

Van Nuys Neighborhood Council Bylaws

Approved July 31, 2020

Van Nuys Neighborhood Council Bylaws
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Article I NAME

This organization shall be known as the VAN NUYS NEIGHBORHOOD COUNCIL (VNNC) and shall serve the community of Van Nuys in the City of Los Angeles.

Article II PURPOSE

- A. The PURPOSE of the VNNC is to participate as an advisory body on issues of concern to our Neighborhood Council and in the governance of the City of Los Angeles.

- B. The MISSION of the VNNC is to represent all community Stakeholders. Its goals are to plan, implement and continue community projects so as to foster the ongoing revitalization of the area, and to improve the quality of life for those who live and work in Van Nuys. In addition, the VNNC is:
 - 1. To be a forum for the discussion and review of community issues and projects;
 - 2. To be an advisory body and advocate to our elected representatives;
 - 3. To monitor and facilitate public services and infrastructure investments;
 - 4. To educate and establish communication in the community and to externally promote Van Nuys;
 - 5. To develop solutions to community issues and to shape the future vision of Van Nuys; and
 - 6. To seek grants and other funds for community projects.

- C. The POLICY of the VNNC shall be:
 - 1. To respect the dignity and expression of viewpoints of all individuals, groups, and organizations involved in this Neighborhood Council;
 - 2. To remain non-partisan and inclusive in our operations including, but not limited to, the election process for governing body and the selection of committee members;
 - 3. To utilize the Early Notification System to inform our Neighborhood Council of matters involving the City of Los Angeles (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 all activities of this Neighborhood 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, homeowner/renter status, income, or political affiliation;
 - 6. To have fair, open, and transparent procedures for the conduct of our Neighborhood Council business;
 - 7. The VNNC will establish procedures for communicating with Neighborhood Council Community Stakeholders on a regular basis in a manner ensuring that information is disseminated evenly and in a timely manner.

Article III BOUNDARIES

Section 1: Boundary Description

The following are the boundaries of the VNNC:

- A. The southern boundary is Burbank Boulevard from the San Diego freeway (Interstate 405) to Hazeltine Avenue except that when it reaches Van Nuys Boulevard it continues south to include the Van Nuys Boulevard commercial corridor to Magnolia Blvd. as defined by the commercial property lines on both the east and west sides of Van Nuys Blvd.

- B. The northern boundary is the railroad tracks just north of Saticoy Street from the 405 freeway to the Tujunga Wash.

- C. The western boundary is the 405 freeway from the railroad tracks just north of Saticoy Street to Burbank Blvd. on the south.

- D. The eastern boundary stretches south along the Tujunga wash from the railroad tracks at Saticoy Street on the north to Sherman Way on the south. The eastern boundary then moves west along Sherman Way to Woodman Avenue where it continues from the north at Sherman Way south along Woodman Avenue to Vanowen Street, then continues west along Vanowen Street to Hazeltine Avenue where it continues from the north at Vanowen Street south along Hazeltine Avenue to Burbank Blvd.

Section 2: Internal Boundaries

There are four (4) voting zones in the VNNC. The following are the boundaries:

- A. Zone 1 – Bounded by the railroad tracks north of Saticoy Street, Van Nuys Boulevard, Vanowen Street and the 405 freeway.

- B. Zone 2 – Bounded from the railroad tracks north of Saticoy Street, Tujunga Wash, Sherman Way, Woodman Avenue, Vanowen Street and Van Nuys Boulevard.

- C. Zone 3 – Bounded by Vanowen Street, the 405 freeway, Burbank Boulevard and Van Nuys Boulevard.

- D. Zone 4 – Bounded by Van Nuys Boulevard, Burbank Boulevard, Vanowen Street, and Hazeltine Avenue.

The boundaries of the VNNC are set forth in Attachment A - Map of Van Nuys Neighborhood Council.

Article IV STAKEHOLDERS

VNNC 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

Section 1: Composition

The Board of Directors (Board) shall consist of twenty-one (21) voting members (Directors). No single Stakeholder group shall comprise a majority of the Board unless extenuating circumstances are warranted and approved by the Department of Neighborhood Empowerment (Department). No elected government official or VNNC staff may serve on the Board.

The Board shall consist of the following Stakeholders:

- A. One (1) resident representative from Zone 1, bounded from the railroad tracks north of Saticoy Street, Van Nuys Boulevard, Vanowen Street and the 405 freeway.

- B. One (1) resident representative from Zone 2, bounded from the railroad tracks north of Saticoy Street, Tujunga Wash, Sherman Way, Woodman Avenue, Vanowen Street, and Van Nuys Boulevard.

