating to parks within the Neighborhood, and brings issues relating to such parks to the Board.
- f) ***Resident Associations Representative:*** This Director is a Resident Stakeholder who is an actively involved member of a homeowner, condominium, townhouse, or renters association that holds regular meetings (at least four times annually) and whose property lies within the Neighborhood.
- g) ***Small Business and Workers Representative:*** This Director is actively involved in a business employing seventy-five (75) or fewer workers in a facility that is physically located within the Neighborhood. Those persons legally operating a business from a residence within the Council area may also qualify. This category will represent all workers.
- h) ***Students Representative:*** This Director, a student between the ages of 16 and 25 (on the date of the election) living within or attending a school within the Neighborhood, represents fellow students by bringing their concerns to the Board, keeping them informed of issues of particular interest to them, and encouraging their participation in City government. The student may register to run for this office based on residency or student ID.
- i) ***Youth Groups Representative:*** This Director is a Stakeholder who is an actively involved member of any organization, such as the Boy Scouts, the Girl Scouts, 4-H, a youth athletic organization, or any other youth group that meets or has activities regularly (at least four times annually) within the Neighborhood.

WHAT CHANGED?

Section 6.1 added the word “elected” before “Representatives” to clarify how all positions are filled, a more logical placement than in Section 7.3.

Section 6.2 still describes the same geographic seats as before (1 District One, 1 District Two, 13 District Three, and 1 At-Large), but more clearly.

All references to “Non-Resident Stakeholders” were removed.

One typographical error was fixed in Section 6.3 (an extra “to” was deleted).

No other changes were made, and the fundamental meaning and intent of this Article remain the same.

Article 9: Officers of the Board and their Duties

The following officers will be elected by the Board from those Directors who wish to serve in those positions. Nominations and elections for these positions will take place utilizing standard election procedures, including run-offs in the case of three or more candidates vying for a single position where one candidate does not receive more than 50% of the vote in the first round, during the first Board meeting after the certification of the election. Officers will be elected each year to serve for one (1) year. An Officer may not hold the same office for more than four consecutive years. When a vacancy occurs between elections, it may be filled by appointment by the President and confirmation by a majority vote of the Board. If possible, the new Officer will come from the same category (Geographic District or Special Interest) as the one held by the vacating Officer and will be a member of the existing Board. If a vacancy occurs in the office of the President, the Vice-President will assume that position.

9.1 The President: Will preside at all meetings of the Board; call special meetings; prepare agendas; serve as an ex-officio member of all standing committees; represent the Board's position at hearings and other meetings whenever possible; and appoint a nonvoting parliamentarian at his or her discretion.

9.2 The Vice-President: Will preside at meetings in the absence of the President; will track all city planning and land-use issues in the GHNNC area and bring them to the attention of the Board, particularly the President, the Secretary, and the City Information Officer.

9.3 The Secretary: Will keep the minutes of all GHNNC meetings; maintain a postal mailing and e-mail list; maintain the records of all GHNNC actions; conduct and supervise the necessary correspondence of the Council and keep a file of all communications received or sent; oversee the maintenance and updating of the GHNNC's official web site; and help the President disseminate information to the media, as needed.

9.4 The Treasurer: Will, per Article III § 2(d) of the Plan, maintain separate books of accounts in compliance with GAAP and shall submit monthly reports to the Council and quarterly audit reports to DONE. The Treasurer will receive and disburse all Council funds and work closely with the President and Financial Officer.

9.5 The Financial Officer: Will work with the Treasurer and the Board to prepare and maintain a Council budget which will be reported to the Board at least quarterly, or more often if requested; and will, with the President and Treasurer, track and coordinate GHNNC efforts to secure funding for projects and operations deemed appropriate by DONE.

9.6 The City Information Officer: Will track all citywide issues on which the GHNNC Board may wish to gain information and/or comment; obtain City Council agendas and bring information

to the Board, particularly the President and the Secretary; and work with other neighborhood councils on coalition building and areas of mutual support.

9.7 The Outreach Officer: Will be responsible for keeping the community informed; will make a good-faith effort to keep all of the Stakeholders apprised of the issues coming before the GHNNC Board and coordinate with the President, Vice-President, Secretary, and the City Information Officer to assure that the required information is posted on our official web site.

WHAT CHANGED?

