

Venice Neighborhood Council Bylaws

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ARTICLE I NAME

The name of this Neighborhood Council shall be the Venice Neighborhood Council (VNC or “Council”).

ARTICLE II PURPOSE

The purpose of the Council is to promote more citizen participation in government and make government more responsive to local needs. Neighborhood councils shall include representatives of the many diverse interests in communities and shall have an advisory role on issues of concern to the neighborhood.

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 initiate, execute and support projects for the physical, social and cultural improvement of the Council area; and
3. To facilitate communication between the City and Stakeholders on issues of concern to the community and/or the Stakeholders.
4. 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;

B. The **POLICY** of the Council shall be:

1. To respect the Stakeholders as the ultimate authority and controlling force of the Venice Neighborhood Council;
2. To respect the diversity, dignity, and expression of views of all individuals, groups, and organizations within the community and/or involved in the Council.

3. To remain non-partisan with respect to political party affiliation and inclusive in the Council's operations including, but not limited to, the process of electing or selecting the Board of Directors, Officers, and Committee Members, as hereinafter set forth.
4. To utilize the Early Notification System (ENS) to inform the Council and 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.
5. To encourage all Stakeholders to participate in activities of the Council nature.
6. 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.
7. To have fair, open, and transparent procedures for the conduct of all Council business.

ARTICLE III BOUNDARIES

The Council covers a geographic area described below.

Section 1: Boundary Description

The Council represents Stakeholders within the following geographic boundaries (see Attachment A): Boundaries of the VNC shall follow the traditional boundaries for Venice, as set forth in the City of Los Angeles Venice Area Specific Plan and the City of Los Angeles Planning and Land Use Map for Venice, with one exception as noted below.

- A. **NORTH** – City of Santa Monica to the North;
- B. **EAST** – Walgrove Avenue, the eastern edge of the Venice High School grounds, Culver City, Walnut Avenue, Del Rey Avenue, and Lincoln Boulevard on the East;
- C. **SOUTH** – Marina del Rey (unincorporated County of Los Angeles) to the South;
- D. **WEST** – The Pacific Ocean to the West.

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

The area between Walgrove Ave. and Beethoven St. contains many of the schools serving the Venice Community including Venice High, Mark Twain Middle School, Walgrove Elementary and Beethoven Elementary. The grounds of these schools shall be considered an overlap area with the Neighborhood Council established by the Mar Vista community (see Attachment A-Map of Venice Neighborhood Council).

Section 2: Internal Boundaries

Not Applicable.

ARTICLE IV STAKEHOLDER

Neighborhood Council membership is open to all Stakeholders. A “Stakeholder” shall be defined as any individual who:

- (1) Lives, works, or owns real property within the boundaries of the Neighborhood Council; or
- (2) Is a Community Interest Stakeholder, defined as an individual who is a member of or participates in a Community Organization within the boundaries of the Neighborhood Council.

A “Community Organization” is an entity that has continuously maintained a physical street address within the boundaries of the neighborhood council for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the neighborhood council. A for-profit entity shall not qualify as a Community Organization. Examples of Community Organizations may include Chambers of Commerce, houses of worship or other faith-based organizations, educational institutions, or non-profit organizations.

[The definition of “Stakeholder,” “Community Interest Stakeholder,” and their related terms are defined by City Ordinance and cannot be changed without City Council action. See Los Angeles Charter Section 906(a)(2) and Los Angeles Administrative Code Section 22.801.1]

ARTICLE V GOVERNING BOARD

The Board of Directors (“the Board”) shall be the governing body of the Council.

Section 1: Composition

The Board shall consist of twenty-one (21) Stakeholders elected, selected, or appointed.