- C. One (1) resident representative from Zone 3, bounded by Vanowen Street, the 405 freeway, Burbank Boulevard and Van Nuys Blvd.

- D. One (1) resident representative from Zone 4, bounded by Van Nuys Blvd., Burbank Boulevard, Vanowen Street, and Hazeltine Avenue.

- E. Two (2) at-large residents.

- F. Two (2) at-large residential renters.

- G. Two (2) at-large industrial business owners or employees.

- H. Four (4) at-large commercial business owners or employees.

- I. One (1) senior citizen representative (fifty-five (55) years or better).

- J. One (1) representatives of religious institutions within the boundaries of the VNNC.

- K. Two (2) representatives of non-profit community based organizations or service clubs.

- L. One (1) youth representative (sixteen (16) years to twenty-two (22) years of age) or an employee or acknowledged volunteer of a recognized youth organization (e.g. Boy Scouts, Girls Club, etc.). Candidates who are sixteen (16) years to twenty-two (22) years will have priority over adults for the seat, i.e. the highest vote getter among the young people will be elected regardless of whether s/he was the highest overall vote getter in that contest.
- M. One (1) school representative.
- N. One (1) At-Large Representative.

Section 2: Quorum

A quorum for the transaction of business at any meeting of the Board shall consist of eleven (11) Directors. No floating quorums are allowed.

Section 3: Official Actions

A simple majority vote by the Directors present, not including abstentions, at a meeting which there is a quorum shall be required to take official action, unless specified otherwise in these Bylaws.

Section 4: Terms and Term Limits

The terms of office for Directors shall be for four (4) staggered years. No Director shall serve on the Board for more than five (5) consecutive full terms. If a Director has served five (5) consecutive terms, the Director cannot serve on the Board again for at least two (2) years.

All elected seats have a four (4) year term, with a staggered election cycle, electing half the Board during each election.

A. The terms of office shall be staggered in the following two (2) groups:

Group A: (2019**)

- Resident Representative Zone 2 & 4
- Resident Representative Zone 4
- At-Large Resident Representative Seat 2
- At-Large Resident Renter Representative Seat 2
- At-Large Industrial Business Owner or Employee Representative Seat 2
- At-Large Commercial Business Owner or Employee Representative Seat 2 & 4
- Non-Profit Community Based Organization or Service Club Representative Seat 2
- School Representative
- At-Large Representatives

Group B: (2021**)

- Resident Representative Zone 1 & 3
- At-Large Resident Representative Seat 1
- At-Large Representative Renter Seat 1
- At-Large Industrial Business Owner or Employee Representative Seat 1
- At-Large Commercial Business Owner or Employee Representative Seat 1 & 3
- Senior Representative
- Religious Institution Representative
- Non-Profit Community Based Organization or Service Club Representative Seat 1
- Youth Representative

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.

Each Director is required to be an active participating member of at least one (1) official Board Committee.

Section 6: Vacancies

Vacancies on the Board shall be filled using the following procedures:

- A. The Board will publicly notify Stakeholders, as defined in Article IV, of Board vacancy. Any Stakeholder interested in filling a vacancy on the Board shall submit a written application to the Board at least ten (10) days in advance of a scheduled Board meeting.
- B. The Board shall cause the matter to be placed on the agenda for the next regular meeting of the Board.
- C. Seat(s) are filled by simple majority vote by the Directors present. In the event that more than two (2) candidates stand for a seat:
 - a. If no candidate wins a majority of votes cast in the first round, only the two (2) candidates with the most votes proceed to a second round of voting.
 - b. A coin toss will be used to resolve a tie.
- D. The candidate who wins shall fill the remaining term of the Director seat.
- E. In no event shall a vacant seat be filled where a general election is scheduled to occur within sixty (60) days prior to the date that a written application is presented to the Board.

- F. Any time a designated seat remains unfilled for sixty (60) days after the vacancy is announced at a Board meeting, it shall automatically become an at-large seat until the next general election at which point it shall revert back to the original designation as defined in these Bylaws.

Section 7: Absences

Any Director who misses three (3) unexcused consecutive Regular Board Meetings in any six (6) month period may be subject to removal by majority vote of the Board.

Absences for all Directors shall be recorded in the VNNC's meeting minutes or other manner of Council record keeping. Upon missing the stated number of board meetings, the President shall notify the Director of his/her absences and place the removal of the Director on the agenda of the next General or Special Board meeting, scheduled and noticed as per the Brown Act, whereupon the Board shall determine the validity of the absences before taking action to remove the Director.