The title of ***Chairperson*** was changed to **President**.

The title of ***Vice Chairperson*** was changed to **Vice-President**.

The ***Recording Officer***, ***Media Officer***, and ***Correspondence Officer*** have all been rolled into the new position of **Secretary**.

The title of ***Community Information and Outreach Officer*** was shortened to just **Outreach Officer**.

The **City Information Officer**, **Treasurer**, and **Financial Officer** remain the same, although some minor changes to Sections 9.5, 9.6, and 9.7 were required to fix references to the other officers' updated titles.

In the preamble, a typographical error was corrected (the word "District" was missing from the term "Geographic District" on the penultimate line).

Because Section 10.4 already specifies the right of any Director to submit agenda items for any Board meeting, the redundant reference was removed from Section 9.1.

Some minor adjustments were made to the sentence structure of Section 9.6 to make it consistent with the rest of the Bylaws.

Article 7: Neighborhood Council Elections

This Article explains the administration of Council elections by the City Clerk and provides information regarding Stakeholder membership, the Board's structure, and Stakeholder eligibility for voting and being selected or elected to a Board seat. The provisions in this Article supersede any prior inconsistent provisions contained in these Bylaws.

7.1 Administration of Elections: Elections shall be conducted every two years in even numbered years and shall be administered by the City Clerk beginning on April – June 2010. The rules and regulations promulgated by the City Clerk in conjunction with an election administered by the City Clerk shall take precedence over any inconsistent language in these Bylaws. The term for each currently elected Director shall be extended through and until a successor is elected or appointed at the April – June 2010 City Clerk-conducted election.

7.2 Board Term: Beginning with the City Clerk-conducted election held on April – June 2010, a Director's term shall be for the duration of two years or until a successor is elected or appointed.

7.3 Board Composition: Article 6 of these Bylaws describes the composition of the Board. The Board must, to the extent possible, reflect the diversity of the Council's Stakeholders. Accordingly, no single Stakeholder group shall comprise a majority of the Council's governing body, unless extenuating circumstances are warranted and approved by DONE.

7.4 Voting: All Stakeholders aged eighteen (18) and above on the date of the election shall be entitled to vote in the Council elections for candidates running for Geographic District seats and/or Special Interest seats. All Stakeholders ages fifteen (15) to twenty-five (25) who are students on the date of the election shall be entitled to vote in the Council elections for the Student Representative.

Each Stakeholder shall receive only one ballot corresponding with his or her Geographic District or Special Interest designation on his or her Stakeholder Verification Form, which shall be substantially in the form attached hereto as Exhibit I. Stakeholders designated as voting for Geographic District Three Representatives may vote once each for up to fourteen (14) Representatives. If a voter's proof of Stakeholder qualification is insufficient, or if insufficient documentation is presented to verify such voter's designation, then such person may vote provisionally. For a provisional ballot to be converted to a regular ballot and be counted, the voter must supply the City Clerk with the appropriate documentation within three days.

7.5 Filling Board Vacancies: A vacancy on the Board shall be filled by a Stakeholder who satisfies the eligibility requirements for holding the vacated Board seat. Any Stakeholder interested in filling a vacant seat shall submit a written application to the Secretary within ninety (90) days of the date that the seat becomes vacant. After the lapse of such 90-day period, the Secretary shall forward the names of all applicants to the President. The President shall have discretion to fill the vacancy from the applicants or among any other qualified Stakeholders at any time,

subject to a majority vote of the Board at a public meeting. The appointed applicant's term shall be limited to the term for the vacated seat.

7.6 Qualifications for Directors: To run for a seat on the GHNNC, a Stakeholder must be eighteen (18) years of age or older by the date of the election, except for the candidate for Student Representative, who must be sixteen (16) years of age by the date of the election. Each candidate must present documentation including, but not limited to, a valid picture ID in the form of a California Drivers License, California ID, passport, school ID, or any other such ID; plus documentation showing proof that the individual is a qualified Stakeholder. All verifying documents will be returned immediately after being viewed. For the homeless, or others with special circumstances, this requirement may be waived at the discretion of the City Clerk.

7.7 Campaign Spending Limits: Each candidate for a Board position will be asked to sign a pledge committing to spend no more than seventy-five dollars (\$75.00) to promote his/her candidacy. Appeals may be made to the Ethics Committee in case of a dispute.