The composition of the Board shall be as follows:

- A. **Four (4) Executive Officers** – Open to Stakeholders eighteen (18) years of age or older who lives, works or owns real property located within the VNC boundaries. (President, Vice President, Secretary, Treasurer).
- B. **One (1) Chair of Land Use and Planning Committee** – Open to Stakeholders eighteen (18) years of age or older who lives, works or owns real property located within the VNC boundaries.
- C. **One (1) Communications Chair** – Open to Stakeholders eighteen (18) years of age or older who lives, works or owns real property located within the VNC boundaries.
- D. **One (1) Outreach Chair** – Open to Stakeholders eighteen (18) years of age or older who lives, works or owns real property located within the VNC boundaries.
- E. **Thirteen (13) At-Large Community Members** – Open to Stakeholders eighteen (18) years of age or older who lives, works or owns real property located within the VNC boundaries.
- F. **One (1) Community Interest / Community Member** – Open to Stakeholders eighteen 18 years of age or older and declares a stake in the neighborhood as a community interest stakeholder, defined as a person who participates in a non-profit organization that has continuously maintained a physical street address within the boundaries of the neighborhood council for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood.

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”).

1. When a Board Member ceases to maintain their Stakeholder status pursuant to these Bylaws, their position shall be deemed vacant.

2. If the Stakeholder status of a Board Member is in question, then the Department will verify status using the Department’s procedure, at the request of the Board.

Section 2: Quorum

The quorum shall be eleven (11) members of the Board. Board shall have a fixed quorum number. Floating quorum is not allowed. At committee meetings, a quorum, with the exception of the Administrative Committee, shall consist of a majority of committee members.

Section 3: Official Actions

Unless specified otherwise in these Bylaws, official action is taken at a meeting at which a quorum is met by a simple majority vote of the Board Members present and voting. Abstentions are treated as a non-vote.

Section 4: Terms and Term Limits

Elected Board Members shall serve a two (2) year term commencing at the start of the fiscal year (July 1). Appointed Board Members shall serve out the remaining term of the Board Member they replace. There are no term limits.

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 City 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

If a Board seat becomes vacant, the Board may choose to verify Stakeholder status of an individual filling the vacant seat or may choose to request the Department do so following its internal procedure(s).

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. Vacant Board seats shall be filled by a majority vote of the remaining elected Board Members. If multiple applications for one seat have been submitted, the candidate with the most votes wins.
- D. The appointed applicant's term shall be limited to the remaining term of the vacant seat.
- E. In no event shall a vacant seat be filled where an 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 Neighborhood Council Board Meetings or, five (5) total Governing Board Meetings during any twelve (12) month period will be automatically removed from the Board. Each Board Member absence shall be recorded in the Council's Meeting Minutes or other manner of Council record keeping. Upon missing the required number of Board Meetings for removal, the VNC Presiding Officer shall notify the Board Member 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 Neighborhood Council Board meeting, shall constitute a meeting for the purpose of determining Board Member attendance. For the purposes of Absences only, a full meeting's attendance by a Board Member is defined as more than half of the duration of the entire meeting. The secretary shall keep a record of the arrival and departure times of all Board Members.

Prior to the item being placed on the agenda, the VNC Presiding Officer shall consult with the Office of the City Attorney for advice on the removal process.

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 may censure any Board Member at a regular or special meeting open to the public 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. 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 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 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

Board Member resignation must be submitted in writing to an executive officer and should include the secretary. The position shall then be deemed vacant. Any member of the Board who ceases to be a Stakeholder is required to submit their resignation to an executive officer and should include the secretary. If the Stakeholder status of a Board Member is challenged, then the Department will contact the board member, verify the Stakeholder status using its procedure.

Section 11: Community Outreach

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

All Board Members shall be responsible for participating in the VNC's outreach efforts.

ARTICLE VI OFFICERS

Section 1: Officers of the Board

The officers of the VNC 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 Executive Officers are as follows and also include any additional duties as may be adopted by official action of the Board:

A. President

- Acts as the chief executive of the Venice Neighborhood Council.
- Chairs the meetings of the Board and Administrative Committee.
- Sets agenda for Administrative Committee meetings.

- Appoints Committee Chairs, subject to ratification by the Board, unless otherwise specified in the Bylaws.
- Acts as chief liaison with Los Angeles City and other government agencies for delivery of Community Impact Statements, California Public Records Act requests and other correspondence.
- Acts as chief liaison with other Neighborhood Councils.

