

GRANADA HILLS NORTH NEIGHBORHOOD COUNCIL

POLICY & RULES COMMITTEE

MEETING AGENDA

WEDNESDAY, APRIL 29, 2009 – 3:00 pm

GHNNC Office
11139 Woodley Ave
Granada Hills, CA 91344

The public is requested (but not required), for follow-up purposes, 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 Albertsons 16201 San Fernando Mission Blvd; HOWS Market located at 11900 Balboa Blvd.; Sugar Suite located at 11858 Balboa Blvd.; and Bee Canyon Park Kiosks (2) – one located across from 17160 Van Gogh St. and the other 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 Los Angeles does not discriminate on the basis of disability and upon request, 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/or services may be provided upon request. To ensure availability of services, please make your request at least 3 business days (72 hours) prior to the meeting you wish to attend by contacting the Neighborhood Council Project Advocate at (818) 374-9895 or e-mail amelia.herrera-robles@lacity.org.

All agenda items are subject to discussion and possible committee action

1. Call to Order.
2. Approval of minutes from the April 22, 2009 meeting.
3. Public Comment (see rules above).
4. Review Articles 7, 10, and 14 of the current working copy of the Bylaws, recommend revisions to those three Articles, and give final approval to the committee's proposed amendments to the Bylaws.
5. **MOTION:** That we recommend to all GHNNC Stakeholders who vote at the Special Meeting scheduled for _____, 2009 that they adopt this committee's proposal to amend and restate the GHNNC Bylaws.
6. Review and fill in the City's "Bylaws Adjustment Application"
7. Committee Member Comment: Comments from the committee on subject matters within the Committee's jurisdiction.
8. New Business
9. 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 Government Code section 54957.5, non-exempt writings that are distributed to a majority or all of the board members in advance of a meeting may be viewed at 11139 Woodley Ave, Granada Hills, CA 91344, at our website by clicking on the following link: www.ghnnc.org, or at the scheduled meeting. In addition, if you would like a copy of any record related to an item on the agenda, please contact the Neighborhood Council Policy & Rules Committee Chairperson at (818) 374-9895 or by e-mail at erosenberg@ghnnc.org"

Please find below the report from the Policy & Rules Committee which details how we propose to amend the bylaws of the Granada Hills North Neighborhood Council:

- 1) The rationale for all proposed revisions.
- 2) The proposed amended and restated Bylaws.

Rationale for the proposed amendments to the GHNNC Bylaws

ARTICLE 1 - Name

Because the original wording erroneously included "(GHNNC)" in the official name of the council, we reworded it, also adding "Council" and "GHNNC" as allowed abbreviations of "The Granada Hills North Neighborhood Council" to be used throughout the Bylaws.

ARTICLE 2 (not in the original bylaws) - Definitions

The current bylaws contain several capitalized terms that are not defined anywhere in the document, so this section was added. It also helps to standardize certain terms; so, for example, we can use "Board" to refer to "Board of Directors," "Members of the Board," etc.

ARTICLE 3 (Article 2 in the original bylaws) - Boundaries

Because the Porter Ranch Neighborhood Council poorly defines in their bylaws whether their eastern boundary ends *at, in, or on the other side of* Aliso Canyon, we have changed our western boundary description to be just as vague (by removing the word "eastern"). This way, both councils can claim joint representation of Aliso Canyon without encroaching on each other's boundaries.

We have also cleaned up some of the highway references, and moved the boundary descriptions of Districts 1, 2, and 3 from Section 5.3 into this Article.

ARTICLE 4 (Article 3 in the original bylaws) - Objectives/Communications

The tense of this article was changed from future to present.

ARTICLE 5 (Article 4 in the original bylaws) - Stakeholders

The City provided us with this definition, which we're required to use. For purposes of classifying some Board seats and to define the At-Large seat for District 3, we added the definitions "Resident Stakeholders" and "Non-Resident Stakeholders." Because of this new definition, *Neighborhood Partner* is no longer relevant, and all references to such term have been removed from the bylaws.