WHAT CHANGED?

Because Section 6.1 now clearly states that all Board seats are elected, the redundant sentence in Section 7.3 has been deleted.

In Section 7.4, two typos were corrected (the word "District" was missing from the term "Geographic District" on the second line of the second paragraph, and "Geographic" was in the wrong place in the reference to "Geographic District Three Representatives") on the fourth line of the second paragraph.

In Section 7.5, references to the *Recording Officer* and *Chairperson* have been changed to Secretary and President to conform with the revisions to Article 9. Also, "appoint the vacancy" on line 6" was changed to "fill the vacancy" which is grammatically and procedurally more correct.

Nothing else was changed in this Article, and the fundamental meaning and intent remain the same.

Article 13: Ethics

The GHNNC shall be subject to all applicable sections of the Ethics Ordinance. All applicable laws of local, state, and federal government shall be the minimum ethical standard for the GHNNC, its Board, and its Stakeholders. No group or organization shall attempt to dominate or control the GHNNC Board. In addition to abiding with all city, state and federal laws regarding the ethical conduct of the Council, the following standards are adopted: Board Members may not receive donations or gifts from anyone whose project will foreseeably come before the Board. Board Members will keep a record of all meetings with a proponent or opponent of a project, their attorneys, lobbyists, consultants, or other representatives for any project that foreseeably will come before the Board for consideration. This record will be forwarded to the Secretary for posting, along with a record of those in attendance.

If any Director is voting as a representative of a business, organization, or any other group, such Director must publicly disclose any money, gifts of property, or gifts of services received by the business, group, or organization he or she represents, when considering an action which may benefit that entity. This information will be posted on the Council's web site prior to consideration of a project. The receipt of money, gifts, or services shall constitute a conflict. When a conflict arises, such Director shall recuse him/herself.

WHAT CHANGED?

The reference to *Recording Officer* was changed to Secretary to conform with the revisions to Article 9.

Two redundant words in the first sentence of the first paragraph were deleted.

The words "of property" were added after "gifts" in the first sentence of the second paragraph.

No other changes were made, and the fundamental meaning and intent of this section has not changed.

Article 15: Changes to These Bylaws

All suggested amendments to these Bylaws may be submitted in writing to any Director, either via hardcopy, facsimile transmission, or e-mail. Any such Director who receives a suggested amendment shall immediately forward said amendment to the Policy & Rules Committee for consideration at its next meeting.

At such time as the Policy & Rules Committee recommends that the Board schedule a Special Meeting for the purpose of having Stakeholders vote on whether to adopt such committee's proposal to amend these Bylaws, the Secretary, President, or Vice-President shall place such recommendation on the agenda of the next Council meeting for action by the Board.

These Bylaws shall only be amended by the vote of two-thirds (2/3) of Stakeholders present at a Special Meeting called for that purpose, meaning that two-thirds (2/3) of the Stakeholders' votes cast, exclusive of abstentions and recusals, must be in the affirmative.

Amendments approved by such Stakeholders shall be forwarded within two (2) weeks to DONE and shall not be valid, final, or effective until approved by DONE and BONC. DONE has the responsibility to respond to the GHNNC with a written opinion or its concurrence within the time limit outlined in the DONE guidelines.

WHAT CHANGED?

The references to *Chairperson*, *Vice-Chairperson*, and *Recording Officer* were respectively changed to President, Vice-President, and Secretary to conform with the revisions made to Article 9.

Also, in the second paragraph on the second line, "...to adopt the committee's proposal..." was changed to "...to adopt such committee's proposal..."

No other changes were made, and the fundamental meaning and intent of this section has not changed.