Section 8: Censure

The purpose of the censure process is to place a Board member on notice of misconduct and to provide the Board member with an opportunity to correct the misconduct. The Neighborhood Council ("Neighborhood Council") may censure any Board member at a regular or special meeting open to the public following a good-faith determination by the Neighborhood Council Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. Grounds for censure include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board's bylaws or rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal process by acting in bad faith.

The Board shall use the following procedure when censuring a Board member:

1. A motion to censure a Board member may be initiated by any three (3) Board members. Those Board members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a committee. The motion shall be delivered to any officer of the Board or a specific officer or member of the Board as may be specified in the bylaws or standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed censure including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., "for alleged violations of the Code of Conduct" but shall contain factual statements that describe conduct only and is not intended to embarrass or humiliate the board member.
2. The Board member, group of Board members or committee responsible for setting the final Board agenda shall include the motion on the agenda of the next regular or special Board

meeting scheduled at least thirty (30) days following the delivery of the proposed censure motion.

3. The Board member subject to censure shall be given a minimum of thirty (30) days prior-written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which the motion to censure will be considered. The notice shall provide the specific facts and grounds for the proposed censure as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to the meeting at which the motion to censure will be considered.

4. The Board member subject to censure shall be given a reasonable opportunity to be heard at the meeting, either orally or in writing, prior to the Board's vote on a motion of censure.

5. The Board shall decide by a majority vote of those present and voting whether or not the Board member should be censured. The Board member who is the subject of the censure motion shall not be counted as part of the majority present and voting and shall not be allowed to vote. For the purpose of censure motions, abstentions shall not be counted as votes.

6. In no event shall a motion to censure a board member be heard by the Neighborhood Council within sixty (60) days of the next scheduled Board election or selection.

Section 9: Removal

Any Board member may be removed by the Neighborhood Council ("Neighborhood Council") for cause, following a good faith determination by the Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. A Board member shall not be subject to removal under this Policy, unless the member has been censured at least once pursuant to the Board of Neighborhood Commissioners' ("Commission") Censure Policy. Grounds for removal include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board's bylaws or standing rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal processes by acting in bad faith.

The Board shall use the following procedure when removing a Board member:

1. A motion to remove a Board member may be initiated by any three (3) Board members. Those Board members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a committee. The proposed motion shall be delivered to any officer of the Board or a specific officer or member of the Board as may be specified in the bylaws or standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed removal action including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., "for alleged violations of the Code of Conduct" but shall contain factual statements that describes conduct only and is not

intended to embarrass or humiliate the board member. The motion to remove shall also include a copy of the prior censure motion and the date it was passed.

2. The Board member, group of Board members or committee responsible for setting the final Board agenda shall list and briefly describe the motion on the agenda of the next regular or special Board meeting scheduled at least thirty(30) days following the delivery of the proposed removal motion.

3. The Board member subject to removal shall be given a minimum of thirty (30) days prior written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which a motion to remove will be heard. The notice shall provide the specific facts and grounds for the proposed removal as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to any meeting at which a motion to remove will be considered.

4. The Board member subject to removal shall be given reasonable time to be heard at the meeting, either orally or in writing, prior to the Board's vote on a motion for removal.

5. The Board shall decide whether or not the Board member should be removed by an affirmative vote of two-thirds (2/3) of the currently sitting Board members. The Board member who is the subject of the removal motion shall not be allowed to vote and shall not be counted when determining the two-thirds (2/3) majority vote. For the purpose of the removal motion, abstentions shall not be counted as votes.

6. In no event shall a motion to remove a Board member be heard by the Neighborhood Council within sixty (60) days of the next election or selection.

7. The Commission may review a Neighborhood Council's removal decision if requested to do so by the affected Board member. Once the request is made for the Commission to review the decision to remove, the Neighborhood Council voting to remove the board member may not fill the vacancy created by the removal until the Commission has made a decision on whether the removal was proper or the Commission declines to review the matter. The Commission's decision whether to hear or decline to hear the removal review request shall be sent in writing to the requestor and the Neighborhood Council within 30 days after the request for review is delivered.

8. A request for the Commission to review a Neighborhood Council's removal decision shall proceed as follows:

a. The request must in writing and must be delivered to the Executive Assistant of the Commission or, in the absence of an Executive Assistant, to the President of the Commission within thirty (30) days of the date of the action by the Neighborhood Council to remove the Board member.