ARTICLE 6 (Article 5 in the original bylaws) - Composition of the Board

The chart was removed and the description of each seat incorporated into the written descriptions of Geographic Seats and Special Interest Seats. The major change to this section is that it now specifies which seats can only be held by Stakeholders living within the GHNNC boundaries (13 of the 14 District Three seats and the Resident Associations Representative).

This effectively creates a single "At-Large" seat in District Three, but also allows the District One and District Two seats to be Stakeholders who "declare a stake...and affirm the factual basis"

without actually living within the GHNNC boundaries. Eight of the nine Special Interest seats will also be available to all Stakeholders, whether or not they live here.

As a result, 11 of the 25 Council seats could possibly be held by Stakeholders who don't live within the GHNNC Boundaries, but no more than that.

ARTICLE 7 (Article 6 in the original bylaws) - Neighborhood Council Elections

The majority of this section was written by the City and must be included. It completely replaces Article 6 of the original bylaws. The final provision from Article 7 from the *original* bylaws is also incorporated into this *new* Article 7.

The biggest change is that the City will now run our elections.

The City gave us some limited choices of how to customize these new provisions, and we chose the following: 4-year terms, with half the Board being elected every two years (beginning in 2010); the 12 seats of current Board members who have cumulatively served the longest will only be up for two-year terms in 2010 initially, but then will be up for 4-year terms thereafter. Of the remaining 13 seats, 12 will be up for 4-year terms from the start, while the Student Representative seat will be elected every two years. (The pros and cons of this arrangement were detailed in the April 22nd P&RC meeting minutes.)

Voters must be 18 years old on the day of the election to vote for 24 of the 25 seats, but if voting for Student Representative, voters may be ages 15-25. All candidates must be 18 years old on election day, except for the Student Representative who may be 16.

Filling vacancies on the Board now must follow the City-proscribed procedures.

Campaign spending limits remain at \$75.00, per each candidate's signed pledge.

ARTICLE 8 - Duties, Privileges, and Compensation

Only incorporates some minor changes that don't substantially change this Article. The most significant difference is that the Board "shall reimburse" rather than "may compensate" a Board member for certain expenses, with no artificial limit.

ARTICLE 9 - Officers

"Chairperson" is now called "President"

"Vice-Chairperson" is now called "Executive Vice-President"

"City Information Officer" is now called "Vice-President"

"Media Officer" and "Correspondence Officer" are now consolidated under "Secretary," which also takes "Community Information" from the "Outreach Officer" title.

"Treasurer" keeps its designation, as does "Financial Officer."

So the officers of the Board will now be: *President, Executive Vice-President, Vice-President, Secretary, Treasurer, Financial Officer, and Outreach Officer.*

Note: people making motions that require sending a letter should be the ones writing such letters. The Secretary's job is to *supervise* such correspondence to make sure it's consistent and accurate.

We no longer need a Media Officer because the Board hired a third-party to run our website.

ARTICLE 10 - Meetings

The difference between Regular Meetings, Special Meetings, and Emergency Meetings are now clarified. The main changes are:

- **Regular Meetings** are defined as being held "at least every 31 days" instead of "monthly" and can be rescheduled (due to a holiday, for example) up to seven days earlier or later.
- **Special Meetings** can be called either by 50 Stakeholders via petition, or by the Pres/EVP/VP with the consent of two Board members. Four day's notice will be required for such meeting.
- **Emergency Meetings** can be called by the Pres/EVP/VP with the written consent of five Board members. Notice requirements are per the Brown Act (i.e., very few), but with the additional requirement that notice be posted on our website with the names of the consenting Board members.

Quorum remains at 13 Board Members (50% + 1 of all 25 seats). ALL meetings, regardless of whether they're Regular, Special, or Emergency, will still require a quorum (per the Brown Act).

