

**CENTRAL HOLLYWOOD NEIGHBORHOOD COUNCIL
BYLAWS**

August 1, 2018

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ARTICLE I NAME

The name of this Neighborhood Council shall be the CENTRAL HOLLYWOOD Neighborhood Council ("Council").

ARTICLE II PURPOSE

Principles of Governance - The purpose of the Council is to participate as a body on issues concerning our neighborhood and regarding the governance of the City of Los Angeles ("City") in a transparent, inclusive, collaborative, accountable and viable manner.

A. The **MISSION** of the Council is:

1. To provide an inclusive and open forum for public discussion of issues of interest to the Council, including City governance, the needs of the Council, the delivery of City services to the Council area, and other matters of a City wide nature;
2. To advise the City on issues of interest to the Council, including City governance, the needs of the Council, the delivery of City services to the Council area, and other matters of a City wide nature;
3. To initiate, execute and support projects for the physical, social and cultural improvement of the Council area; and
4. To facilitate communication between the City and Community Stakeholders on issues of concern to the community and/or the Stakeholders.

B. The **POLICY** of the Council is:

1. To respect the diversity, dignity, and expression of views of all individuals, groups, and organizations within the community and/or involved in the Council;
2. To remain non-partisan with respect to political party affiliation and inclusive in our operations including, but not limited to, the process of electing or selecting the Board of Directors, Officers, and committee members, as hereinafter set forth;
3. To utilize the Early Notification System (ENS) to inform the Council and Community Stakeholders of matters involving the City and our community in a way that is tailored to provide opportunities for involvement in the decision-making process;

4. To encourage all Community Stakeholders to participate in activities of the Council;
5. To prohibit discrimination against any individual or group in our operations on the basis of race, religion, color, creed, national origin, ancestry, sex, sexual orientation, age, disability, marital status, income, homeowner/renter status, or political affiliation; and
6. To have fair, open, and transparent procedures for the conduct of all Council business.

ARTICLE III BOUNDARIES

Section 1: Boundary Description - The Council covers a geographic area described below. The boundaries about the boundaries of adjacent Neighborhood Councils and include those areas of the City within the following lines of demarcation:

- A. **North** – HOLLYWOOD BOULEVARD (south side, between La Brea Ave. and El Centro Ave)
- B. **East** – EL CENTRO AVENUE (west side) between Hollywood Boulevard and Melrose Avenue;
- C. **South** – MELROSE AVENUE (north side) between El Centro Avenue and Wilcox Avenue (east side) north to Willoughby Avenue (north side) between Wilcox Avenue and La Bea Avenue; and
- D. **West** – LA BREA AVENUE (east side) between Willoughby Avenue and Hollywood Boulevard. Excludes any portion of La Brea Avenue within the boundaries of the City of West Hollywood

The boundaries of the Council are set forth in Attachment A - Map of the Central Hollywood Neighborhood Council.

Section 2: Internal Boundaries - Not applicable.

ARTICLE IV STAKEHOLDER

Neighborhood Council membership is open to all Stakeholders. "Stakeholders" shall be defined as those who live, work or own real property in the neighborhood and also to those who declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation within the Neighborhood Council's boundaries and who may be in a community organization such as, but not limited to, educational, non-profit and/or religious organizations.

ARTICLE V GOVERNING BOARD

The Board of Directors (“the Board”) shall be the Governing Body of the Council within the meaning of that term as set forth in the Plan for a Citywide System of Neighborhood Councils (“the Plan”).

Section 1: Composition - The Board shall consist of NINE (9) Stakeholders elected, selected or appointed by the Board and/or Community Stakeholders. The composition of the Board shall be as follows:

At-Large Stakeholder Board Members – Open to Stakeholders at least sixteen (16) years of age.

Section 2: Quorum - The quorum shall be five (5) members of the Board. No floating quorums are allowed.

Section 3: Official Actions - A simple majority vote by the Board members present, including abstentions, which act as a yes vote at a meeting at which there is a quorum shall be required to take official action, unless specified otherwise in these Bylaws.

