

**DOWNTOWN LOS ANGELES
NEIGHBORHOOD COUNCIL BYLAWS**

MAY 2013

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ARTICLE I NAME

The name of this Neighborhood Council shall be the Downtown Los Angeles Neighborhood Council. It may hereinafter be referred to as "DLANC."

ARTICLE II PURPOSE

Principles of Governance - The purpose of DLANC 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 DLANC is:

1. To provide an inclusive and open forum for public discussion of issues of interest to DLANC, including City governance, the needs of DLANC, the delivery of City services to DLANC area, and other matters of a City wide nature;
2. To advise the City on issues of interest to DLANC, including City governance, the needs of DLANC, the delivery of City services to DLANC area, and other matters of a City wide nature;
3. To initiate, execute and support projects for the physical, social and cultural improvement of DLANC 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 DLANC is:

1. To respect the diversity, dignity, and expression of views of all individuals, groups, and organizations within the community and/or involved in DLANC;
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 DLANC 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 Stakeholders to participate in activities of DLANC;
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 DLANC business.

7. The DLANC shall strive to unify and serve the interests of the Downtown community by:
 - a. Creating an organization that truly represents the diversity of people and interests of Downtown;
 - b. Developing an organization that interacts with the Downtown community and adjacent Neighborhood Councils by becoming a conduit for communication and by listening to and informing all who have interests in Downtown;
 - c. Representing community interests in dealings with the City of Los Angeles and other government jurisdictions;
 - d. Monitoring and communicating with city employees and departments that serve Downtown;
 - e. Utilizing all city, county, state, and federal mandates to enhance the quality of life Downtown;
 - f. Consulting with city officials regarding development plans Downtown; and
 - g. Encouraging activities that highlight public safety, neighborhood beautification, residential and economic development, and historic preservation and renovation.

ARTICLE III BOUNDARIES

DLANC covers a geographic area described below.

Section 1: Boundary Description - The boundaries about the boundaries of adjacent Neighborhood Councils and include those areas of the City within the following lines of demarcation:

- A. **North** – 101 Freeway from Edgeware Road east to Los Angeles Street, south to 3rd Street, east to San Pedro Street, south to 4th Street, east to Alameda Street, south to 7th Street, east to the Los Angeles River;
- B. **East** – Los Angeles River south from 7th Street to 25th Street;
- C. **South** – 25th Street at the Los Angeles River west to Alameda Street, north to Washington Boulevard, Washington Boulevard, west to Grand Avenue, south to 23rd Street, west to the 110 Freeway; and
- D. **West** – 110 Freeway at 23rd Street, north to 8th Street, west to Bixel Street, north to Miramar Street, west to Emerald Street, north to 2nd Street, west to Edgeware Road, north to 1st, east to Beaudry, north to the 101 Freeway

The boundaries of DLANC are set forth in Attachment A - Map of Downtown Los Angeles Neighborhood Council.

Section 2: Internal Boundaries (a) Residential Boundaries. The boundaries for Residential Director election are as described in Appendix A.

(b) Business Area Boundaries. The boundaries for Business Director Election are as described in Attachment B.

ARTICLE IV STAKEHOLDER

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

ARTICLE V GOVERNING BOARD

The Board of Directors ("the Board") shall be the Governing Body of DLANC within the meaning of that term as set forth in the Plan for a Citywide System of Neighborhood Councils ("the Plan"). Directors ("the Directors") are the elected members of the Board.

Section 1: Composition - The Board shall consist of twenty-eight (28) Stakeholders elected, selected or appointed by the Board and/or Community Stakeholders. No single Stakeholder group shall hold a majority of Board seats unless extenuating circumstances exist and are approved by the Department of Neighborhood Empowerment ("Department"). The composition of the Board shall be as follows:

A. Resident Stakeholder Board Members – Open to Stakeholders eighteen (18) years of age or older who live (own or rent) within the DLANC boundaries. Ten (10) Directors shall represent Residents. Residents are tenants or homeowners who occupy their own dwellings (36%). Resident Directors shall include one (1) Director elected by residents in each of the following geographic or community areas:

- i) Alameda East
- ii) Bunker Hill
- iii) City West
- iv) Civic Center
- v) Central City East/ Skid Row
- vi) Fashion District
- vii) Historic Downtown
- viii) South Park
- ix) Area-Wide Homeless
- x) Area-Wide Resident