Attendance requirements are now clarified. Basically, any absence due to a serious situation that any reasonable person would consider a justified absence (death in the family, birth, medical problem, etc.) is automatically excused without any prior notice. However, absences will not be excused simply because a Board member notifies the Board before a meeting. Board members who miss three consecutive meetings, or miss 4 meetings during any 12-month period, will be subject to a vote of the Board for removal. Board members who miss four consecutive meetings, or miss 5 meetings during an 12-month period, are removed automatically.

ARTICLE 11 - Board Decisions

Only incorporates some minor cleanup, including removing the redundant quorum sentence.

ARTICLE 12 - Reconsideration and Grievance Procedures

These procedures have been completely rewritten per the advice of DONE and using template language from other neighborhood councils.

Grievance procedures: If any Stakeholder believes he or she has witnessed the Board violating our Bylaws or any other laws in the course of Board business, such Stakeholder can submit a grievance using the form provided in Exhibit II as a guide. A panel made up of 3 randomly-chosen Stakeholders (excluding Board members) will meet with the Secretary to craft a recommendation. That recommendation will be presented to the Board, which will then determine the action necessary by majority vote.

This process does not allow Stakeholders to pursue personal vendettas against individual Board Members, does not allow Stakeholders to file grievances simply because they weren't happy with the way the Board voted on a particular issue, nor does it necessarily provide an infallible system of checking the Board's actions. However, if the Board hears the panel's recommendation and chooses to ignore any reasonable redress, they do so on the record at their own legal peril. (Remember, anyone can call for a roll call vote, including the grievant!) DONE would get involved next if the grievant was not satisfied.

ARTICLE 13 - Ethics

Only incorporates some minor cleanup, including moving the campaign spending limits provision intact to Article 7.

ARTICLE 14 - Committees

Our current bylaws do not include a formal description of how Stakeholders and Board members are put on committees. Per the advice of DONE, using template language from other neighborhood councils, and using some standard legal boilerplate, this entire Article has been rewritten.

There's a lot of legalese that simply states the GHNNC Board has the final word on any action taken by a committee. That's not fundamentally different from the current bylaws, but now it's mostly written in lawyer language.

Membership on a committee has also been clarified in order to help the Board, committee chairs, and committee members get their work done efficiently. The revisions attempt to maintain the status quo, whereby any enthusiastic Stakeholder who wants to volunteer to serve on a committee can do so with as little resistance as possible. Basically, any Stakeholder who shows up to two consecutive meetings is considered "on" the committee (with the permission of the committee chairperson, of course). The Board must eventually approve of the addition (within 60 days), but that's mostly a formality, albeit one that must be followed.

The Executive Committee was added as a new standing committee that, in addition to it providing ongoing guidance to the Board, will also take on the responsibilities and oversight of the Ethics Committee and Financial Committee.

The Communications Committee was removed as a standing committee, partially because we chose to no longer have a Media Officer. Its responsibilities will now be handled by the Outreach & Publicity Committee, with assistance from the Executive Committee.

The Parks & Beautification Committee was split up into two separate committees.

The History Committee was removed because there is no record of it ever meeting (which could be considered somewhat ironic!).

The Election Committee was removed per DONE because the City will now conduct elections.

ARTICLE 15 - Changes to the Bylaws

Once again, the legal lawyer language replaces the pleasant prose of previous people. The only major change is that all suggested amendments must first go through the Policy & Rules Committee before being voted on by Stakeholders (who must achieve a two-thirds affirmative vote at the Special Meeting called for such vote).

Respectfully submitted,

Eric Rosenberg, Chairperson

BYLAWS

of the Granada Hills North Neighborhood Council

Working Proposal as of April 29, 2009

Article 1: Name

The name of this neighborhood council shall be **THE GRANADA HILLS NORTH NEIGHBORHOOD COUNCIL**, herein referred to as the “Council” or “GHNNC”, an officially recognized council hereby part of the Los Angeles citywide system of neighborhood councils.