Section 4: Terms and Term Limits - Board members shall serve a: *four (4) year staggered term commencing after being seated. There are no term limits

*Description of Staggered terms: Beginning with the 2010 election, the five (5) highest vote getters were elected to four (4) year terms, and the remaining four (4) were elected to two (2) year terms. The latter four (4) Board seats will be elected to four (4) year terms commencing with the 2012 election.

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.

Section 6: Vacancies – Vacancies on the Board shall be filled using the following procedure:

- A. Any Stakeholder interested in filling a vacancy on the Board shall submit a written application to the Board.
- B. The Board shall cause the matter to be placed on the agenda for the next regular meeting of the Board.
- C. The Board shall vote on the application at the meeting. If multiple applications for one (1) seat have been submitted, the candidate with the most votes wins.

- D. The candidate who wins shall fill the remaining term of the Board seat unless an election or selection occurs sooner.
- E. In no event shall a vacant seat be filled where a general election is scheduled to occur within sixty (60) days of the date that a written application is presented to the Board.

Section 7: Absences - Any Board member who misses three (3) regularly scheduled consecutive Council Board meetings or, optionally, five (5) total Board meetings during any twelve (12) month period will be automatically removed from the Board. Any board member who leaves a meeting prior to adjournment or arrives late missing 30 minutes or more of the meeting shall be titled tardy. Two tardy meetings equal one absence. Each Board member absence shall be recorded in the Council's meeting minutes or other manner of Council record keeping, and that, upon missing the required number of Board meetings for removal, the President shall provide notice to that Board member that their seat has been declared vacant and announce the vacancy at the next regular Board meeting. When the position is announced as vacant it will be filled via the Council's vacancy clause. Any regularly scheduled General Board meeting noticed as per Brown Act shall constitute a meeting for the purpose of determining Board member attendance. Special meetings will not count for the purposes of attendance records.

Section 8: Censure - The Council can take action to publically reprimand a Board member for actions conducted in the course of Council business by censuring the Board member at a Council Board meeting. Censures shall be placed on the agenda for discussion and action.

Section 9: Removal of Governing Board Members – The Council shall consult with the Office of the City Attorney throughout any Board removal process. Board members may be removed in the following ways:

- A. **Petition by Stakeholders**– A Board member may be removed from office by the submission of a written petition to the Secretary, which includes: i) the identity of the Board member to be removed, ii) a description, in detail, of the reason for removal, and iii) the valid signatures of one hundred (100) Stakeholders.
 - A. Upon receipt of a written petition for removal, the Secretary shall cause the matter to be placed on the agenda for a vote of the Board at the next regular Council meeting.
 - B. Removal of the identified Board member requires a two-thirds (2/3) majority of the attending Board members.
 - C. The Board member who is the subject of the removal action shall have the right to deliver to Board members a written statement about the matter and/or to speak at the Board meeting prior to the vote, but shall not be counted as part of the quorum, nor allowed to vote on the matter.

- B. **Petition by Board** - A Board member may be removed from the Board for good

cause, including, but not limited to, disruptive conduct; interfering with Council business; violations of the Bylaws, Operating Procedures or Code of Conduct following a Board member's submission to the Board of a petition which includes: i) the identity of the Board member to be removed, ii) states the reason for removal by identifying the violation of the internal rules or procedures and specifies the conduct of the person, and iii) contains the signatures of at least five (5) Board members.

1. The petition shall be delivered simultaneously to all Board members and the matter placed on the agenda and scheduled for a vote at the next regular Board meeting.
2. Removal of the identified Board member requires a two-thirds (2/3) majority of the attending Board members.
3. The Board member who is the subject of the removal action shall have the right to deliver to Board members a written statement about the matter and/or to speak at the Board meeting prior to the vote, but shall not be counted as part of the quorum, nor allowed to vote on the matter.
4. The Board member being removed must first have been censured by the Board once for the same action before a Petition by the Board for removal shall be considered by the Council.

If the vote for removal is affirmative, the position shall be deemed vacant and filled via the Council's vacancy clause.

Section 10: Resignation - A Board member may resign from the Council, and the position shall then be deemed vacant. Any member of the Board who ceases to be a Stakeholder is required to submit his or her resignation to the Board for discussion and action at a Board meeting. Removal of the Board member requires a majority of the attending Board members.

