

BYLAWS OF THE WEST LOS ANGELES NEIGHBORHOOD COUNCIL

ARTICLE I NAME

APPROVED

SEC. 1 :ORGANIZATION NAME

The name of this organization shall be the WEST LOS ANGELES NEIGHBORHOOD COUNCIL, referred to herein as the WLANC.

ARTICLE II PURPOSE AND OBJECTIVES:

SEC. 1 :PURPOSE

The purpose of the WLANC shall be to provide representation and advocacy for the diverse interests of all stakeholders in the WLANC, hereby defined as being the area bounded by the San Diego (405) Freeway on the east, the south side of Wilshire Boulevard on the north, the Santa Monica (10) Freeway on the south and, to the west, the City of Santa Monica, excluding any and all federal Veterans Administration property.

Participation in the WLANC is based on good faith efforts to identify such stakeholders interested in participating. It is acknowledged that representation of additional stakeholders, as well as changes to established representations of stakeholders, may be determined by the Council to be appropriate and may be effected by amendment of these bylaws as the Council evolves.

Sec. 2 OBJECTIVES

The objectives of the Neighborhood Council shall be:

1. To offer a forum for the discussion and review of issues and projects of interest to the "West Los Angeles Neighborhood".
2. To offer a forum to engage all West Los Angeles stakeholders to collaborate and deliberate on matters affecting this community.
3. To assist and serve as an advisory body to government agencies on issues relating to the West Los Angeles Neighborhood.
4. To monitor the delivery of city services and to make recommendations to the Los Angeles City Council regarding budgetary issues.
5. To engage in other activities unless prohibited by law
6. Not to interfere with the internal affairs of any individual, group or organization.
7. To remain non-partisan.

ARTICLE III MEMBERSHIP

Sec. 1 STAKEHOLDER DEFINITIONS

The WLANC membership is open to all Stakeholders. "Stakeholders" shall be defined as those who live, work, or own property in the neighborhood and also those who declare a stake in the neighborhood and affirm a factual basis for it.

ARTICLE IV MEETINGS

Sec 1. MEETING PROCEDURES

- A. All WLANC meetings shall be open to the public and the press.
- B. The WLANC shall meet at least once per calendar quarter at a location in the West Los Angeles Neighborhood.
- C. At any meeting at which the Chair is absent, the presiding officer for that meeting shall be the Vice-Chair. In the absence of both, the presiding officer shall be the Secretary.
- D. The WLANC will adhere to all applicable Brown Act regulations. All meetings shall be governed by the Brown Act.
- E. The agendas for WLANC meetings shall be posted 72 hours in advance of the meeting in five designated West Los Angeles locations and on the WLANC website.
- F. Copies of the agenda, minutes and other materials will be available at neighborhood council meetings and on the website.
- G. Each meeting of the Board of Directors will include public comment periods.

ARTICLE V

ELECTIONS

Sec. 1 ANNUAL ELECTIONS

A. WLANC elections will be held in the fourth quarter of the year. The elections will comply with the Neighborhood Council Election Procedures approved by the Los Angeles City Council on January 25, 2005, or any other such rules, laws or provisions set forth by the Department of Neighborhood Empowerment or the City or Los Angeles that affect neighborhood council elections.

Sec. 2 AGE REQUIREMENTS FOR CANDIDATES AND VOTERS

A. Candidates for office on the board of directors must be at least 18 years of age.

B. A stakeholder must be 16 years of age or older in order to vote.

Sec. 3 VOTING

A. All qualified stakeholders shall be allowed to vote for candidates in each category on the ballot. An organization may use any method it deems appropriate to designate and authorize one representative, only, to vote in any WLANC election for Board of Director seats.

Sec. 4 NON-VOTING BOARD LIASION MEMBERS

Non-voting board liaison members are appointed by the Board.

ARTICLE VI

WEST LOS ANGELES NEIGHBORHOOD COUNCIL BOARD OF DIRECTORS

Sec. 1 BOARD MEMBERSHIP

Article VI

Section 1 Board Membership

The WLANC shall initially consist of 15 voting members and 5 non-voting liaisons from differing constituencies.

A. Voting Members: The voting members of the board include the following: 1 representative from each of the four residential sections of the WLANC (NE of Nebraska and Barrington, NW of Nebraska and Barrington, SE of Nebraska and Barrington, and SW of Nebraska and Barrington); 3 business representatives, 2 organization representatives, 6 at-large representatives (one of which seats will be designated as a factual basis stakeholder seat).

B. Appointed Liaisons to the Board:

The WLANC Board of Directors may also include non-voting liaisons from the following categories, or any other category the board determines would enhance its understanding of community issues and needs.

- Veterans Administration
- Public Safety
- Student Representative(s) (aged 16-18)
- Recreation, Parks, and Libraries
- City Council

On request of the WLANC Board of Directors or the Chair, each board member shall provide a written summary of the systems through which that member will communicate on a regular basis with the stakeholders he or she represents.

Sec. 2. QUALIFICATIONS OF BOARD MEMBERS

Board members must be Stakeholders as defined In Article 111, and they must be qualified to run for a particular board seat.

Sec. 3. TERM

The Board of Directors will serve staggered terms. Starting at the 2006 election, board seats will be staggered as follows: 1) the seats that obtain the largest number of stakeholder votes will serve on the Board for four years. Subsequent regular elections for these same six board seats shall occur every four years thereafter; 2) the five board seats with the least number of stakeholder votes will serve on the board for a two-year term, with the subsequent regular elections occurring for these five board seats every four years thereafter. No board member may serve more than 8 total years in office.