Article 2: Definitions

- 2.1 The State:** The State of California.
- 2.2 The City:** The City of Los Angeles.
- 2.3 The County:** Los Angeles County.
- 2.4 Board:** The GHNNC Board of Directors, as defined in Article 6.
- 2.5 Director or Board Member:** A member of the GHNNC Board of Directors.
- 2.6 Brown Act:** The “Ralph M. Brown Act” (California Government Code §§ 54950-54963).
- 2.7 DONE:** The City of Los Angeles Department of Neighborhood Empowerment.
- 2.8 BONC:** The City of Los Angeles Board of Neighborhood Commissioners.
- 2.9 The Plan:** The City of Los Angeles’ *Plan for a Citywide System of Neighborhood Councils*.
- 2.10 Ethics Ordinance:** City of Los Angeles Governmental Ethics Ordinance (Los Angeles Municipal Code § 49.5.1).
- 2.11 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.

Article 3: Boundaries

- 3.1 Overall Boundaries:** The boundaries of the GHNNC, herein referred to as the “Neighborhood”, shall run along State Route 118 (“SR-118”) on the south, from the place where it meets Aliso Canyon at Hesperia Avenue (west of Zelzah Avenue), east to Interstate Highway 405 (“I-405”), then following I-405 north to Interstate Highway 5 (“I-5”), following I-5 northwest to the County line, then following the County line south along the northwestern edge of O’Melveny Park and continuing to Aliso Canyon, then south along Aliso Canyon, and intersecting again at SR-118.

3.2 District One: The boundaries of District One are comprised of the northwestern section bounded by I-5 on the north, the City/County line on the northwest, and the zoning line designating Heavy Industry on the south and east.

3.3 District Two: The boundaries of District Two are comprised of the northeastern section bounded by the junction of I-5 and Balboa Boulevard, and running southwest to form the northwestern boundary; then following Balboa Boulevard south to Woodley Avenue and south along Woodley Avenue to Rinaldi Street to form the west and southwestern boundary; then following Rinaldi Street east to I-405 to form the southern boundary; then following I-405 northwest to its junction with I-5; 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 GHNNC boundaries as defined in Section 3.1 above. Both sides of Woodley Avenue are included in District Three, as are the residents or workers in any plot with a zoning designation beginning with the letter “R.”

Article 4: Objectives and Policies of the Council and Communicating with Stakeholders

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. It reaches out to other councils in an effort to share ideas about how best to give every Stakeholder a voice in government. The Council attempts to keep abreast of all actions by all agencies of City government which may affect our community, and to inform Stakeholders as quickly as possible. After best-faith efforts to solicit opinions from Stakeholders, the Council makes recommendations to the City that enhance our quality of life. In all its meetings and correspondence, the Council solicits Stakeholders’ ideas and promotes free expression of opinions. It listens attentively to ideas for improving our community and to concerns over actions and events which may negatively impact our community. The Council serves as an advocate for the northern Granada Hills community within City government. 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 with all its community Stakeholders on a regular basis in a manner ensuring information is disseminated in a timely manner.

Article 5: Stakeholders

Council membership is open to all Stakeholders. Per the Los Angeles City Charter Article IX § 906(2), “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.

For purposes of these Bylaws, Stakeholders who live or own property in the Neighborhood may hereafter be referred to as “Resident Stakeholders”, and Stakeholders who do not live or own property in the Neighborhood but who work in the Neighborhood or who have declared a stake in the Neighborhood and declared a factual basis for it may hereafter be referred to as “Non-Resident Stakeholders”.

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

Article 6: Composition of the Board of Directors

6.1 Number of Directors: The Board shall consist of twenty-five (25) 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 District One, one (1) seat for District Two, and fourteen (14) seats for District Three. 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; provided, however, that there will be no more than one seat per District for all Non-Resident Stakeholders in such District. 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 to 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.