B. Vice President

- Assumes the duties of the President when the President is unavailable and performs other duties as delegated by the President.
- Maintains oversight of Standing and Ad Hoc Committees, to ensure compliance with Brown Act, DONE, BONC policies, Bylaws and Standing Rules.

C. Secretary

- Responsible for producing accurate minutes of Board and Administrative Committee meetings in accordance with the Board of Neighborhood Commissioners (BONC) policy. 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.
- Maintains all public records of the VNC.
- Receives and logs all submissions and correspondence to the VNC and refers them to the appropriate Officer or Committee within seven (7) days.

D. Treasurer

- Performs duties in accordance with City policies and procedures as outlined in Article IX: Finances.
- Chairs the Budget and Finance Committee.

Section 3: Selection of Officers

Executive Officers described in Section 1 are elected by the stakeholders during the elections of the Venice Neighborhood Council.

Section 4: Officers Terms

Officers shall serve two (2) year terms or until a successor is elected or appointed. Officers may be removed via the process described in Article V, Section 9.

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

Establishment, termination or changes to a Standing Committee requires a 2/3 majority vote of the full Board. The Standing Committees of the VNC currently include, but shall not be limited to the following:

- A. **Administrative Committee:** Consists of eight (8) Officers, including the four (4) Executive Officers and four (4) Community Officers who shall be selected by the fourteen (14) Community Officers at the first Board meeting. All Administrative Committee meetings shall be agenzized as joint meetings of the Board. Chaired by the President. Sets agenda for Board meetings. Administrative Committee meetings shall require a minimum of four (4) present to establish a quorum. The Administrative Committee shall meet at least every two (2) months. The Community Officer members may be removed by a majority vote of the Community Officers.
- B. **Rules and Elections Committee:** Chaired by the Board Member as nominated by the Board President, subject to approval of the Board. Proposes Selection Procedures, Bylaw amendments, and Standing Rules to the Board, coordinates as needed with the City Clerk's office regarding VNC elections.
- C. **Budget and Finance Committee:** Chaired by Treasurer. Oversees and administers all VNC financial matters, including system of financial accountability as required by the Department and the City of Los Angeles. Vets all Neighborhood Purpose Grants. Reviews all spending applications and identifies which budget line items they will come from.
- D. **Outreach Committee:** Chaired by the Outreach Chair elected by the stakeholders. Performs ongoing outreach to Stakeholders. Organizes quarterly

Town Halls and special events. Works with Stakeholders, Board Members and Committees to promote participation in VNC activities (see Article V, Section 11). Arranges to have refreshments at VNC Board meetings. The Outreach Chair is in charge of all non-AV and electronic VNC equipment and supplies.

- E. **Communications Committee:** Chaired by the Communications Chair elected by Stakeholders. Oversees the maintenance and updating of the VNC website. Responsible for email announcements to Stakeholders and for maintaining and updating the Stakeholder database and ensuring its confidentiality. Ensures VNC Board and Committees comply with BONC Digital Communications Policy. The Communications Chair is in charge of all VNC AV and Electronic equipment and supplies.
- F. **Land Use and Planning Committee:** Chaired by the LUPC Chair elected by Stakeholders. The LUPC Chair is responsible for preparation and submission of all required reports to the Board. The Land Use and Planning Committee shall review, take public input, report on and make recommendations of actions to the Board on land use and planning issues affecting the community.

The Land Use and Planning Committee (LUPC) shall consist of nine (9) Stakeholders including the elected Chair. No Board Member may serve as a LUPC member with the exception of the Land Use Planning Committee Chair. Eight (8) LUPC members shall be selected by the Board from a list of candidates who have formally communicated to the Board their desire to serve on the Land Use and Planning Committee. The Board shall, within sixty (60) days beginning their term, hold a Board meeting for the selections of LUPC members. The eight (8) candidates with the highest vote totals shall be selected.

