

EMPOWER LA

Department of
NEIGHBORHOOD EMPOWERMENT

200 N. Spring Street, 20th FL, Los Angeles, CA 90012 • (213) 978-1551 or Toll-Free 3-1-1

E-mail: NCsupport@lacity.org www.EmpowerLA.org



Bylaw Amendment Application

The bylaws of a Neighborhood Council are established to provide a written framework and an organizational structure for the Neighborhood Council. Any approved Board changes to the bylaws must be submitted to the Department of Neighborhood Empowerment (Department) for final approval before becoming effective. Completed applications will be accepted from Nov. 15, 2017 to April 15, 2018 via email at NCsupport@lacity.org and must include the following documents:

Scanned electronic copy of the completed Bylaw Amendment Application and the Neighborhood Council Board Structure Change Request Form (if necessary) signed by the Neighborhood Council President/Chair and another person authorized by the Neighborhood Council to submit the documents.

Electronic Copy (In a Word document) of the proposed Neighborhood Council's Bylaw Sections. **Submit only the section(s) with the proposed changes and not the entire bylaws unless there are major changes throughout the bylaws.** The document should clearly show the proposed amended language by striking-out the original language and underlining the proposed language, preferably through the Track Changes tool in Microsoft Word, e.g. Section 2. Agenda Setting - The agenda shall be set by the President the Executive Committee.

INCOMPLETE APPLICATIONS WILL BE RETURNED TO THE NEIGHBORHOOD COUNCIL.

Neighborhood Council Name: Panorama City

- Do the proposed amendments to the bylaws comply with the Los Angeles City Charter - Article IX, applicable Ordinances, City Policies and the Plan for a Citywide System of Neighborhood Councils? Yes No
- Do the proposed amendments contain a change in the Board structure, e.g. decrease/increase in Board seats, changes in Board seat descriptions, etc.? No Yes - Please include the Neighborhood Council Board Structure Change Request Form

DECLARATION

We, the persons authorized by the above-named Neighborhood Council to submit bylaw amendments, under penalty of perjury, declare that a Brown Act noticed Neighborhood Council public meeting was held with a quorum of the Board present, and the proposed bylaws as submitted were approved as an official action of the Board per the Neighborhood Council's existing bylaw amendment provision or Board of Neighborhood Commissioners policy. If requested, we will provide the Neighborhood Council agenda and minutes or resolution supporting the proposed bylaw amendments.

Date of Board Action: 01 / 25 / 2018

President/Chair Signature: *Gregory Wilkinson*

Print Name: Gregory Wilkinson

Email: Gregory.Wilkinson.PCNC@gmail.com

Phone: 818-268-0718

Board Vote: 13 yes 0 no 0 abstentions

2nd Signatory Signature: *Cheryl Compton*

Print Name: Cheryl Compton (Secretary)

Email: ComptonPCNC@gmail.com

Phone: 323-868-1186

Please contact the Neighborhood Council Support Help Line with any questions or if you require electronic support in submitting this application: (213) 485-1360 or NCsupport@lacity.org (Form Updated 6/14)

Panorama City Neighborhood Council Bylaws

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ARTICLE V GOVERNING BOARD

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

- A. Five (5) seats shall be reserved for North, Center-West, Center-East, Southwest and Southeast Homeowners.
- B. Five (5) seats shall be reserved for North, Center-West, Center-East, Southwest and Southeast Renters.
- C. Five (5) seats shall be reserved for business owners, managers, or employees.
- D. Four (4) At-large seats may be held by any stakeholder who lives, works, or owns property within the PCNC boundaries.
- E. Two (2) At-Large seats may be held by any stakeholder, including those who declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation within the Neighborhood Council’s boundaries and who may be in a community organization such as, but not limited to, educational, non-profit and/or religious organizations. These seats will be referred to as the Unlimited At-Large seats. At least one of these seats shall be available at every election.
- F. Up to five (5) Alternate positions can be seated after an election as voting Alternates for any Board members who are not present at any meeting of the Board. Alternates are ranked 1 to 5 and filled in the order of the candidates’ vote totals or tie-breakers. Only candidates that run in the election for the above seats are qualified to be Alternates. If an alternate position becomes vacant, it may be filled by appointment of a majority vote by the Board.