EXHIBIT I

GRANADA HILLS NORTH NEIGHBORHOOD COUNCIL

STAKEHOLDER VERIFICATION FORM

DECLARATION OF STAKEHOLDER STATUS
WITHIN A CITY OF LOS ANGELES NEIGHBORHOOD COUNCIL

I, _____ do hereby announce and
(Print name in full)

declare that I am a Stakeholder of the Granada Hills North Neighborhood Council based on the following factual basis *(please check one only – see GHNNC Bylaws for eligibility requirements):*

- Live** in the Neighborhood **Own Property** in the Neighborhood **Work** in the Neighborhood
 Affiliated with a local **Educational** institution/program Affiliated with a local **Environmental** group/program
 Affiliated with a local **Faith-Based** institution/program Affiliated with a local **Neighborhood Organization**
 Affiliated with a local **Park** Affiliated with a local **Youth Group** Member of a local **Resident Association** (HOA)
 Affiliated with a **Small Business** in the Neighborhood **Student** (ages 15-25) attending school/living in the Neighborhood

Please provide details: _____

The geographic district in which I declare Stakeholder eligibility is *(please check one only):*

- District One** **District Two** **District Three**

corresponding with the address:

_____ *Street number* *Street* *Unit #*

_____ *City* *State* *Zip Code*

Mailing address *(if different than above):*

_____ *Street number* *Street* *Unit #*

_____ *City* *State* *Zip Code*

Daytime Phone #: (____) _____ Evening Phone #: (____) _____

Fax #: (____) _____ e-mail address: _____

I hereby declare, under the penalty of perjury, that the above statements are true and correct, and that I possess all the legal qualifications of a Stakeholder as required in the GHNNC Bylaws.

Signature

Date

FOR OFFICIAL USE ONLY

Received by: _____ Documentation verified? Yes No

Article 4: Council Objectives & Policies, and Stakeholder Communications

4.1 Objectives and Policies of the Council: The objective of the Council is to enhance the quality of life and sense of community and pride of all its Stakeholders. The Council shall (i) reach out to other neighborhood councils in an effort to share ideas about how best to give every Stakeholder a voice in government, (ii) attempt to keep abreast of all actions by City government agencies that may affect our community, and (iii) promptly inform Stakeholders of important issues and relevant government actions. After best-faith efforts to solicit opinions from Stakeholders, the Council shall advocate to the City those public policies that are most likely to enhance our quality of life. In all its meetings and correspondence, the Council shall solicit Stakeholders' ideas and promote free expression of opinions. The Council shall listen attentively to all ideas for improving the Neighborhood and to concerns over actions and events that may negatively impact our community. The GHNNC does not discriminate in any of its policies, recommendations, or actions against any individual or group on the basis of race, religion, color, creed, national origin, ancestry, sex, sexual orientation, age, disability, marital status, income, or political affiliation.

4.2 Communicating with Stakeholders: The GHNNC shall communicate regularly with all of its Stakeholders in a manner ensuring timely dissemination of information.

WHAT CHANGED?

The grammar and sentence structure of this entire Article, including the title, were cleaned up for consistency with the rest of the Bylaws, and also so that the concepts would be presented more clearly.

Some minor clarifications were added, such as changing "councils" to "neighborhood councils" on the third line; using (i), (ii), and (iii) to more clearly identify the Council's responsibilities on lines 2-5; and using defined terms when applicable.

The fundamental meaning and intent of this Article remain the same.

Article 8: Duties, Privileges and Compensation of the Board

8.1 Duties and Privileges of Directors: Newly elected Directors will assume their duties at the first meeting of the Board following certification of the election. The Board may consider matters, make recommendations, and adopt positions relating to the education, recreation, health, safety, aesthetics, planning, zoning, and other issues that affect the Neighborhood. The Board may take a public position in support of or in opposition to any ballot measure or pending legislation, within the guidelines of the Brown Act. The Board may work with other citywide neighborhood councils on interests of mutual concern to lend support to the interests of those councils. Any Director may appear as an advocate for a position previously voted on and approved by the Board. Any Director who holds a position in opposition to one taken by the Board may express his or her contradictory position in any public forum, but only as an individual Stakeholder who clearly states such position as being his or her own independent opinion.

8.2 Compensation: No Officer or Board Member will be entitled to receive any compensation from the Council. However, the Council shall reimburse a Director for reasonable expenses consistent with the approved budget incurred in performing the duties of his or her office or while on Council business.

WHAT CHANGED?

In Section 8.1, the definition “Neighborhood” (from Article 2) replaces a less-specific reference to the “GHNNC community”; a reference to the Brown Act was inserted in regard to the Board taking positions on ballot measures and pending legislation; and some grammar was cleaned up so that the Section’s concepts are presented more clearly. The fundamental meaning and intent of this Section remain the same.