A LUPC member serves until a replacement has been selected by the Board. A LUPC member may be removed from service by a majority of the full Board.

The Land Use and Planning Committee recommendations to the Board shall be in the form of a written report, which shall include a project description, pros & cons, a summary of community input and any LUPC findings.

- G. **Ocean Front Walk Committee:** Chaired by the Board Member nominated by the Board President, subject to approval of the Board. The Committee has the general responsibility for addressing the issues, concerns, programs and services that affect the various stakeholders and interests on the Venice Boardwalk and Venice Beach. These include, but are not limited: free speech, performance, merchants, tourism, sanitation and recycling, public nuisance, public safety and interaction with law enforcement and other official of the City and County of Los Angeles. The Ocean Front Walk Committee encompasses the public space of Venice Boardwalk and Venice Beach.

- H. **Arts Committee:** Chaired by the Board Member nominated by the Board President, subject to approval by the Board. The Committee has the general responsibility to support and encourage the arts in Venice.
- I. **Parking, Transportation and Infrastructure Committee (PTI):** Chaired by the Board Member nominated by the Board President, subject to approval by the Board. Evaluates existing and potential and future conditions related to Parking, Transportation and Infrastructure.
- J. **Homelessness Committee:** Chaired by the Board Member nominated by the Board President, subject to approval by the Board. Analyzes and addresses the various sides of homelessness and its impact on the Venice Community.
- K. **Public Health and Safety Committee:** Chaired by the Board Member nominated by the Board President, subject to approval by the Board. To assist stakeholders in enhancing safety, evaluating health, and improving emergency preparedness and resiliency within the community.

Section 2: Ad Hoc Committees

The Board may create or terminate an Ad Hoc Committee with a vote of the Board as needed to deal with temporary issues and report its findings, conclusions or recommendations to the VNC Board. An Ad Hoc Committee must have a defined purpose and limited timeframe, carry out a specific task, be composed of only Board Members that constitutes less than a majority of the Quorum, and cease to exist upon the completion of its specific task.

If an Ad Hoc Committee is not created as set forth above and includes Stakeholders, the committee must operate under the notice and posting requirements of the Brown Act.

Ad Hoc Committees shall be terminated automatically if they have not met in 90 days. An Ad Hoc Committee that needs to be renewed for an additional term shall appear before the Board of Officers prior to their termination date and provide a written report describing their activities to date and why they seek renewal.

Section 3: Committee Creation and Authorization

- A. **Committee Authority** - All committee recommendations shall be brought to the full Board in the form a motion for discussion and action.

- B. **Committee Structure** – All Board Members shall serve on or chair at least one (1) VNC Committee. With the exception of the Administrative Committee and the Land Use and Planning Committee, the size, composition and quorum are left to the discretion of each Committee and its Chair and may include stakeholders, but shall not be composed of more than five (5) Board Members.
- C. **Committee Appointment** – With the exception of the Administrative Committee, Outreach Committee, Communications Committee and the Land Use and Planning Committee, all Chairs shall be appointed by the Board President and confirmed by the Board. Committee Chairs shall keep a written record of committee meetings and shall provide regular reports on Committee matters to the Board.
- D. **Committee Meetings** – With the exception of Ad Hoc committees created in compliance with Article VII, Section 2, Committee meetings are subject to and shall be conducted in accordance with the dictates of the Brown Act. All Committees are subject to the Plan for Neighborhood Councils, the Neighborhood Council Agenda Posting Requirements, the Neighborhood Council Minutes Posting Requirements, parliamentary procedures (see Article XII, Parliamentary Authority), and the VNC Bylaws and Standing Rules.
- E. **Changes to Committees** – Unless otherwise defined by the bylaws as outlined in Article VII, Section 1 & 2 above, the Board may create, disband or make changes to any Standing or Ad Hoc committee. Any such action by the Board shall be noted in the VNC Board meeting minutes.
- F. **Removal of Committee Members** – Unless otherwise selected or appointed by the Board, Standing and Ad Hoc Committee members shall be selected by the committee chair, and may be removed by the committee chair.