B. Business Stakeholder Board Members – Open to Stakeholders eighteen (18) years of age or older who work or own a business or business property within the DLANC boundaries. Eight (8) Directors shall represent Business Interests (29%); Business Interests are those interests whose members are engaged in for-profit activity, commercial activity, business associations, or business improvement districts within the DLANC geographic area. Business Directors shall include one (1) Director elected by business members in each of the identified geographic areas, as follows:

- i) Alameda East
- ii) Central City East / Toy District
- iii) City West
- iv) Downtown Center
- v) Fashion District

- vi) Historic Downtown
- vii) South Park
- viii) Area-Wide

C. Organizational Stakeholder Board Members – Open to Stakeholders eighteen (18) years of age or older:

i) **Arts, Cultural, and Educational Interests** (14%) -- Four (4) Directors shall represent Arts, Cultural, and Educational Interests, elected area-wide from organizations including but not limited to nonprofit educational institutions, museums, cultural institutions and organizations, preservation societies and organizations, faith-based organizations, nonprofit entertainment venues and arts-related businesses. One (1) of the Directors elected to represent Arts, Cultural, and Educational Interests shall be a resident.

ii) **Social Service Providers** (11%) – Three (3) Directors shall represent Social Service Providers elected area-wide from entities including but not limited to mission-type organizations, faith-based organizations that provide social services, nonprofit affordable housing development and management organizations, nonprofit educational and employment training organizations, social service advocacy groups, nonprofit hospital and other health care providers, social service counseling organizations, and life enrichment organizations such as senior service centers.

iii) **Workforce** (7%) – Two (2) Directors shall represent the Workforce Directors shall be elected area-wide and include one (1) person representing public sector employees and one (1) person representing private sector employees. Workforce Directors may not be resident or business stakeholders.

D. At-Large Stakeholder Board Members (3) – Open to Stakeholders at least eighteen (18) years of age. One (1) At-Large Director shall represent any person who claims any type of Stakeholdership in Downtown (4%). The At-Large Director shall be elected by anyone who holds any Stakeholdership in Downtown

E. Alternate Board Members -- Each Director shall have the ability to appoint their alternate, with approval by the Board or the Executive Committee. The Alternate will have voting authority when the Director is absent from board. It is the responsibility of each Director to inform his or her Alternate in advance if the Alternate needs to attend any meeting.

Section 2: Quorum - Fourteen (14) Directors shall constitute a quorum.

Section 3: Official Actions - A simple majority vote by the Directors present, *including abstentions*, 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 - Directors shall serve a two (2) year term commencing after being seated. There are no term limits.

Section 5: Duties and Powers - The primary duties of the Board shall be to govern DLANC and to carry out its objectives.

- a. Speaking for the Board: No individual Director 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 DLANC 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.
- b. Election of Officers: The Board shall elect the officers of the Board from among its members. Officers may be elected from any category of Stakeholdership, and shall serve for a term coinciding with their DLANC elected term or until their successors are elected. The officers' term will coincide with the term of the Board. Elections of officers shall occur at the first meeting after the certified election.

Section 6: Vacancies – Vacancies on the Board shall be filled using the following procedure: An Alternate Director shall replace his or her principal Director should the principal Director vacate his or her position on the Board. If there is no Alternate Director THEN the Board fills vacancies:

- 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 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 Director who misses two (2) consecutive, regularly scheduled DLANC Governing Board Meetings or, alternatively, four (4) total Governing Board meetings during any twelve (12) month period; upon missing the required number of Board Meetings the Director shall be subject to removal under the following guidelines/provision. Each DLANC Director's absence shall be recorded in DLANC's Meeting Minutes or other manner of DLANC record keeping. If a Director's Alternate attends in the Director's absence, this will NOT count towards an absence for the purposes of this section.

DLANC Presiding Officer shall notify the Director of the absences and place on the agenda the removal of the Director at a regular or special Board meeting whereupon the Board shall determine the validity of the absences before taking action to remove the Director. Any meeting of DLANC's Governing Board, scheduled and noticed as per the Brown Act, shall constitute a meeting for the purpose of determining Director attendance.

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

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

A. Petition by Stakeholders– A Director may be removed from office by the submission of a written petition to the Secretary, which includes: i) the identity of the Director to be removed, ii) a description, in detail, of the reason for removal, and iii) the valid signatures two-hundred (200) stakeholders.