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: The intent of the Board is to establish a staggered election system where approximately half of the Board is elected at each City Clerk-conducted election. Beginning with the City Clerk-conducted election held during April – June 2010, every Board seat shall be open for election, at which time the seats held by the twelve (12) Directors who have served on the Board for the shortest cumulative period of time shall be elected for a duration of four years or until a successor is elected or appointed. All remaining Board seats, including the Student Representative and any vacant seats, shall be elected for a duration of two years or until a successor is elected or appointed.

During the City Clerk-conducted election held during April – June 2012, the twelve (12) seats that were elected during the April – June 2010 City Clerk-conducted election, excluding the Student Representative, shall be elected for the duration of four years or until a successor is elected or appointed.

Beginning with the City Clerk-conducted election held during April – June 2014, and each election thereafter, the seats that were not up for election in the immediately preceding City Clerk-conducted election, excluding the Student Representative, shall be elected for the duration of four years or until a successor is elected or appointed.

In each City Clerk-conducted election, the Student Representative shall be elected 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. All seats shall be elected; none shall be appointed.

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 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 District Three Geographic 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 appoint 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.

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, esthetics, planning, zoning and all other issues that affect the GHNNC community. The Board

may take a public position in support, or opposition, of a ballot measure or pending legislation. The Board may work with other 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. Directors who hold a position in opposition to that taken by the Board may express their position as individuals.

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

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 50% or more 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 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 Executive 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 and, whenever possible, represent the Board's position at hearings and other meetings.

9.2 The Executive 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 Vice-President, and the Secretary.

9.3 The Vice-President: Will track all citywide issues on which the GHNNC Board may wish to gain information and/or comment. Will obtain City Council agendas and bring information to the Board, particularly the President and the Secretary, and will work with other neighborhood councils on coalition building and areas of mutual support.

9.4 The Secretary: Will keep the minutes of the meetings; maintain a 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.

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 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.

9.7 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, Executive Vice-President, Vice-President, and Secretary to assure that the required information is posted on our web site.

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 the five (5) public locations submitted with the Council's 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-one (31) 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, such as a meeting to amend the Bylaws per Article 15, may be convened by the President, Executive Vice-President, or Vice-President with written or verbal concurrence of at least two (2) other Directors. A Special Meeting may also be called at any time by 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 such 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. No other business can 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, Executive Vice-President, or Vice-President 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, 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 can 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 Board 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 Chairperson 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.

10.6 Attendance: Commencing with the date of taking office, any Director who accrues three (3) consecutive unexcused absences from any Regular Meetings occurring on the regularly-scheduled day and time (a "Normal Meeting"), or a total of four (4) cumulative unexcused absences from Normal Meetings within any consecutive twelve-month period, shall be subject to removal by a majority vote of the Board. The Board shall excuse the absence of any Director who fails to attend a meeting due to: the death of a family member or friend; the Director, the Director's spouse, or one of the Director's children giving birth; a serious health condition affecting the Director or such Director's family that requires immediate care under the supervision of a doctor; a serious safety or legal issue that requires the participation of the police, the courts, or another public enforcement body; or any other issue that a majority of the Board considers serious enough to be a valid reason to excuse such Director from attending such meeting. No prior notice need be given to consider the preceding circumstances as an excused absence, however a valid explanation of such absence must be communicated to the President within 15 days of such absence. Notifying the Board of an absence prior to a Regular Meeting does not in and of itself constitute an excused absence. Leaving a Board meeting early does not constitute an absence unless such absence causes a loss of quorum. Notwithstanding the foregoing, if any Director accrues four (4) consecutive absences, or within any consecutive twelve-month period accrues five (5) cumulative absences, from Normal Meetings for any reason, such Director's seat shall be considered vacant.

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 a regularly constituted Board meeting or a correctly-noticed special meeting. All votes of the Board and Committee Members may be by a show of hands with the understanding that any person in attendance at the meeting may request a verbal, by roll call vote. The vote of each member is to be recorded. The Board cannot vote by secret ballot. No proxy voting will be allowed. No Director under the age of 18 will vote on issues or contracts on which he or she is prohibited from voting under applicable law. If there is a tie, the motion may be carried over to the next regular or specially convened meeting for resolution. For items of significant interest or contention the Board may, at its discretion, call a special properly-noticed meeting of all Stakeholders to allow them to discuss and cast an advisory vote on the issue(s). The vote may be taken by voice or show-of-hands at the discretion of the Board. Although the final decision rests with the Board, this advisory vote will be considered by the Directors in their deliberations and voting.