Article 10: Meetings of the Board

All meetings will be conducted under the provisions of the Brown Act and all meetings will be open to the public and notice thereof posted on the Council's web site and in at least all of the public locations submitted with the Council's most recent application. Public testimony shall be taken after the presentation of an item and before the item is voted on by the Board. A public comment period will be a part of each meeting. Quorum, as defined in Section 10.5 of these Bylaws, must be achieved to hold any such meeting of the Board.

10.1 Regular Meetings: The Board shall meet at least once every thirty-seven (37) days, on a consistent date and time, at a regular location within the boundaries of the Council; provided, however, that if a meeting date falls on a holiday, or there is another valid reason to change the date or venue, the Regular Meeting may be rescheduled to a date that is no more than seven (7) days before or after the date on which the meeting would have been scheduled normally. Such change shall be posted seventy-two (72) hours before that meeting. Agendas will be posted seventy-two (72) hours prior to all meetings of the Board.

10.2 Special Meetings: A Special Meeting may be convened by the President, Vice-President, or City Information Officer with written or verbal concurrence of at least two (2) other Directors. A Special Meeting may also be called at any time by at least fifty (50) Resident Stakeholders petitioning the Board, such meeting to be held within forty-five (45) days of the receipt of such petition by any Director or DONE. Notification of a Special Meeting must be posted at least ninety-six (96) hours prior to the meeting. Such notice shall include the names of the two (2) consenting Directors, if not called by Resident Stakeholders. Such meeting shall require a quorum of the Board to be present, and the President or designee thereof shall preside over the meeting. If such meeting is held for the purpose of amending these Bylaws per Article 15, then all qualified Stakeholders present (those who have filled out a valid Stakeholder Verification Form substantially in the form attached hereto as Exhibit I) shall enjoy equal standing during said meeting with complete authority to vote; offer motions, friendly amendments, procedural challenges, etc.; and otherwise participate fully in the process; provided, however, that roll-call votes shall not be allowed at such a meeting of the Board's constituents. No other business may be transacted except that for which the meeting was called.

10.3 Emergency Meetings: In the case of an emergency situation involving matters upon which prompt action is necessary to respond to an item or situation, an Emergency Meeting may be convened by the President, Vice-President, or City Information Officer with the written concurrence of at least five (5) other Directors. Per § 54956.5 of the Brown Act, such meeting may be held without complying with the usual notice and posting requirements. However, notification of such Emergency Meeting, including the names of the concurring Directors, must be posted on the Council's web site as soon as possible after such meeting has been scheduled; and each local newspaper of general circulation and radio or television station which has requested notice of Special Meetings shall be notified by the presiding officer of the Board, or designee thereof, at least one hour prior to the Emergency Meeting by telephone and all

telephone numbers provided in the most recent request of such newspaper or station for notification of special meetings shall be exhausted. In the event that telephone services are not functioning, the notice requirements of this section shall be deemed waived, and the Board, or designee of the Board, shall notify those newspapers, radio stations, or television stations of the fact of the holding of the Emergency Meeting, the purpose of the meeting, and any action taken at the meeting as soon after the meeting as possible. No other business may be transacted except that for which the meeting was called.

10.4 Board and Committee Agenda: Any Director has a right to submit agenda items for any Board meeting. The President will review all such proposed agenda items and, in a timely manner, place them on the agenda or refer the items to the appropriate Committee Chair for inclusion in his or her committee agenda.

10.5 Quorum: Thirteen (13) Directors shall constitute a quorum. No vote or other official action may be taken in the absence of a quorum.

WHAT CHANGED?

All references to *Chairperson* and *Vice-Chairperson* were respectively changed to President and Vice-President to conform with the revisions made to Article 9.

In Section 10.2, the first sentence deleted the reference to amending the Bylaws since it's now covered later in the paragraph. Also, "at least" was inserted before "fifty (50) Resident Stakeholders petitioning the Board..." on line 4. Additionally, the entire second half of the paragraph is new. This language specifies Stakeholder requirements, rights, and privileges at Special Meetings held for the purpose of amending these Bylaws. It also clarifies various procedural questions for this type of meeting, such as how a qualified Stakeholder is determined, whether roll call votes are allowed, and how to achieve quorum.

In Section 10.3, "at least" was inserted before "one hour prior to the Emergency Meeting..." on line 10. Also, "can be transacted" was replaced by "may be transacted" on the last line of the paragraph.