1. 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 DLANC meeting.
2. Removal of the identified Director requires a two-thirds (2/3) majority of the present and voting Directors.
3. The Director who is the subject of the removal action shall have the right to deliver to Directors 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 Director may be removed from the Board for good cause, including, but not limited to, disruptive conduct; interfering with DLANC business; violations of the Bylaws, Operating Procedures or Code of Conduct following a Director's submission to the Board of a petition which includes: i) the identity of the Director 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 four (4) Directors.

1. The petition shall be delivered simultaneously to all Directors and the matter placed on the agenda and scheduled for a vote at the next regular Board Meeting.
2. Removal of the identified Director requires a two-thirds (2/3) majority of the attending Directors.
3. The Director who is the subject of the removal action shall have the right to deliver to Directors 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.

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

Section 10: Resignation - A Director may resign from DLANC, and the position shall then be deemed vacant. Any Director 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.

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

- A. DLANC shall have a standing Outreach Committee, which will report its activities and recommendations to the Board monthly at the regular DLANC meeting.
- B. DLANC shall maintain a web site presence to disseminate information to DLANC Stakeholders and others interested in DLANC.
- 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 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 Board of Directors shall elect the officers of the Board from among its Directors. Officers may be elected from any category of Stakeholdership. The officers of the Board ("Officers") shall include the following positions, which all together comprise the Executive Committee: President, Vice President for Administration, Vice President for Communication and Outreach, 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 DLANC and shall preside at all DLANC meetings and quarterly and special meetings of the Directors; represent the interests of DLANC before the City Council and City departments, boards, and commissions, or delegate such representation as warranted; serve as spokesperson for DLANC in the press and before the public or delegate such a function as warranted; and Chair the Executive Committee

B. The Vice President:

i) Vice President for Administration: shall serve as President in the absence of the President; be responsible for the operational and logistical needs of the Board and DLANC; and Chair the Bylaws Committee and Chair of the Election Committee.

ii) Vice President for Communication and Outreach: shall prepare and release media statements; prepare and release formal position papers; oversee DLANC's web site; routinely inform the public of DLANC's activities; actively solicit interest and participation in DLANC's activities; and maintain a current roster of Directors; and Chair the Outreach Committee.

C. The Secretary: shall keep a record of all proceedings, correspondence, and documents; at the direction of the Executive Committee, prepare and post agendas of meetings; keep minutes of all Board, Board Committee, and Director meetings; keep a record of all persons wishing copies of agendas and minutes and supply such persons with copies of agendas and minutes. If the Secretary is unable to prepare and post agendas of meetings, then it falls to the Vice President for Administration and if the Vice President for Administration is not available, then the Vice President for Communication and Outreach.

D. The Treasurer: shall Chair the Budget, Finance & Fundraising Committee. The Treasurer shall have charge and custody of and be responsible for the accounting of all funds of DLANC; and in general perform all duties incident to the office of Treasurer and such other duties as may be assigned by the Board. The Treasurer shall have sole authority to sign checks of DLANC. The Treasurer shall provide at each meeting of the Board and at such other times as the Board may request a written account of the finances of DLANC.

Additionally, the Treasurer shall provide financial statements for purposes of discussion by Stakeholders at annual or special General Membership Meetings prior to submitting any accounting statements to the Department. The Treasurer shall prepare and file such documents and returns as are required by the Internal Revenue Service, the California Franchise Tax Board, and the City of Los Angeles. The Treasurer shall keep a book of accounts according to Generally Accepted Accounting Procedures, which book of accounts shall be made available for review by any authorized agency of the City of Los Angeles and by any Stakeholder or Director of the DLANC. The Treasurer shall cooperate fully with the Department of Neighborhood Empowerment on matters related to DLANC funding, financial affairs and accounting procedures, and shall allow Department staff access to the accounting records of DLANC.

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.

Section 1: Standing Committees – The Standing Committees of DLANC are: The Executive Committee, the Budget and Finance Committee, The Outreach and Communications Committee, The Planning and Land Use Committee, The Elections Committee, the Bylaws and Procedures Committee, and the Public Safety & Health Committee; the DLANC Board may also create additional standing committees and include them as an addendum or amendment to the DLANC Standing Rules.