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 the following Motion for Reconsideration process:

- a) The Board's approval of a Motion for Reconsideration must occur within the following specific periods of time:
 - i) During the same meeting where the Board initially acted; or
 - ii) During the Board's next regularly scheduled meeting that followed the meeting where the action subject to reconsideration occurred.

These specific time frames do not prevent the Council from convening any special meetings within the specified time frames to address a Motion for Reconsideration.

- b) Before the Board reconsiders any matter, the Board must approve a Motion for Reconsideration. The Motion for Reconsideration must be approved by official action of the Board. After determining in the affirmative that an action should be reconsidered, the

Board then has the authority to re-hear, continue, or take action on the item that is the subject of reconsideration within limitations that are stated in the Motion for Reconsideration.

- c) The Motion for Reconsideration shall only be proposed by a Director of the Board that previously voted on the prevailing side of the original action that was taken by the Board (the “Moving Director”). The Moving Director may make the Motion for Reconsideration by either:
 - i) An oral motion that is made during the same meeting where the action that is the subject of reconsideration occurred, or
 - ii) By properly placing the Motion for Reconsideration on the agenda of a meeting that occurs within the allowed specified periods of time as stated above.
- d) If the Motion for Reconsideration is made subsequent to the meeting where the action that is the subject of reconsideration occurred, then the Motion for Reconsideration must be placed on the agenda by the Moving Director submitting a memorandum to the President and Secretary at least three (3) days in advance of the deadline for posting notices for the meeting. The Moving Director's memorandum must briefly state the reason(s) for requesting the reconsideration and provide the President and the Secretary with the language necessary to complete the information that must be stated in the agenda. The language that must be stated in the agenda is an adequate description of:
 - i) The Motion for Reconsideration and its description of the item that is to be reheard; and
 - ii) A proposed action that may be adopted by the Board if the Motion for Reconsideration is approved.
- e) When a Motion for Reconsideration is brought before the Board for reconsideration, then that motion may be seconded during the public hearing by any Board Member.
- f) This reconsideration process shall be conducted at all times in accordance with the Brown Act, including that any discussion on the issue remain within permissible discussion parameters; that any decision is made during the public hearing; and that, if the Motion for Reconsideration is considered at a subsequent meeting to the meeting where the act that is the subject of reconsideration occurred, then the Motion for Reconsideration is properly listed on that meeting's agenda.

12.2 Formal Grievance Process:

- a) Those seeking redress of alleged violations concerning matters of procedure or law that concerns the entire Board, not an individual Director, must submit such concerns 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).
- b) At the next regularly scheduled general meeting after receipt of the grievance, a list will be compiled of Stakeholders, excluding Directors, who wish to serve on a grievance panel. The list will remain open for Stakeholders to express their interest to serve for seven (7) days following the meeting.
- c) At that time, the Secretary 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 Secretary will add the grievance panel's recommendation to the agenda of the next regularly scheduled general 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.

Article 13: Ethics

The GHNNC shall be subject to any or 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 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: Directors may not receive donations or gifts from anyone whose project will foreseeably come before the Board. Directors 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, 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.

Article 14: Committees

The Board shall appoint standing committees as set forth in Section 14.9 of these Bylaws, may appoint ad hoc committees as set forth in Section 14.10 of these Bylaws, and shall delegate to such committees any of the authority of the Board except with respect to:

- a) The approval of any action for which the prevailing law or these Bylaws require the approval of Stakeholders;
- b) The filling of vacancies in the Board or on any committee;
- c) The amendment or repeal of bylaws or the adoption of new bylaws;
- d) The amendment or repeal of any resolution of the Board which by its express terms is not so amendable or repealable; or
- e) The appointment of other committees of the Board or the members thereof.