In Section 10.4, the Executive Committee will now review all submitted agenda items instead of the Board Chairperson/President.

Section 10.6 (Attendance) was deleted and moved to the Standing Rules.

Article 11: Board Decisions

The Board will seek to achieve consensus. For an item to be approved, it must receive a majority vote of those Directors present at any meeting of the Board. On each issue under consideration, the Board shall vote by a show of hands, unless two or more Board Members call for a vote by roll call on such issue, in which case the vote of each Board Member shall be recorded by name. The Board may not vote by secret ballot nor by proxy. No Board Member under the age of 18 may vote on issues or for contracts if prohibited from doing so under applicable law. In the event of a tie vote, the motion may be carried over to the next Regular Meeting, or to a Special Meeting convened specifically to resolve such motion. For an issue of significant interest or contention, the Board may, at its discretion, call a Special Meeting at which all Stakeholders may participate more broadly in the discussion and cast an advisory vote on said issue. Said vote may be taken by voice or by a show of hands, at the discretion of the Board, and will be considered by the Directors in their deliberations and voting. However, the ultimate decision on such issue shall only reside within the Board's purview.

WHAT CHANGED?

The grammar has been cleaned up for consistency with the rest of the Bylaws, and also so that the concepts are presented more clearly.

Any two Board Members may now require a vote to be held by roll call.

A sentence was added to the end of the Article to reinforce the concept that the elected members of the Board are the only ones with the authority to vote on any agenda item or motion, even if a Special Meeting is called for the sole purpose of soliciting Stakeholder opinions on a contentious issue.

Aside from the roll call change, the fundamental meaning and intent of this Article has not changed.

Article 12: Reconsideration and Grievance Procedures

12.1 Reconsideration Procedures: The Board is the only body authorized to make decisions for the Council. However, within ten (10) days of a Board decision, any Stakeholder may request, in writing, a reconsideration of a Board decision (a “Motion for Reconsideration”). In order to be considered, the request must state the Stakeholder’s name, address, and contact phone number; and the title and date of the Board’s resolution or motion. It must also specify the exact reason(s) for his or her objection to the decision and include any documentation available to support the Stakeholder’s position for the objection. The Stakeholder must also sign a declaration stating that all information provided, including any accompanying statements or documents are true, correct, and complete, to the best of his or her knowledge and belief. If such a reconsideration does not interfere with the timely forwarding of that decision to any legislative or governmental body or agency, the Board shall agendaize the item for possible reconsideration at its next meeting. The Board may reconsider or amend its actions through a motion for reconsideration process.

12.2 Formal Grievance Process:

- a) Those seeking redress of alleged violations relating to matters of procedure or law that concerns the entire Board or its committees, not an individual Director, must submit such grievance in writing to the Board substantially in the form attached hereto as Exhibit II. Such form will state Stakeholder status, outline the reason the complaint is being lodged, describe the grievant’s proposed remedy, and include any documentation the petitioner wishes to provide.
 - i) 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 types of disagreements can be aired at all meetings during the public comment period. This grievance process is intended to address matters involving procedural disputes (i.e., the Board’s failure to comply with these Bylaws; or its failure to comply with the City’s charter, the Plan, local ordinances, State law, and/or Federal law).
 - ii) The complainant, or designee thereof, must be able to demonstrate his or her standing in relation to the grievance, specifically that an action of the Board directly infringed upon such Stakeholder’s rights or caused such Stakeholder to be harmed.
- b) At the next regularly scheduled general meeting after receipt of the grievance, a list will be compiled by an independent body from a pool of Stakeholder volunteers, excluding Directors, who wish to serve on a grievance panel. The list will remain open for seven (7) days following the meeting to allow Stakeholders to express their interest to serve.
- c) At that time, said independent body shall randomly draw three (3) names to serve on the grievance panel. The Board shall determine the method of randomness.
- d) The Secretary will coordinate a time and a place for the panel to meet with the person(s) submitting the grievance to discuss ways in which the grievance may be resolved. The meeting shall be held within fourteen (14) days of the grievance panel being selected. The

Secretary shall facilitate the meeting.