A. *Standing Committees:* shall consist of at least five (5) Directors appointed by the Executive Committee and affirmed by the board. It is the responsibility of each Standing Committee and each Board Committee with similar designated duties to:

- i) Monitor the proposed actions of the City Council committee or committees, and the proposed actions, programs, projects, and performance of the City departments, boards, and commissions for which each Standing Committee has subject matter jurisdiction;
- ii) Invite City officials and others to Committee meetings and hear presentations on topics germane to the subject matter jurisdiction of the Committee;
- iii) Consider recommending to the Board positions on proposed actions of the City Council and proposed actions, programs, projects, and performance of City departments;
- iv) Report through its chair to the Board at Board monthly or special meetings on proposed City Council actions and proposed actions, programs, projects, or performance of City departments, boards, and commissions for which the Standing Committee has subject matter jurisdiction.
- v) With the approval of the Executive Committee, undertake special projects and programs to achieve desired City actions, civic improvements, or other matters relating to its subject matter jurisdiction.

B. *Board Committees.* Except for the Executive Committee whose members are designated, the Executive Committee shall appoint four (4) Directors to serve with the Chair on each of the Board Committees with the result that at least one (1) but no more than two (2) Directors by category of representation shall serve on each Board Committee.

i) Executive Committee. The Executive Committee consists of the President as Chair, the Vice President for Administration, the Vice President for Communication and Outreach, the Treasurer, and the Secretary. The Executive Committee shall consider and recommend to the Board the location of DLANC offices, administrative policies and procedures for the conduct of DLANC's business; the hiring and termination of employees and consultants; the Committee shall hear and act on grievances submitted pursuant to Article V., Section D.; in cases of emergency, shall act on behalf of the Board between Board meetings; shall authorize the application for, receipt, and expenditure of money from any source and for any lawful purpose; sponsor regular issues forums of interest to the Directors; appoint Standing Committee chairs and members and adopt rules to govern the conduct of Standing Committees.

ii) Budget and Finance Committee. Chaired by the Treasurer, the Budget and Finance Committee shall approve the annual budget of DLANC and have subject matter monitoring responsibilities over matters pertaining to the City Administrative Office, City Controller, City Treasurer, Office of Finance, Department of Fire and Police Pensions, Los Angeles City Employees' Retirement System, Quality and Productivity Commission, City Council Budget and Finance Committee, City Council Audits and Governmental Efficiency Committee. City management audits, financial audits, operational and

performance audits.

iii) Rules and Elections Committee. The Rules and Elections Committee shall review and recommend proposed amendments to these Bylaws, conduct selections of Directors of the Board, and rules of conduct of DLANC meetings.

Section 2: Ad Hoc Committees – The Board may create Ad Hoc Committees as needed to deal with temporary issues. The term of the Ad Hoc Committees shall be either one-year or until the completion of the Ad Hoc Committees specified mission/agenda, the term shall be specified upon the creation of the committee. Upon the seating of a new DLANC Board, any existing or overlapping Ad Hoc committees shall be put on the DLANC Board’s first meeting for reaffirmation of its continued specified mission/agenda.

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 Executive Committee and ratified by the Board. All Committees shall be comprised of at least two (2) Directors and may include any interested Stakeholders.

C. **Committee Appointment** – All Committee Chairs shall be appointed by the 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 DLANC meeting minutes and be an addendum or amendment to the Standing Rules of DLANC.

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 and all other applicable laws and governmental policy.

Section 1: Meeting Time and Place - All meetings shall be held within DLANC 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 DLANC 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** – A Special Meeting of the Directors for any lawful purpose may be called at any time by the Board, by the President, or by a petition signed by 100 or more Stakeholders. The meeting date shall be at least 15 days but no more than 30 days after receipt of the petition by the Board. No business, other than the general nature of which was set forth in the notice of the meeting, may be conducted at such a meeting..

Section 2: Agenda Setting – The Executive Committee shall set the agenda for each DLANC meeting at its monthly meeting prior to the next general DLANC Board meeting. During the seven (7) days prior to the DLANC Board meeting, excluding the seventy-two (72) hour period just prior to the DLANC Board Meeting, the President or his/her Executive Committee Member appointee, may set or amend/change the agenda and submit it to the Secretary for posting. Any such agendized items or changes shall be specially noted on the published agenda.