- b. The request must state the basis for the review. The request shall not cite or present any evidence not considered by the Neighborhood Council but must address only procedural deficiencies.
- c. If the Commission determines the request for review raises sufficient questions regarding procedural deficiencies and agrees to hear the review, it will be placed on the agenda of a regular or special meeting of the Commission within sixty (60) days of receipt of the request for review.
- d. At the review the Commission will determine if the facts as presented support the removal motion and if the procedures set out in this policy were correctly applied.
- e. If the Commission determines that there were either factual or procedural deficiencies, the Commission may either reinstate the Board member or return the matter to the Neighborhood Council for further consideration.
- f. If the Commission returns the matter for further consideration and the Neighborhood Council does not act within sixty (60) days of the Commission's decision the Board member will be considered reinstated.
- g. During the period of appeal the Board member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions.
- h. If the matter is returned to the Neighborhood Council for further consideration the Board member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions until the Board takes action as requested by the Commission or until the expiration of the sixty (60) day time period.
9. This policy is not intended to restrict or eliminate a Neighborhood Council's ability to remove or render ineligible to serve, Board members who fail to attend meetings, join committees, maintain their stakeholder status, or perform other duties as may be described in the Neighborhood Council's bylaws and/or standing rules. Nor is it intended to limit a Neighborhood Council's ability to remove committee chairs or committee members according to the Neighborhood Council's bylaws and/or standing rules.

Section 10: Resignation

Any Director may resign at any time by delivering a written resignation to the President and/or Secretary of the VNNC; the resignation shall be effective as of the date of receipt by such Officer. Any Director who becomes ineligible for his/her seat shall resign immediately.

Any Officer may resign at any time by delivering a written resignation to the President and/or Secretary and/or remaining Officer(s) of the VNNC. The resignation shall be effective as of the date of receipt by such Officer and shall not constitute a resignation as a Director or a member of the VNNC.

Section 11: Community Outreach

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

- A. The Board shall have a standing Outreach Committee, which will report its activities and recommendations to the Board monthly at the regular Board meeting.
- B. The Board shall maintain a website to disseminate information to VNNC Stakeholders.
- C. Outreach should 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 VNNC has four (4) officers of the Board (“Officers”): President, Vice President, Secretary and Treasurer, which together, comprise the Executive Committee. A fifth Director may be included to join the Executive Committee by the Officers.

Section 2: Duties and Powers

- A. The duties of the PRESIDENT are:
 - Act as the chief executive of the Board, presiding at and preparing for all Board meetings.
 - Chair the Executive Committee, setting agendas and ensuring timely postings.
 - Represent the interests of VNNC before the City Council and City departments, boards and commissions, or delegate such representation as warranted; serve as spokesperson for VNNC in the press and before the public or delegate such a function as warranted.
 - Refers problems, complaints and suggestions to the proper VNNC Committee.
 - Oversee the preparation and release of formal positions of the VNNC, subject to Board approval, and signs/co-signs letters and documents on behalf of the VNNC.
- B. The duties of the VICE PRESIDENT are:
 - Assist the President as requested in carrying out the President’s responsibilities, and assume the duties of the President in the absence of the President.
 - Oversee the operational and logistical needs of the VNNC.
 - Perform all other duties assigned by the President and/or the Board.
- C. The duties of the SECRETARY are:
 - Prepare minutes for all Board and Executive Committee meetings.
 - Keep accurate records of all Board proceedings, correspondence, documents and Board meeting attendance.

- Coordinate the posting of agendas in accordance with the Ralph M. Brown Act, at all designated posting locations, or delegate the tasks.
- Preserve all records, reports and other official documents, except those specifically assigned to the custody of others.
- An Assistant Secretary is ex-Officio and is a non-voting member unless already a VNNC Director, and may be appointed or hired, subject to Board approval.

D. The duties of the TREASURER are:

- Maintain VNNC's financial records and books of accounts
- Prepare all financial reports for the VNNC and oversee the disbursement of VNNC funds.
- Maintain VNNC inventory records.
- The Treasurer is required to serve on the Budget and Finance Committee but not required to serve as Chair of the Budget and Finance Committee.

Section 3: Selection of Officers

The Board will elect its Officers every two (2) years by simple majority vote by the Directors present at the General Board meeting. The selection of Officers will take place the following month after the Citywide Neighborhood Council Election.

If there are more than two (2) candidates for an office and none receives a majority vote, a run-off vote by the Board shall be held immediately between the two (2) candidates receiving the highest number of votes.