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.

- A. The Council shall have a standing Outreach Committee, which will report its activities and recommendations to the Board monthly at the regular Council meeting.
- B. The Council shall maintain a web site presence to disseminate information to Council Stakeholders and others interested in the Council.

- C. In addition, the Board shall create, or shall cause to be created, a marketing plan to solicit participation from Stakeholders. The plan may include, for example, the creation of flyers, postcards, pamphlets and other related materials. It may also include e-mail blasts to various organizations including a regularly scheduled e-blast to local government officials and to the Chamber of Commerce, Neighborhood Watch, Home Owners' Association and other local organizations as determined by the Board.
- D. Outreach also shall be undertaken at public events and shall be coordinated with other Neighborhood Councils when appropriate.

ARTICLE VI OFFICERS

Section 1: Officers of the Board - The officers of the Board ("Officers") shall include the following positions which all together comprise the Executive Committee: President, Vice President, Secretary, and Treasurer.

Section 2: Duties and Powers - The duties of the Officers are as follows and also include such additional duties as may be adopted by official action of the Board:

- A. The President shall act as the chief executive of the Council and shall preside at all Council meetings.
- B. The Vice President shall serve in place of the President if the President is unable to serve.
- C. The Secretary shall keep minutes of all Board meetings. An Alternate Secretary may be appointed by the Board to serve in the absence of the Secretary, as needed. Unless the person serving as Alternate Secretary is already a Board member, he or she shall not have any of the rights of a Board member, including the right to vote on matters before the Council.
- D. The Treasurer shall maintain the records of the Council's finances and books of accounts and perform other duties in accordance with the Council's Financial Management Plan and the Department's policies and procedures.

Section 3: Selection of Officers - Officer positions shall be filled every two (2) years at the first official Board meeting following their election or selection in Board election years.

Section 4: Officer Terms - The Officers shall serve two (2) year terms and serve at the pleasure of the Board. They may stand for reelection every two (2) years.

ARTICLE VII COMMITTEES AND THEIR DUTIES

All Standing and Ad Hoc Committees shall be established by the Board. Suggestions for committees may come from Stakeholders or from members of the Board, and all such suggestions shall be voted upon by the Board.

Section 1: Standing Committees - The Standing Committees of the Council are: The Executive Committee, the Budget and Finance Committee, The Outreach and Communications Committee, The Planning and Land Use Committee, The Elections Committee, Beautification Committee, and the Public Safety Committee.

Section 2: Ad Hoc Committees - The Board may create Ad Hoc Committees as needed to deal with temporary issues. Ad hoc committees that include non-board member stakeholders shall be agendaized and noticed in keeping with the Brown Act.

Section 3: Committee Creation and Authorization

- A. **Committee Authority** - All committee recommendations shall be brought back to the full Board for discussion and action.
- B. **Committee Structure** - With the exception of the Executive Committee, Committee members shall be appointed by the President and ratified by the Board. Standing Committees shall be comprised of at least two (2) Board members and may include any interested Stakeholders. Ad Hoc Committees shall be comprised of at least two (2) Board members and may include any interested Stakeholders.
- C. **Committee Appointment** - All Committee Chairs shall be appointed by the President and confirmed by the Board. The Chairs shall keep a written record of Committee meetings and shall provide regular reports on Committee matters to the Board.
- D. **Committee Meetings** - Committee meetings are subject to and shall be conducted in accordance with the dictates of the Brown Act. Minutes shall be taken at every Committee meeting.
- E. **Changes to Committees** - The Board may establish, disband or make changes as needed to any Standing or Ad Hoc committee. Any such action by the Board shall be noted in the Council meeting minutes.
- F. **Removal of Committee Members** - Committee members may be removed in the same manner in which they were appointed.

ARTICLE VIII MEETINGS

All meetings, as defined by the Ralph M. Brown Act (*California Government Code Section 54950.5 et seq.*), shall be noticed and conducted in accordance with the Act, the Neighborhood Council Agenda Posting Policy, and all other applicable laws and governmental policy.