AND:

Any Stakeholder may make a proposal for action by DLANC by submitting a written request to the Secretary or during the public comment period of a regular DLANC meeting. The Secretary shall promptly refer the proposal to the appropriate Committee as appointed by the Executive Committee, or at the next regular DLANC meeting, the Board shall either consider the proposal or create an Ad Hoc Committee to consider the proposal. DLANC is required to consider the proposal at a Committee or Board meeting, but is not required to take further action on the proposal. Proposals made under the this subsection are subject to the rules regarding reconsideration

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, notice shall be posted at DLANC's five (5) Public Notice Locations specified on the Posting Location Form filed with the Department, on its website (if applicable) and emailed out to Stakeholders if DLANC maintains such a database. Regular and Special meeting agendas shall also be emailed to 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 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. DLANC 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 Director of the Board that previously voted on the prevailing side of the original action that was taken by the Board (the "Moving Director").
- D. The Moving Director 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 Director 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 Director 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 finding allocation requirements.
- B. The Board shall adhere to all rules and regulations promulgated by appropriate City officials regarding DLANC'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 DLANC website, if available.
- D. Each month, the Treasurer shall provide to the Board detailed reports of DLANC'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 Board, shall examine DLANC's accounts and attest to their accuracy before submitting the documentation to the Department for further review.

F. DLANC will not enter into any contracts or agreements except through the Department. No dues, fees, or assessments shall be required for membership in the DLANC.

ARTICLE X ELECTIONS

Section 1: Administration of Election - DLANC'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 DLANC Elections.

Section 4: Method of Verifying Stakeholder Status - Voters will verify their Stakeholder status by providing acceptable documentation.

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

Any additional language shall be put forth in the Standing Rules.

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 DLANC 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 Directors until it is heard publicly at the next regular DLANC 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, which grievances may be aired publicly at DLANC meetings.

F. Directors are not permitted to file a grievance against another Director or against DLANC.

G. In the event that a grievance cannot be resolved through this process, then the matter shall be referred to the Department for consideration or dispute resolution in accordance with the Plan.

ARTICLE XII PARLIAMENTARY AUTHORITY

DLANC shall use the: Robert's rules of order when conducting DLANC meetings. Additional rules and/or policies and procedures regarding the conduct of the Board and/or DLANC meetings may be developed and adopted by the Board and set forth in the DLANC Standing Rules.

ARTICLE XIII AMENDMENTS

A. Any Director 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 DLANC 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 DLANC meeting.

D. An amendment to these bylaws requires approval by two-thirds (2/3) of the Directors present and voting 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

