

SPECIAL MEETING AGENDA-
DISCUSSION AND POSSIBLE ADOPTION OF NEW BYLAWS
(3 Hours)

I. NEW BUSINESS:

Because of the complex and unwieldy issues before us which include the nature (size and representational system) of the composition of the board, we will be addressing a series of questions which, when answered will determine which parts of which of the competing proposals we will be adopting or refusing to adopt. In the end, we may (or may not) change the composition and size of the board, the method of representation, and the duties and powers of several of the officers.

We will have discussion and possible action on each of the following ISSUES after which we will vote on each of the subsidiary questions as needed. To be clear: **Public and Board Comment shall be on each ISSUE not each QUESTION, but voting shall take place on each QUESTION. Please remember that because these are all by-law amendments, each question will require 14 votes for passage.**

SUPPORTING DOCUMENTS TO REFER TO:

Relevant Documents: From the Petitioner, the supporting documents titled:

"Petitioner's Proposed Map (Interest Representation System)"
"Petitioner's Proposed Boundaries (Interest Representation System)"
"Petitioner Changes to Board Composition"

From the Rules Committee the supporting documents titled:

"Rules and Elections Proposed Map (District Representation System)"
"Rules and Elections Committee Proposed Boundaries (District Representation System)"
"Rules and Elections Changes to Board Composition"
"Rules and Elections Explanation of Proposed Changes"
"Full Rules Committee Red-Line Markup":

ISSUE 1: District vs Interest Representation: (40 Minutes)

EXPLANATION: **District Representation** means dividing Venice into areas of approximate equal population. **Interest Representation** means dividing Venice into areas which have similar concerns. The question here is: Is equitable population more important, or are similar concerns more important? A division by District Representation has been proposed by The Rules Committee, whereas a system of Interest Representation has been proposed by the petitioners.

QUESTION 1: SHALL THE BYLAWS BE CHANGED FROM THE CURRENT AT-LARGE SYSTEM TO A SYSTEM OF EITHER INTEREST OR DISTRICT REPRESENTATION:

If Yes go to question 2.

If No, move on to the next issue.

QUESTION 2: SHALL THE BYLAWS BE AMENDED TO CREATE AN INTEREST BASED SYSTEM OF REPRESENTATION?

If YES:

The changes proposed by the petitioners as well as the map and area descriptions offered by petitioners shall be deemed approved and shall replace the current at-large system as indicated in the Supporting Documents Titled "Petitioner's Proposed Map (Interest Representation System)" and "Petitioner's Proposed Boundaries (Interest Representation System)" and "Petitioner Changes to Board Composition"

If No move on to Question 3.

QUESTION 3. SHALL THE BYLAWS BE AMENDED TO CREATE A DISTRICT REPRESENTATION SYSTEM?

If YES: The changes proposed by the Rules Committee and the Map Proposed by the Rules Committee will be deemed approved and will replace the current at-large system as indicated in the Supporting Documents Titled "Rules and Elections Proposed Map (District Representation System)" and "Rules and Elections Committee Proposed Boundaries (District Representation System) and "Rules and Elections Changes to Board Composition"

If No: Move on to Issue 2.

ISSUE 2: Election of Committee Chairs: (30 Minutes)

EXPLANATION: Currently Article X Section 2(C) of the bylaws provide for the separate election of a Land Use and Planning Committee Chair, One Communications Chair, and an Outreach Chair. Allowing the appointment of these positions would reduce the board size, while still allowing for a representational system as provided in Issue 1.

QUESTION 1: Do we want to further reduce the number of Board members by allowing the appointment of one or more of the chairs.

If YES, move on to questions 2-4, if NO move on to the next issue.

QUESTION 2: Shall the President appoint the Outreach Chair?

If YES Article V Section (2)(c)(4) shall be amended to strike out "One (1) Vote for Outreach Chair" and the size of the board shall be reduced by one.

QUESTION 3: Shall the President appoint the Communications Chair?

If YES the Article V Section (2)(c)(4) shall be amended to strike out "One (1) Vote for Communications Chair" and the size of the board shall be reduced by one.

QUESTION 4: Shall the President appoint the Land Use Planning Committee Chair?

If YES the Article V Section (2)(c)(4) shall be amended to strike out "One (1) Vote for Land Use Planning Committee Chair" and the size of the board shall be reduced by one.

ISSUE 3: The Administrative Committee

EXPLANATION: The Administrative Committee determines whether or not a proposed agenda item should be referred to committee or included on the agenda. The proposal is to eliminate it but lower the number of stakeholder signatures necessary to mandate board consideration.

QUESTION 1: Do we want to eliminate the Administrative Committee (AdCom) and allow the President to set the Agenda subject to stakeholder mandated inclusion?

If yes, then the redline changes that would eliminate the Administrative Committee will be deemed adopted.

QUESTION 2: Do we want to reduce the number of signatures necessary for stakeholders to mandate Board consideration of an issue from 60 to 50?

If YES, then the redline changes reducing the number of stakeholder signatures from 60 to 50 will be deemed adopted.

ISSUE 4: The Vice President

EXPLANATION: The changes proposed by the Rules Committee would make the Vice President responsible for ensuring that regularly scheduled committee meetings do not conflict but eliminate the Vice President's responsibility for overseeing Committees,

QUESTION 1: Shall the role of the Vice President be limited to ensuring that regularly scheduled committee meetings do not conflict?

If YES then the Rules Committee's Amendment to Article VI(2)(B) as shown in *Rules Committee Final Redline* shall be deemed adopted.

ISSUE 5: Clarifying Non-Substantive Changes

Explanation: There are several places where the BYLAWS could use some clarity and clean up. For example, things not being in Alphabetical Order, The duties of the Treasurer could use some clarifying (but these do not substantively change the role) and the way the Council is referred to can be simplified.

QUESTION 1: Shall the non-substantive changes, including those contained in the supporting document titled "NON-CONTROVERSIAL PROVISIONS" be adopted?

If YES, then approve the changes contained in the red-line supporting document titled "Non-Controversial Provisions."

ISSUE 6: Final Language Markup Ad Hoc Committee

Explanation: While the votes on the questions above will be determinative of the changes made to the BYLAWS, because of the complexity of the process a final red-line markup must be created and submitted to the City pursuant to the applicable statutes and rules. This provision will create an Ad Hoc Committee responsible for submitting the final version of the approved changes to the board for final approval and submission.

QUESTION 1: Shall the Board create a three-person ad hoc committee to be chaired by the President and staffed by a non-board member representative of each proposal which shall be charged with the responsibility for delivering for approval a final red-lined version of the changes ratified by this process?

(Note: As is clear from the above, the mission statement is to deliver a red-lined final version, and the committee shall disband upon delivery of the final version)

If YES, then an Ad Hoc Committee as described above is created.

QUESTION 2: Shall the Board delegate to this Task Force the power to, by UNANIMOUS VOTE ONLY, make all ministerial changes necessary to effectuate the changes ratified by this process?

If Yes, then the Committee may, by unanimous vote make all necessary changes to effectuate the changes ratified by this process and will be empowered to deliver the official board approved red-line document for review.

II. Public Comment on Non-Agenda Items (15 Min)