Section 1: Meeting Time and Place - All meetings shall be held within the Council boundaries at a location, date and time set by the Board. A calendar of regular meetings shall be established by the Board at its first regular meeting of each calendar year.

- A. **Regular Meetings** - Regular Council meetings shall be held at least once per quarter and may be held more frequently as determined by the Board. Prior to any action by the Board, there shall be a period of public comment. The Board shall determine the length and format of the period as appropriate.
- B. **Special Meetings** - The President or a majority of the Board shall be allowed to call a Special Council Meeting as needed.

Section 2: Agenda Setting - The President shall set the agenda for each Council meeting.

Section 3: Notifications/Postings - Notice of a regular meeting shall be a minimum of three (3) days (72 hours) in advance of the meeting and at least one (1) day (24 hours) in advance of a special meeting. At a minimum, meeting notices shall be posted in compliance with the Ralph M. Brown Act and in compliance with City of Los Angeles Neighborhood Council posting policy. An updated listing of the Neighborhood Council's physical posting location/s shall be kept on file with the Department of Neighborhood Empowerment.

Section 4: Reconsideration - The Board may reconsider or amend its actions through the following Motion for Reconsideration process:

- A. 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 that an action should be reconsidered, the Board has the authority to re-hear, continue, or take action on the item that is the subject of reconsideration within any limitations that are stated in the Motion for Reconsideration.
- B. The Motion for Reconsideration must be brought, and the Board's approval of a Motion for Reconsideration must occur, either during the same meeting where the Board initially acted or during the Board's next regularly scheduled meeting that follows the meeting where the action subject to reconsideration occurred. The Council may also convene a special meeting within these specified time frames to address a Motion for Reconsideration.
- C. A Motion for Reconsideration may be proposed only by a member of the Board

that previously voted on the prevailing side of the original action that was taken by the Board (the "Moving Board Member").

- D. The Moving Board Member may make the Motion for Reconsideration orally during the same meeting where the action that is the subject of reconsideration occurred, or 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.
- E. In order to properly place the Motion for Reconsideration on the agenda of the subsequent meeting, the Moving Board Member shall submit a memorandum to the Secretary at least two (2) days in advance of the deadline for posting notices for the meeting. The memorandum must briefly state the reason(s) for requesting the reconsideration, and provide the Secretary with an adequate description of the matter(s) to be re-heard and the proposed action that may be adopted by the Board if the Motion for Reconsideration is approved.
- F. A Motion for Reconsideration that is properly brought before the Board may be seconded by any member of the Board.
- G. This reconsideration process shall be conducted at all times in accordance with the Brown Act.

ARTICLE IX FINANCES

- A. The Council shall review its fiscal budget and make adjustments as needed to comply with City laws and City administrative rules, and to keep in compliance with Generally Accepted Accounting Principles and the City's mandate for the use of standardized budget and minimum finding allocation requirements.
- B. The Council shall adhere to all rules and regulations promulgated by appropriate City officials regarding the Council's finances, where the term "appropriate City officials" means those officials and/or agencies of the City of Los Angeles who have authority over Neighborhood Councils.
- C. All financial accounts and records shall be available for public inspection and posted on the Council website, if available.
- D. Each month, the Treasurer shall provide to the Board detailed reports of the Council's accounts.
- E. At least once each quarter, the President and at least one (1) other individual other than the Treasurer, who is designated by the Governing Board, shall examine the Council's accounts and attest to their accuracy before submitting the documentation to the Department for further review.

ARTICLE X ELECTIONS

Section 1: Administration of Election - The Council's election will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council elections.

Section 2: Governing Board Structure and Voting - The number of Board seats, the eligibility requirements for holding any specific Board seats, and which Stakeholders may vote for the Board seats are noted in Attachment B.

Section 3: Minimum Voting Age - All Community Stakeholders aged sixteen (16) and above shall be entitled to vote in the Neighborhood Council Elections.

Section 4: Method of Verifying Stakeholder Status - Voters will verify their Stakeholder status through written self-affirmation.

Section 5: Restrictions on Candidates Running for Multiple Seats - A candidate shall declare their candidacy for no more than one (1) position on the Council Board during a single election cycle.