ARTICLE VIII MEETINGS

All meetings, as defined by the Ralph M. Brown Act (*California Government Code Section 54950 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 the Council boundaries at a location, date and time set by the Board or their Committees.

- A. **Regular Meetings** - Regular VNC Board meetings shall be held at least every two (2) months 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 of time and format of the public comment period as appropriate.

- B. **Special Meetings** – Special Meetings of the Board may be called when an important matter comes up that the Board must deal with before the next regular scheduled meeting or if a matter comes up that is so important that needs to be the sole reason for an entire Board meeting. The President or a majority of the Board shall be allowed to call a Special VNC Meeting.

Section 2: Agenda Setting

The Administrative Committee shall set the agenda for each VNC Board meeting. A Board Member or Stakeholder can submit a written request that a matter be placed on the agenda for any Board meeting by making such a request to the Secretary. If such an agenda request is not included on the agenda by the Administrative Committee, the President shall notify the Stakeholder in a timely manner as to why the item was not included in the agenda.

A petition signed by sixty (60) stakeholders shall override this determination and require that item to be placed on the agenda of a VNC Board meeting within sixty (60) days. If a meeting is called by the majority of the Board, the agenda shall be set at a Brown Act compliant public meeting.

Committee Chairs shall set the agenda for their committee meetings. A Board Member, Committee Member or Stakeholder can submit a written request directly to the Committee Chair or through the VNC agenda request portal that a matter be placed on the Committee's agenda. The Committee Chair will notify in a timely matter the maker of the motion if the request is not placed on the agenda.

Section 3: Notifications/Postings

The Neighborhood Council shall comply with the Ralph M. Brown Act and Department (DONE) requirements for posting notices, including the Neighborhood Council Agenda Posting Policy approved by the Board of Neighborhood Commissioners (BONC). 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.

Section 4: Reconsideration

The Board may reconsider or amend its action through a Motion for Reconsideration process described in Robert's Rules and defined in its Standing Rules, either during the

same meeting where the Board initially acted or during the Board’s next regular scheduled meeting that follows the meeting where the action subject to reconsideration occurred.

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 the VNC’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 VNC website, if available.
- D. Each month, the Treasurer shall provide to the VNC Board detailed reports of the VNC’s accounts.
- E. The VNC will not enter into any contracts or agreements except through the appropriate City officials.

ARTICLE X ELECTIONS

Section 1: Administration of Election

The VNC'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

- A. **Executive Officers:** Four (4) Executive Officers (President, Vice President, Secretary, Treasurer) and Three (3) Committee Chairs (Land Use and Planning, Outreach, and Communications) per Article VI and are elected at-large by the non-community interest stakeholders who lives, works or own real property within the boundaries of the VNC.

B. Community Members:

- 1) Thirteen (13) Community Members are elected at-large by the stakeholders who lives, works, or owns real property.
- 2) One (1) Community Interest / Community Member is elected by the Community Interest Stakeholders (See Article IV)
- 3) Only Community Interest Stakeholders shall be entitled to run for the one (1) Community Interest/Community Member and may not run for any of the other elected seats.

C. Voting:

- 1) Voting for election of Officers shall be by ballot.
- 2) If more than two (2) candidates are running for an Executive Officer position, a plurality shall be sufficient to elect unless the election procedures direct otherwise.
- 3) No voting by proxy is allowed.
- 4) Each Stakeholder who lives, works, or owns real property within the boundaries of the Neighborhood Council shall be entitled to cast votes as follows:
 - One (1) Vote for President
 - One (1) Vote for Vice President
 - One (1) Vote for Secretary
 - One (1) Vote for Treasurer
 - One (1) Vote for Communications Chair
 - One (1) Vote for Community Outreach Chair
 - One (1) Vote for only one (1) Community Member
This may either be a Community Interest Member or a Community Member

Section 3: Minimum Voting Age

Except with respect to a Youth Board Seat, a stakeholder must be at least 16 years of age on the day of the election or selection to be eligible to vote. [See Admin. Code §§ 22.814(a) and 22.814(c)]

Section 4: Method of Verifying Stakeholder Status

Voters will verify their Stakeholder status by providing acceptable documentation acceptable to the City of Los Angeles and/or City Clerk-Election Division supporting that declaration. Community interest stakeholders will also be required to provide a form of documentation to substantiate their community interest claim.