14.1 Oversight: The actions, recommendations, and policies of such committees shall be subject to approval by official action of the Board.

14.2 Authority: Without express authorization by the Board, no such committee has authority to speak for the GHNNC, to hold itself out as representing the GHNNC, to adopt any public position in the name of the GHNNC or in the name of the committee, or to enter into any contract or to incur any financial liability in the name of the GHNNC or in the name of the committee.

The Board may, at its discretion, grant blanket approval for any Chairperson, or designee thereof, to speak on behalf of the GHNNC regarding matters directly related to such committee's purview. The Board may, at any time of its choosing, revoke such approval.

14.3 Proceedings: The Board shall have the power to prescribe the manner in which proceedings of such committees shall be conducted. In the absence of any such prescription, such committee's Chairperson shall have the power to prescribe the manner in which its proceedings shall be conducted.

14.4 Action and Notice: The meetings and other actions of such 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 twelve (12) Directors may attend any committee meeting without such meeting being duly noticed as a Board meeting.

14.5 Committee Members: A "Committee Member" shall be defined as a Stakeholder who has been appointed to a committee by affirmation or majority vote of the Board. A "Provisional Member" shall be defined as a Stakeholder who has joined a committee but who has not yet been appointed to such committee by the Board.

Any Stakeholder who wishes to volunteer as a member of any committee shall be considered a Provisional Member of such committee at such Stakeholder's second consecutive attendance at such committee's meetings; provided, however, that the Chairperson is amenable to such Stakeholder joining said committee. Such Provisional Member shall enjoy all the privileges of a Committee Member, including voting and counting towards quorum, until such time as the Board officially appoints such Provisional Member as a Committee Member. If no such appointment occurs within 60 days of said Stakeholder being named a Provisional Member of such committee, the Provisional Member shall no longer be considered a Provisional Member nor a Committee Member of such committee.

A Committee Member shall be appointed by affirmation or majority vote of the Board. The Board shall encourage full and broad participation in such committees, and any Stakeholder who wishes to volunteer and serve as a Committee Member may petition the Board at any Council meeting during the public comment period or during such committee's report; or be sponsored by such committee's Chairperson during such committee's report; or be sponsored by any Director during the Board Member comment period. The Board may consider how the addition of a Committee Member to such committee may affect achieving a regular quorum, and may consider the opinions of current Committee Members when determining whether or not to appoint a new Committee Member. A Stakeholder does not have to be a Provisional Member prior to the Board appointing such Stakeholder to a committee.

By majority vote or affirmation, the Board shall appoint a committee chairperson (the "Chairperson") to each and every committee unless such Chairperson is already defined in Section 14.10 of these Bylaws.

The Board may remove any Committee Member by a two-thirds (2/3) vote in favor of such removal. Any Committee Member who fails to attend three (3) consecutive meetings shall be removed from such committee, except by special vote of the committee.

14.6 Purpose: Such 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 GHNNC Stakeholders; provided, however, that Stakeholders and Directors who are not Committee Members or Provisional Members may not make motions and may not vote on matters brought up at such committee meetings, and shall not count towards quorum.

14.7 Quorum: A bare majority of all Committee Members will constitute a quorum. No vote or other official action may be taken in the absence of a quorum.

14.8 Minutes: Minutes shall be kept of each meeting of each committee, and shall be duly presented at Regular Meetings of the Board. The minutes of a committee meeting shall include: the names of the Committee Members present, of Committee Members absent, and of any other Stakeholders who attend the meeting; a statement indicating if quorum was achieved; a reasonably thorough summary of all discussions, conclusions, and motions; and the times at which the meeting was called to order and adjourned. The minutes shall follow the order of the properly noticed agenda for such meeting.