Sec 4. SUSPENSION

If a WLANC board member fails to attend three consecutive regular meetings of the WLANC, that member may be suspended from voting or constituting a quorum at one or more of the future meetings upon a majority vote by a quorum of the remaining members.

Sec. 5. REMOVAL,

A WLANC board member shall be removed for the following reasons:

- A) The member is no longer qualified as a Stakeholder in the WLANC.
- B) The member is unable to carry out his/her duties and responsibilities.
- C) Sufficient cause may consist of violations of Article X, missing three Board meetings in a row; obstructing the business of the Board.
- D) The member has participated in unethical behavior. This is including, but not limited to misuse of WLANC funds, or has failed to recuse him or herself from votes in which the member would benefit financially.

Following a hearing to discuss the problems, an affirmative vote of two-thirds of the WLANC board-voting members shall be required to remove a member for the causes listed above.

Sec. 6. VACANCY

In the event of a resignation, removal, or other vacancy on the Board, the Chair can nominate a qualified representative from the area or category represented for the vacant seat. An affirmative vote of two-thirds of the voting Board members shall be required to seat the replacement. The replacement's term shall be that of

the representative he or she is replacing.

ARTICLE VII OFFICERS OF THE BOARD

Sec.1. OFFICERS

The officers of the WLANC Board of Directors shall consist of a Chair, a Vice-Chair, a Treasurer, an Outreach Director and a Secretary. The officers shall serve a term of one year or until selection of a successor. The voting members of the WLANC Board of Directors shall elect these voting officers at the first board meeting after an election takes place. All officers shall be members of the Board of Directors.

Sec.2. DUTIES OF OFFICERS OF THE BOARD

A. Chair

The Chair shall, subject to the approval and direction of the Board of Directors, have general supervision, direction and control of all business and activities of the Council. The Chair shall preside over all meetings of the Council and shall be ex-officio member of all committees.

B. Vice-Chair

The Vice-Chair shall perform the duties of the Chair at any time the Chair is unwilling or unable to perform those duties, as well as such other duties as deemed necessary or appropriate by the Chair.=2 0

C. Secretary

The Secretary shall keep minutes of all Council Meetings, conduct the Council general correspondence and preserve the Council records and documents.

D. Outreach Director

The Outreach Director shall issue notices of Council meetings, manage press relations, receive, and relay to the Council Early Warning System Notices contemplated by Section 907 of the Los Angeles City Charter. In addition, the Outreach Director shall administer a system, subject to Council Board of Directors approval, through which the Board will communicate with stakeholders on a regular basis.

E. Treasurer

The Treasurer will be responsible for accounting for such funds as may become the responsibility of the Council. The Treasurer will also have responsibility to be knowledgeable about City budgets and how City resources are allocated in order to assist the Council in understanding how its recommendations relate to City programs and activities. The treasurer will be knowledgeable about, and his or her procedures shall conform to, generally accepted accounting procedures.

The WLANC agrees to comply with all financial accountability requirements as specified by City Ordinance and in the Plan, and as stated in the City's Certification Application. The WLANC further agrees to comply with all financial reporting requirements as prescribed by the Department of Neighborhood Empowerment.

ARTICLE VIII

VOTING & QUORUM

Sec. 1. No formal meeting shall be held or business conducted or votes taken in the absence of a quorum. A quorum shall consist of seven of the voting members of the WLANC Board of Directors.

Sec 2. An affirmative vote of a quorum of the West Los Angeles Neighborhood Council board members shall be required to pass motions, which deal with policy or administrative matters of the WLANC.

Sec. 3. The presiding officer may vote on all motions.

Sec. 4. Voting by proxy shall not be allowed.

Sec. 5. Reconsideration: The Board may make a Motion to Reconsider and alter its action taken on any item listed on an agenda at any time during a meeting, or make a Motion for Reconsideration at its next regular meeting as indicated below:

A. If the Board moves and approves a Motion for Reconsideration at the initial meeting wherein an action was taken, then the underlying item may be reconsidered at that time.

B. If the Board moves and approves a Motion for Reconsideration at the next regular meeting then consideration of the item may only occur at the regularly scheduled meeting if the item for consideration has been placed on that meeting's agenda. If the underlying item for reconsideration has not been placed on the agenda for that next regular meeting, then it shall be considered at a subsequent meeting pursuant to the Ralph M. Brown Act.

ARTICLE IX AMENDMENTS

Sec. 1. To change these bylaws, the Board shall complete an application to change or adjust bylaws with the Department of Neighborhood Empowerment for evaluation.

Sec. 2. These bylaws may be amended by an affirmative vote of two-thirds of the

voting members of the WLANC board. No bylaw amendment shall be voted on until it has been noticed and read at two consecutive WLANC board meetings.

ARTICLE X ETHICS

The WLANC shall be subject to any and all applicable sections of the City of Los Angeles Governmental Ethics Ordinances as set forth in the Los Angeles Municipal Code Section 49.5.1, seq. and all other applicable laws of the Local, State, and Federal Government.

ARTICLE XI GRIEVANCE PROCEDURES

Sec. 1. Any stakeholder may express concerns about the actions or decisions of the Board of Directors by filing a written grievance at any meeting. The board shall first attempt to informally resolve the grievance in good faith. The board will formally, pursuant to a majority vote, rule on any unresolved grievance in writing, within 60 days of the filing of the grievance or at the next regularly scheduled board meeting after the 60 days has passed. In the event that a grievance cannot be resolved through this process, the person|persons filing the complaint may refer the matter to the Department of Neighborhood Empowerment (DONE) for consideration and processing through DONE'S complaint system.