Section 5: Restrictions on Candidates Running for Multiple Seats

An individual may not run for more than one (1) seat within the same election.

Section 6: Other Election Related Language

ARTICLE XI GRIEVANCE PROCESS

Grievances Submitted by a Stakeholder

- A. Any Grievance by a Stakeholder must be submitted to the Department's Grievance Portal so that the Department may determine whether such Grievance conforms with the [Los Angeles Administrative Code \(L.A.A.C.\) 22.818](#) Subsections (c)(1) [Grievance Defined] and (c)(2) [Exclusions].
- B. Once the Department certifies the Grievance, the Board will be notified. Such certification of the Grievance by the Department shall not be construed as a statement regarding the validity or invalidity of the Grievance.
- C. After receiving a certified Grievance from the Department, the Board must, at its next regular or special meeting, but not more than 60 calendar days from the communication from the Department, take one of the following actions:
 - a. Consider the Grievance in accordance with a Grievance process specified in the Board's Bylaws and issue a decision to sustain and cure or reject the Grievance in whole or in part; OR
 - b. Waive consideration of the Grievance and request the Department to forward the Grievance directly to a Regional Grievance Panel for consideration.
- D. Any inaction by the Board passing the 60 calendar days will waive consideration of the Grievance and the Department shall forward the Grievance to the Regional Grievance Panel in accordance with [L.A.A.C. 22.818](#) Subsection (d)(5).
- E. Only the Grievant may appeal a Board's decision pursuant to [L.A.A.C. 22.818](#) Subsection (d)(2)(A). Such appeals must be filed with the Department on the portal within seven (7) calendar days from the date of the Board's action on the certified Grievance. A Grievant may not appeal a decision by the Board to waive consideration of any or all Grievances.

Grievances Submitted by a Board Member

- A. Any Grievance by a Board Member filed against their own Board will bypass consideration by the impacted Board, as set forth in [L.A.A.C. 22.818](#) Subsection (d)(2). The Department will forward a Grievance filed by a Board Member against their own Board directly to a Regional Grievance Panel for disposition, as specified in [L.A.A.C. 22.818](#) Subsection (d)(6).

Regional Grievance Panel

- A. When a certified Grievance is sent to a Regional Grievance Panel, the Board must appoint a Neighborhood Council Representative who shall present an opening argument (not to exceed 10 minutes) and a rebuttal (not to exceed 5 minutes) on behalf of the Neighborhood Council Board to the Panel.

ARTICLE XII PARLIAMENTARY AUTHORITY

The Venice Neighborhood Council shall use the:

The Board shall use Robert's Rules of Order (current version) as the Governing Parliamentary Authority of the VNC. An unbiased Parliamentarian may be appointed by the President to assist in the resolution of parliamentary issues. In the case of conflict between these Bylaws and the Governing Parliamentary Authority, these Bylaws shall prevail.

Standing Rules may be adopted by the Board to supplement these Bylaws. Such rules shall be in addition to these Bylaws and shall not be construed to change or replace any Bylaw. In the case of conflict between the Bylaws and a Standing Rule, the Bylaws shall prevail. Standing Rules may be adopted, amended, or repealed by a simple majority vote of the Board unless otherwise indicated in the Bylaws.

ARTICLE XIII AMENDMENTS

- A. Any Board Member or Stakeholder may process an amendment may propose an amendment to these Bylaws. The Board shall forward all proposals to the Rules and Elections Committee to review and to provide recommendations to the Board.