In the event of an Officer vacancy, the remaining portion of the term shall be filled by simple majority vote of the Directors present.

Officers serve at the pleasure of the Board and may be removed by 2/3 vote of Directors present at Board meeting.

Section 4: Officer Terms

The Officers shall serve a term of two (2) year. There are no term limits.

Article VII COMMITTEES AND THEIR DUTIES

Section 1: Standing

Standing Committees address topics of continuing interest of the Board. They define goals, issues, and concerns for the board, investigate possible activities to help further those goals, select appropriate actions and propose those actions to the Board for approval and funding, and implement any official action the Board approves.

All Standing Committees shall be Chaired by a VNNC Director.

It is the responsibility of each Standing Committee to:

1. Monitor the proposed actions of the City Council or committees, and the proposed actions, programs, projects and performances of the City departments, boards and commissions for which each Standing Committee has subject matter jurisdiction;
2. Invite City officials and others to Committee meetings and hear presentations on topics germane to the subject matter jurisdiction of the Committee
3. Consider recommending to the Board on a regular basis positions on proposed actions of the City Council and proposed actions, programs, projects and performance of City departments
4. Unless otherwise stated in these Standing Rules, all Standing Committees shall meet at least once every quarter, with no less than four (4) meetings per year.

The Van Nuys Neighborhood Council shall consist of the following Standing Committees:

Executive Committee - The Officers of the VNNC shall constitute the Executive Committee, which shall be responsible for the administration of the VNNC.

Budget and Finance Committee – Reviews financial reports, create annual budgets. Receives, review and submit stakeholder grant applications to the Board for consideration.

Outreach Committee – Works to promote and inform the community about the activities of VNNC and encourage stakeholder participation. Develops and vets community outreach events, projects and initiatives to participate in and support.

Planning and Land Use Management Committee – Oversees planning, zoning and land-use, and transportations issues affecting the VNNC including proposals for new developments, zoning and planning, land entitlements, conditional use permits, special uses, alcohol license, design and policy.

Additional Standing Committees shall be listed in the Standing Rules.

Suggestions for additional Committees may come from Stakeholders or from members of the Board, and all such suggestions shall be voted upon by the Board.

Section 2: Ad Hoc

The Board may create Ad Hoc Committees as needed to deal with temporary issues. Ad Hoc Committees are advisory only, and must have a defined purpose and time frame to accomplish that purpose.

Section 3: Committee Creation and Authorization

- A. **Committee Authority** – All Committee recommendations shall be brought back to the full Board for discussion and action. Committees shall not represent an official Board position without prior Board approval.
- B. **Committee Structure** – With the exception of Executive Committee, all Standing Committees shall be comprised of at least three (3) Directors but no more than five (5)

Directors and may include any interested Stakeholders. Each Director is required to be an active participating member of at least one (1) Standing Committee.

- C. **Committee Appointment** – The Board will select its Committee Chairs annually by simple majority vote by the Directors present at the General Board meeting. The selection of Committee Chairs will take place in July of each year.

If there are more than two (2) candidates and none receives a majority vote, a run-off vote by the Board shall be held immediately between the two (2) candidates receiving the highest number of votes.

In the event of a vacancy, a new Chair will be selected by the Board by simple majority vote of the Directors present at a Board meeting. Upon termination of Committee Chair(s), all official records of the Committee will be surrendered to the Executive Committee within 30 days.

Committee members shall be appointed by the Committee Chair, subject to confirmation by the Committee itself. Stakeholders may become voting members of a Standing Committee, except for Executive Committee.

All committee members must complete ethics and funding training prior to voting.

- D. **Committee Meetings** – Committee meetings are subject to and shall be conducted in accordance with the dictates of the Brown Act. The Chair shall (or designate a Committee member) to keep a written record of Committee meetings and provide regular reports on Committee matters of the Board. Minute shall be taken at every Standing Committee meeting and forwarded to a Director in a timely manner.
- E. **Changes to Committees** – The Board may establish, disband or make changes as needed to any Committee by a simple majority vote of Directors present. Any such action by the Board shall be noted in the Council meeting minutes.
- F. **Removal of Committee Chairs** – Committee Chairs serve at the pleasure of the Board and may be removed by a 2/3 majority of Directors present.

All committee work is to be reported to the Board and no actions can be taken on behalf of the VNNC without a vote by the Board.

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 Board meetings shall be held within the Council boundaries and 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** – The Board shall conduct a Board meeting no less than once per calendar 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** – A special meeting is any meeting of the Board, which is not a regularly scheduled monthly meeting of the Board. Special meetings may be called at any time by the President or Vice President or by a majority (11) of the Board.