Section 6: Other Election Related Language - Not applicable.

ARTICLE XI GRIEVANCE PROCESS

- A. Any grievance by a Stakeholder must be submitted in writing to the Board who shall cause the matter to be placed on the agenda for the next regular Council meeting.
- B. At that meeting, the Board shall refer the matter to an Ad Hoc Grievance Panel comprised of three (3) Stakeholders randomly selected by the Board from a list of Stakeholders who have expressed an interest in serving from time-to-time on such a panel.
- C. Within two (2) weeks of the panel's selection, the Board shall coordinate a time and place for the panel to meet with the person(s) submitting a grievance to discuss ways in which the dispute may be resolved.

- D. Within two (2) weeks following such meeting, a member of the panel shall prepare a written report to be forwarded by the Secretary to the Board outlining the panel's collective recommendations for resolving the grievance. The Board may receive a copy of the panel's report and recommendations prior to a Board meeting, but, in accordance with the Brown Act, the matter shall not be discussed among the Board members until it is heard publicly at the next regular Council meeting.
- E. This grievance process is intended to address matters involving procedural disputes, such as the Board's failure to comply with Board Rules or these Bylaws. It is not intended to apply to Stakeholders who merely disagree with a position or action taken by the Board at one of its meetings. The Neighborhood Council grievance review process will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council grievances.
- F. Board members are not permitted to file a grievance against another Board member or against the Council, except as permitted under the City's grievance policy.

ARTICLE XII PARLIAMENTARY AUTHORITY

The Council shall use the Rosenberg's rules of order when conducting Council meetings. Additional rules and/or policies and procedures regarding the conduct of the Board and/or Council meetings may be developed and adopted by the Board.

ARTICLE XIII AMENDMENTS

- A. Any Board member may propose an amendment to these Bylaws by requesting that the Secretary place the item on the agenda.
- B. Any Stakeholder may propose an amendment to these Bylaws during the public comment period of a regular Council meeting.
- C. Any proposal to amend the Bylaws shall be formalized in writing and noticed on the agenda for public discussion and Board vote at the next regular Council meeting.
- D. An amendment to these bylaws requires a simple majority vote of the Board members present at a duly noticed general or special meeting. All changes shall then be forwarded to the Department for review and approval.
- E. Amendments shall not be valid, final or effective until approved by the Department. Once approved, any changes in the Bylaws shall become effective immediately.