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

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

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

Section 4: Terms – The intent of the Board is to establish a staggered election system where approximately half of the Board is elected at each City conducted election beginning with the City conducted election conducted between March and June 2010. Board members shall hold office until their successors are elected and the election is certified.

Positions elected to a one (1) time, two (2) year term beginning in year 2010 shall be

designated Group A. Positions elected to a four (4) year term beginning in year 2010 shall be designated Group B.

Beginning in year 2012, Group A shall also have a four (4) year term.

The following Board seats shall be designated Group A:

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

The following Board seats shall be designated Group B:

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

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

Section 5: Duties and Powers – The primary duties of the Board shall be to govern the Council and to carry out its objectives. No individual member of the Board shall speak for the Board or otherwise publicly represent a Board position unless authorized to do so by official action of the Board. The Board may, by official action, delegate to any individual the authority to present before any public body a standing Council position previously adopted by the Board or a statement that the Council has had insufficient time to develop a position or recommendation on a matter before that body. Such authority may be revoked at any time by the Board.

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

- A. Notice of a vote to dissolve the PCNC must be made at least ninety (90) days prior to the date such vote is to be held. Notification shall be made by announcement at a regular Board meeting and via the established meeting notification methods.

- B. All assets shall be disposed of in a manner prescribed by law, but none shall inure to any Board member or Stakeholder, except for the legitimate payment of monies owed for purposes previously approved by the Board. All City assets shall be returned to the City.

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

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

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

Section 7: Absences—

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

Allowed Absences

A Board member or Alternate may be removed upon two (2) consecutive absences, excused or unexcused, of regularly scheduled meetings of the Board or upon three (3) unexcused absences within a rolling six (6) month period, ~~unless excused by the PCNC Chair, which excuses shall not be unreasonably withheld~~ or upon three (3) absences.

excused or unexcused, within a rolling twelve (12) month period.

~~A.~~ The Secretary shall have the matter placed on the agenda for a vote of the Board at the next regular meeting of the Board.

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~~B.A.~~ A vote to remove by a majority of the Board members or their Alternates present and voting shall remove the identified Board member or Alternate forthwith.

~~C.B.~~ The Board member who is the subject of the removal action shall not take part in the vote on this matter, but will be allowed to address the Board prior to the vote.

~~D.C.~~ If there is not a quorum present or if there are not at least ten (10) Board members or Alternates present and eligible to vote, the matter shall be placed on the agenda for the next regular Board meeting and every meeting thereafter until such time as a vote is taken.

Section 8: Censure – Intentionally left blank.

Section 9: Removal—

A. A Board member or Alternate may be removed by the submission of a written petition by Stakeholders, in a form specified by the Board, which:

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- Identifies the Board member or Alternate to be removed,
- Describes in detail the reason for removal,
- Includes the signatures of at least ~~fifty (50)~~thirty (30) Stakeholders.

B. Failure by Board member or Alternate to complete any and all state and city-mandated training within 90 days of election, appointment or expiration of any such training will result in automatic removal from the Board.

The Secretary shall have the matter placed on the agenda for a vote of the Board at the next regular meeting of the Board.

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

An Officer may be removed from office, but not from the Board, by a majority vote of the remaining seated Board members or their Alternates at any regular meeting, provided that:

- The request to remove the Officer was made at the previous regular Board meeting.

- The Officer in question may not vote but shall be given a fair hearing before the Board.
- Stakeholders shall have an opportunity to speak for or against the removal.

Section 10: Resignation – Intentionally left blank.

Section 11: Community Outreach – The Council shall direct that a system of outreach be instituted to inform Stakeholders as to the existence and activities of the Council, including its Board elections, to find future leaders of the Council, and to encourage all Stakeholders to seek leadership positions within the Council.

ARTICLE XII PARLIAMENTARY AUTHORITY

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

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

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