- e) After hearing the grievance, the panel will discuss possible solutions and draft a report and recommendation to be heard at the next regularly scheduled general meeting of the Board.
- f) The grievance panel's recommendation shall be added to the agenda of the next Regular Meeting. The Board may receive a copy of the panel's report and recommendations prior to the meeting, but the matter shall not be discussed among the Directors until the matter is heard at a meeting of the Board pursuant to the Brown Act.
- g) The Board shall hear the grievance, take into consideration the grievance panel's recommendation, and shall vote by official action at that time on the matter.
- h) In the event that a grievance cannot be resolved through this grievance process, then the matter may be referred to DONE for consideration or disputed in accordance with the Plan.

WHAT CHANGED?

In Section 12.1, the first sentence was added to reinforce that the Board makes all decisions, even though the Bylaws are granting Stakeholders a process by which they can request a reconsideration of a Board action. Some grammar was adjusted, such as using "his or her" instead of "their" on the sixth line, and "its" instead of "their" on the penultimate line. The fundamental meaning, process, and intent of this section has not changed.

Section 12.2 is almost completely new. It borrows heavily from the Granada Hills South Neighborhood Council bylaws, with some modifications made so that it conforms to our council's specific needs.

Basically, any Stakeholder may file a grievance against the Board if it has willfully or inadvertently made a procedural error or failed to comply with an applicable law, and this action has specifically harmed the Stakeholder (i.e., that person has standing because the Board's action caused this person hardship). Individual Directors may not be targeted for personal vendettas, and the grievance process can't be used to challenge a legal Board decision with which the Stakeholder disagrees.

A panel of three randomly-chosen Stakeholders will meet with the grievant to determine the best remedy, and then present its report to the Board. If the grievant isn't satisfied with the action taken by the Board to resolve the problem, the complaint may be escalated to D.O.N.E. for mediation.

Article 14: Committees

The Board shall establish standing committees as set forth in Section 14.7 of these Bylaws (herein, "Standing Committees"). Additionally, as necessary, the Board may appoint temporary ad hoc committees as set forth in Section 14.8 of these Bylaws (herein, "Ad Hoc Committees").

14.1 Oversight and Purpose: Any actions and/or recommendations of committees shall be subject to approval by official action of the Board. All committees shall investigate the subject(s) assigned to them, shall attempt to arrive at recommendations, and shall report their findings and recommendations to the Board. A minority report may also be presented to the Board by any Committee Member who dissents with the majority report. Every committee shall seek, so far as possible within the limits of its function and authority, to involve broad participation in its activities by GHNC Stakeholders; provided, however, that Stakeholders and Directors who are not Committee Members may not make motions, may not vote on matters brought up at such committee meetings, and shall not count towards quorum.

14.2 Committee Chair and Proceedings: By majority vote, the Board may appoint a presiding officer (the "Committee Chair") to each and every committee unless such Committee Chair is already defined in these Bylaws or selected by such committee. A Committee Chair shall have the power to prescribe the manner in which his or her committee's proceedings shall be conducted, subject to any specific direction from the Board, these Bylaws, and the current Standing Rules.

14.3 Authority: The Board may, at its discretion, grant approval for any Committee Chair, or designee thereof, to speak on behalf of the GHNC regarding matters directly related to his or her committee's jurisdiction. The Board may, at any time of its choosing, revoke such approval.

14.4 Committee Members: A "Committee Member" shall be defined as a Stakeholder who has been appointed to a Standing Committee by (i) a majority vote of the Board, (ii) the Committee Chair of said committee, or (iii) the President of the Board.

14.5 Quorum and Action by the Committee: No vote or other official action may be taken by a committee in the absence of a quorum, such quorum being defined as a simple majority of such committee's members. The meetings and other actions of committees shall be governed by the Brown Act and by provisions of these Bylaws applicable to meetings and actions of the Board. No more than six (6) Directors may actively participate in any committee meeting without such meeting being duly noticed as a joint Board and committee meeting. Unless otherwise specified, a majority vote of Committee Members is required to take any appropriate action that resides within such committee's purview.

14.6 Minutes: Minutes shall be kept of each meeting of each committee and shall be duly presented at Regular Meetings of the Board during such committee's report.

14.7 Standing Committees: Each respective Standing Committee described below must have at least three Committee Members and, except for the Executive Committee, shall include any number of interested Stakeholders deemed appropriate by the Board, which should encourage full and broad participation in all Standing Committees. The Board shall retain authority to appoint and name any Standing Committees not listed in these Bylaws.