ARTICLE XIV COMPLIANCE

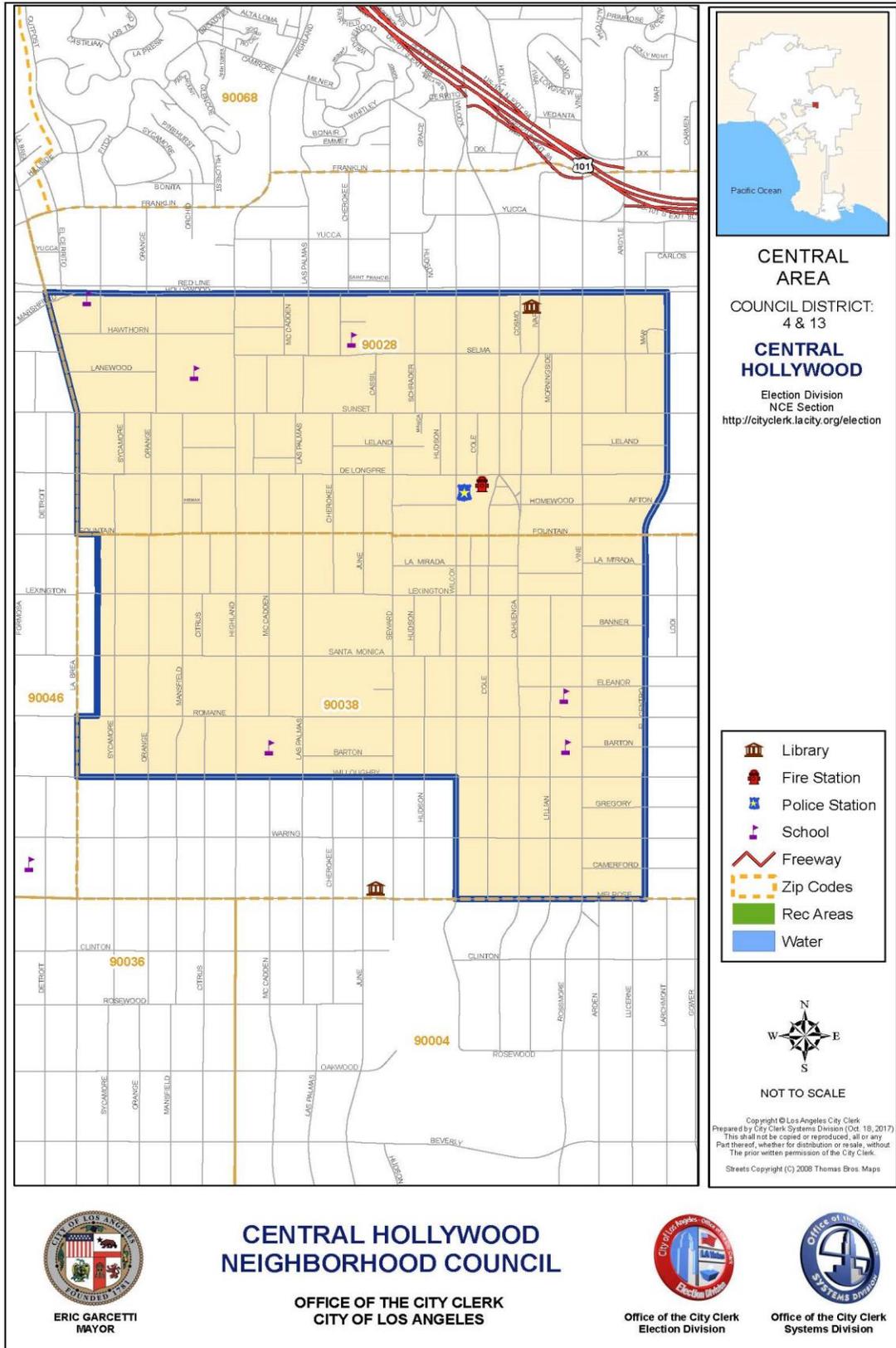
The Council, its representatives, and all Community Stakeholders shall comply with these Bylaws and with any additional Standing Rules or Procedures as may be adopted by the Board as well as all local, county, state and federal laws, including, without limitation, the Plan, the City Code of Conduct, the City Governmental Ethics Ordinance (*Los Angeles Municipal Code Section 49.5.1*), the Brown Act (*California Government Code Section 54950.5 et seq.*), the Public Records Act, the American Disabilities Act, and all laws and governmental policies pertaining to Conflicts of Interest.

Section 1: Code of Civility – The Council, its representatives, and all Community Stakeholders shall conduct all Council business in a civil, professional and respectful manner. *Board members will abide by the Commission's Neighborhood Council Board Member Code of Conduct Policy.*

Section 2: Training – All Board members shall take training in the fundamentals of Neighborhood Council, including, but not limited to, ethics, funding, workplace violence and sexual harassment trainings provided by the City within forty-five (45) days of being seated, or they will lose their Council voting rights. All board members must take ethics and funding training prior to making motions and voting on funding related matters.

Section 3: Self-Assessment – Every year, the Council shall conduct a self-assessment pursuant to Article VI, Section 1 of the Plan

ATTACHMENT A – Map of Central Hollywood Neighborhood Council





ERIC GARCETTI
MAYOR

CENTRAL HOLLYWOOD NEIGHBORHOOD COUNCIL

OFFICE OF THE CITY CLERK
CITY OF LOS ANGELES



Office of the City Clerk
Election Division



Office of the C
Systems Div

ATTACHMENT B – Governing Board Structure and Voting

Central Hollywood Neighborhood Council – 9 Board Seats

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIBILITY TO RUN FOR THE SEAT	ELIBILITY TO VOTE FOR THE SEAT
At Large Board Member Term: 4 Years	9	Elected	Stakeholders who are 16 years or older.	Stakeholders who are 16 years or older.