- B. Any proposal to amend the Bylaws shall be formalized in writing.
- C. An amendment to these bylaws requires a two-thirds 2/3 majority of the full Board at a duly noticed general or special meeting. All changes shall then be forwarded to the Department of Neighborhood Empowerment (DONE) for review and approval.
- D. Amendments shall not be valid, final, or effective until approved by the Department (DONE) and/or the Commission (BONC). Once approved, any changes in the Bylaws shall become effective immediately. Boundaries changes or Board structure changes will require the Board of Neighborhood Commissioners' (BONC) approval.
- E. No amendment shall operate to alter the eligibility of any Board Member to serve on the Council for the remainder of that Board Member's term in which the amendment is approved.

ARTICLE XIV COMPLIANCE

The VNC, its representatives, and all 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 policies approved by the Board of Neighborhood Commissioners, the Department's rules and regulations, the City Governmental Ethics Ordinance (Los Angeles Municipal Code Section 49.5.1), the Brown Act, the Public Records Act, the Americans with Disabilities Act, and all laws and governmental policies pertaining to Conflicts of Interest.

Section 1: Code of Civility

The VNC, its representatives, and all Stakeholders shall conduct all Council business in a civil, professional and respectful manner pursuant to Commission (BONC) and City regulations.

Section 2: Training

VNC Board Members, whether elected, selected or appointed, are required to complete all mandatory trainings in order to make motions, or vote on issues that come before the VNC. Trainings available to Board Members are created to ensure success during their period of service. All Board Members shall complete mandatory trainings as prescribed

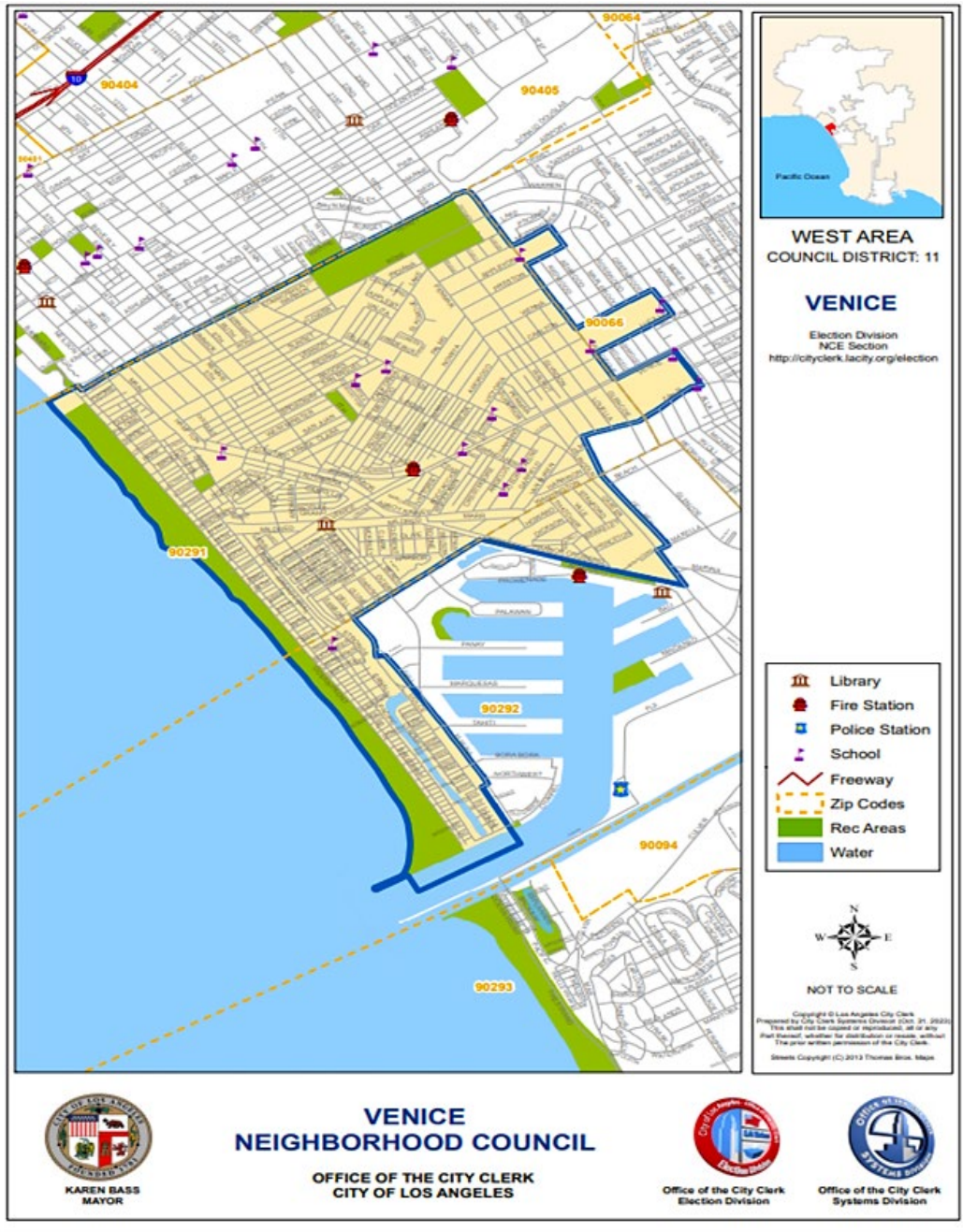
by the City Council, the Commission (BONC), the Office of the City Clerk, Funding Division, and the Department (DONE).