Section 2: Agenda Setting

The Executive Committee shall set the agenda for each VNNC meeting.

Section 3: Notifications/Postings

Meeting notices shall be posted in compliance with the Ralph M. Brown Act and with the Neighborhood Council Posting Policy. An updated listing of VNNC's physical posting location(s) shall be kept on file with the Board and the Department.

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 without any limitations that are stated in the Motion of 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 or at 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 who 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 Motion for Reconsideration on the agenda of a meeting that occurs within the allowed specified periods of time as stated above.
- E. A Motion for Reconsideration that is properly brought before the Board may be seconded by any Member of the Board.

- 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 Board 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 funding allocation requirements.
- B. The Board 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. The VNNC shall submit all of its accounting books to the when requested. Refusal to submit accounting books in a timely manner shall subject the VNNC to decertification by the Board of Neighborhood Commission.
- D. The VNNC shall discuss its finances at regular business meetings.
- E. The VNNC will comply with the Public Records Act. Accordingly, Stakeholders may obtain a copy of the VNNC books and records.
- F. The VNNC will not enter into any contracts or agreements except through the Department.

Article X ELECTIONS

Section 1: Administration of Election

The Neighborhood 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

All Stakeholders of the VNNC are eligible to vote. Each Stakeholder shall be able to vote once in each Director category. 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) years old and above at the time of the election shall be entitled to vote in the VNNC 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 Board during a single election cycle.

Section 6: Other Election Related Language

The Board may establish an election committee to determine the process and date of the election. Any meetings held to facilitate the election process shall be held in compliance with the Brown Act.

Article XI GRIEVANCE PROCESS

Any grievance by a Stakeholder must be submitted in writing to the Department within thirty (30) days from the time the complainant became aware of the alleged violation, and shall contain an allegation of the facts on which the grievance is based.

Grievances are first reviewed by the Department to ensure they are valid grievances and filed within the timeline. They are then sent to the Neighborhood Council for resolution

Within fifteen (15) days of receipt of the grievance, the VNNC shall notify the person/person(s) making the grievance in writing of the date and time of the VNNC Board meeting at which the grievance shall be brought forward for discussion

The Board shall appoint an ad-hoc committee of no less than three (3) Directors to investigate the grievance and prepare a recommendation for the Board.

The recommendation from the ad-hoc committee shall be placed on the agenda of the next Board meeting for discussion and action. The person/person(s) filling the grievance shall be notified in writing of the date and time of this Board meeting.

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. Except as permitted under the City's grievance policy, Directors are not permitted to file a grievance against another Director or against the VNNC. Those grievances can be aired at Board meetings. The Neighborhood Council will follow the City's policy and/or rules regarding the handling of grievances. This

grievance process is intended to address matters involving procedural disputes, e.g., the Board's failure to comply with Board Rules or these Bylaws.

In the event that a grievance cannot be resolved through this grievance process, then the matter may be referred to the Department consideration or dispute resolution in accordance with the Plan for a Citywide System of Neighborhood Councils.

Article XII PARLIAMENTARY AUTHORITY

Roberts Rules of Order Revised shall decide all questions of normal order not otherwise provided for by the Bylaws.

Article XIII AMENDMENTS

These Bylaws may be amended by a two-thirds (2/3) vote of the Board, and such vote may only be taken after proper public notification as described in the Bylaws. Any Bylaw changes recommended by the Board shall be posted and available for public review at least thirty (30) days prior to the meeting. Any Board meeting where modification of the Bylaws is to be considered must be noticed to the public, in a manner consistent with the Brown Act and at least thirty (30) days prior to such meeting.

Thereafter, and within fourteen (14) days after a vote recommending adjustment or amendment to the Bylaws, a Bylaw Amendment Application shall be submitted to the Department. Amendments are not effective until approved by the Department.

Article XIV COMPLIANCE

The VNNC shall be subject to any or all applicable sections of the City of Los Angeles Governmental Ethics Ordinance (Los Angeles Municipal Code Section 49.5.1). All applicable laws of local, state and federal government shall be the minimum ethical standard for the VNNC, its Board and Community Stakeholders.

Section 1: Code of Civility

The VNNC, its representatives, and all Community Stakeholders shall conduct all VNNC business in a civil, professional and respectful manner.