The Standing Committees of the GHNNC are:

- a) ***Executive Committee:*** This committee shall consist of the President, Vice-President, Secretary, Financial Officer, and Treasurer; and shall consider procedural issues, financial issues, and agenda items. The President shall be the Committee Chair for this committee.
- b) ***Citywide Issues Committee:*** This committee shall include the City Information Officer, who shall be the Committee Chair. This committee shall research other items and issues that come before the Board from Stakeholders and Directors that do not reside within the purview of other committees.
- c) ***Ethics Committee:*** This committee shall research issues that pertain to ethics as it relates to Board conduct and action, adjudicate disputes and offenses as provided for in these Bylaws, and present its findings and guidance to all Stakeholders.
- d) ***History Committee:*** This committee shall record the history of the GHNNC.
- e) ***Outreach and Publicity Committee:*** This committee shall include the Outreach Officer, who shall be the Committee Chair. This committee is responsible for outreach to and communication with Stakeholders and the general community.
- f) ***Parks and Beautification Committee:*** This committee shall study issues that pertain to parks and community beautification, and shall make appropriate recommendations regarding such. The Parks Representative and the Environmental Representative shall both be members of this committee.
- g) ***Planning and Land Use Management Committee:*** This committee shall study and make recommendations concerning land use issues.
- h) ***Policy and Rules Committee:*** This committee shall study bylaws, policies, guidelines, and rules; and recommend updates for all GHNNC governing documents.
- i) ***Public Safety Committee:*** This committee shall study and make recommendations concerning safety issues.

14.8 Ad Hoc Committees: An Ad Hoc Committee may be appointed by a majority decision of the Board as the need arises to carry out a specified task, at the completion of which—that is, on presentation of its final report to the Board—it automatically ceases to exist. An Ad Hoc Committee may not be appointed to perform a task that falls within the assigned function of an existing Standing Committee. An Ad Hoc Committee shall continue to exist until the duty assigned to it is accomplished, unless discharged sooner, or unless 180 days have passed since such committee’s appointment without the Board granting an extension of time.

Ad Hoc Committees are not subject to the notice and posting requirements of the Brown Act provided such committees are comprised solely of Board Members, consist of six (6) or fewer such Board Members, be advisory, and have no decision-making power. Should any person other than a Board Member be appointed to an Ad Hoc Committee, then such committee must operate under the notice and posting requirements of the Brown Act. The quorum for any Ad Hoc committee shall be a simple majority of all such committee’s members.

WHAT CHANGED?

The first half of this Article is almost completely new. It spells out what authority each committee has, the general purpose of all committees, how a Committee Chair is selected, how Committee Members are added and removed from committees, the required quorum for committee meetings, and the record of each meeting (“minutes”) that must be kept and distributed to the public.

The second half details all of the GHNNC’s Standing Committees, as well as the procedures and requirements for forming an Ad Hoc Committee.

The Executive Committee is new, and includes the President, Vice-President, Secretary, Financial Officer, and Treasurer. The intent is that this committee will determine the agenda for each Board meeting, consider budget items and proposed expenditures, and present recommendations to the Board for complex issues that should be heard by an executive committee first for efficiency.

The City Information Officer is now the Chair of the Citywide Issues Committee.

The Ethics Committee now has a more specific description to clarify its purpose.

The History Committee remains the same.

The Outreach and Publicity Committee remains the same, however the reference to *Community Information and Outreach Officer* has been corrected to conform with the changes made in Article 9, and the sentence structure was revised slightly for clarity.

The Parks and Beautification Committee now has a more specific description to clarify its purpose.

The Planning and Land Use Management Committee remains the same.

The Policy and Rules Committee remains the same, however its description has been revised for grammar and clarity.

The Public Safety Committee remains the same.

Ad Hoc Committees may be formed to handle an issue that the Standing Committees don’t address. These committees will have a specific purpose and time frame, and should finish their work within six months. If comprised solely of Board Members and having six or fewer of them, posted notice is not required by the Brown Act. But if an Ad Hoc Committee includes even one non-Board Member or more than six Board Members, then a meeting notice is required by the Brown Act. However, in both instances, the committee is considered Ad Hoc because it’s not a Standing Committee.