Members who have not completed mandatory trainings provided by the City shall lose their VNC Board voting rights on all items before the Board. Documentation of completion may be required.

Section 3: Self Assessment

The VNC may conduct a regular self-assessment to determine whether it has achieved its goals and objectives.

ATTACHMENT A



ATTACHMENT B

ATTACHMENT B - Governing Board Structure and Voting

Office	Number	ELECTED or APPOINTED?	Who may run	Who may vote
President Term: 2 Years	1	Elected	Stakeholder who lives, works or owns real property within the VNC boundaries who is 18 years or older.	Stakeholders who live, work, or own real property within the VNC boundaries who are 16 years or older.
Vice-President Term: 2 Years	1	Elected	Stakeholder who lives, works or owns real property within the VNC boundaries who is 18 years or older.	Stakeholders who live, work or own real property within the VNC boundaries who are 16 years or older.
Secretary Term: 2 Years	1	Elected	Stakeholder who lives, works or owns real property within the VNC boundaries who is 18 years or older.	Stakeholders who live, work or own real property within the VNC boundaries who are 16 years or older.
Treasurer Term: 2 Years	1	Elected	Stakeholder who lives, works or owns real property within the VNC Boundaries who is 18 years or older.	Stakeholders who, live, work or own real property within the VNC boundaries who are 16 years or older.
Chair of Land Use and Planning Committee (LUPC) Term: 2 Years	1	Elected	Stakeholder who lives, works or owns real property within the VNC boundaries who is 18 years or older.	Stakeholders who live, work or own real property within the VNC boundaries who are 16 years or older.
Chair Communications Committee Term: 2 Years	1	Elected	Stakeholder who lives, works or owns real property within the VNC boundaries who is 18 Years or older.	Stakeholders who live, work or own real property within the VNC boundaries who are 16 years or older.
Chair of Outreach Committee Term: 2 Years	1	Elected	Stakeholder who lives, works or owns real property within the VNC Boundaries who is 18 years or older.	Stakeholders who live, work or own real property within the VNC boundaries who are 16 years or older.
At-Large Board Members Term: 2 Years	13	Elected	Stakeholders who live, work or own real property within the VNC boundaries who are 18 years or older.	Stakeholders who live, work or own real property within the VNC boundaries who are 16 years or older.

<p>Community Interest/ Community Board Member Term: 2 Years</p>	<p>1</p>	<p>Elected</p>	<p>Stakeholders who do not live, work or own real property within the VNC boundaries who are 18 years or older and who affirm 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.</p>	<p>Stakeholders who live, work or own real property within the VNC boundaries who are 16 years or older.</p>
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