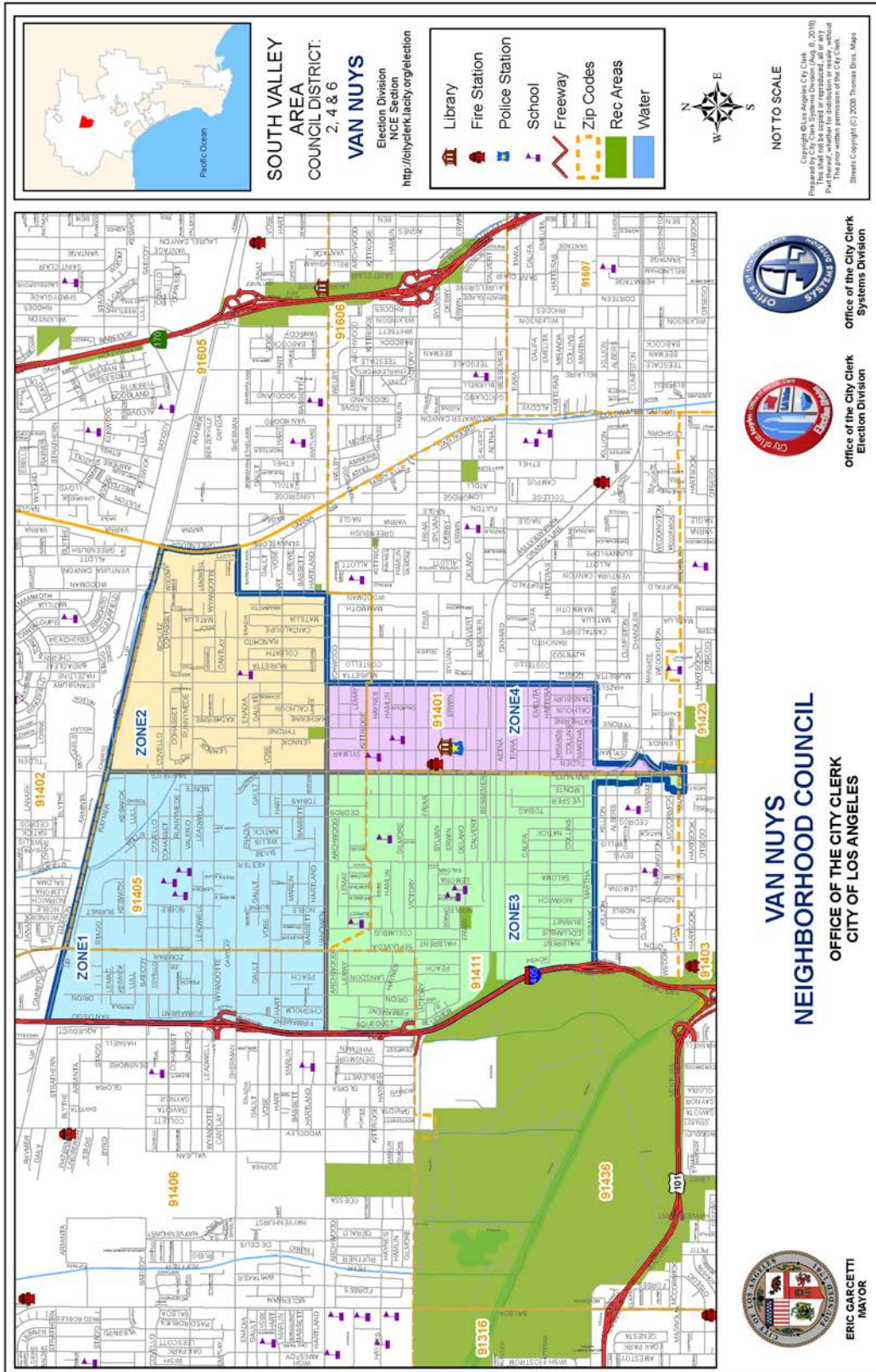
Board members will abide by the Board of Neighborhood Commissioners' Neighborhood Council Board Member Code of Conduct Policy.