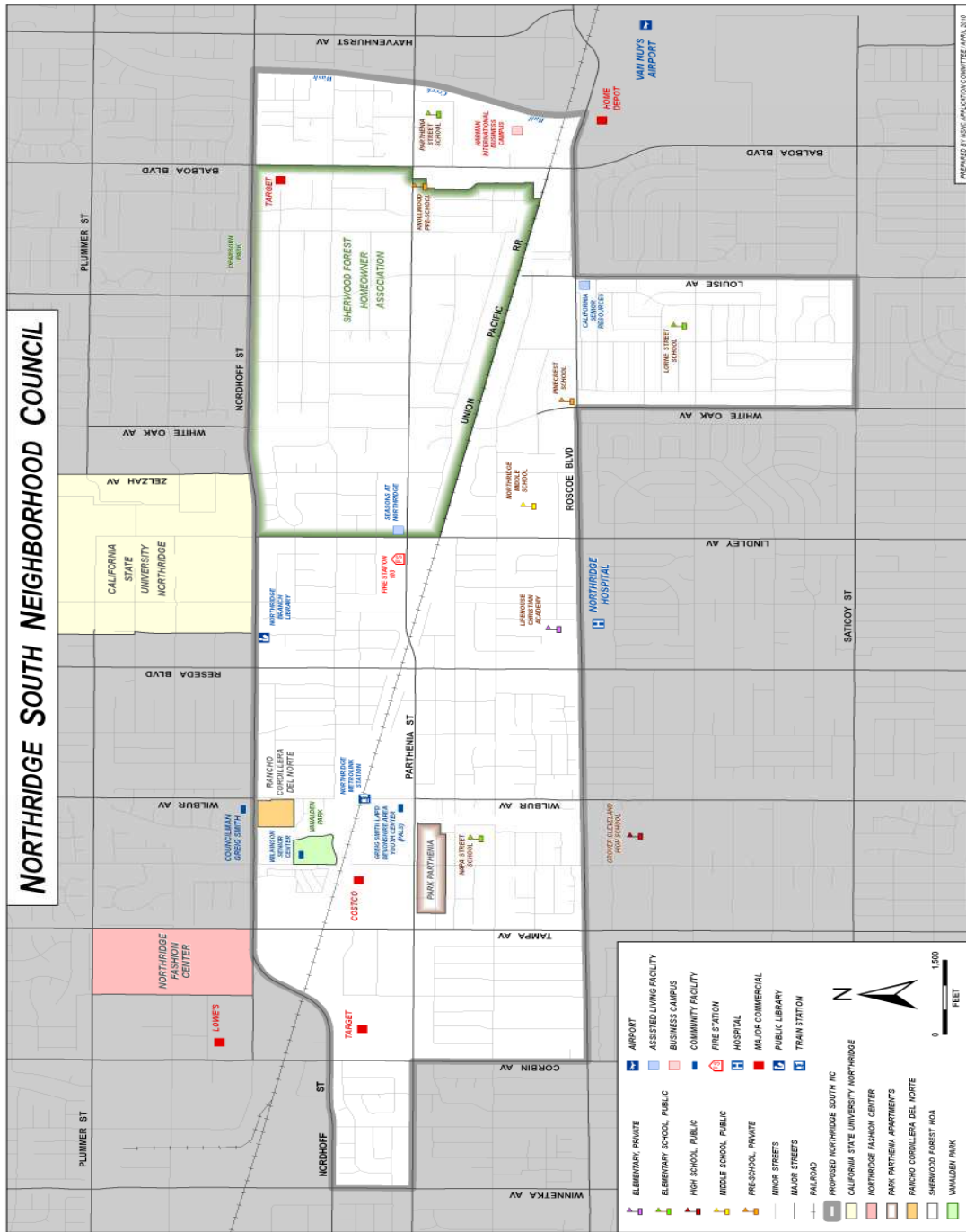
DLANC, its representatives, and all Community Stakeholders shall comply with these Bylaws and with any additional Standing Rules or Procedures as may be adopted by the Board as well as all local, county, state and federal laws, including, without limitation, the Plan, the City Code of Conduct, the City 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 – DLANC, its representatives, and all Community Stakeholders shall conduct all DLANC business in a civil, professional and respectful manner.

Section 2: Training – All Directors 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 DLANC voting rights.

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

ATTACHMENT A



ATTACHMENT B

BOARD POSITION	ELECTED OR APPOINTED	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
<i>[Below find sample language for Stakeholder eligibility to run and vote for positions. Where the Stakeholder eligibility for the seat has not been defined, the default eligibility to establish candidacy for the position would be the Neighborhood Council's Stakeholder definition.]</i>			
President	Elected	Stakeholder	Community Stakeholder who is 13 years of age at the time of the election.
Community-Based Organization Representative	Elected	Stakeholder who is at least 18 years of age at the time of the election, who is a member of a community	Stakeholder who is 16 years of age.
At-large Representative	Elected	Any Stakeholder who is at least 18 years of age at the time of the election.	Any Stakeholder who is at least 18 years of age at the time of the election.
<i>[Below find sample language for candidacy and voter eligibility in districts.]</i>			
Homeowner Representative Area 3	Elected	Stakeholder who is 16 years of age or older who lives within Area 3 of DLANC boundaries, and owns and occupies their place of residence whether	Homeowner Stakeholder who is 16 years of age or older who lives within Area 3. Must live and own place of residence.
Sub-Area Representative At-large Stakeholder Seat	Elected	Stakeholder who may be a resident of the Sub-area or any other Stakeholder category group in the Sub-area.	Community Stakeholder who is 13 at the time of the election.
<i>[Below find sample language for candidacy and voter eligibility for the factual basis position.]</i>			
Community Director	Elected	Stakeholder older than 18 years who lives, works, or owns property or those who declare a stake in the neighborhood and affirm the factual basis for it.	Stakeholder who lives, works, or owns property in the neighborhood and also those who declare a stake in the neighborhood and affirm the factual basis for it.