14.9 Standing Committees: Each respective Standing Committee described below must have at least two (2) Directors but no more than six (6) Directors, and may include any number of interested Stakeholders deemed appropriate by the Board. Standing Committees of the GHNNC will include the following:

- a) **Executive Committee:** This committee shall include the President, Executive Vice-President, Vice-President, Secretary, Financial Officer, and Treasurer. The President shall be the Chairperson for this committee.
- b) **Outreach and Publicity Committee:** This committee shall include the Outreach Officer, who shall be the Chairperson for this committee. This Committee shall be responsible for outreach to and communication with Stakeholders and the general community.
- c) **Planning and Land Use Management Committee:** This committee shall study and make recommendations concerning land use issues within the Neighborhood.
- d) **Public Safety Committee:** This committee shall study and make recommendations concerning safety issues within the Neighborhood.
- e) **Citywide Issues Committee:** 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.
- f) **Parks Committee:** This committee shall include the Parks Representative, who shall be the Chairperson for this committee.
- g) **Beautification Committee:** This committee shall work with local agencies and groups to determine how best to beautify the areas within the Neighborhood.
- h) **Policy and Rules Committee:** This committee shall study Bylaws, Guidelines, and Standing Rules; and recommend updates for these documents.

14.10 Ad Hoc Committees: Ad Hoc committees may be formed by a majority decision of the Board to handle special issues and deal with items not addressed by any Standing Committee. Such 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 fewer than seven (7) such Board Members; have a defined purpose and time frame to accomplish such purpose; and be

advisory and have no decision-making power. Should any person other than a Board Member be appointed to such Ad Hoc committee, then such committee must operate under the notice and posting requirements of the Brown Act.

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 the committee's proposal to amend these Bylaws, the Secretary, President, or Executive 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.

EXHIBIT I

GRANADA HILLS NORTH NEIGHBORHOOD COUNCIL ELECTION 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 in the boundaries of the Granada Hills North Neighborhood Council, based on my affiliation as a (*please check only one*):

- | | | |
|-----------------------------------------------------|-----------------------------------------|------------------------------------------------------|
| <input type="checkbox"/> Lives | <input type="checkbox"/> Works | <input type="checkbox"/> Non-Resident Property Owner |
| <input type="checkbox"/> Educational* | <input type="checkbox"/> Environmental* | <input type="checkbox"/> Faith-Based* |
| <input type="checkbox"/> Neighborhood Organization* | <input type="checkbox"/> Parks* | <input type="checkbox"/> Resident-Associations* |
| <input type="checkbox"/> Small Business and Worker* | <input type="checkbox"/> Student* | <input type="checkbox"/> Youth Group* |

Name of Organization

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

- District One District Two District Three

corresponding with the address:

Street Number Street Apartment Number

City State Zip Code

Mailing Address:

Street Number Street Apartment Number

City State Zip Code

Day Phone #: (_____) _____ Evening Phone #: (_____) _____

Fax #: (_____) _____ Email: _____

I hereby declare *under the penalty of perjury* that the above statements are true and correct and that I possess all the necessary legal qualifications of a stakeholder.

Signature: _____ Date: _____

FOR OFFICIAL USE ONLY

Received By: _____ Date: _____

Documentation Verified? Yes No

* See requirements in Granada Hills North Neighborhood Council Bylaws.

EXHIBIT II

CITY OF LOS ANGELES
CALIFORNIA



Granada Hills North Neighborhood Council
Grievance and Complaint Form

Person or Persons against whom you are filing this grievance or complaint: _____

Date: _____ **Place:** _____

Nature of grievance/complaint (You may add additional pages and attach documentation): _____

Suggested remedy: _____

I submit that this document and any and all accompanying documents are true, correct, and complete to the best of my knowledge and belief.

Signature **Printed Name**

Address: _____

Phone: _____

- Submit a copy of this form and attachments to both of the following:**
1. GHNNC President, 11862 Balboa Blvd #137, Granada Hills, CA 91344
 2. GHNNC Vice-President, 11862 Balboa Blvd #137, Granada Hills, CA 91344