Section 2: Training

All board members must take ethics and funding training prior to making motions and voting on funding-related matters

Section 3: Self Assessment
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ATTACHMENT A – Map of Neighborhood Council



ATTACHMENT B - Governing Board Structure and Voting

Van Nuys Neighborhood Council – 21 Board Seats

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
Resident Representative Zone 1 Term: 4 Years	1	Elected	Resident from Zone 1, bounded from the railroad tracks north of Saticoy Street, Van Nuys Boulevard, Vanowen Street and the 405 Freeway, who is 16 years or older.	Stakeholders who are 16 years or older.
Resident Representative Zone 2 Term: 4 Years	1	Elected	Resident from Zone 2, bounded from the railroad tracks north of Saticoy Street, Tujunga Wash, Sherman Way, Woodman Avenue, Vanowen Street, and Van Nuys Boulevard, who is 16 years or older.	Stakeholders who are 16 years or older.
Resident Representative Zone 3 Term: 4 Years	1	Elected	Resident from Zone 3, bounded by Vanowen Street, the 405 Freeway, Burbank Boulevard, and Van Nuys Boulevard, who is 16 years or older.	Stakeholders who are 16 years or older.
Resident Representative Zone 4 Term: 4 Years	1	Elected	Resident from Zone 4, bounded by Van Nuys Boulevard, Burbank Boulevard, Vanowen Street, and Hazeltine Avenue, who is 16 years or older.	Stakeholders who are 16 years or older.
At-Large Resident Representative Seat 1 Term: 4 Years	1	Elected	Residents within the VNNC boundaries who are 16 years or older.	Stakeholders who are 16 years or older.
At-Large Resident Representative Seat 2 Term: 4 Years	1	Elected	Residents within the VNNC boundaries who are 16 years or older.	Stakeholders who are 16 years or older.
At-Large Residential Renter Representative Seat 1 Term: 4 Years	1	Elected	Resident renters within the boundaries of the VNNC who are 16 years or older.	Stakeholders who are 16 years or older.

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
At-Large Residential Renter Representative Seat 2 Term: 4 Years	1	Elected	Resident renters within the boundaries of the VNNC who are 16 years or older.	Stakeholders who are 16 years or older.
At-Large Industrial Business Owner or Employee Representative Seat 1 Term: 4 Years	1	Elected	Industrial business owners or employees within the boundaries of the VNNC who are 16 years or older.	Stakeholders who are 16 years or older.
At-Large Industrial Business Owner or Employee Representative Seat 2 Term: 4 Years	1	Elected	Industrial business owners or employees within the boundaries of the VNNC who are 16 years or older.	Stakeholders who are 16 years or older.
At-Large Commercial Business Owner or Employee Representative Seat 1 Term: 4 Years	1	Elected	Stakeholders who are commercial business owners or employees within the boundaries of the VNNC and who are 16 years or older.	Stakeholders who are 16 years or older.
At-Large Commercial Business Owner or Employee Representative Seat 2 Term: 4 Years	1	Elected	Stakeholders who are commercial business owners or employees within the boundaries of the VNNC and who are 16 years or older.	Stakeholders who are 16 years or older.
At-Large Commercial Business Owner or Employee Representative Seat 3 Term: 4 Years	1	Elected	Stakeholders who are commercial business owners or employees within the boundaries of the VNNC and who are 16 years or older.	Stakeholders who are 16 years or older.
At-Large Commercial Business Owner or Employee Representative Seat 4 Term: 4 Years	1	Elected	Stakeholders who are commercial business owners or employees within the boundaries of the VNNC and who are 16 years or older.	Stakeholders who are 16 years or older.

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
Religious Institution Representative Term: 4 Years	1	Elected	A stakeholder who is a member of a religious institution within the boundaries of the VNNC and who is 16 years or older.	Stakeholders who are 16 years or older.
Non-Profit Community Based Organization or Service Club Representative Seat 1 Term: 4 Years	1	Elected	Members of a community based organization or service club that is located within or includes Van Nuys within its service area and who are 16 years or older.	Stakeholders who are 16 years or older.
Non-Profit Community Based Organization or Service Club Representative Seat 2 Term: 4 Years	1	Elected	Members of a community based organization or service club that is located within or includes Van Nuys within its service area and who are 16 years or older.	Stakeholders who are 16 years or older.
Youth Representative Term: 4 Years	1	Elected	A stakeholder between the ages of 16 and 22 years or an employee or acknowledged volunteer of a recognized youth organization. Candidates who are 16 years to 22 years will have priority over adults for the seat, i.e., the highest vote getter among the young people will be elected regardless of whether s/he was the highest overall vote getter in that contest.	Stakeholders who are 16 years or older.
School Representative Term: 4 Years	1	Elected	Employee of a school located within the VNNC boundaries or that services the VNNC boundaries and who is 16 years or older.	Stakeholders who are 16 years or older.
Senior Representative Term: 4 Years	1	Elected	Stakeholders who are fifty-five (55) years or better	Stakeholders who are 16 years or older.
At-Large Representative Term: 4 Years	1	Elected	Stakeholders who are 16 years or older.	Stakeholders who are 16 years or older.